

PERSATUAN GRADUAN-GRADUAN BRITISH MALAYSIA

B G A M

BRITISH GRADUATES ASSOCIATION, MALAYSIA

CONSTITUTION

BRITISH GRADUATES ASSOCIATION MALAYSIA
(As approved by the Registrar of Societies in February 2009) Ref : 551/87 (WP)
(updated on 19th February 2009)

FOUNDER MEMBERS

1. TAN BEE WAH
2. PROF. DR. M Z MANAF
3. LIM ENG HUAT
4. ONG CHONG BENG
5. COLIN CAMPBELL STEWART
6. ANTHONY NG KAY HOCK
7. HO FOONG MING
8. LOH KOK BENG
9. GAZALI BIN JAAFAR
10. LIM PUAY LUAN
11. MOHD HAPIAH BIN ABDUL AZIZ

RULES OF :
PERSATUAN GRADUAN-GRADUAN BRITISH, MALAYSIA
(BRITISH GRADUATES ASSOCIATION, MALAYSIA)

NAME

1. This Association shall be known as Persatuan Graduan-Graduan British, Malaysia (British Graduates Association, Malaysia) (BGAM)

REGISTERED PLACE OF BUSINESS

2. The registered place of business shall be at: 15B Jalan SB Indah 1/18, Taman Sungai Besi Indah, 43300 Seri Kembangan, Selangor Darul Ehsan or some other venue to be decided by the Management Committee. The registered place of business shall not be changed without the prior approval of the Registrar of Societies.

OBJECTS

3. The objects of the Association shall be:
 - (a) Promote the professional status, career development and personal prospects of members of the Association.
 - (b) Promote co-operation and exchange of knowledge.
 - (c) Promote consortia of various professions to perform advisory/consultancy as required.
 - (d) Contribute to the advancement of the Association in general.
 - (e) To facilitate the exchange of information, ideas and practice by the publishing of such information as shall be of interest to fellow members, subject to the prior approval of the competent authority.
 - (f) To render advice and assistance to fellow members in further studies, employment.
 - (g) Liaise with universities/polytechnics and college for proposed scholarship awards.

MEMBERSHIP

4. There shall be seven (7) classes of members as follows:
 - (a) **Honorary Fellow**
The Management Committee may invite such person(s) as it considers fit to become Honorary Fellow(s) of the Association.
 - (b) **Fellow**
The Management Committee is empowered from time to time to invite British graduates who have contributed significantly to both BGAM or the country to become Fellows.

(c) **Court of Fellows**

- i. There shall be a Court of Fellows comprising all Honorary Fellows and Fellows of the Association.
- ii. The Court of Fellows shall hold a minimum of one (1) meeting per year.
- iii. The Honorary Fellows and Fellows shall elect annually amongst themselves a Chairman.
- iv. The functions of the Court of Fellows are, inter alia, as follows:
 - To advise and assist the Management Committee in achieving the objectives of the Association.
 - To recommend individuals of eminence to be appointed as Fellows and as Honorary Fellows of the Association from time to time.
 - To discuss matters in the interest of the Association

(d) **Ordinary Member**

Any person who has obtained a degree or its equivalent from Universities, Polytechnics, Institutions of Higher Learning or Professional Bodies in the United Kingdom may become an Ordinary Member of the Association upon payment of the relevant annual fee.

(e) **Life Member**

An Ordinary Member or person who is qualified to be an Ordinary Member may become a life Member of the Association upon payment of the relevant subscription.

(f) **Associate Member**

Any person who has obtained a qualification other than a degree, of its equivalent from Universities, Polytechnics, Institutions of Higher Learning or Professional Bodies in the United Kingdom may become an Associate Member of the Association upon payment of the relevant annual fee.

(g) **Life Associate Member**

Any Associate Member or person who is qualified to be an Associate Member may become A life Associate Member of the Association upon payment of the relevant subscription.

(h) **Institutional Member**

The Management Committee may invite any Institution, Society, Organisation, Firm, Company, Partnership, Association, Trust, Incorporated Body and / or otherwise any group of the persons to become an Institutional Member of the Association.

PRIVILEGES AND VOTING RIGHTS

5.
 - a) A Life or Ordinary Member of the Association shall be eligible to the full benefits and privileges of the Association including the right to vote at meetings and the-right to hold office in the Management Committee.
 - b) A Honorary Fellow, Life Associate or Associate Member shall enjoy and participate in all the benefits and privileges of the Associations except voting rights at meetings and eligibility to hold office in the Management Committee.
 - c) An Honorary Fellow shall be eligible to all privileges of the Association except that he shall not be entitled to vote or to hold office in the Management Committee. This proviso does not apply to those who have obtained the status of Fellow before being awarded Honorary Fellow.
 - d) Only Honorary Fellows and Fellows are allowed to use the initials Hon. FBGAM and FBGAM respectively after their names.
 - e) The Association membership certificates will only be given to Honorary Fellows, Fellows and Life Members of the Association.
 - f) An institutional member of the Association shall be eligible to all of the benefits and privileges of the Association except voting rights at meetings and eligibility to hold office in the Management Committee.

6.
 - a) A person desiring to become a member of the Association shall submit his application in writing to the Honorary Secretary on an application form as may be prescribed from time to time together with subscription. The application for all classes of membership must be duly proposed and seconded by a Life or Ordinary Member.
 - b) The Honorary Secretary shall submit the application for consideration at the ensuing meeting of the Management Committee which shall be a majority of votes decide to approve or reject the application without assigning any reasons.
 - c) The applicant who is rejected shall not be eligible to reapply till after the lapse of six (6) months from the date of rejection.
 - d) On the election of each new member, the Honorary Secretary shall notify the newly approved members in writing and forward to him a copy of the rules and by-laws of the Association.

SUBSCRIPTIONS

7. a) Honorary Fellows - By invitation only and exempted from subscriptions.
- b) Fellows - By invitation only and exempted from subscriptions.
- c) Ordinary Members } The subscription rate for all classes of membership
- d) Life Members } shall be decided by the Management Committee from
- e) Associate Members } time to time as they deem fit and subject to the
- f) Life Associate Members } approval at any General Meetings.

Subscriptions :

Life Member / Life Associate - RM100.00 one time payment

Ordinary / Associate - RM 30.00 annually

All subscriptions must be paid in advance up to 31 December of the year concerned.

Institutional Members - By invitation only and exempted from subscriptions.

8. Members shall pay their subscription to the Honorary Treasurer or the Honorary Secretary.

RESIGNATION

9. a) Any member may resign from his membership by giving the Management Committee one calendar month's notice in writing. A member who resigns from his membership and had not paid his subscription or other dues, shall be a debtor to the Association and such sums due shall be a debt recoverable by the Association. A member who resigns shall not be entitled to any refund or subscription paid in advance.
- b) A member who resigned and wishes to reapply for membership must along with his application pay a non-refundable application fee of RM30.00.

CONDUCT OF MEMBERS

10. a) If the conduct of any member in the opinion of the Management Committee or of any five (5) members is injurious to the interest of the Association, the Management Committee shall refer this matter to the Disciplinary Sub-Committee which comprise:
 - i) The President
 - ii) The Deputy President
 - iii) Vice-President (4)
 - iv) Honorary Secretary
 - v) Honorary Assistant Secretary
 - vi) Honorary Treasurer
 - vii) Ten (10) members who are not members of the Management Committee
- b) The complaint of the five (5) members shall be expressed in writing giving full account of the alleged misconduct, signed by all of them and delivered to the Honorary Secretary.

- c) The Management Committee shall within fourteen (14) days on the receipt of the complaint by the Honorary Secretary refer it to the Disciplinary Sub-Committee.
 - d) The Disciplinary Sub-Committee shall be convened within fourteen (14) days on the receipt of the complaint, and shall within one (1) month deliberate over and give its decision in writing to the Management Committee.
 - e) The Disciplinary Sub-Committee shall request the complainant to give evidence and the member against whom disciplinary action is being taken shall be given a fair opportunity to cross-examine the complainants and present his case.
 - f) The Decision of the Disciplinary Sub-Committee shall be final.
11. a) All members of the Disciplinary Sub-Committee shall form a quorum.
- b) In the event that any member of the Disciplinary Sub-Committee is not available then his vacancy shall be filled by any member selected by the Management Committee.
- c) A member of the Disciplinary Sub-Committee against whom disciplinary action is being taken shall be suspended from the Disciplinary Sub-Committee until it has decided on the proceedings against him. His vacancy shall be filled by another member selected by the Management Committee.
12. Any member so expelled shall not be eligible for membership for a period of five (5) years from the date of expulsion.

DONATIONS

13. All donations shall upon acceptance by the Management Committee be acknowledged by the Honorary Treasurer on an official receipt serially numbered, the duplicate of which should be initialled by the President upon entry of the donation in the Register of Donations.
14. The Management Committee reserves the right to accept or reject a donation and its decision shall be final.
15. No member or employee of the Association not authorised in writing by the Honorary Secretary or Treasurer shall accept any donations on behalf of the Association.

PATRONS

16. The Management Committee shall have the power to invite any person or persons to become patrons of the Association subject to the approval of members at a General Meeting.

17. The person shall cease to be a patron for the following reasons:
- a) He is of unsound mind.
 - b) He has been convicted of a crime
 - c) Any other reason approved by a simple majority of the members at a General Meeting.

TRUSTEES

18. a) Three (3) Trustees shall be appointed at a General Meeting.
- b) The Trustees shall have vested in them upon the execution of a Declaration of Trust by such Trustees all the immovable property belonging to the Association to be dealt with by the Trustees in such manner as the Association may direct. The Trustee shall not sell, transfer or create any encumbrance over any immovable property of the Association without the consent and authority of a General Meeting.
- c) A Trustee may be removed from office at a General Meeting if he is absent from West Malaysia for a period of more than twelve (12) months, or is in ill health, or is of unsound mind or if for any other reasons in the opinion of the members at a General Meeting he is unable or unsuitable to perform his duties.
- d) In the event of the death, resignation or removal of a Trustee a vacancy so created shall be filled at a General Meeting.

MANAGEMENT

19. a) The Management of the Association shall be vested in the Management Committee comprising seventeen (17) members who shall be elected at the Annual General Meeting:
- i. a President
 - ii. a Deputy President
 - iii. Four (4) Vice-Presidents
 - iv. a Honorary Secretary
 - v. a Honorary Assistant Secretary
 - vi. a Honorary Treasurer
 - vii. Eight (8) Ordinary Committee Members
- b) All Office Bearers of the Association and every other officer performing executive function in the Association shall be Malaysian Citizens.
- c) Office Bearers shall be for a term of two (2) years for the purpose of continuity.
20. The duties of the Office Bearers shall be as follows:

- a) The President shall act as the Chairman at all General and Management Committee Meetings and shall represent the Association in its dealings with outside persons.

- b) The Deputy President shall deputise the President in the President's absence.
 - c) The Vice-Presidents shall assist the President/Deputy President, and shall also head the individual departments of the Association. Departments like, social, education, editorial/communication, membership.
 - d) The Honorary Secretary shall keep all records other than financial records of the Association and shall be responsible for the correctness of all such records. He shall keep minutes of all General and Committee Meetings and shall conduct correspondence on behalf of the Association and perform all such function and duties as decided by the Management Committee. He shall maintain an up-to-date membership register.
 - e) The Honorary Assistant Secretary shall deputise the Secretary in the Secretary's absence.
 - f) The Honorary Treasurer shall be responsible for all funds and collect and disburse all monies on behalf of the Association. He shall keep correct records and accounts of all monetary transactions and shall be responsible for their correctness. He shall maintain a petty cash RM200.00, and any amount above the said sum shall be deposited in a bank whose account shall be in name of the Association.
 - g) The Committee Member's duties and responsibilities will be as directed from time to time by the Management Committee.
21. The power and duties of the Management Committee shall be:
- a) To generally manage the affairs of the Association and to exercise all such powers and to carry out all such duties as may be exercised or done by Association save such as by these Rules or any other Rules for the time being in force are to be exercised or to be done by the Association in a General Meeting.
 - b) To frame by-laws consistent with the Rules of the Association as it considers fit for the proper conduct of the activities of the Association.
 - c) To appoint sub-committees when necessary and to prescribe their duties.
 - d) To make necessary payments not exceeding RM5,000.00. Any amount above the said sum shall only be made after the approval by the members at a General Meeting.
 - e) To engage or dismiss employees, to define their duties and fix their remuneration.
 - f) To collect donations, subscriptions or such other monies as may be due.
 - g) To fill in vacancies in the Management Committee.

- h) To invest surplus funds of the Association in fixed deposits or other forms of deposits in banks or financial institution.
22. Any member of the Management Committee absenting himself from three (3) consecutive meetings of the Management Committee without satisfactory explanation shall be deemed to have withdrawn from the Management Committee and a substitute may be co-opted by the Management Committee to serve until the next Annual General Meeting.
23. The Management Committee shall cause the following books and registers to be kept.
- a) a Minute Book
 - b) a Register of Members
 - c) a Register of all movables and immovables
 - d) a Debtors Register
 - e) a Register of Donations
 - f) a Guest Book
 - g) cash book, ledger, journal and any other books that may be necessary to keep a proper record of the financial transaction of the Association.
24. a) The Management Committee shall meet at least once in every three (3) months and the quorum for all Management meetings shall be one-half the total number of Management Committee members.
- b) The Honorary Secretary shall send to all Management Committee Members at least 7 days notice of such meetings.

GENERAL MEETINGS

25. a) The Annual General Meeting shall be held not later than the 30th day of April to transact the following business:
- i) to table and confirm the minutes of the previous meeting.
 - ii) to receive and adopt the annual report and audit accounts of the preceding year.
 - iii) to elect office bearers and members to the Management Committee.
 - iv) to elect two (2) Honorary Auditors.
 - v) to transact any business of which notice has been given.
- b) i) An Extraordinary General Meeting must be called by the Honorary Secretary upon the request in writing of not less than ten (10) voting members of the Association who are not in arrears with their subscriptions stating clearly the matter or matters to be considered at the meeting. Any matters so raised and voted against cannot be raised again for at least six (6) months from the General Meeting at which it was last considered.

- ii) An Extraordinary General Meeting may also be called by the Honorary Secretary upon order of the Management Committee.
- c)
 - i) At all General Meetings at least one half the total voting members or twice the number of the Management Committee members (whichever is the lesser) shall form a quorum and for its proceedings to be valid.
 - ii) If a General Meeting cannot be held for want of a quorum it shall be postponed to a date not less than thirty (30) days and not more than sixty (60) days from the date of the original meeting.
 - iii) Proceedings at the postponed meeting shall be valid whether or not there is a quorum PROVIDED that the provisions of this Rule shall not apply to, Extra-Ordinary General Meetings called by ten (10) or more members under Clause b (i and ii) of this Rule.
- d) At least fourteen (14) days notice must be given to members of a General Meeting. In case of notice calling an Annual General Meeting, a copy of audited accounts for the previous year shall be attached thereto. Any notice of each meeting shall be deemed to have served on a member if posted to his last known address.
- e) Any member who wishes to place an item on the agenda of a General Meeting under any other matters may do so provided he gives notice in writing to the Honorary Secretary at least seven (7) days before the meeting.
- f)
 - i) The chairman of a General Meeting shall have a casting vote, whether on matters to be decided by show of hands or by secret ballot.
 - ii) Voting on all issues shall be by a show of hands.
 - iii) Each member shall be entitled to one (1) vote only.
 - iv) Voting by proxies shall not be permitted.

HONORARY AUDITORS

- 26.
 - a) Two (2) Honorary Auditors who are not members of the Management Committee shall be elected at the Annual General Meeting.
 - b) The Honorary Auditors shall audit the annual accounts of the Association and present a report to the members of the Association. They may be requested at any time by the President to audit the Association's accounts for any period within tenure of office and to make a report thereof to the Management Committee.
 - c) The financial year of the Association shall commence on 1st of January of each year.

AMENDMENTS TO RULES

- 27. No alterations or additions to these Rules shall be made except at a General Meeting and they shall come into force upon the approval of the Register of Societies. Any amendment agreed upon at a General Meeting shall be sent to Registrar for approval within sixty (60) days of such General Meeting.

BY-LAWS

28. a) The Management Committee shall have the power to frame and pass by-laws for the proper management of the Association and shall not be inconsistent to the Rules of the Association.
- b) The by-laws shall be binding on members.
- c) A copy of the by-laws shall be posted to each member.

DEFINITION

29. a) In all rules and by-laws unless there is something in the subject or context inconsistent with such construction or unless it is expressly stated.
- b) reference to “the Association” shall refer to Persatuan Graduan-Graduan British, Malaysia (British Graduates Association, Malaysia).
- c) reference to “member” shall refer to a member of the Association.
- d) the term “graduate” shall mean those who have obtained a degree or further degrees.
- e) words importing the masculine gender shall include the female and neuter genders.
- f) words in the singular shall include the plural and works in the plural include the singular.

INTERPRETATION

30. In the event of any question or doubt arising out of any point which is not expressly provided for in these rules, the Management Committee shall have the power to interpret them and the decision so made shall be binding on all members until set aside by a General Meeting.

DISSOLUTION

31. a) This Association may be dissolved with the consent of not less than three fifths (3/5) of the voting members present in person at the General Meeting convened for that purpose.
- b) In the event of the Association being dissolved as provided above all debts and liabilities legally incurred by the Association shall be fully discharged and the remaining funds if any, shall be returned to the members who were so entitled to vote at the time of dissolution.
- c) Notice of Dissolution shall be given within fourteen (14) days of the dissolution to the Registrar of Societies.

32. The character of the Association's logo adopts a familiar crest or Shield form, with the following intended meaning, viz:
- a) The Shield
This symbolises the character of the Association- integrity, discipline, character, law abiding , honour and noble.
 - b) The Scroll
The script wording in the ribbon like scroll identifies that this is the PERSATUAN GRADUAN-GRADUAN BRITISH, MALAYSIA. This is the National Association of British Graduates.
 - c) BGAM Insignia
BGAM shall mean BRITISH GRADUATES ASSOCIATION, MALAYSIA.
 - d) The Mortar Board
Almost universally, the Mortar Board symbolises a GRADUANT or GRADUATE. The crown of mortar board set against a royal yellow background signifies the Royal Charter granted to all.
 - e) The Maps
The British map in bold Red, highlights the fact that the Graduates are from the British Universities and Institutions of Higher Learning. This British Isles set against the bold outlines of Peninsular Malaysia, Sabah and Sarawak strongly identifies the Graduates are Malaysians from the Motherland MALAYSIA.

ACTING PRESIDENT
(Dato' Dr Low Bin Tick)
19.02.09

HONORARY SECRETARY
(Dr. Loi Kheng Min)
19.02.09

Amendments from the Original Constitution were made to the following Clauses :

Approved by Registrar of Societies

Clauses 4 – a,b,c,d,e,f,g,and h	1992
Clauses 5 – a, b and f	1992
Clause 19c	1994
Clauses 4 – c, d, e, f, g and h	2009
Clauses 19a	2009