



CONSTITUTION

PERTUBUHAN EKSEKUTIF-EKSEKUTIF PERSATUAN MALAYSIA ATAU MALAYSIAN SOCIETY OF ASSOCIATION EXECUTIVES (MSAE)

CLAUSE 1: NAME

- 1.1 The association shall be known as
**PERTUBUHAN EKSEKUTIF-EKSEKUTIF PERSATUAN MALAYSIA ATAU
MALAYSIAN SOCIETY OF ASSOCIATION EXECUTIVES (MSAE)**

Hereinafter referred to as “the Association”.

- 1.2 Meaning of name:

- 1.3 Level: lain-lain

CLAUSE 2: ADDRESS

- 2.1 The registered address is
**MALAYSIAN SOCIETY OF ASSOCIATION EXECUTIVES (MSAE)
C/O MALAYSIA CONVENTION & EXHIBITION CONVENTION BUREAU (MYCEB)
LEVEL 20, MENARA 2, MENARA KEMBAR BANK RAKYAT
NO. 33, JALAN RAKYAT, 50470 KUALA LUMPUR, WILAYAH PERSEKUTUAN**

or at such other place as may from time to time be decided by the Committee; and the postal address is

**MALAYSIAN SOCIETY OF ASSOCIATION EXECUTIVES (MSAE)
C/O MALAYSIA CONVENTION & EXHIBITION CONVENTION BUREAU (MYCEB)
LEVEL 20, MENARA 2, MENARA KEMBAR BANK RAKYAT
NO. 33, JALAN RAKYAT, 50470 KUALA LUMPUR, WILAYAH PERSEKUTUAN**

- 2.2 The registered and postal addresses shall not be changed without the prior approval of the Registrar of Societies.

CLAUSE 3: OBJECTIVES

- 3.1 The objectives are:
- a) To advance, improve, promote, and advise on the professionalism of managing associations.
 - b) To accord networking opportunities for those involved in managing associations to exchange their expertise, experience, knowledge, and information through meetings, forums, seminars, workshops, exhibitions, and related activities at local, national, regional and international level.
 - c) To conduct education and training for those involved in managing associations aimed at raising their knowledge, service quality, administration skills, management techniques and operational standards to ensure professionalism.



- d) To establish the Association as a source for information in the field of managing associations
 - e) To engage with relevant stakeholders for the benefit of the members of the Association.
- 3.2 The vision of the Association: to be recognised as the leading association in pursuit of excellence in managing associations.
- 3.3 The mission of the Association: to advance the stature and professionalism of managing associations through advocacy, education and advisory services.

CLAUSE 4: MEMBERSHIP

4.1 Founding Members & Organisation

The following ordinary members are founding members:

- i. Zaliha binti Omar (Dato' Dr. Zaliha Omar)
- ii. Raj Begum bte Abdul Karim (Datuk Dr. Raj Abdul Karim)
- iii. Cheong Siok Foong (Evelyn Cheong)
- iv. Chee Ban Lee (Sunny Chee)
- v. Ho Sook Wah@Goh Sook Wah (Ho Sook Wah)
- vi. Yu Kee Su (Dr. Yu Kee Su)
- vii. Wong Yew Choong (Amos Wong)
- viii. Malaysia Convention & Exhibition Bureau (MyCEB)

4.2 Ordinary Membership

Shall be opened to full-time staff and Office-Bearers of associations that are registered under the Societies Act 1966 (excluding political parties defined in section 2 of the Societies Act 1966).

An ordinary member may continue their membership after the member has relinquished their position or retired from the association or company, unless the member has resigned in accordance with CLAUSE 5.3 or being removed in accordance to CLAUSE 6.4 of the association.

4.3 Associate Membership

Shall be open to any other individual Malaysian who subscribes to the Association's objectives.

4.4 Industry Membership

Shall be open only to companies engaged in business events and supporting services who subscribes to the Association's objectives.

4.5 Affiliate Membership

Shall be open to any individual non-Malaysian who subscribes to the Association's objectives.

4.6 Honorary Membership

An individual who has made a significant contribution to MSAE can be recommended to receive honorary membership subject to MSAE Council's approval.

4.7 A valid membership under CLAUSE 4.1 and 4.2 shall receive a voting right at general meetings and is eligible to be appointed or elected as a member of the Council after being admitted as a member for not less than twelve (12) months as per CLAUSE 4.9



- 4.8 Each membership application form should be sent to the Hon. Secretary together with the required documentation. The Hon. Secretary shall at the first convenient opportunity submit it to the Council for approval. The Council may at its own discretion reject any application without assigning any reason thereof.
- 4.9 The membership applicant, whose application has been approved as aforesaid, shall, upon payment of the prescribed first annual subscription, be admitted as a valid member and shall be entitled to all membership benefits.

CLAUSE 5: RESIGNATION AND TERMINATION

- 5.1 Any member who wishes to resign from the Association shall provide two weeks' notice in writing to the Hon. Secretary and shall pay up all dues.
- 5.2 Any member who fails to comply with the rules of the Association or has acted in a manner to bring disrepute upon the Association may be expelled or suspended for a period of time as the Council deems fit or have their membership terminated.

The Council will, before expelling or suspending a member, inform the member in writing of the grounds for such action.

The member will be given an opportunity to explain and clear themselves in person to the Council within 2 weeks of the written notification. The decision of the Council after this process has been concluded, will be communicated to the member and take immediate effect and remain as such.

Should the member wish to appeal after this decision, a written appeal must be made to the Council for re-instatement within 2 weeks. The Council will communicate in writing on the outcome and ruling of the appeal.

- 5.3 Members whose annual membership subscription is in arrears by 31st December of each year, shall automatically cease to be a member of the Association unless the Council expressly rules otherwise.

CLAUSE 6: SOURCE OF INCOME

- 6.1 The annual membership payable shall be as follows:
- a) Founding member annual membership fee – nil
 - b) Ordinary member annual membership fee – RM100
 - c) Associate member annual membership fee – RM50
 - d) Industry member annual membership fee – RM1,500
 - e) Affiliate member annual membership fee – RM200
 - f) Honorary member annual membership fee – nil
- 6.2 The annual membership subscription shall be due and payable to the Association before 31st January of each year to maintain valid membership. No pro-rata fees will be applied to a newly admitted member during the year for the Ordinary, Associate, Affiliate and Industry Membership Category.
- 6.3 The membership year shall follow the calendar year commencing from 1st January and expiring on 31st December.



- 6.4 Members whose annual subscriptions are in arrears by the date of the Annual General Meeting or 30th June, whichever comes first, shall be denied the privileges of membership until dues are settled in full.

CLAUSE 7: GENERAL MEETING

- 7.1 The supreme authority of the Association is vested in a General Meeting of members. At least one third of the voting membership or twice the number of the existing Council, whichever is lesser, must be present at a General Meeting for its proceedings to be valid and to constitute a quorum.
- 7.2 If a quorum is not present within a half an hour after the appointed time for meeting, the meeting shall be postponed to a date not exceeding 30 days, to be decided by the Council. At the postponed meeting, if no quorum is present after half an hour of the appointed time for the meeting, the valid members present shall have the power to proceed with the business of the day, but shall not have the power to alter the constitution of the Association or make decisions that affect the whole membership of the Association.
- 7.3 The General Meeting of the Association shall be held annually not later than 30th June of the required meeting year, at a date, time and venue to be decided by the Council.
- The General Meeting shall deal with the following business:
- a) to receive the minutes of the previous general meeting;
 - b) to receive the Hon. Secretary's report for the past year;
 - c) to receive the Hon. Treasurer's audited accounts for the past year;
 - d) to elect the Council (Office-Bearers) for a two year term;
 - e) to appoint an Auditor; and
 - f) to deal with other matters where prior written notice has been duly given.
- 7.4 The Hon. Secretary shall send to all valid members with 14 days' notice of the meeting, the agenda, the Hon. Secretary's reports, minutes of the previous general meeting and the Hon. Treasurer's audited accounts. A copy of these documents shall be made available at the registered office of the Association for perusal by valid members.
- 7.5 An Extraordinary General Meeting may be convened:
- a) Whenever the Council deems necessary; or
 - b) At the joint request by at least 1/3 of the valid voting members. The request must state clearly the objects and reasons for such a meeting.
- 7.6 The notice and agenda for an Extraordinary General Meeting shall be forwarded by the Hon. Secretary to valid voting members 14 days before the date fixed for the meeting.
- 7.7 An Extraordinary General Meeting requested by the valid voting members shall be convened at a date not later than thirty days of the date received of such a request.



- 7.8 The quorum stipulated in CLAUSE 7.1 and 7.2 regarding the quorum for a General Meeting shall apply to Extraordinary General Meetings, but with the provision for an Extraordinary General Meeting requested by valid voting members. If no quorum is present after half an hour of the time appointed for the postponed Extraordinary General Meeting, the meeting shall be cancelled and no further Extraordinary General Meeting shall be requested for the same matter and purpose until after a lapse of at least six months from the date thereof.

CLAUSE 8: COUNCIL

- 8.1 The Council shall consist of the following and shall be termed as “Office-Bearers” of the Association and who shall be elected at the Association’s General Meeting from amongst the valid voting members for a term of two years each:
- a) A President;
 - b) A Vice President;
 - c) A Hon. Secretary;
 - d) A Hon. Assistant Secretary;
 - e) A Hon. Treasurer; and
 - f) Four (4) Council Members.
- 8.2 The Council so elected may appoint up to four members as additional Council Members who are subject to the same tenure as the Council.
- 8.3 The nominated names for election of the Council (Office-Bearers) in CLAUSE 8.1 shall be proposed and seconded each by a valid voting member. The election will be determined by a simple majority vote of the valid voting members present at the General Meeting concerned.
- 8.4 Not more than two (2) members from the same association shall be elected to the Council.
- 8.5 All existing Council (Office-Bearers) shall be eligible for re-election on expiry of each term except for the President who shall serve not more than two (2) terms.
- 8.6 The Council shall organise and supervise the day to day work of the Association and to make decisions on matters affecting its running within the general policies laid down by the General Meeting. The Council shall not act in contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meeting.
- 8.7 The Council shall meet at least once every three (3) months with seven (7) days’ notice of a meeting to be given to the Council. The President acting alone or not less than three (3) Council Members acting together may call for a Council meeting. At least half (1/2) of the Council must be present for it to proceed and to be valid and constitute a quorum.
- 8.8 Whenever an urgent matter arises, requiring approval of the Council, the President may call for a Council Meeting with a shorter notice of a meeting of three (3) days and at least half (1/2) of the Council must be present for it to proceed to be valid and constitute a quorum.



- 8.9 In the case where convening a Council Meeting is not possible, the Hon. Secretary shall on the President's request, obtain approval from the Council by means of a circular letter or electronic email whereby the following conditions must be fulfilled:
- a) the issue must be clearly spelled out in the circular letter or electronic email;
 - b) at least half (1/2) of the Council have replied and indicated their decision on the issue;
 - c) the decision must be by a majority vote.
 - d) The decision of the circular letter or electronic email shall be reported by the Hon. Secretary at the upcoming Council Meeting and recorded accordingly.
- 8.10 Any Council Members who fails to attend three (3) meeting consecutively, without prior notice or satisfactory explanation, shall be deemed automatically to have resigned as a member of the Council and no further notification will be necessary with regard to future meetings of the Council.
- 8.11 In the event of death, resignation or removal of a Council Member, the Council shall have the power to appoint a valid voting member to fill the said vacancy until the next election of the Council (Office-Bearers).
- 8.12 The Council may employ full time and or part-time officers and staff or contractors or agents as it deems necessary for the running of the Association. The Council may suspend or dismiss any full-time and part-time officers and staff or terminate the services of contractors or agents for the good of the Association.
- 8.13 The Council may appoint any number of sub-committees for any purpose or if the need arises in executing the Association's activities. All valid members are eligible to be appointed on to a sub-committee.

CLAUSE 9: DUTIES OF COUNCIL (OFFICE-BEARERS)

- 9.1 The President shall during his/her term of office preside over General Meetings and Council Meetings. He/She shall be responsible for the proper conduct of all such meetings. He/She shall have an additional decisive vote when a decision is on an even-vote. He/She shall sign the minutes of all meetings once approved.
- 9.2 The Vice President shall assist the President and shall deputize for the President during his/her absence.
- 9.3 The Hon. Secretary shall conduct the business of the Association in accordance with the Association's Constitution.

The Hon. Secretary shall carry out the decisions of General Meetings and the Council. The Hon. Secretary shall be responsible for all correspondence and keeping all books, documents and records except for the accounts and financial records.

The Hon. Secretary shall attend the meetings and minute proceedings. The Hon. Secretary shall keep a membership register of members' personal and organisation information. The Hon. Secretary shall file all relevant documentation within sixty (60) days after the General Meeting, to the Registrar of Societies.



- 9.4 The Hon. Assistant Secretary shall assist the Hon. Secretary and shall deputize for him/her during his/her absence.
- 9.5 The Hon. Treasurer shall be responsible for the financial matters of the Association. The Hon. Treasurer shall keep accounts and financial information and ensure its correctness.
- 9.6 The Council shall carry out duties as directed by the President or requested by the Council.

CLAUSE 10: FINANCIAL PROVISION

- 10.1 The Association's funds, subject to the provision of the Association's Constitution, may be spent for the purposes necessary to carry out its objectives, including the expenses of its Office-Bearers and paid staff, external auditor, account, tax consultant, and any other services and expenses, but shall not be used for members who may be convicted in a court of law.
- 10.2 The Hon. Treasurer may not hold petty cash exceeding RM1, 000.00 (Ringgit Malaysia One Thousand Only) at any one time. All money in excess of this amount shall be deposited, within seven days of receipt, into the Association's bank account. The bank account shall be in the name of the Association.
- 10.3 All cheques or withdrawal notes of the Association shall be signed jointly by any two (2) of the following Council (office-bearers): President, Vice President, Hon. Treasurer and Hon. Secretary. In the absence of the President, Vice President, Hon. Secretary or Hon. Treasurer for a long period, the Council shall appoint one of the Council members to sign in their absence.
- 10.4 No expenditure exceeding RM10, 000.00 (Ringgit Malaysia Ten Thousand Only) at any one time shall be incurred without prior approval of the Council. At any one time expenses of RM10,000.00 (Ringgit Malaysia Ten Thousand Only) or less, may be incurred with the joint approval of the President, Hon. Treasurer and Hon. Secretary.
- 10.5 No expenditure of RM100,000.00 (Ringgit Malaysia One Hundred Thousand Only) at any one time shall be incurred without prior approval of the General Meeting except in the instance of an event/activity expenditure, where a budget for such event/activity has been pre-approved by the General Meeting.
- 10.6 The financial year of the Association shall commence on 1st January and end on 31st December of each year.
- 10.7 The Hon. Treasurer shall prepare the yearly account information and documents to be forwarded to the Auditor, appointed under CLAUSE 11 for audit purposes before submission to the General Meeting for approval.

CLAUSE 11: AUDITORS

- 11.1 The General Meeting shall appoint an Auditor for a period of one (1) year and who may be reappointed upon expiry of each term.



- 11.2 The Auditor shall be either a valid voting member who is not a Council (Office-Bearer) or a registered audit firm. The Auditor may be required by the Council to audit the accounts for any period within their tenure of office, at any date, and to make a financial report to the Council.

CLAUSE 12: PROPERTY ADMINISTRATORS / TRUSTEES

- 12.1 Three valid voting members, who are above twenty one (21) years of age, shall be appointed by the General Meeting as Trustees of the Association. They shall be vested with the Association's immovable properties belonging to the Association upon execution of a Deed of Trust.
- 12.2 The Trustees shall not sell, withdraw or transfer any of the Association's properties without the prior approval of the General Meeting.
- 12.3 The Trustees shall hold office at the pleasure of the Association until they resign voluntarily or be removed by the General Meeting.
- 12.4 A Trustee member may be removed from office by the General Meeting on the grounds of ill health, unsound mind, absence from the country for a long period, no longer a valid member or any other reasons that caused him/her to be unable to perform their duties in a satisfactory manner.
- 12.5 In the event of death, resignation or removal by the General Meeting, the Council shall fill the said vacancy with a valid voting member as a Trustee until the next upcoming General Meeting.

CLAUSE 13: INTERPRETATIONS

- 13.1 The General Meeting and the Council shall interpret the Constitution and when necessary, determine any point that is silent in the Constitution. The decision of the Council shall bind all members of the Association until and unless it is reversed by a resolution of the General Meeting.

CLAUSE 14: PATRON AND ADVISOR(S)

- 14.1 The Council may, if it deems fit and necessary, appoint any person(s) as a Patron and/or Advisor(s) to the Association and they shall hold office for a term of not more than two (2) years, which shall coincide with the election term of the Council. The Advisor(s) may be reappointed upon expiry of the current term.

CLAUSE 15: PROHIBITION

- 15.1 Gambling in any form shall not be permitted in the premises of the Association.
- 15.2 Neither the Association nor its members shall attempt to restrict or in any other manner interfere with the trade or price or engage in any Trade Union activities as defined in the Trade Union Act 1959.



- 15.3 The Association shall not hold a lottery, whether for the public or limited to its members, in the name of the Association, the Council, or any member without the prior approval of the relevant authority.
- 15.4 The 'Benefits' as defined under the Section 2 of the Societies Act 1966 shall not be given to any members except for their professional, expertise or business services that are provided to the Association with the Council's prior approval.

CLAUSE 16: AMENDMENT OF CONSTITUTION

- 16.1 The Constitution shall not be amended except by a resolution of not less than 2/3 of the voting members present for the General Meeting; such amendment/s shall take effect from the date of the approval of the Registrar of Societies.
- 16.2 Any amendments to the Constitution shall be forwarded within sixty (60) days of being approved by a General Meeting to the Registrar of Societies for their approval.

CLAUSE 17: DISSOLUTION

- 17.1 The Association may be voluntarily dissolved by a resolution of not less than three fifths (3/5) of the valid voting membership present in a General Meeting.
- 17.2 In the event that the Association is dissolved, all debts and liabilities legally incurred by the Association or on its behalf by the Council shall be fully discharged. All remaining funds shall be disposed of in such a manner as determined by a General Meeting.
- 17.3 The Notice of Dissolution shall be forwarded to the Registrar of Societies within fourteen (14) days of the Association's resolution to dissolve.

CLAUSE 18: FLAG, LOGO AND BADGE

- 18.1 Flag



Description

- a) The letter 'M' represents 'the people of Malaysia' which signifies that MSAE is a one roof association for Association Executives in Malaysia.



18.2 Logo



Description

- a) The letter 'M' represents 'the people of Malaysia' which signifies that MSAE is a one roof association for Association Executives in Malaysia.

18.3 Badge



Description

- b) The letter 'M' represents 'the people of Malaysia' which signifies that MSAE is a one roof association for Association Executives in Malaysia.