



The Constitution

**THE ASSOCIATION OF MALAYSIANS IN
WESTERN AUSTRALIA INCORPORATED**

19 January 2021

Contents

Article 1	NAME OF ASSOCIATION
Article 2	MISSION
Article 3	OBJECTIVES
Article 4	POWERS
Article 5	PROPERTY AND INCOME
Article 6	MEMBERSHIP
Article 7	REGISTER OF MEMBERS
Article 8	RIGHTS AND DUTIES OF MEMBERS
Article 9	SUBSCRIPTION FEES
Article 10	MANAGEMENT COMMITTEE
Article 11	ELECTION OF MANAGEMENT COMMITTEE MEMBERS
Article 12	POWERS AND DUTIES OF THE MANAGEMENT COMMITTEE
Article 13	VACANCIES ON THE MANAGEMENT COMMITTEE
Article 14	ACCOUNTS
Article 15	TRUSTEE
Article 16	AUDITORS
Article 17	ANNUAL GENERAL MEETING
Article 18	EXTRORDINARY GENERAL MEETING
Article 19	QUORUM
Article 20	VOTE
Article 21	MINUTES OF MEETINGS
Article 22	VISITORS
Article 23	NOTICES
Article 24	AMENDMENT OF THE CONSTITUTION
Article 25	INDEMNITY
Article 26	WINDING-UP

CONSTITUTION OF THE ASSOCIATION OF MALAYSIANS IN WESTERN AUSTRALIA INC.

Article 1 NAME OF ASSOCIATION

- 1.1.1. The name of the Association shall be The Association of Malaysians in Western Australia Incorporated. (AMWA)

Article 2 MISSION

- 2.1. The Association is a non-governmental, non-political and non-- profit organisation.
- 2.2. The mission of the Association is to bring together Malaysians including former Malaysians in Western Australia through educational, social, sports, cultural and economic activities and to strengthen relationships between the Malaysian community in Western Australia.

Article 3 OBJECTIVES

- 3.1. To promote and maintain unity and friendship among Malaysians, former Malaysians and other communities;
- 3.2. To share and circulate information that could be of interest or which could benefit members and could promote networking among members;
- 3.3. To promote educational, social, cultural and economic activities that foster cooperation and good relations with either the Western Australian Government or other organisations and authorities;
- 3.4. Ensures members' legal rights and interest through cooperation and collaboration with local and national authorities to ensure members' feedback on proposed laws, regulations and procedures that could impact on members by virtue of their Malaysian origin are duly addressed in order to protect the legitimate interests of members and to contribute to the creation of a co-operative environment between members and the Western Australian authorities;

- 3.5. Promote sport, social, cultural and economic activities for its members and help facilitate business ties between Malaysia and Western Australia that benefit members.
- 3.6. Arrange functions for and amongst its members or with the members of other associations, both foreign and domestic, Western Australia authorities and with Malaysian educational, sports, social, cultural and economic delegations visiting Western Australia;
- 3.7. Through its social media platforms provide assistance and guidance to members and other general Malaysian community members in Western Australia.
- 3.8. Promote a good image of the Malaysian people and enhance the reputation and standing of Malaysians in Western Australia as a whole in Australian society;
- 3.9. Engage in fund raising activities to meet the operational costs of the Association;
- 3.10. Engage in fund raising activities to support appropriate charitable/educational/social/sporting/cultural/economic organisations; and
- 3.11. Being a not for profit association where the property and income of the association shall be applied solely towards the promotion of the objects or purposes of the association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the association, except in good faith in the promotion of those objects or purposes.

Article 4 POWERS

The powers conferred on the Association are the same as those conferred by section 13 of the Associations Incorporation Act 2015 (the Act), so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -

- 4.1.
 - (a) Acquire, hold, deal with, and dispose of any real or personal property on behalf of the Association;
 - (b) open and operate bank accounts;
 - (c) appoint or authorise a member of the Association to transact any business of the Association on its behalf
 - (d) enter into any contract it considers necessary or expedient to pursue or facilitate the objectives of the Association or desirable;

- 4.2. Charge and receive membership fees and subscriptions.
- 4.3. Accept grants, donations, bequests or gifts of monies and other materials and equipment made for the benefit of the Association and its objectives.
- 4.4. Undertake or execute trusts, which the Association may resolve to be desirable or conducive to the benefit of the Association including acting as trustee and accepting and holding real and personal property upon trust, but the Association does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Association.
- 4.5. Assist, cooperate with, enter into reciprocal arrangements with or become a member of any association or anybody, which may assist the Association in the promotion, or fulfillment of its objectives.
- 4.6. Erect, improve, repair, pull down or rebuild any building or property of the Association.
- 4.7. Borrow, raise, and secure the payment of money in such a manner as the Association thinks fit.
- 4.8. Print, publish, issue and circulate media such as newspapers and other papers, periodicals, books, circulars and other forms of electronic media and to produce or encourage by any means the production of lectures, radio and television programs and films as may be deemed desirable or expedient for the purpose of promoting community involvement or for promoting the aim and objectives of the Association.
- 4.9. Appoint and employ officers, servants and contractors and to dismiss or suspend an officer or servant, to fix salaries and other emoluments of officers and servants.
- 4.10. Enforce the observance by members of the Association of the constitution and the rules.
- 4.11. Do all such lawful things as may be incidental to or conducive to the objectives of the Association.

Article 5 PROPERTY AND INCOME

- 5.1. The income and property of the Association shall be applied solely towards the promotion of the objectives and no part shall be paid or transferred directly or indirectly to any

individual member of the Association except as bona fide remuneration for services rendered or expenses incurred on behalf of the Association.

- 5.2. The revenue of the Association shall be derived from subscriptions, donations, grants and other forms of revenue as shall be decided on from time to time.
- 5.3. The Association shall open and keep accounts with any recognised bank for all Association funds.
- 5.4. The signatories for all banking and financial documents of the Association shall be the following office bearers: - the President, Vice President, Secretary and Treasurer. If any of the signatories are not available for any prolonged period, the Management Committee may approve the appointment of a member of the Management Committee or any member deemed suitable to be a temporary signatory. Any 2 of the signatories are authorised to execute any such banking or financial document on the Association's behalf subject to the approval of the Management Committee.

Article 6 MEMBERSHIP

6.1 Qualification

The Association of Malaysians in Western Australia shall comprise the following categories of membership:

- 6.1.1. Ordinary Members; citizens and permanent residents of Malaysia and former Malaysian citizens and their immediate family members who are in good standing and interested in educational, social, cultural, sports and economic and/or other permitted activities in Australia and are ordinarily residents of Western Australia. Family members shall include spouses and dependent children less than 18 years. The member and spouse shall be considered as two members for voting purposes, with one vote each at a General Meeting.
- 6.1.2. Life Members; Any person eligible for Ordinary Membership on payment of a pre-determined sum shall be eligible to apply to become a life member. Life Members y will enjoy the same privileges of an ordinary member. Family members shall include spouses and dependent children less than 18 years. The Life member and spouse shall be considered as two members for voting purposes, with one vote each at a General Meeting.

- 6.1.3. Associate Members; individuals who do not fall within the family membership category, organizations and corporations of good standing residing or based in Western Australia.
- 6.1.4. Student Members; Malaysian students between the age of 18 and 23 years studying full time or apprenticed in Australia, who are in good standing and interested in education, social, culture, sports and economic and/or other permitted activities in Australia;
- 6.1.5. Corporate Members; Companies, Corporations and Organisations in good standing which are incorporated in or established under the laws of Malaysia (herein referred as "Malaysian-registered companies/societies/associations"), and who have a legal presence in Australia in a form permitted by the laws of Australia. A representative appointed by the Corporate Member/Company/Corporation or Organisation shall be entitled to one vote;
- 6.1.6. Corporations and individuals may apply for membership and the Management Committee of the Association shall determine acceptance at their absolute discretion. No reason need be given in the event of a rejection;

6.2. Application for Membership

- 6.2.1. Application for membership shall be made on the form prescribed for such purpose by the Management Committee and shall be delivered to the Association or to any Management Committee members;
- 6.2.2. The Management Committee shall vet and determine all applications for membership. No reason need be given to any candidate for membership whose application is rejected although a written appeal can be made to the Management Committee. The decision of the Management Committee on such appeals shall be final and binding.

6.3. Resignation from Membership

Any Member desiring to resign from membership must deliver written notice of resignation to the postal address of the Association or to any of the Management Committee members. Every resignation notice shall be deemed to take effect on the date that such notice is brought to the attention of the Management Committee of the Association at a meeting.

6.4. Expulsion

The Management Committee may, by notice in writing, have the right at any time to expel any member if, in the opinion of the Management Committee:

- a. Such member has breached the Constitution of the Association; or
- b. Such member has conducted himself/herself in an unbecoming manner; or
- c. If the Management Committee forms the view that allowing such member to remain as a member would discredit the Association.

A member may appeal to the Management Committee against expulsion within 30 days of receiving such a notice. The Management Committee shall consider an appeal and its decision shall be final and binding on the member.

6.5. Termination of Membership

Membership will be terminated if a Member;

- a. is deceased;
- b. Resigns;
- c. Is declared a bankrupt by a court of competent jurisdiction;
- d. Ceases to qualify for membership under his/her/their category of membership;
- e. Is expelled under (6.4) above;
- f. Is in arrears of payment of any fees or of any other additional contributions and charges required to be paid to the Association; and

- g. Is declared by a court of competent jurisdiction to be legally or mentally incompetent.

Each Member shall on termination of his/her membership of the Association for whatever reason, forfeit all rights to and claims upon the Association, their property and funds.

The Management Committee will use official channels to confirm termination due to 6.5a, 6.5c, 6.5g. Termination due to 6.5d in relation to place of residence for life members of the Association will be determined by the return of 1 pre-paid letter to the member's last known Western Australia address and confirmation by phone or email communication that the member is no longer a long term resident of Western Australia. Such confirmation will be duly recorded by the Secretary.

Article 7 REGISTER OF MEMBERS

- 7.1. The Secretary shall keep and maintain an updated register of Members of the Association.
- 7.2. The Secretary on behalf of the Management Committee will communicate and liaise with new members upon their grant of membership.
- 7.3. The Secretary will communicate with members upon renewal of membership.
- 7.4. The Secretary shall cause the name of a person who dies or who ceases to be a member under the rules to be deleted from the register of Members.

Article 8 RIGHTS AND DUTIES OF MEMBERS

All members shall enjoy the following rights:

- a. To use any facilities provided by the Association for the general use of its members;
- b. To attend Annual General Meetings and Extraordinary General Meetings of the Association;
- c. To attend functions and activities arranged by the Association;
- d. Members shall comply with this constitution and policies and rules of the Association, as amended from time to time;
- e. No member shall, by reason of membership of the Association, be liable for any debts or obligation of the Association in the absence of an express written promise to accept such liability;

- f. Subject to Article 19, have the right to vote at General Meetings of the Association.

Members have a duty to inform the Association by contacting the Secretary of any changes in their postal address and electronic contact details within 3 months of any change.

Article 9 SUBSCRIPTION FEES

- 9.1. All subscription fees shall be payable on joining. Fees for Ordinary, Student, Corporate, Organisation and Associate Membership shall be determined by the Committee from time to time and payable per calendar year. Management Committee will also determine the life subscription fees payable by life member applicants. All members on the register prior to this constitution's formal approval by the Department of Mines, Industry Regulation and Safety will be exempted from this clause.
- 9.2. Subscription fees payable will be retained to meet the ongoing costs of the Association.
- 9.3. Subscription fees shall be payable to the Association by cash or cheque, or such other methods as may be acceptable to the Association.
- 9.4. Subscriptions for Corporate, Organisation, Associate Membership shall be pro-rated for members joining during the calendar year.
- 9.5. No refund of subscription will be given should a membership cease for any reason during the year.
- 9.6. The Management Committee at its discretion may waive the subscription fees of Student Members.

Article 10 MANAGEMENT COMMITTEE

- 10.1. The Association shall have a Management Committee comprising of an Executive Committee (Exco) and committee members, which shall be responsible for the day-to-day running of the Association.

10.2. The Management Committee may form sub-committees from time to time to assist in the running of the Association.

10.3. The Management Committee shall comprise: -

- One (1) President
- One (1) Vice President
- One (1) Secretary
- One (1) Assistant Secretary
- One (1) Treasurer
- One (1) Assistant Treasurer
- Seven (7) Committee Members
- One (1) Immediate Past President (ex-officio)

The President, Vice President, Secretary and Treasurer will be the Executive Committee heading the team.

10.4. Duties of Members of Management Committee.

10.4.1. The President

- a. The President of the Association shall exercise general supervision over the affairs of the Association and represent the entire Association in external relations.
- b. The President shall be the Chairman of all meetings of the Management Committee and meetings of the Association. In his/her absence, the Vice-President shall take his/her place.
- c. In the event of any dispute regarding the interpretation of any rules of Constitution or any by-laws, the decision of the President shall be final.
- d. In any meeting of the Association or any other meeting of the Management Committee, if there shall be an equal number of votes for or against a motion, the Chairman of the meeting shall have a casting vote.

10.4.2 The Vice-President

The Vice President shall assist the President in his or her functions. In the absence of the President, the Vice President shall have the same powers and authority as the President.

10.4.3. The Secretary

The Secretary keeps all records, except financial records, including membership records, minutes of all Annual General Meetings, Extraordinary General Meetings of Association.

Records kept by the Secretary shall be available for perusal by any member of the Association upon written request to the Secretary.

10.4.4. The Assistant Secretary

The Assistant Secretary shall undertake the functions of the Secretary when the Secretary is not able to undertake their duties or is otherwise unavailable.

10.4.5. The Treasurer

The Treasurer shall keep all funds and collect all monies on behalf of The Management Committee of Association. The Treasurer shall keep a correct account of all financial transactions of the Association.

10.4.6. Assistant Treasurer

The Assistant Treasurer shall undertake the functions of the Treasurer when the Treasurer is not able to undertake their duties or is otherwise unavailable.

10.4.7 The immediate Past President

The Immediate Past President serves as ex-officio which provides advice and leadership to the present committee regarding past practices and other matters to assist the committee in governing the Association. The Immediate Past President does not have any voting rights in the Management Committee.

- 10.5. All positions in the Management Committee shall be elected at the Annual General Meeting. Each elected Committee member shall hold office for 1 year (1 term).
- 10.6. The President and the Treasurer shall not hold the same post for more than two consecutive terms but shall be eligible for appointment to that post after a lapse of one term.
- 10.7. If the position of Vice-President becomes vacant, the Management Committee may appoint a member of the Management Committee to assume the position.
- 10.8. If the position of Secretary becomes vacant, the Assistant Secretary shall assume the position.
- 10.9. If the position of Treasurer becomes vacant, the Assistant Treasurer shall assume the position.

10.10. The Management Committee may, from time to time, co-opt members to the Management Committee on an ad hoc basis.

10.10.1 The committee may appoint a member who is eligible to fill a position on the committee that;

- (a) has become vacant subject to sub-rule 10.7, 10.8 and 10.9; or
- (b) was not filled by election at the most recent annual general meeting.

10.11 Subject to the requirement for a quorum, the Management Committee may continue to act despite any vacancy in its membership.

10.12 If there are fewer committee members than required for a quorum the Management Committee may act only for the purpose of

- (a) appointing committee members under this rule; or
- (b) convening a general meeting.

Article 11 ELECTION OF MANAGEMENT COMMITTEE MEMBERS

11.1. Election shall be on a secret ballot or by a show of hands, as determined by the members at the Annual General Meeting.

11.2. Election of a new Management Committee shall take place at every Annual General Meeting.

11.3. All candidates for election to the Management Committee shall be proposed and seconded by members of the Association.

11.4. Nomination of committee members

The Secretary must send written notice to all the members;

- (a) calling for nominations for election to the committee; and
- (b) stating the date by which nominations must be received by the secretary to comply with sub rule 11.4.1

11.4.1 All candidates for election to the Management Committee shall be proposed and seconded by way of written nominations duly submitted to the Secretary either by post, sent to the Association's postal address or via email to the secretary's email address. Where no written nomination for a particular position in the Management Committee is received by the Secretary within the stipulated period or a duly

submitted written nomination is withdrawn or declined before or at the annual general meeting, then the returning officer can call for nominations from the members present at the Annual General Meeting.

- 11.4.2 A member who wishes to be considered for election to the committee at the annual general meeting must nominate for election by sending written notice of the nomination to the Secretary to be received by the Secretary at least 5 days before the Annual General Meeting. The Secretary will at least 3 days before the Annual General Meeting circulate to all members the valid nominations that have been received.
- 11.4.3 The written notice must include a statement by another member in support of the nomination.
- 11.4.4 A member may nominate for one specified position of office holder of the Association or to be an ordinary committee member.
- 11.4.5 A notice may be given to a member:
- (a) by delivering to the member personally; or
 - (b) by sending it by electronic transmission to the latest electronic mail address provided by the member; or
 - (c) by sending it by pre-paid post to the latest address provided by the member.
- 11.4.6 Unless the contrary is proved, a notice is taken to have been given in the following circumstances:
- (a) in the case of a notice given personally, on the date when it is received by the member;
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post;
 - (c) in the case of an electronic transmission, on the date it was successfully sent.
- 11.5. The offices of President, Vice President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer shall each be individually voted upon. The Committee Members shall be the 7 (seven) persons who obtain the highest number of votes amongst the contestants.
- 11.6. If the Assistant Treasurer or Assistant Secretary is temporarily unable to perform his/her duties, a Committee Member may be appointed by the Management Committee to perform the duties for the duration of the absence. If Assistant Treasurer or Assistant Secretary is unable to complete his/her term of office, the Management Committee may appoint a committee member as a replacement. If the event that the Management Committee is

unable to appoint a suitable Committee Member to the role of Assistant Treasurer or Assistant Secretary, the Management Committee may co-opt a suitable ordinary member to the position.

11.7 Election of office holders

- (1) At the annual general meeting, a separate election must be held for each position of office holder of the Association.
- (2) If there is no nomination for a position, the chairperson of the meeting may call for nominations from the ordinary members at the meeting.
- (3) If only one member has nominated for a position, the chairperson of the meeting must declare the Member elected to the position.

Article 12 POWERS AND DUTIES OF THE MANAGEMENT COMMITTEE

- 12.1. The general management of The Association of Malaysians in Western Australia Incorporated is vested in the Management Committee.
- 12.2. The Management Committee may from time to time make, vary and revoke bylaws (not consistent with the Constitution) for the regulation of the internal affairs of the Association and the conduct of members. The by-laws shall be binding on all members.
- 12.3. The Management Committee shall be responsible for carrying out all resolutions of the Association, and for organising or appointing members to organise activities for the Association.
- 12.4. The Management Committee shall have full authority to enter into financial transactions and, generally, to deal in all matters related to the Association.
- 12.5. All funds of the Association or any part of such funds may only be dealt with by the Treasurer and two other authorised persons within the Management Committee provided that any expenditure in excess of \$50,000.00 (Australian Dollars Fifty Thousand Only) must be approved by the members of the Association at a General Meeting.
- 12.6. The Management Committee shall have the power to obtain, collect and receive money and funds by contributions, sponsorship, donations, subscription fees, or any other way.

Article 13 VACANCIES ON THE MANAGEMENT COMMITTEE

A vacancy on the Management Committee shall be deemed to have occurred if a member:

- a. Resigns his membership of the Management Committee by notice in writing sent to the Secretary; or
- b. Fails to attend three consecutive meetings of the Management Committee unless he/she has been excused from attending by resolution of the Management Committee; or
- c. Is removed from office by either a decision of the Management Committee or at a meeting of the Association; or
- d. Is absent from Western Australia for a period of six months unless leave has been granted by the Management Committee; or
- e. Ceases to be an Ordinary Member of the Association; or
- f. is deceased.

Article 14 ACCOUNTS

- 14.1. The financial year of the Association shall, begin on the First day of July in each year and end on the Thirtieth day of June in the next year, on which day the accounts of the Association shall be balanced.
- 14.2. An account book shall be kept by the Treasurer and made available for inspection by the Auditor or by any ordinary member of the Association after giving the President, Secretary or Treasurer, one-week advanced notice of his/her desire to inspect the account book.
- 14.3. The income and property of the Association whenever and however derived shall be applied solely towards the promotion of the objects of the Association. No portion thereof shall be paid or transferred directly or indirectly by way of a dividend, bonus, profit or otherwise to members. However, in the event of dissolution pursuant to Article 29, the provisions of Article 29 shall apply.
- 14.4. The Management Committee may in good faith direct that payment by way of proper remuneration and/or reimbursement of reasonable expenses be made to any officer or

member of the Association for services rendered and/or out of-pocket expenses or any other fees or charges incurred on behalf of the Association.

Article 15 TRUSTEE

- 15.1. The Management Committee may at its discretion appoint a person, who is an Ordinary Member or Life Member as a Trustee for the term of the Management Committee.
- 15.2. The eligibility criteria for the Trustee will be determined by a vote of 75% majority of the Management Committee.
- 15.3. The Trustee provides advice when requested by the Management Committee on significant matters related to the Association including any major funding commitments by the Management Committee. The Trustee may be requested by the Management Committee to mediate any dispute between Management Committee members or a major matter raised by a member of the Association.
- 15.4. The Trustee does not attend the Management Committee meetings unless invited by President or the Management Committee.
- 15.5. The Management Committee may by a vote of 75% majority elect to provide the Trustee with authority to approve expenditure of Association funds exceeding a specified amount. This approval is by way of written advice sent to the Secretary. This authority may be revoked with a vote of 75% of the Management Committee.

Article 16 AUDITORS

Two members shall be appointed to serve as Auditors for a minimum period of two years. The Auditors shall have the right to audit the account book of the Association at any time and shall be responsible for certifying all financial statements.

Article 17 ANNUAL GENERAL MEETING

- 17.1. Annual General Meeting shall be held before the end of October of each year. The Management Committee shall determine the day and time of the Annual General Meeting.
- 17.2. All members will be invited to attend the Annual General Meeting in order:
 - a. To receive and, if approved, pass the Accounts for the preceding financial year;

- b. To elect the office bearers and members of the Management Committee and to elect 2 members to act as auditors for the ensuing financial year; and
- c. To conclude any other business as proposed to the Management Committee in writing seven (7) days before the meeting.

17.3. The notice of the Annual General Meeting shall be 14 days;

17.3.1 The Secretary or, in the case of a special general meeting convened under section 51(5) of the Act, the members convening the meeting, must give to each member

- (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
- (b) at least 14 days' notice of a general meeting in any other case.

17.3.2 The notice must

- (a) specify the date, time and place of the meeting; and
- (b) indicate the general nature of each item of business to be considered at the meeting; and
- (c) if a special resolution is proposed —
 - (i) set out the wording of the proposed resolution; and
 - (ii) state that the resolution is intended to be proposed as a special resolution;
- (d) notice may be in the form of printed material (posted) or email to the registered ordinary members address on record

17.4. The President of the Management Committee will chair the Annual General Meeting.

Article 18 EXTRORDINARY GENERAL MEETING

An Extraordinary General Meeting may be called at any time either by the Management Committee or by the written request of not less than one quarter of the voting members of the Association. Extraordinary General Meetings will be called and conducted in accordance with rules governing Annual General Meetings.

Article 19 QUORUM

19.1. The quorum at an Annual General Meeting or Extraordinary General Meeting shall be not less than ten percent or 30 of Ordinary membership, whichever is lower, of the Association present in person or by proxy.

- 19.2. If a quorum is not present at an Annual General Meeting or Extraordinary General Meeting, the meeting shall be adjourned for two weeks. Members shall be notified of such adjournment. At the adjourned Annual General Meeting or Extraordinary Meeting any 6 members, two of which must be from the Management Committee to be present at any Management Committee meeting shall constitute a quorum.
- 19.3. A Management Committee member shall be deemed to be present at a meeting of the Management Committee if he/she participates by telephone or other electronic means and all members participating in the meeting are able to hear each other.
- 19.4. A resolution proposed in writing and sent to all members of the Management Committee entitled to receive notice of a meeting of the Management Committee and signed and returned by letter, email or facsimile by a majority of the members of the Management Committee shall be as a valid and effectual resolution of the Management Committee as if it had been passed at the meeting of the Management Committee duly convened and held and may consist of several documents in like form.
- 19.5. All documents need to be signed by the President or by any two Management Committee members except for correspondence which can be signed by the Secretary and Financial reports including accounts that can be signed by the Treasurer.

Article 20 VOTE

- 20.1. Voting shall be by secret ballot or by show of hands as determined by the majority of the members present at such General Meeting.

Article 21 MINUTES OF MEETINGS

- 21.1. The Secretary shall cause proper minutes of all proceedings of all General Meetings and Management Committee Meetings be kept and copies thereof shall be forwarded to all members of the Management Committee. The minutes must be recorded in a minute book within 30 days of all General or Management Committee Meetings.
- 21.2. The Chairperson of each and every General Meeting and Management Committee Meeting shall check the minutes and sign that they represent a true and correct record.
- 21.3. When minutes have been entered and signed as true and correct under this rule, they shall, until the contrary is proved, be evidence that:

- 21.3.1 The General Meeting or Management Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- 21.3.2 All decisions recorded as having taken place at the meeting did in fact take place; and
- 21.3.3. All decisions, appointments or elections purporting to have been made at the meeting have been validly made.

Article 22 VISITORS

Members may with the consent of the Management Committee introduce and entertain their guests as visitors to the Association. Any member introducing a guest shall be responsible for his/her guest strictly observing the rules and by-laws of the Association.

Article 23 NOTICES

Each member shall be obliged to keep the Secretary informed of changes to their postal address and email address (if available). All notices to members shall be posted on the Association's Web site and relevant social media channels, save that notices of General Meetings shall be sent by email communication or such other means determined by the Management Committee to each member's address.

Article 24 AMENDMENT OF THE CONSTITUTION

The provisions of this Constitution may be revoked, added to or amended by a special resolution duly passed by a majority of 75% (seventy-five percent) of the ordinary members present and voting at a General Meeting for which notice has been duly given, specifying the intention to propose such revocations, additions or alterations, together with full particulars thereof.

Article 25 INDEMNITY

The members of the Management Committee, servants and other officers of the Association and their respective executors and administrators shall be indemnified out of the funds of the Association against all charges, costs, losses, damages and expenses which they or any of them shall incur or sustain in the execution of their respective offices or on behalf of the Association or in furtherance of the Association except such charges or expenses incurred or sustained by or through their own wilful default.

Article 26 WINDING-UP

- 26.1 A special General Meeting of the Association may resolve to wind-up or dissolve the Association provided that all members of the Association are given prior written notice of such meeting and provided that three quarters majority of voting members present at such a meeting passes such resolution.
- 26.2 Upon the winding-up or dissolution of the Association all property purchased by the Association from monies provided to the Association by the Federation of Malaysia or the Commonwealth of Australia pursuant to any funding agreement shall be transferred to the respective government together with any unexpected or uncommitted monies provided by respective government.

If upon the winding up of the association, there remains after satisfaction of all debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members or former members, but shall be given or transferred to another association incorporated under the Act which has similar objects and to which income tax deductible gifts can be made as approved by the Commissioner of Taxation and which association shall be determined by resolution of the members.