

CONSTITUTION

PERTUBUHAN SENI FOTO PULAU PINANG (THE PHOTOGRAPHIC SOCIETY OF PENANG)

CLAUSE 1 NAME

1. The Association shall be known as

PERTUBUHAN SENI FOTO PULAU PINANG (THE PHOTOGRAPHIC SOCIETY OF PENANG)

Hereinafter referred to as "the Association".

2. Meaning of name :

3. Level : **Negeri**

CLAUSE 2 ADDRESS

1. The registered address is

**NO. 65 JALAN MACALISTER
10400 GEORGETOWN
PULAU PINANG**

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

**NO. 65 JALAN MACALISTER
10400 GEORGETOWN
PULAU PINANG**

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

CLAUSE 3 OBJECTIVE

The object of the Society shall be to foster the practice and appreciation of photography in Penang. To this end the Society shall endeavor to:-

- (a) Provide for its members such of the normal facilities of a photographic Society, as its finances shall permit.
- (b) Organize regular outings and competitions.

- (c) Organize exhibitions of photography by photographers working in Penang and other parts of Malaysia.
- (d) Organize international saloon of photography to be presented in Penang.
- (e) To render services to school Camera Clubs, whenever possible.

CLAUSE 4 MEMBERSHIP

There shall be five (5) categories of members, namely:-

- (a) Life Member - Life membership is open to all Malaysian citizens interested in photography, who are above the age of eighteen (18) years, and residing in Penang.
- (b) Junior Life Member - Junior Life membership is open to all Malaysian citizens interested in photography, who are under the age of eighteen (18) years with the provision that the written consent from their parent/guardian is obtained. They shall have no voting right, nor the right to hold office. However, upon attaining their eighteen (18) birthday, they will automatically be upgraded to Life Member without any further payment of membership subscription.
- (c) Local Associate Life Member - Local Associate Life membership is open to all those interested in photography, who are above the age of eighteen (18) years, residing outside the state of Penang. They shall have no voting right, nor the right to hold office.
- (d) Foreign Associate Life Member - Foreign Associate Life membership is open to all those interested in photography, who are above the age of eighteen (18) years, residing outside Malaysia. They shall have no voting right, nor the right to hold office.
- (e) Honorary Life Member - the Committee may appoint any person who supports and contributed tremendously towards the promotion and development of photography as Honorary Life Member without voting right, nor the right to hold office.
- (f) Each application for membership must be submitted on the prescribed application form and must be proposed and seconded by two members and forwarded to the Honorary Secretary who will bring them to the attention of the Committee as soon as possible for approval. The Committee may at its discretion reject any such application without giving any reason thereof.
- (g) Every applicant whose application has been approved as aforesaid, shall upon payment of the prescribed entrance fee and membership subscription be admitted as a member of the Society and shall be entitled to all the privileges of membership accordingly.

CLAUSE 5 RESIGNATION AND TERMINATION

(a) Any member may resign from the Society by giving two weeks notice in writing to the Secretary and shall be liable to pay up all dues.

(b) Any member who failed to comply with the rules and regulations of the Society or has acted in a manner to bring disrepute upon the Society, may be expelled or suspended for a period of time as the Committee deems fit. Before the Committee expels or suspends the member, the member shall be given an opportunity to explain and absolve himself in person. Such expulsion or suspension shall be enforced, unless otherwise reversed by a General Meeting upon appeal by the said member.

CLAUSE 6 SOURCE OF INCOME

(a) The Entrance Fee and Membership Subscription shall be as follows:-

Entrance Fee - RM50.00 (Ringgit Malaysia Fifty only).

Life Membership Subscription - RM500.00 (Ringgit Malaysia Five Hundred only) one time life payment.

Junior Life Membership Subscription - RM500.00 (Ringgit Malaysia Five Hundred only) one time life payment.

Local Associate Life Membership Subscription - RM500.00 (Ringgit Malaysia Five Hundred only) one time life payment.

Foreign Associate Life Membership Subscription - RM1,000.00 (Ringgit Malaysia One Thousand only) one time life payment.

(b) The Committee has the right to waive or impose the payment of membership fee for any applicant who has been dismissed for debts to the Society on his re-application for membership.

(c) Special subscriptions or levies for particular purpose may be collected from members with the approval of a General Meeting of the Society. If any member failed to pay such subscription within such period as may be resolved, the amount due will be treated in the same way as arrears of subscription.

CLAUSE 7 GENERAL MEETING

(a) The supreme authority of the Society is vested in a General Meeting of the members. At least half (1/2) the total number of members of the Society or twice the number of members of the Committee, whichever is lesser must be present at a General Meeting for its proceedings to be valid and to constitute a quorum.

(b) If half an hour after the time appointed for the meeting a quorum is not present, the meeting shall be postponed to a later date (not exceeding 30 days) to be decided by the Committee, and if a quorum is not present half an hour after the time appointed for the postponed meeting, the members present shall have the power to proceed with the business of the day, but shall not have the power to alter the rules of the Society or to make decision affecting the whole membership of the Society.

(c) An Annual General Meeting of the Society shall be held as soon as possible after the closing of the financial year, but shall not be later than 30th June, on a date, time and place to be decided by the Committee.

(d) At least fourteen (14) days notice shall be given by the Secretary to every member of the Society of intention to hold the Annual General Meeting, accompanied by the agenda of the meeting, copies of minutes and reports, motions together with the audited accounts of the Society for the previous year. Copies of these documents will also be made available at the registered address or place of meeting for the perusal of members.

(e) The business of the Annual General Meeting shall include:-

i) The adoption of the committee's report on the working of the Society during the previous year.

ii) The adoption of the audited statement of accounts for the previous year.

iii) The election of office-bearers and an auditor every alternate year.

iv) Any other business of which written notice should have been given to the Secretary at least seven (7) clear days before the meeting.

(f) An Extraordinary General Meeting of the Society may be called by the Secretary upon the written request of not less than one-fifth (1/5) voting members who are not in arrears of their subscriptions, stating the objects and reasons for which the meeting is desired.

(g) An Extraordinary General Meeting may also be called by the Secretary by order of the Committee.

(h) An Extraordinary General Meeting shall be called by giving at least fourteen (14) days notice to every member and shall convened on a date within thirty (30) days from the date of the request for the meeting.

(i) An Extraordinary General Meeting shall decide only on the matter or matters stated in the request.

(j) Rule 7(a) and 7(b) regarding the quorum and the postponement of the Annual General Meeting shall apply to an Extraordinary General Meeting,

but with the provision that if no quorum is present after half an hour from the time appointed for a postponed Extraordinary General Meeting requisitioned by members, the meeting shall be cancelled and no Extraordinary General Meeting shall be requisitioned for the same purpose until after the lapse of at least six (6) months from the date thereof.

CLAUSE 8 COMMITTEE

(a) A Committee consisting of the following, who shall be termed the office-bearers of the Society, shall be elected at every alternate Annual General Meeting:-

- One (1) President
- Two (2) Vice Presidents
- One (1) Secretary
- One (1) Assistant Secretary
- One (1) Treasurer
- One (1) Assistant Treasurer
- One (1) House and Competition Chairman
- One (1) Activities Chairman
- One (1) Assistant Activities Chairman
- One (1) Education and Awards Chairman and
- Two (2) Ordinary Committee members

(b) All members of the Committee and every Officer performing executive functions in the Society shall be Malaysian citizen residing in the state of Penang.

(c) Nominations for the above offices shall be proposed and seconded on the Nomination Form provided by the Society and submitted to the Secretary at least one (1) week before the date of the Annual General Meeting and election will be by a simple majority of vote of the members present at every alternate General Meeting. All the office-bearers shall be eligible for re-election and shall serve for a period of two (2) years.

(d) The function of the Committee is to organize and supervise the day to day activities of the Society and to make decision 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 it. The Committee shall furnish annually to the Annual General Meeting a report of its activities during the previous year.

(e) The Committee shall meet at least once every three (3) months and seven (7) days notice of such meeting shall be given by the Secretary to the members. The President acting alone, or not less than eight (8) Committee members acting together may call for a meeting of the Committee to be held at any time. At least one-half of the total number of Committee members must be present for its proceedings to be valid and to constitute a quorum.

(f) 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.

i. The issue must be clearly set out in the circular letter and forwarded to all members of the Committee.

ii. At least one-half of the members of the Committee must indicate whether they are in favor of, or against the proposal; and

iii. The decision must be by a majority vote.

iv. Any decision obtained by circular letter shall be reported by the Secretary at the next committee meeting and recorded in the minutes thereof.

(g) Any member of the Committee who failed to attend three (3) consecutive meetings of the Committee without leave or satisfactory explanation to the Committee shall be deemed to have resigned from the Committee.

(h) In the event of the death or resignation of a member of the Committee, the Committee shall have the power to co-opt any member of the Society to fill the vacancy until the next Annual General Meeting.

(i) The Committee may appoint such executives as it deems necessary. It may also suspend or dismiss any executive for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the Committee, or for any other reason which is deemed good and sufficient in the interest of the Society.

(j) The Committee may form sub-committee, if necessary and may give instructions regarding any special duties to the sub-committee.

(k) All Committee members are prohibited from being a member of the Committee in any other similar Photographic Clubs or Societies.

CLAUSE 9 DUTIES OF OFFICE BEARERS

(a) The President shall during his term of office preside at all General Meeting and all meetings of the Committee and shall be responsible for the proper conduct of all such meetings. He shall has the casting vote and sign the minutes of each meeting at the time they are approved.

(b) The Vice Presidents shall assist the President in his duties and one of them shall deputize for him during his absence.

(c) (i) The Secretary shall conduct the business of the Society in accordance with its rules, and shall carry out the instructions of the General Meeting and of the

Committee Meeting. He shall be responsible for conducting all correspondence and keeping all books, documents and papers, except the accounts and financial records. He shall maintain a membership register with particulars of name, age, identity card number, occupation and address of every member. He shall attend all meetings and record the proceedings. He shall within sixty (60) days after the holding of the Annual General Meeting submit the Annual Returns of the Society to the Registrar of Societies as required under Section 14(1) of the societies Act, 1966.

(c) (ii) The Assistant Secretary shall assist the Secretary in his duties and shall act for him during his absence.

(d) (i) The Treasurer shall be responsible for the financial affairs of the Society. He shall keep accounts of all its financial transactions and shall be responsible for their correctness.

(d) (ii) The Assistant Treasurer shall assist the Treasurer in his duties and shall act for him during his absence.

(e) The House and Competition Chairman shall be responsible for organizing and supervising of all competitions.

(f) The Activities Chairman shall be responsible for organizing activities for the members.

(g) The Ordinary Committee Members shall assist in the running of the Society.

CLAUSE 10 FINANCIAL PROVISION

(a) Subject to the following provisions in this rule, the funds of the Society may be expended for any purpose necessary for the carrying out of its objects, including the expenses of its administration, the audit of its accounts, the payment of salaries to its paid staff, allowance and expenses to its office-bearers, but they shall on no account be used to pay the fine of any member who may be convicted in a Court of Law.

(b) The Treasurer may hold a petty cash advance not exceeding Ringgit Malaysia One Thousand only (RM1,000.00) at any one time. All money in excess of this sum shall within seven (7) days of receipt be deposited in a bank approved by the Committee. The bank account shall be in the name of the Society.

(c) All cheques or withdrawal notices on the Society's accounts shall be signed jointly by any two of the principal office-bearers namely, the President, the Secretary and the Treasurer.

(d) No expenditure exceeding Ringgit Malaysia Five Thousand only (RM5,000.00) at any one time shall be incurred without the prior approval of the Committee and no expenditure exceeding Ringgit Malaysia Ten Thousand only (RM10,000.00) shall be incurred without the prior sanction of a General Meeting. Expenditure of

Ringgit Malaysia Five Thousand only (RM5,000.00) or less may be approved jointly by the President, the Secretary and the Treasurer.

(e) As soon as possible after the end of each financial year, a statement of receipt and payment together with a Balance Sheet for the year shall be prepared by the Treasurer and audited by the Auditor elected under Rule 11. The audited accounts shall be submitted for the approval of the members at the next Annual General Meeting, and copies of it shall be made available at the registered address or place of meeting of the Society for the perusal of members.

(f) The financial year of the Society shall commence on 1st January and end on 31st December of each year.

CLAUSE 11 AUDITORS

(a) One (1) member of the Society who shall not be a Committee member shall be elected as Auditor once every two years at the Annual General Meeting. He shall hold office for two years and shall be eligible for re-election.

(b) The Auditor shall be required to audit the accounts of the Society at least once a year and to prepare a report or certificate for the Annual General Meeting. He may also be required by the President to audit the accounts of the Society for any period within his tenure of office and to submit a report to the Committee.

CLAUSE 12 PROPERTY ADMINISTRATOR

(a) All immovable property whatsoever belonging to the Society will be registered under the name of the Society. The President, the Secretary and the Treasurer who are so elected serving the Society will act as Property Officers in accordance with Section 9(b) of the Societies Act 1966. Their appointment must be authenticated by a certificate of the Registrar of Societies.

(b) The Property Officers shall not sell, withdraw, mortgage for loan for the proper functioning of the Society, or transfer any of the property of the Society without the consent and authority of a General Meeting of members.

(c) The Property Officers will serve during their term of tenure. Should any of the Property Officers resign or owing to ill-health, the vacancy shall be filled by the member appointed by the Committee Meeting until the next Annual General Meeting.

CLAUSE 13 INTERPRETATION

(a) Between Annual General Meetings, the Committee shall have interpret the rules

of the Society and when necessary, determine any point on which the rules are silent.

(b) Except where they are contrary to, or inconsistent with the policy laid down by the General Meeting, the decision of the committee shall be binding on all members of the Society unless or until countermanded by a resolution of a General Meeting.

CLAUSE 14 ADVISOR / PATRON

(a) The Committee may appoint suitable persons as Patrons/Advisors of the Society on condition that their consent is obtained in writing.

CLAUSE 15 PROHIBITION

(a) All form of gambling as mentioned in the Open House Gambling Act 1953 are strictly prohibited in the premises of the Society.

(b) Neither the Society, nor its members shall attempt to restrict or in any other manner interfere with the trade or prices or engage in any Trade Union activities as defined in the Trade Union Act, 1959.

(c) The Society shall not hold any lottery whether confined to its members or not, in the name of the Society or its Committee members.

(d) Benefits as defined under Section 2 of the Societies Act 1966 shall not be given by the Society to any member or member's dependent.

(e) The Society shall not indulge in any political activities or allow its funds and or premises to be used for political purposes.

CLAUSE 16 AMENDMENT OF CONSTITUTION

(a) No amendments or alterations to these rules shall be made, except with the consent of the majority of members present at the General Meeting and the amendments or alterations shall not be in force without the prior approval of the Registrar of Societies.

(b) Any amendments or alterations to the rules must be submitted to the Registrar of Societies within sixty (60) days from the date the said amendments or alterations were approved by the General Meeting.

CLAUSE 17 DISSOLUTION

(a) The Society shall not be dissolved except with the consent of not less than three-

fifths (3/5) of the members of the Society expressed at an Extraordinary General Meeting convened for this purpose.

(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, if any, shall be disposed of in such manner as may be decided upon by the General Meeting.

(c) The Registrar of Societies shall be informed of the dissolution within fourteen (14) days by the Committee.

CLAUSE 18 FLAG, LOGO AND BADGE

1. Flag

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Description

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2. Logo



Description

The Society's emblem shall be the areca nut palm encircled in a camera shutter with the words "The Photographic Society of Penang". The colour of the emblem shall be black printed on white background.

3. Badge

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Description

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