

# CONSTITUTION

## THE OBSTETRICAL AND GYNAECOLOGICAL SOCIETY OF MALAYSIA

### CLAUSE 1 NAME

1. The Association shall be known as

#### **THE OBSTETRICAL AND GYNAECOLOGICAL SOCIETY OF MALAYSIA**

Hereinafter referred to as "the Association".

2. Meaning of name :
3. Level : **Kebangsaan**

### CLAUSE 2 ADDRESS

1. The registered address is

**SUITE A-05-10, PLAZA MONT KIARA, NO. 2, JALAN KIARA, MONT KIARA,  
50480 KUALA LUMPUR  
WILAYAH PERSEKUTUAN KUALA LUMPUR**

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

**SUITE A-05-10, PLAZA MONT KIARA, NO. 2, JALAN KIARA, MONT KIARA,  
50480 KUALA LUMPUR  
WILAYAH PERSEKUTUAN KUALA LUMPUR**

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

### CLAUSE 3 OBJECTIVE

Its objects are:-

- a) To promote the development of science and to assist in scientific research relating to all the fields pertaining to Obstetrics and Gynaecology.
- b) To provide a meeting place for those doctors registered in Malaysia and interested in the art and science of Obstetrics & Gynaecology.
- c) To improve obstetrical & gynaecological practice in Malaysia by exchange of

ideas and information, by teaching and example.

## **CLAUSE 4 MEMBERSHIP**

### **4.1 MEMBERSHIP**

The Society shall consist of ordinary, life, associate and honorary members.

- a) Ordinary membership shall be open to any medical practitioner registered or provisionally registered in Malaysia who has an interest in obstetrics and gynaecology.
- b) Life membership shall be open to any ordinary member who subscribe RM1,000.00 or more, excluding previous subscriptions.
- c) Honorary membership may be conferred upon persons who have contributed to the art and science of obstetrics and gynaecology.
- d) Associate membership shall be open to any medical practitioners who is not registered in Malaysia, or any scientist in or outside Malaysia.

### **4.2 ELECTION OF MEMBERS**

- a) Election of ordinary and associate members shall be met by the Council of the Society.
- b) Every candidate for ordinary and associate membership shall complete and sign such application forms as the Council may from time to time prescribe. He shall be proposed and seconded by two members both of whom shall be ordinary members of the Society.
- c) Upon the election of a member, notice in writing thereof shall be given to him and he will be given a copy of his Constitution and a request to send the amount of his subscription to the Honorary Secretary within 14 days of this request. Upon the payment of this first subscription, but not before, he shall be deemed a member of the Society and be bound by this Constitution and be entitled to all the benefits and privileges of membership.
- d) Honorary members shall be elected by two thirds of the members attending at a general meeting of the Society upon the recommendation of the Council.

### **4.3 PRIVILEGES OF MEMBERSHIP**

- a) Ordinary and Life members shall be entitled to participate in the activities of the Society and to attend the Annual General Meeting of the Society. At such a meeting they will be entitled to vote and if elected, to hold office.

b) Honorary and associate members shall be entitled to all the benefits and privileges of ordinary members, except that they will not be entitled to hold office or vote or have any say in the management of the Society.

## **CLAUSE 5 RESIGNATION AND TERMINATION**

a) Any member of the Society may resign by giving notice to the Honorary Secretary in writing to that effect provided that any such member giving such notice will be liable to pay his subscription up to and including the year until such notice was given.

b) i) Any member who is in arrears of his subscription for more than 3 years shall be liable to have his membership terminated by the Council. Such action shall be communicated by the Honorary Secretary to the said member at his last known address and by registered mail. Failure of the said member to redress his arrears within one calendar month of the communication shall mean the automatic termination of his membership.

ii) Where the said member whose membership has been terminated is desirous of rejoining the Society, he or she shall reapply in writing and shall pay the entrance fee as well as whatever arrears of his subscription incurred during his or her previous membership of the Society.

c) Any member who becomes of unsound mind or a detriment to Society be liable to have his membership terminated by Council. He shall have the right to appeal to the general meeting whose decision will then be final.

## **CLAUSE 6 SOURCE OF INCOME**

### **SUBSCRIPTIONS**

a) The financial years shall start on April 1st and end on 31st March the following year. The entrance fee shall be RM20.00.

b) Honorary members shall not be required to pay any subscription.

c) The annual subscription payable by associate members shall be RM20.00 per year. He shall be exempted from entrance fee. The annual subscription payable by ordinary members shall be RM20.00 for those within 5 years of graduation and RM50.00 for those 5 years or more after graduation.

d) The subscription payable by life members shall be RM1,000.00. No further subscription shall be payable thereafter.

e) Members proceeding overseas for periods lasting a year or more continuously may apply for their membership subscription to be suspended for the period overseas.

f) All Ordinary Members of age 65 years and above and of good standing & in benefit of at least 20 years shall be accorded Life Membership with waiver of Life Membership Fee.

## CLAUSE 7 **GENERAL MEETING**

### 7.1 ANNUAL GENERAL MEETING OF THE SOCIETY

a) The Annual General Meeting of the Society shall be held by 30th June of that year at a centre decided upon by Council.

b) The Annual General Meeting shall be held for the following purposes:-

i) To receive from the Council and to adopt a report of the activities of the Society during the year preceding.

ii) To receive from the Council and to adopt an audited statement of accounts for the last financial year.

iii) To receive from the Council and to adopt a budgeted statement of accounts for the following financial year.

iv) To accept and declare as President for the ensuing year the President-elect of the previous year.

v) To elect the President-elect, the Hon. Secretary, the Hon. Asst. Secretary and Hon. Treasurer for the coming year.

vi) To elect four other ordinary members as Member of the Council.

vii) To appoint two Hon. Auditors for the coming year.

viii) To decide on any resolution which may be submitted to the meeting as provided under Sect. (b), subsection (ix) of this article.

ix) At least one calendar month before the date fixed for the Annual General Meeting of the Society, the Hon Secretary shall inform all members, in writing, of the date, the time and the place fixed for the meeting and he shall draw their attention to sub-section (ix) of this article.

x) Any member desirous of moving any resolution or amendments to the constitution at the Annual General Meeting shall give notice in writing thereof to the Hon Secretary not less than 21 days before the date of such meeting.

xi) At least 14 days before the Annual General Meeting of the Society, the Hon. Secretary shall notify all members of the agenda to be transacted and this shall include any resolutions which members have indicated their intention of proposing under the previous sub-section of this Article.

## 7.2 QUORUM FOR GENERAL MEETINGS

a) The quorum at all General Meetings of the Society shall be at least half of the membership or at least twice the number of Council Members, whichever is less.

b) In the event of a lack of quorum the day fixed for the Annual General Meeting, the President shall postpone the Annual General Meeting to a day not earlier than 14 days and not later than one month from that day.

At the postponed Annual General Meeting the members present (whatever their number) shall constitute a quorum.

c) In the event of a lack of quorum at a Special General Meeting called by the Council, the procedure shall be as in Section (b) above.

d) In the event of a lack of quorum at a Special General Meeting summoned at the request in writing by 15 ordinary members, the president shall then postpone the meeting to a day not earlier than 14 days and not later than one month from that day.

At the postponed Special General Meeting, if there is no quorum then the President shall declare the meeting dissolved and no such Special General Meeting shall be convened for the same purpose for a period of six months.

e) In the event of a General Meeting being postponed, the Hon. Secretary must notify all members not later than three days of the new date fixed for the postponed General Meeting.

## 7.3 SPECIAL GENERAL MEETINGS

a) A Special General Meeting of the Society may be convened by the Council at any time for any special reason.

b) Upon the receipt of a requisition in writing from any fifteen Ordinary members of the Society stating the purpose for which they require a Special General Meeting to convene, the Council shall within 14 days notify all members of the time and venue fixed for the Special General Meeting.

c) A notice summoning a Special General Meeting shall be sent to all Members not less than 14 days before the date fixed for such a meeting and shall state the business to be discussed at the meeting.

## CLAUSE 8 COMMITTEE

### 8.1 MANAGEMENT OF THE SOCIETY

- a) The society shall be managed by a Council consisting of the President, the President Elect, the Immediate Past President, The Hon. Secretary, the Hon Asst. Secretary, the Hon Treasurer and four ordinary members.
- b) The President-elect shall serve on the Council until the next Annual General Meeting of the Society when he will assume the office of President of the Society.
- c) The President-elect, the Hon. Secretary, the Hon. Asst. Secretary, the Hon. Treasurer and the four ordinary members of Council shall be elected at the Annual General Meeting and shall hold office until the following Annual General Meeting.

## 8.2 POWER AND DUTIES OF THE COUNCIL

- a) The Council of the Society shall meet at least once in every six months or as and when necessary.
- b) There shall be at least seven days' notice for the council meeting.
- c) Five members of the Council shall form a quorum.

## CLAUSE 9 DUTIES OF OFFICE BEARERS

### POWERS AND DUTIES OF OFFICERS OF THE SOCIETY

#### President

The President shall take the Chair at the General Meeting of the Society and all meetings of Council. The President shall have the right to call meetings of the Council. The President shall have the casting role at any meeting of Council.

#### President-elect

All the duties, the powers and responsibilities of the President shall in his absence, be filled by the President-elect.

#### The Honorary Secretary

- a) The Hon. Secretary shall be responsible for summoning all General Meetings and Scientific Meetings of the Society and all meetings of the Council. The Honorary Assistant Secretary shall assist the Honorary Secretary in the performance of his duties.
- b) The Hon. Secretary shall keep the minutes of the General Meetings of the Society and of the Meetings of the Council. He shall keep all members informed of all the important activities.
- c) The Hon. Secretary shall conduct the correspondence of the Society under the direction of the President of the Council and shall keep a register of all members of

the Society.

d) At least one calendar month before the date fixed for the Annual General Meeting and Scientific Meeting of the Society, the Hon. Secretary shall inform all members of the Society in writing of the days fixed for such Annual General Meeting.

e) At least two weeks before the date fixed for Annual General Meeting of the Society, the Hon. Secretary shall send to all members of the Society:-

i) a report of the Council on the activities of the Society during the year preceding.

ii) a programme of the Scientific Meeting

iii) an audited statement of accounts for the last financial year.

f) The Council may delegate to a paid secretary such of the above duties of the Hon. Secretary as the Council shall from time to time decide.

The Honorary Treasurer

a) The Hon Treasurer shall be responsible for the collection and accounting of all funds of the Society and shall issue receipts for all payments made to the Society.

b) The Hon. Treasurer shall open such banking accounts as the Council may direct and shall deposit therein all monies received by him on behalf of the Society. All cheques issued by the Society shall be signed by the Hon. Secretary and Hon. Treasurer.

c) At the end of February of each year the Hon. Treasurer shall give notice to all members whose subscriptions for the current year are unpaid.

d) The Hon. Treasurer shall be responsible for the preparation of the audited statement of accounts.

e) The Hon. Treasurer shall be responsible for the preparation of the budgeted statement of accounts for the following financial year.

## **CLAUSE 10 FINANCIAL PROVISION**

### **FINANCIAL PROVISIONS**

a) The Hon. Treasurer may hold a petty cash advance not exceeding RM3,000.00 at any one time. All money in excess of this sum shall within seven days of receipt be deposited in a bank approved by the Council. The bank account shall be in the name of the Society.

b) All cheques or withdrawal notices on the Society's account shall be signed jointly

by any 2 of the 3 office bearers, namely, the President, the Hon. Treasurer, or the Hon. Secretary.

c) With regards to expenditures during the term of Council not previously budgeted for or which had not previously been sanctioned at a General Meeting:

i) no expenditure exceeding RM100,000.00 shall be incurred without the prior sanction of a general meeting

ii) the President, Hon. Secretary or Hon. Treasurer may incur an expenditure of not more than RM10,000.00

iii) expenditures exceeding RM10,000.00 may be incurred only with the sanction of the majority of all Council members

d) As soon as possible after the end of each financial year, a statement of receipts and payments and a balance sheet for the year shall be prepared by the Hon. Treasurer and audited by the Auditors appointed under the rule 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 place of business of the Society for the perusal of members.

e) The financial year of the Society shall commence on the 1st April and end on the 31st March the following year.

#### **CLAUSE 11 AUDITORS**

To appoint two Hon. Auditors during the Annual General Meeting for the coming year.

#### **CLAUSE 12 PROPERTY ADMINISTRATOR / TRUSTEES**

If the Society at any time acquires any immovable property such property shall be vested in trustees upon the execution of a Deed of Trust by such trustees. Any trustees at any time may resign his trusteeship. If a trustees dies or becomes a lunatic or of unsound mind or is absent from Malaysia for a period of one year, he shall be deemed to have resigned his trusteeship. If a trustee is guilty of misconduct of such a kind as to render it undesirable that he continues as a trustee, a general meeting may remove him from his trusteeship. Vacancies in the trusteeship may be filled at a general meeting, but so that the number shall not be greater than five or less than two. Notice of any proposal to remove a trustee from his trusteeship or to appoint a new trustee to fill a vacancy must be given by affixing in the premises of the Society a document containing such proposal at least two weeks before the meeting at which the proposal is to be discussed. The result of such meeting shall then be notified to the Registrar of Societies.

#### **CLAUSE 13 INTERPRETATION**

Nil

**CLAUSE 14 ADVISOR / PATRON**

Nil

**CLAUSE 15 PROHIBITION**

Nil

**CLAUSE 16 AMENDMENT OF CONSTITUTION**

a) Amendments to this Constitution shall only be made at the Annual General Meeting of the Society.

b) The proposed amendments to the Constitution shall be made in writing to the Hon. Secretary at least 21 days before the date of the Annual General Meeting.

c) The proposed amendment shall be circulated to all members of the Society, at least 14 days before the date of the Annual General Meeting.

d) The proposed amendment shall only be entered in the Constitution if:-

i) two thirds of those members attending the Annual General Meeting vote in favour and

ii) such amendment has been approved by the Registrar of Societies.

**CLAUSE 17 DISSOLUTION**

a) The Society shall not be dissolved, except with the consent of not less than 60% of the members of the Society expressed, either in person at a general meeting convened for the purpose, or by postal vote.

b) In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be disposed of in such manner as decided in the same meeting.

c) Notice of dissolution duly signed by the three principal office-bearers will be given within 14 days of the dissolution to the Registrar of Societies.

**CLAUSE 18 FLAG, LOGO AND BADGE**

## 1. Flag

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Description

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## 2. Logo



### Description

The emblem has the following features

#### a) The shield in the centre:-

Lower half of the shield is blue in colour and in the centre is a circle and within the circle is a mother holding a child in white colour against a background red, blue and red.

Upper half of the shield is white in colour with an opened book blue in colour. The book signifies its academic role engaged in postgraduate training and with close links with the universities.

b) On either side of the shield is a floral motif (the coat of arms) blue and silver in colour with a red Bunga Raya flower on either side (Malaysian National Flower).

c) Above the shield is a yellow moon crescent and above the crescent is a orange/red coloured sun. In the centre of the sun is a tiger head (Malaysian National Animal), a staff with five pointed crown on top and a snake coiled around the staff (symbol of the medical profession).

The sun and the moon crescent show the link with the Royal College of Obstetricians and Gynaecologists of London. It also signifies that its members work night and day in the pursuit of excellence in their profession.

d) Below the shield are the word "OBSTETRIK, GINECOLOGY MALAYSIA".

## 3. Badge

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Description

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## CLAUSE 19 SCIENTIFIC MEETINGS

a) These will be held regularly at dates fixed by the Hon. Secretary of the Society in different parts of Malaysia. Local Scientific Meetings may be organised as and when necessary.

b) No quorum is required for a Scientific Meeting.