



# CONSTITUTION

of

**PERSATUAN PEDAGANG UBAT BAHAGIAN KUCHING  
(KUCHING DIVISION DRUG MERCHANTS ASSOCIATION)**

# Table of Contents

|           |                                                            |         |
|-----------|------------------------------------------------------------|---------|
| Clause 1  | Name                                                       | Page 3  |
| Clause 2  | Address                                                    | Page 3  |
| Clause 3  | Objective                                                  | Page 3  |
| Clause 4  | Membership                                                 | Page 3  |
|           | 4.1 <i>Application for membership</i>                      |         |
|           | 4.2 <i>Change of address</i>                               |         |
| Clause 5  | Resignation and termination                                | Page 4  |
|           | 5.1 <i>Resignation</i>                                     |         |
|           | 5.2 <i>Expulsion of member</i>                             |         |
|           | 5.3 <i>Effect of ceasing to be a member</i>                |         |
| Clause 6  | Source of income                                           | Page 4  |
| Clause 7  | General Meeting                                            | Page 4  |
|           | 7.1 <i>Annual General Meeting</i>                          |         |
|           | 7.2 <i>Extraordinary General Meeting</i>                   |         |
|           | 7.3 <i>Quorum and Postponement for any General Meeting</i> |         |
| Clause 8  | Committee                                                  | Page 6  |
| Clause 9  | Duties of office bearers                                   | Page 8  |
| Clause 10 | Financial provision                                        | Page 9  |
| Clause 11 | Auditors                                                   | Page 9  |
| Clause 12 | Property administrator / Trustees                          | Page 10 |
| Clause 13 | Interpretation                                             | Page 10 |
| Clause 14 | Advisor / Patron                                           | Page 10 |
| Clause 15 | Prohibition                                                | Page 10 |
| Clause 16 | Amendment of constitution                                  | Page 11 |
| Clause 17 | Dissolution                                                | Page 11 |
| Clause 18 | Flag, Logo and Badge                                       | Page 11 |

## **1. Name**

### *1.1. The Association shall be known as*

- 1.1.1. Bahasa Melayu: **PERSATUAN PEDAGANG UBAT BAHAGIAN KUCHING**
- 1.1.2. Bahasa English: **KUCHING DIVISION DRUG MERCHANTS ASSOCIATION**
- 1.1.3. Hereinafter referred to as “**The Association**”.
- 1.1.4. Meaning of name: n/a
- 1.1.5. Level : Negeri

## **2. Address**

- 2.1. The registered address is, **NO. 63, LOT 241 SECTION 47, KTLD, BAN HOCK ROAD, 93100 KUCHING, SARAWAK**, or at such other places as may from time to time be decided by the Committee; and the postal address is **P.O. BOX 1818, 93736 KUCHING, SARAWAK**.
- 2.2. The registered and postal address shall not be changed without the prior approval of the Registrar of Societies.

## **3. Objective**

- 3.1. The objects of the Association shall be to foster friendship and to procure benefit and interest for its members.

## **4. Membership**

### *4.1. Application For Membership*

- 4.1.1. All Drug merchants in the Kuching Division and in the neighbouring Division where there is no drug merchants' association shall be eligible for membership.
- 4.1.2. Every application for membership shall be recommended by an existing member and shall be forwarded to the Secretary who shall, at the first convenient opportunity, submit it to the committee for approval. The committee may at its discretion reject any application without assigning any reason therefore.

### *4.2. Change of Address*

- 4.2.1. Every member shall notify the Secretary of his change of address, failing which a letter, circular or notice sent to his last registered address, shall be

deemed to have been given to and received by such member for any purpose provided but these rules.

## **5. Resignation and Termination**

### *5.1. Resignation*

- 5.1.1. Any member may resign his membership by giving to the Secretary notice in writing to that effect.

### *5.2. Expulsion of member*

- 5.2.1. Any member who damages the reputation or acts in contravention of the interests or the Rules and Constitution of the Association may be expelled from membership by the Committee upon Two-Thirds (2/3) of the members voting therefor.
- 5.2.2. The member so expelled shall have the right within Two(2) weeks to appeal in writing to a general meeting whose decision be final.

### *5.3. Effect of ceasing to be a member*

- 5.3.1. Any person shall, upon ceasing to be a member of the Association, whether on account of resignation or expulsion, forfeit all rights to and claim upon the Association and its property and funds.
- 5.3.2. Any person who ceased to be a member of the Association shall surrender his membership certificate to the Association within Three (3) months.

## **6. Source of Income**

### *6.1. The income of the Association shall derive from:*

- 6.1.1. Entrance fee : Twenty Ringgit Only (RM 20.00)
- 6.1.2. Life time membership fee : Two Hundred Ringgit Only (RM 200.00)
- 6.1.3. Special subscription or levies for particular purposes may be raised from members by resolution of a General Meeting of the Association.

## **7. General Meeting**

### *7.1. Annual General Meeting*

- 7.1.1. An Annual General Meeting of the Association shall be held within three (3) months after the close of each financial year on a date and at a time and place to be decided by the Executive Committee. The business of the Annual General Meeting shall be:

- i. To receive the Executive Committee's report on the working of the Association for the previous year;
- ii. To receive the Treasurer's report and the audit of the Association for the previous year;
- iii. To elect and Executive Committee ant to appoint Auditors for three (3) years;
- iv. To deal with such other matters as may be put before it or deemed fit by the Annual General Meeting.

7.1.2. A preliminary notice and agenda of the Annual General Meeting stating the date, time and venue, and calling for motions for discussion, and motions for amendment of the rules, shall be sent by the Secretary to all members not later than Fourteen (14) days before the date fixed for the meeting, and this notice shall also be prominently displayed at the registered office / address of the Association.

7.1.3. The motions for discussion at the meeting must be sent to reach the Secretary not later than Seven (7) days from the date of the preliminary notice.

7.1.4. Copies of minutes, report, motions and the audit of Association for the previous year shall only be given by the Secretary to the members present at the Annual General Meeting. Copies of these documents will also be made available at the registered office / address of the Association for the perusal of members.

## 7.2. *Extraordinary General Meeting*

7.2.1. An Extraordinary General Meeting of the Association shall be convened:

- i. Whenever the Executive Committee deems it desirable, or
- ii. At the joint request to the Chairman in writing of not less than Twenty (20) members stating the objects and reasons for such meeting.

7.2.2. An Extraordinary General Meeting requisitioned by members shall be convened for a date within Fourteen (14) days of the receipt of such requisition.

7.2.3. Notice and agenda for an Extraordinary General Meeting shall be forwarded by the Secretary to all members at least Ten (10) days before the date fixed for the meeting.

## 7.3. *Quorum and Postponement for any General Meeting*

- 7.3.1. The quorum for any General Meeting shall be at least twice the number of the Executive Committee Members or One-Half (1/2) of the total voting membership, whichever is the lesser.
- 7.3.2. If half an hour after the time appointed for the meeting a quorum is not present, the Chairman shall declare the meeting postponed and shall call for the postponed meeting in the following Two (2) weeks, and if a quorum is not present at the postponed meeting the members present shall have power to proceed with the business of the day but they shall not have the power to amend the Constitution of the Association or to make decision affecting the whole membership.
- 7.3.3. In the absence of a quorum, the meeting shall be postponed to a later date to be decided by the Executive Committee.
- 7.3.4. Where no quorum is present at the subsequent date decided in accordance with paragraph 7.3.2. above;
  - i. The Annual General Meeting shall proceed to business provided that such meeting shall not amend these rules or make decisions affecting the whole membership;
  - ii. An Extraordinary General Meeting requisitioned by members shall be canceled and no Extraordinary General Meeting shall be requisitioned for the same purpose until after a lapse of Six (6) months from the date thereof.

## **8. Committee**

- 8.1. A Committee of the Association shall be elected Triennially at the Annual General Meeting according to the process of nomination for election and shall be decided by the Committee. The Committee shall consist of 15 members as follows:
  - i. A Chairman
  - ii. A Deputy Chairman
  - iii. 3 Vice Chairman
  - iv. A Secretary
  - v. An Assistance Secretary
  - vi. A Treasurer
  - vii. A Assistant Treasurer
  - viii. A Liaison Officer
  - ix. An Assistant Liaison Officer
  - x. A Welfare Officer
  - xi. An Assistant Welfare Officer
  - xii. 2 Supervisors
- 8.2. All members of the committee and every officer performing executive functions in the Association shall be Malaysian citizens.

- 8.3. The function of the Committee is to organise and supervise the day-to-day activities of the Association and to make decisions on matters affecting its running within the general policy laid down by the general meeting. The Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meeting. It shall furnish a report to each Annual General Meeting on its activities during the previous year.
- 8.4. The Committee shall meet at least once every Three (3) months, and Three (3) days notice of each meeting shall be given to the members. The Chairman acting alone or one-third (1/3) of its members acting together may call for a meeting of the Committee to be held at any time. At least one half (1/2) of the Committee members must be present to constitute a quorum.
- 8.5. Any member of the Committee who fails to attend Three (3) consecutive meetings of the Committee without satisfactory explanation shall be deemed to have resigned from the Committee.
- 8.6. In the event of the death or resignation of a member of a Committee, the candidate who received the next highest number of votes at the previous election for the post affected shall be invited to fill the vacancy. If there is no such candidate or if such candidate declines to accept office, the Committee shall have the power to co-opt any other member of the Association to fill the vacancy at the next Annual General Meeting.
- 8.7. The Committee shall give instruction to the Secretary and other officers for the conduct of the affairs of the Association. It may appoint such organizers or members of the staff as it deems necessary. It may suspend or dismiss any organizer or member of the staff for neglect or duty, dishonesty, incompetence, refusal to carry out the decisions of the Executive, or for any other reason which it deems good and sufficient in the interest Association.
- 8.8. All members of the Committee shall hold office for a term of Three (3) years and shall be eligible for re-election. Chairman and Treasurer can only serve for Two (2) terms continuously.
- 8.9. The Committee shall have the power to appoint Sub-Committees for the furtherance of the objects of the Association as it may deem fit to Sub-Committee such powers as it may consider necessary and expedient, and to withdraw from Sub-Committee all or any of the powers revoke all such appointments. Any Sub-Committee so appointed shall, in exercising the powers and conform to any of the regulations that may from time to time be imposed upon it by the Committee.
- 8.10. Where any urgent matter requiring the approval of the Committee arises and it is not possible to convene a meeting, the Secretary may obtain such approval by means of a circular letter. The following conditions must be fulfilled before a decision of the Committee is deemed to have been obtained:

- 8.10.1. The issue must be clearly set out in the circular and forwarded to all members of the Committee.
- 8.10.2. At least one half (1/2) of the members of the Committee must indicate whether they are in favor or against the proposal, and
- 8.10.3. The decision must be by a majority vote. Any decision obtained by circular letter shall be reported by the Secretary to the next Committee Meeting and recorded in the minutes thereof.
- 8.11. In the event of the death or resignation of a member of the Committee, the Committee shall have the power to co-opt any other member of the Association to fill the vacancy until the next Annual General Meeting.
- 8.12. The Committee shall appoint an "Election Sub-Committee" consisting of a Chairman and Two (2) members to deal with election matters.

## **9. Duties Of Office Bearers**

- 9.1. The Chairman shall during his term of office, preside at all General Meetings and all meetings of the Committee and shall be responsible for the proper conduct of all such meetings. He shall have the casting vote.
- 9.2. The Deputy Chairman shall deputise for the Chairman in the latter's absence.
- 9.3. The Vice Chairman shall deputise for the Chairman in the absence of both the Chairman and Deputy Chairman.
- 9.4. The Secretary shall conduct the business of the Association in accordance with its rules, and shall carry out the instructions of the general meeting and of the Committee. He shall be responsible for conducting all correspondence and attend all meetings and record the proceedings. He shall keep a membership register containing the following particulars:
  - i. Serial No.
  - ii. Date of Admission
  - iii. Name
  - iv. Date of Birth
  - v. Identity Card Number
  - vi. Nationality
  - vii. Occupation
  - viii. Address
- 9.5. The Assistant Secretary shall assist the Secretary in carrying out his duties and shall act for him in his absence.

- 9.6. The Treasurer shall be responsible for the affairs relating to the finance of the Association. He shall keep accounts of all its financial transactions and shall be responsible for correctness.
- 9.7. The Assistant Treasurer shall assist and deputise for the treasurer during the latter's absence.
- 9.8. The Liaison Officer shall be responsible to communicate internally and externally pertaining to the Association matters.
- 9.9. The Assistant Liaison Officer shall assist the Liaison Officer in carrying out his duties and shall act for him in his absence.
- 9.10. The Welfare Officer shall be responsible to deal with matters of Welfare of the members.
- 9.11. The Assistant Welfare Officer shall assist the Welfare Officer in carrying out his duties and shall act in his absence.
- 9.12. The Supervisors shall supervise all the matters either assigned to them or otherwise in connection with the Association and to report their findings to the Committee.

## **10. Financial Provision**

- 10.1. The Financial year of the Association shall commence on 1st January annually.
- 10.2. The Treasurer may hold petty cash advances not exceeding RM 1,000.00 (One Thousand Ringgit ) at any one time. All money in excess of this sum shall, within seven (7) days of receipt be deposited in a bank appointed by the Committee. The bank account shall be in the name of the Association.
- 10.3. All cheques or withdrawal notice on the Association's account shall be signed jointly by the Treasurer and Chairman or Secretary to be effective. In the absence of the Treasurer, the Assistant Treasurer shall sign in his place.
- 10.4. No expenditure exceeding RM 3,000.00 (Three Thousand Ringgit ) at any one time shall be incurred without the prior sanction of the Committee., and no expenditure exceeding RM 30,000.00 ( Thirty Thousand Ringgit ) at any one time shall be incurred without the prior sanction of a General Meeting. Any expenditure below RM 3,000.00 (Three Thousand Ringgit ) at any one time may be approved jointly by the Chairman, Secretary and Treasurer.
- 10.5. As soon as possible after the end of each financial year, a Statement of Income and Expenditure and Balance Sheet for the year shall be prepared and audited by the Auditor/Auditors appointed under Clause 11. The audited accounts shall be submitted for the approval of the next Annual General Meeting and copies shall be made available at the registered office / address of the Association for the perusal of the members.

## **11. Auditors**

- 11.1. One person, who shall not be office-bearers of the Association, shall be appointed by the Annual General Meeting as Honorary Auditor. He shall hold office for a term of three (3) years and can be re-appointed.
- 11.2. The Auditor shall be required to audit the accounts of the Association for the year, and to prepare a report or certificate for the Annual General Meeting. He may be required by the Chairman to audit the accounts for the Association for any period within their tenure of office at any date, and to make a report to the Committee.

## **12. Property Administrator / Trustees**

- 12.1. Three (3) officers, who must be office-bearers and over Twenty-One (21) years of age shall be appointed triennially at the Annual General Meeting for the purpose of Section 9(b) of the Societies Act, 1966.
- 12.2. They shall hold office for Three (3) years and shall be eligible for re-appointment.
- 12.3. The officers appointed under this Clause shall deal with immovable property of the Association in such manner as the General Meeting may direct provided that all immovable properties shall be registered in the name of the Association.
- 12.4. The officers shall not sell, withdraw or transfer any of the property of the Association without the consent and authority of a General Meeting of members.
- 12.5. An officer may be removed from office by a General Meeting on the grounds that, owing to ill health, unsoundness of mind, absence from the country for any other reason, he is unable to perform his duties or unable to do so satisfactorily. In the event of the death, resignation or removal of an office before the Annual General Meeting shall be filled by an Extraordinary General Meeting convened for the purpose.

## **13. Interpretation**

- 13.1. Between Annual General Meetings the Committee shall interpret the rules of the Association and when necessary, determine any point on which the rules are silent.

## **14. Advisor / Patron**

- 14.1. The Committee shall have the power to confer members of good reputation or who have contributed distinguished services to the Association as Honorary Chairman and Honorary Advisor/Patron.

## **15. Prohibition**

- 15.1. No benefits as defined under Section 2 of the Societies Act, 1966 shall be given by the Association to any of its members.

- 15.2. No person shall hold Office in the Association or become an Advisor or Employee of the Association if he is disqualified under Section 9A of the Societies Act, 1966.
- 15.3. The Association shall not carry out political activities or involve itself whether directly or indirectly with any Political Party.
- 15.4. No gambling or any illegal activities shall be carried out in the premises of the Association.
- 15.5. The Association shall not have any affiliation or connection with any association or society established outside Malaysia.

## **16. Amendment Of Constitution**

- 16.1. These rules may not be altered or amended except by resolution of a General Meeting. Such alterations or amendments shall take effect from the date of their approval by the Registrar of Societies.

## **17. Dissolution**

- 17.1. The Association may be voluntarily dissolved by a resolution of not less than two-thirds (2/3) of the total voting membership at a General Meeting convened for the purpose.
- 17.2. In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds be disposed of in such manner as may be decided upon by a General Meeting.
- 17.3. The Registrar of Societies shall be informed of the dissolution of the Association within Fourteen (14) days from the date of the dissolution.

## **18. Flag, Logo And Badge**

- 18.1. *Flag*  
n/a

- 18.1.1. Description  
n/a

- 18.2. *Logo*



#### 18.2.1. Description

The Association logo shall be of rounded triangle shape with white background . On its top portion the name of the Association in Chinese shall be inscribed in black lettering at its rounded edge, with a map of Sarawak or yellow colour and a white cat to represent Kuching in a red background. On the left side of the logo, the name of the Association "PERSATUAN PEDAGANG UBAT BAHAGIAN KUCHING" in black lettering shall be inscribed at its rounded edge with a Chinese weighing scale and a yellow Jin-Sen to represent Chinese drugs in a light blue background. On the right side of the logo, the name of the Association "KUCHING DIVISION DRUG MERCHANTS ASSOCIATION" in black lettering shall be inscribed at its rounded edge with a white mortar and pound, Two (2) tablets and a capsule to represent western in a light blue background. Three (3) stalks of wheat joined together in the shape of "Y" are placed in the center of the logo signifying unity, co-operation and prosperity.

#### 18.3. Badge n/a

#### 18.3.1. Description n/a