

PERLEMBAGAAN BAGI

PERTUBUHAN INDUK

PERSATUAN PERLINDUNGAN ALAM SEKITAR SABAH (1994) (SABAH ENVIRONMENTAL PROTECTION ASSOCIATION (1994))

(PPM-024-12-28121995)

1 NAME

(1) The Association shall be known as

PERSATUAN PERLINDUNGAN ALAM SEKITAR SABAH (1994) (SABAH ENVIRONMENTAL PROTECTION ASSOCIATION (1994))

Hereinafter referred to as the Association.

(2) Meaning of name :

(3) Level : NEGERI

2 PLACE OF BUSSINESS

(1) The registered address is

8AF13, 8TH FLOOR, BLOCK A, KOMPLEKS KARAMUNSING
88300 KOTA KINABALU
SABAH

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

8AF13, 8TH FLOOR, BLOCK A, KOMPLEKS KARAMUNSING
88300 KOTA KINABALU
SABAH

(2) The registered and postal addresses shall not be changed without the prior approval of
the Registrar of Societies.

3 OBJECTIVE

Aims and objectives

3.1 To protect the environment;

3.2 To prevent all activities that cause damages to the environment;

3.3 To introduce measures and actions to improve and protect the environment; and

3.4 To create public awareness so that they will be concerned with and be responsible for the care of the environment.

4 MEMBERSHIP

4.1 Membership of the Association is open to all Malaysian citizens domiciled in Sabah. Membership is divided into six categories:

a) Ordinary Members who must be 18 years and above;

b) Associate Members who must be below 18 years old. Such members must have prior written consent from their father or guardian before being granted membership;

c) Life Members - such membership is granted to an individual who has settled in full his member fees and paid up dues as stipulated under Clause 6.1.2 (c). The subscription is applicable only to ordinary members of up to 2 years' membership and subject to Executive Committee's discretion;

d) Institutional Members - these shall comprise members from recognised consumer, conservation and voluntary organisations;

e) Corporate Members - open to firms and business organisations; and

f) Life Corporate Members - these are Corporate Members who have paid up fees as stipulated in Clause 6.1.2 (f);

4.2 All applications for membership, accompanied by the entry fee and first-year subscription, shall be sent to the Secretary who shall table them for approval by the Executive Committee. The Executive Committee, based on its discretion, has the right to reject any application without assigning any reason thereof.

4.3 Any application for membership, once approved, shall be made known to the applicant, and he shall be entitled to all privileges of membership.

Membership privileges

4.4 Except when specifically not included in Clause 8, an Ordinary Member and Life member shall have:

a) Right to participate in all activities of the Association and enjoy the use of all the Association's facilities;

b) Right to speak and vote in all Association meetings;

- c) Right to contest and be elected to hold posts within the Association, right to vote, propose or second candidates for election in the Association;
- d) Any other privileges that may be decided by the Executive Committee from time to time.

Associate Member shall:

- 4.5 Enjoy all privileges of an Ordinary Member except the right to vote, to propose or second candidates for election, or to hold posts within the Association;
- 4.6 Enjoy any other privileges that the Executive Committee may decide on from time to time.

Institutional Member and Corporate Member

- 4.7 Entitled to one vote at the Annual General Meeting of the Association, but have no right to contest any posts;
- 4.8 Entitled to 10% discount on any publications of the Association.

5 RESIGNATION AND TERMINATION

5.1.A member who wishes to cease his membership must give notice to the Secretary two weeks prior to cessation and settle all debts to the Association.

5.2.Any member who does not abide by the rules of the Association and acts in a manner that can bring the Associations name into disrepute, or conducts himself in a way detrimental to the reputation of the Association, shall be dismissed or have his membership suspended for a period to be determined by the Executive Committee. Before the Executive Committee dismisses or suspends the member, he must be informed in writing the reasons for his dismissal or suspension. Such a member must also be given an opportunity to explain and defend himself. Such dismissal or suspension should be executed unless the General Meeting, upon the appeal from the aggrieved member, decides to postpone or reverse the dismissal or suspension.

6 SOURCE OF INCOME

Entrance fee, subscription and other fees

6.1. Entrance fees and other subscription payment are as follows:

6.1.1 Entrance fees:

- a) Ordinary Member - RM 10.00
- b) Associate Member - RM 5.00

6.1.2 Subscription

- a) Ordinary Member: RM 20.00 per annum
- b) Associate Member: RM 15.00 per annum
- c) Life Member: RM 250.00 one-time payment
- d) Institution Member: RM50.00 per annum
- e) Corporate Member: RM200.00 per annum
- f) Life Corporate Member : RM5,000 one time payment

6.2. Annual subscription should be paid to the Hon. Treasurer three months before the financial year begins.

6.3. When a member allows his subscription to be in arrears for more than three months, a written notice of reminder, signed by the Secretary or his behalf, shall be sent to the member concerned. Until he settles the arrears of subscription in full, his membership privileges are suspended.

6.4. A member whose subscription is in arrears for over six months automatically ceases to be a member. If the Executive Committee is satisfied that such a member had received notices concerning his arrears, the Executive Committee may direct legal action against the member to recover the arrears.

6.5. The Executive Committee has the right to impose a fee for the re-admission of a member whose membership is ceased due to arrears in subscription payment.

6.6. Through a resolution at General Meeting, special dues or levy for specific purposes may be collected from the membership. If a member fails to pay up such dues or levy within a stipulated period, the Association may adopt the same procedure of recovering arrears of subscription for the recovery of these special dues or levy.

7 GENERAL MEETING

7.1. The supreme authority of the Association rests with the General Meeting of its members. For a General Meeting to be considered legitimate, a sufficient quorum of at least half of the members of the Association who are eligible to vote or twice the number of Executive Committee members must be present.

7.2. If within half an hour of the stipulated time of the General Meeting a quorum is not present, the meeting shall be postponed to a date (not more than 30 days) to be fixed by the Executive Committee. If a quorum is still not present within half an hour of the time stipulated for the General Meeting that was postponed, members present shall have the right to proceed with the General Meeting but shall have no authority to amend the Association's rules/constitution or make decision that affect the general membership.

7.3. The Annual General Meeting must be held not later than three months after the end of December of the financial year. The Executive Committee shall fix the date, time and venue for the AGM. The agenda to be discussed at the AGM shall include:

- 7.3.1 To receive the Secretary's and Executive Committee's annual report on the activities of the Association;
- 7.3.2 To receive the audited annual accounts of the Association;
- 7.3.3 To elect the Executive Committee who shall hold office for two years;
- 7.3.4 To discuss any other arising matters tabled for the AGM.

7.4. Notice of the Annual General Meeting shall be sent to all members of the Association at least 30 days before the date set for the meeting via email or text messages. The notice shall contain information on the date, time and place of the meeting; soliciting members to put forward motions, including motions for amendments to the constitution, and nominations for election to the Executive Committee. The notice should be displayed at a conspicuous location easily accessible by the members or, at the registered office of the Association, or the place of meeting.

7.5. Nominations, if any, for all elected posts and motions to be tabled must be submitted in writing to the Secretary not less than 14 days after the receipt of the notice of meeting.

7.6. The Secretary shall circulate to all members via IT or mass media, at least seven (7) days before the meeting the agenda accompanied by the minutes of the previous AGM, all motions and nominations, if any, and the audited accounts of the association. Copies of all relevant documents shall be placed at the registered office of the Association or at the place of meeting so that they are easily available to members for their scrutiny.

Extraordinary General Meeting

7.7. An Extraordinary General Meeting of the Association may be called under the following circumstances:

7.7.1 At any time that the Executive Committee may see fit; or

7.7.2 When requisitioned by at least 20 members stating their reason/s for requisitioning the Extraordinary General Meeting.

7.8. An Extraordinary General Meeting requisitioned by members must be held within 30 days of the receipt of the request.

7.9. The Notice of the Extraordinary General Meeting, together with the agenda, must be circulated to all members by the Secretary, at least 15 days before the date of the meeting.

7.10. The provisions in Rule 7 (1) and (2) governing quorum and postponement of an Annual General Meeting shall apply also to an Extraordinary General Meeting, with the exception that if there is still insufficient quorum within half an hour of the time fixed for the postponed Extraordinary General Meeting requisitioned by members, the meeting is considered cancelled. An Extraordinary General Meeting for the same purpose shall not be reconvened within six months of the date of the last aborted meeting.

7.11. The Secretary shall at the earliest convenient time after an Annual General Meeting or an Extraordinary General Meeting dispatch copies of the minutes of the proceedings to all members of the Association.

7.12. Unless there is a specific request for the casting of votes, decision on all matters mentioned in the agenda of the Annual General Meeting shall be by a show of hands or by secret ballot. The method to be used shall be decided by the members present. The election of an Ordinary Member to chair the meeting shall be by secret ballot.

7.13. The discussion of a resolution of a motion shall proceed if a majority of the Ordinary Members present is in favor, unless otherwise stated in the constitution of the Association.

7.14. An Ordinary Member shall be appointed to chair the meeting if the President and Vice President are absent.

7.15. The chairman shall have the deciding vote, other than in the election of office bearers.

8 COMMITTEE

Executive Committee

8.1. The Executive Committee comprises office-bearers who are elected to a two-year term at the Annual General Meeting of the Association. The Executive Committee comprises the following:

8.1.1 President

8.1.2 Vice President

8.1.3 Secretary

8.1.4 Treasurer

8.1.5 Hon. Legal Advisor

8.1.6 Minimum Four to a maximum of Six Ccommittee Mmembers

8.2. All nominations for elected positions (clause 8 [8.1] above) in the Association must be proposed and seconded. The election shall take place once in two years during the Annual General Meeting and the election shall be based on a simple majority of votes. All serving officers are eligible for re-election. All office-bearers of the Association and all officers who are carrying out duties under the authority of the Association shall be Malaysian citizens.

8.3. The functions of the Executive Committee are to coordinate and supervise the daily running of the Association, and make decisions that concern the affairs of the Association, and administer the Association in accordance with public policies, such as those decided upon in the General Meeting.

The Executive Committee shall not act in contravention of the wishes of the General

Meeting without referring to the meeting. The Executive Committee shall always remind its subordinates about the wishes of the General Meeting. The Executive Committee shall report to the members at the General meeting the annual activities of the Association.

8.4. The Executive Committee shall convene at least once every three months. The notice of meeting shall be circulated to the members at least seven (7) days before the meeting. The President or no more than three members of the Executive Committee may at any time request the convening of an Executive Committee meeting. At least half of the Executive Committee members must be present to constitute a quorum and for the proceedings to be valid. The meetings may be carried out by computer teleconferencing, cellular phone or electronic group communication channel (e.g. skype/googlehangout) without the physical presence of the executive member at the meeting place.

8.5. If an Executive Committee meeting could not be convened to discuss an important matter which requires the decision of the Executive Committee, the Secretary may, through circular letter, email, electronic group communication channels obtain the decision of the members of the Executive Committee. The following conditions must be fulfilled for the decision of the Executive Committee to be valid:

8.5.1. The subject matter must be clearly spelt out in the circular/mode of communication and be presented to all members of the Executive Committee;

8.5.2. At least half of the Executive Committee members must decide whether they agree or object to the motion tabled;

8.5.3. The decision shall be based on simple majority.

All decisions obtained through such circular must be reported by the Secretary in the next Executive Committee meeting, and be recorded in the minutes of meeting.

8.6. Any member of the Executive Committee who fails, without any satisfactory reason, to attend three consecutive Executive Committee meetings shall be deemed to have resigned as a member of the Executive Committee.

8.7. In the event of death or resignation of any member of the Executive Committee, the candidate who received the next highest number of votes in the election for the position concerned shall be invited to fill the vacant post. If no such candidate is available, or if the candidate so offered declines the appointment, the Executive Committee shall have the authority to appoint any member of the Association to fill the post until the next general meeting.

8.8. The Executive Committee shall instruct the Secretary and other officers on the proper administration of the affairs of the Association. The Executive Committee may appoint a supervisor, a sub-committee or staff whenever it feels necessary. The Executive Committee may suspend or dismiss the supervisor or the staff for negligence, insubordination, incompetence, or failure to carry out the decisions of

the Executive Committee, or any other reasons which are deemed to be detrimental to the interest of the Association.

8.9. The General Meeting and the Executive Committee shall interpret the Rules of the Association and, when necessary, determine any issue, which is not clearly specified in the Rules of the Association.

8.10. Except when it contradicts or is inconsistent with the policy of the Association set by previous General Meetings, the decision of the Executive Committee shall be binding on all members until and unless it is nullified by way of a resolution in a General Meeting.

8.11. The Executive Committee can increase the financial allocation or accept donations with the approval of the authorities and assistance whenever necessary for the advancement of the Association or implementing the objectives of the Association

9 DUTIES OF OFFICE BEARERS

Duties of officials

9.1. The President shall, throughout the term of office, chair all Executive Committee meetings and all General Meetings. The President shall be responsible for the proper conduct of the meetings. He shall have the casting vote and he shall sign all minutes of meetings upon their being confirmed. He is the alternative signatory to the Secretary in the operation of the Association's accounts.

9.2. The Vice-President represents the President whenever the later is not present.

9.3. The Secretary conducts the affairs of the Association in accordance with the Rules of the Association and the instruction and decision of the General Meeting and the Executive Committee. He is responsible for all correspondences of the Association, and is the custodian of all books, documents and papers except the accounts and financial records. He shall attend all meetings and record the proceedings. He is the alternative signatory in the operation of the Association's accounts. He is responsible for the safe-keeping of the membership registrar which contains the name, date of joining, age, identity card number, occupation, nationality and address of the members.

9.4. The Treasurer is responsible for the financial affairs of the Association. He keeps the Association's subscription record, accounts and records all financial transactions, and is responsible for its proper accounting. The Treasurer, together with the President and Secretary, shall sign all cheques on behalf of the Association.

9.5. The Executive committee shall be responsible to act as a watch-dog and report any environmental issues, and to conduct the appropriate research on the matter to the Association. They shall also act as the Public Relations Officers of the

Association.

9.6. The Legal Advisor shall advise the Association in matters related to the law.

10 FINANCIAL PROVISION

Financial provision

10.1 Subject to the provision of this Constitution, the funds of the Association may be expended on all essential purposes, including expenditure incurred by office-bearers and salaried staff, as well as the Association's Auditor. However, funds of the Association may not be expended on paying the fines incurred by members for contravening the laws.

10.2. The Treasurer may have in his possession no more than RM200 in petty cash at any one time. Monies in excess of this amount must be deposited in the bank within seven (7) days of the receipt of such money with the approval of the Executive Committee. The bank account shall be in the name of the Association.

10.3. All cheques and notices of withdrawal of the Association's funds shall be signed by the Treasurer together with the President and Hon. Secretary.

10.4. No expenditure of over RM2,000 may be incurred at any one time without the prior approval of the Executive Committee; and no expenditure in excess of RM 20,000 may be incurred in any one month without the prior approval of a General Meeting, except when such expenditure had prior approval. An expenditure of less than RM2,000 may be approved by the President together with the Secretary and the Treasurer.

10.5. At the end of a financial year, the Treasurer and the Auditor appointed in accordance with Article 11, shall prepare a report on income and expenditure accounts to the accounts for the fiscal year. The audited accounts shall be tabled for approval at the Annual General Meeting that follows. Copies of the accounts should be made available at the registered office of the Association or the place of meeting for the scrutiny of the members.

10.6. The Financial Year of the Association begins on January 1 and ends on 31 December.

11 AUDITORS

AUDIT

11.1. A member who is not an office-bearer shall be appointed at the Annual General Meeting as Honorary Auditor of the Association. He cannot hold office for two consecutive years.

11.2. The Auditor is required to audit the accounts of the Association for the fiscal year and shall prepare a report or a declaration to the General Meeting. During his tenure, he can also be asked by the President to audit the Association's accounts any time during the fiscal year. The accounts which have been audited shall be reported to the Executive Committee.

12 PROPERTY ADMINISTRATOR / TRUSTEES

Trustees

12.1. Three Trustees who are over 21 years old shall be appointed at the Annual General Meeting. They shall hold the posts at the pleasure of the Association. The Trustees shall be entrusted with all immovable properties of the Association and handed custody of all properties of the Association upon the issuance of the 'Surat Ikatam Amanah'.

12.2. The Trustees cannot sell, withdraw or change ownership of any of the Association's properties without the prior approval of the members through a General Meeting.

12.3. A Trustee can be removed from office by the authority of a General Meeting due to health reasons, insanity, migration, or other reasons which cause his inability to carry out his responsibilities or not being able to carry out his responsibilities satisfactorily. In the event of death, resignation or removal, the vacant post of Trustee may be filled through an appointment at the next General Meeting.

13 INTERPRETATION

Interpretation

Except where specified in context in these rules:

13.1. Association means the Sabah Environmental Protection Association (1994) or Persatuan Perlindungan Alam Sekitar Sabah (1994).

13.2. Gender refers to both males and females.

14 ADVISOR/PATRON

nil

15 PROHIBITION

Prohibitions

15.1 The Association shall not be affiliated to any organisations outside the country.

15.2 The games mentioned hereunder are prohibited on the premises of the Association: Roulette, Lotto, Fan Tan, Peh Bin, Belangkai, Pai Kau, Tau Ngau, Tien Kow, Chap Ji Kee, San Cheong (three cards), Dua Puluh Satu (21), Tiga Puluh Satu (31), Sepuluh (10) dan Setengah (in-between), any game of dice, banker's game, video games, mahjong, slot machines and all games of chance.

15.3 The Association shall not grant to its members benefit stipulated in Section 2 of the Societies Act 1966.

15.4 The Association shall not conduct any lottery in the name of the Association or a member, whether it is for its members only or otherwise without the approval of the relevant authorities.

15.5 Except with the written approval of the relevant Vice Chancellor, students of universities or colleges shall not be allowed to become members of the Association.

16 AMENDMENT OF CONSTITUTION

Amendment of Constitution

16.1. The constitution/rules of the Association shall not be changed or amended except when such amendment is tabled as a resolution in an Annual General Meeting and approved by two-thirds of the members present. Such change/amendment can only be put into operation from the date of approval of the Registrar of Societies.

17 DISSOLUTION

Dissolution

17.1. The Association may be dissolved only through a general meeting of members called for this purpose and approved by at least three-fifths of the members present.

17.2. In case of dissolution, all liabilities of the Association shall be disposed off and excess funds of the Association be disbursed according to the expressed wish of the general meeting.

18 FLAG, LOGO AND BADGE

gambar

LAMPIRAN

1. Bendera
 -
 - Keterangan
 -
2. Lambang
 -
 - Keterangan
 -
3. Lencana
 -
 - Keterangan
 -