

CONSTITUTION

MALAYSIAN ASSOCIATION OF COMPANION ANIMAL MEDICINE INDUSTRY

CLAUSE 1 NAME

1. The Association shall be known as

MALAYSIAN ASSOCIATION OF COMPANION ANIMAL MEDICINE INDUSTRY

Hereinafter referred to as "the Association".

2. Meaning of name : **The Association is a collective body of members who have high interest in the welfare of the companion animal medicine industry with an aim to elevate the current standard of care provided to companion animals in the country.**

3. Level : **Kebangsaan**

CLAUSE 2 ADDRESS

1. The registered address is

**35, JALAN ECO FOREST 1/1E, ECO FOREST
43500 SEMENYIH
SELANGOR**

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

**35, JALAN ECO FOREST 1/1E, ECO FOREST
43500 SEMENYIH
SELANGOR**

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

CLAUSE 3 OBJECTIVE

(A) The objectives of the Association are:

- (1) To promote, maintain and protect the status and interests of the companion animal medicine industry.
- (2) To promote, improve and advocate for the welfare of the Association members and industrial players.
- (3) To improve and upscale the level of care and welfare of companion animals in Malaysia.

- (4) To establish and enhance innovative partnerships and strategic alliances with key industry players and other professional bodies.
- (5) To participate in, or to invest a portion of the Association's funds in any entity, corporation, associations, et cetera by way of a joint venture, business partnership, commercial arrangement, transaction and/or any legal means permitted which would be in the interest of the Association, and beneficial to, and be advantageous, profitable or calculated directly or indirectly to enhance any or all of the Association's fixed, current, liquid assets, properties, business, investments, commercial arrangement, and rights, provided always that they are not in conflict with the Malaysian Law.
- (6) To support and contribute to the Nation's vision.

(B) POWERS

In the pursuit and furtherance of the objectives, the Association shall have the following powers:

- (1) To arrange periodical meetings of the members or any segment thereof.
- (2) To prepare and publish scientific papers, journals, and other publications, with the prior approval of the authority concerned.
- (3) To acquire property by purchase, build or lease or otherwise occupy premises, to deal with such property, to invest such liquid assets as it may have and in a proper case borrow as may be necessary.
- (4) To develop and amend any Constitutional by-laws for the operation and administration of the Association.
- (5) To create a special account or accounts, payments from which shall be at the absolute discretion of the EXCO, to assist members of the Association or their dependents, provided that no mutual benefit activities as defined under Section 2 of the Societies Act 1966 may be carried out by the Association.
- (6) To collect or otherwise acquire sums of money for educational, scientific, and charitable purposes and to establish, manage and maintain a Foundation Fund for such purposes, approved at Annual or Extraordinary General Meetings. Upon approval, this power shall be maintained by the EXCO or appointed individuals.

CLAUSE 4 MEMBERSHIP

(A) Membership of the Association:

The Association shall consist of Ordinary, Student, Associate, Affiliate and Corporate Members.

- (1) Ordinary membership shall be opened to any veterinarian registered with the Malaysian Veterinary Council.
- (2) Student membership shall be opened to students pursuing an undergraduate degree and diploma in veterinary medicine or allied sciences or enrolled in the Malaysian Veterinary Certificate (SVM) with the written consent from the Dean of the Faculty of the university concerned, and such membership shall cease on completion of their studies.
- (3) Associate membership for individuals shall be open to:
 - (a) Veterinarians who are not Malaysian citizens.
 - (b) Non-veterinarians who could contribute to the development of the

companion animal medicine industry.

(i) Application for any type of membership shall be made to the Honorary Secretary, proposed, and seconded by Ordinary members in good standing. The application shall be subjected to approval by the EXCO.

(ii) Upon notice of approval of the membership application, the applicant shall remit the annual subscription fees within two (2) weeks from the date of notification. Should there be default of payment of any fee, the approval of the membership shall be withdrawn.

(iii) The EXCO shall have the power to accept or reject any application without any reason whatsoever.

(iv) Any Ordinary or Associate member who leaves Malaysia for a continuous period of more than 12 months, but less than five (5) years should notify the EXCO in writing at least 30 days before departure. Their membership can be maintained and be exempted from payment of subscription upon written acknowledgement by the EXCO.

(v) Privileges of Membership

Upon payment of the requisite fees, Ordinary and Corporate members shall be entitled to all the benefits and privileges of the Association. Student, Affiliate and Associates members shall be entitled to all the benefits and privileges of Ordinary and Corporate members except they shall not be eligible to vote or hold office.

(vi) Renewal of Membership

Any members who have been terminated on the grounds of nonpayment of arrears of subscription [Clause 5.1(a)] shall be re-admitted to membership only after they have settled all outstanding arrears.

Members whose membership fees have lapsed for two (2) years or less will have to settle all membership fees due before being accepted back into the Association.

Members whose membership fees have lapsed for more than two (2) years, need to re-apply to be an active member, and their application will have to be endorsed by the EXCO, subject to paying a new application fee and membership fees for two (2) years.

(4) Associate Membership (Organization)

This membership is open to any non-profit organization or institution with an interest in the veterinary profession and has been registered with the Registrar of Society in Malaysia for at least five (5) years. Their application and benefits are described in the by-laws.

(5) Affiliate Membership

Affiliate Membership may be granted to any association that is registered with the Registrar of Society in Malaysia. The application and benefits of this membership are described in the by-law.

(6) Corporate Membership

Corporate membership shall be open to any corporate body or commercial entities that are registered with good standing for at least five (5) years by the Registrar of

Company in Malaysia and have interest in the objectives and activities of the Association. Corporate members are entitled to two (2) representatives in the association and the two (2) representatives shall be entitled to all the benefits and privileges of the Association.

- (i) Application to become an Affiliate, Associate (Organization) and Corporate member shall be made in writing to the EXCO of the Association.
- (ii) Upon consideration by the EXCO, this application will be endorsed by the Annual or Extraordinary General Meetings of the Association. This resolution shall be passed with a simple majority of votes.
- (iii) Every Affiliate, Associate (Organization) and Corporate member shall notify in writing to the Association of any the changes in office or administration or representative.
- (iv) Any Affiliate, Associate (Organization) and Corporate may resign from the Association by giving the EXCO notice a written notice to the effect, provided that the member pays their subscription up to and including the current year.
- (v) Associate, Student, Affiliate and Associate (Organization) members of the Association shall be eligible to participate in the activities, functions and meetings as described in the by-laws except to vote at Annual or Extraordinary General Meetings and to hold office.⁵
- (vi) The Association may form a Special Committee with members of Student, Affiliate and Associate (Organization) as deemed necessary to address matters related to the industry.

CLAUSE 5 RESIGNATION AND TERMINATION

(1) Resignation and Termination of Membership

- (i) Any member may resign from the Association by giving the Honorary Secretary a written notice to the effect, provided that the member pays his/her subscription up to and including the current year.
- (ii) Any member who is in two (2) years arrears of subscription, shall be inactivated after being notified by the Association.
- (iii) Any member who is in three (3) years arrears of subscription, shall be terminated after being notified by the Association.
- (iv) Any member who has been de-registered by the Malaysian Veterinary Council shall be automatically terminated.
- (v) Any member convicted of a criminal offence in any court of law shall ipso facto cease to be a member.
- (vi) Any member shall be deprived of their membership if a resolution is passed at Annual or Extraordinary General Meetings by a simple majority that their continued membership is a discredit to or not in the Association's interest.
- (vii) All membership subscriptions already paid shall not be refundable on termination of membership.

(2) The Association may terminate any Affiliate, Associate (Organization) and Corporate membership after two (2) financial year's non-payment compliance.

(3) Restoration of Membership

- (i) If the member is restored to the Register of the Association by the EXCO,

they shall automatically resume such membership subject to payment of all subscriptions and debts due and payable to the Association.

(ii) Any Affiliate, Associate (Organization) and Corporate member that has been terminated or resigned may re-apply, and upon consideration by the EXCO, this application will be endorsed by the Annual or Extraordinary General Meetings of the Association. This resolution shall be passed with a simple majority of votes.

(iii) Any Affiliate, Associate (Organization) and Corporate member that has been terminated shall pay one (1) year lapse membership subscription and the current year fee upon approval at the general meeting.

(iv) Any Affiliate, Associate (Organization) and Corporate member that resigned in writing shall pay the current year's membership fee upon approval at the general meeting.

CLAUSE 6 SOURCE OF INCOME

A) Membership Fees

(1) Entrance Fees

Entrance fee of RM100.00 for Ordinary and Corporate membership only.

Entrance fee of RM50.00 for Associate membership only.

(2) Subscriptions

(i) The EXCO shall determine and recommend as a form of a resolution the rate of the annual membership subscription fee from time to time payable by all categories of members except Honorary and Fellow Members at the Annual or Extraordinary General Meetings.

(ii) The subscriptions shall become due and payable on 1st January of each year without any notice from the Association and shall become an undischarged debt due to the Association on the 30th of April of the same year.

(iii) If any member fails to pay the subscription for any year and this failure continue to persist on the 30th of April of that year, that member shall cease to enjoy all the benefits and privileges available with immediate effect and shall not be eligible to attend or vote at any general meeting of the Association.

(3) Rate of annual membership subscription fee:

Ordinary members shall pay RM100.00 per annum, OR RM250.00 for a 3-year membership, OR RM400.00 for a 5-year membership.

Associate (individual) members shall pay RM200.00 per annum.

Eligible student members shall have the membership subscription fee waived throughout their course of undergraduate studies, and shall be entitled for a 50% discount for the first year of membership upon their first year of graduation. Entrance fee is still applicable.

The EXCO may be empowered to grant a discount on the membership rates for special promotional purposes.

(4) Affiliate membership fee

Affiliate association members shall pay according to the number of members in their

association:

(i) less than 99 members shall pay RM300 (Three hundred Ringgit Malaysia) per annum.

(ii) 100 to 299 members shall pay RM600 (Six Hundred Ringgit Malaysia) per annum. 300 to 499 members shall pay RM900 (Nine Hundred Ringgit Malaysia) per annum.

(iii) 500 and above members shall pay RM1000 (One Thousand Ringgit Malaysia) per annum.

(5) Associate (Organization) membership fee

Non-profit organizations or institution members shall pay RM500.00 (Five Hundred Ringgit Malaysia) per annum.

(6) Corporate membership fee

Corporate members shall pay RM10,000.00 (Ten Thousand Ringgit Malaysia) for a 3-year membership.

(B) Other Source of Income

(1) Special levies for specific purposes may be imposed on members whenever the EXCO deems necessary and passed by the Annual or Extraordinary General Meetings.

(2) Seminar and conferences:

The association may organize and charge fees for seminars, workshops and conferences which serve as other sources of income

(3) Donations and sponsorships:

The association may accept donations and sponsorships in the form of cash or in-kind.

CLAUSE 7 GENERAL MEETING

A) Annual General Meeting

(1) The highest authority of the Association shall be the Annual General Meeting presided over by the President or in their absence, the Vice President or by a member appointed during the Annual General Meeting.

(2) The Annual General Meeting shall be held before or on 30th June each year. When it is not possible to hold the Annual General Meeting before or on 30th June, the Association may request special approval from the authority to conduct the meeting on an alternative date.

(3) A notice of at least 30 days shall be given before the date fixed for the Annual General Meeting of the Association. The Honorary Secretary shall inform all members by announcement through the official website and email of the date, the time, and the place fixed for the Annual General Meeting.

(4) The business of the Annual General Meeting shall be to: receive reports of the EXCO and review its work, receive and pass the accounts of the previous financial year, elect the EXCO [conducted every two (2) years], ratify and approve Constitutional by-laws of the Association, receive any resolutions which members have indicated their intention of proposing, and/or consider any other business on the agenda.

(5) The quorum for an Annual General Meeting shall be half of the total voting

- membership of the Association or two times of the EXCO, whichever is lesser.
- (6) A member wishing to submit suggestions and/or resolutions to be included on the agenda of the Annual General Meeting may do so provided they submit the resolution in writing to the Honorary Secretary at least 21 days before the date of the Annual General Meeting. The said member must be present at the Annual General Meeting or may appoint a proxy to represent the resolution suggested.
 - (7) In the event of insufficient quorum, the Annual General Meeting shall be adjourned to a day, not earlier than 14 days, to be appointed by those present and should the number then be insufficient again to form a quorum, those present shall be considered a quorum, but they shall not have the power to amend the Constitution, by-laws or regulations.
 - (8) The minutes of the previous Annual General Meetings shall be circulated to all members minimum of seven (7) days before the date of Annual General Meetings and shall be approved by the attending members.

(B) Extraordinary General Meeting

- (1) An Extraordinary General Meeting shall be called and convened by the EXCO at any one time, or for any special reason within a month of receiving a written request from one-third of the total voting members.
- (2) Notice summoning an Extraordinary General Meeting shall be sent to all members at least 14 days before the date fixed for such a meeting and shall state the business of the meeting.
- (3) An Extraordinary General Meeting shall not deal in businesses other than that for which it is specifically convened.
- (4) The quorum for an Extraordinary General Meeting shall be half of the total voting members of the Association or two (2) times of the EXCO, whichever is lesser.
- (5) In the event of an insufficient quorum for the Extraordinary General Meeting, the President shall wait for up to a maximum of one hour after the scheduled time of the Extraordinary General Meeting before declaring the meeting dissolved and no such Extraordinary General Meeting shall be convened for the same purpose for a period of two (2) months.
- (6) The decisions arrived at the Extraordinary General Meeting will be included in the Annual Report.

CLAUSE 8 COMMITTEE

(A) Executive Committee (EXCO)

- (1) The Association shall be managed by an EXCO consisting of the following:

a President

a Vice President

an Immediate Past President

an Honorary Secretary

an Honorary Assistant Secretary

an Honorary Treasurer

an Honorary Auditor

three (3) Committee Members

- (2) Members of the EXCO except for the Immediate Past President shall be elected at an Annual General Meeting. Candidates must be voting members of good

standing for at least two (2) years. The election of The incoming EXCO shall take office by 14 days from the date of the election.

(4) A member absent at an Annual General Meeting shall not be elected to the EXCO unless their consent in writing has been obtained.

(5) The EXCO shall meet at least once every three (3) months and the agenda of the next meeting and minutes of the previous meeting shall be sent to every member of the EXCO at least seven (7) days before the meeting.

(6) The quorum of an EXCO meeting shall be eight (8).

Any member of the EXCO absent from two (2) consecutive meetings without satisfactory explanation shall be deemed to have withdrawn from the EXCO.

The EXCO shall have the power to fill vacancies within the EXCO during its term of office.

The President reserves the right to make the casting vote in the events of a tied vote.

(7) The EXCO shall have the power to interpret the Constitution, and when necessary, determine any point on which the Constitution is silent.

(8) The EXCO shall have the power to take such actions as are necessary to achieve the objectives of the Association, such as to appoint sub-committees, regional branches (Sabah and Sarawak only), special interest groups, chapters and state representatives who shall be Ordinary members and to expend from the Association's fund such sums as are reasonably necessary.

(9) The EXCO may negotiate to acquire and develop land or property that it may consider useful for the betterment of the financial position and activities of the Association. However, the action of the EXCO shall be brought before the Annual or Extraordinary General Meetings for ratification.

(10) The EXCO may engage secretarial assistance for administration purposes.

CLAUSE 9 DUTIES OF OFFICE BEARERS

(1) The duties of the office-bearers are as follows:

(a) The President shall:

(i) preside at all Annual General, Extraordinary General and EXCO Meetings of the Association.

(ii) sign the minutes of each meeting at the time they are approved.

(b) The Vice President shall deputize for the President in the latter's absence and shall have all powers vested in the President under clause 9 (1) (a).

(c) The immediate Past President shall:

(i) assist the new EXCO to ensure the continuity of the undertakings of the previous EXCO.

(ii) assist the EXCO in activating functional duties and activities.

(d) The Honorary Secretary shall:

(i) keep all records except financial, of the Association and be responsible for their correctness.

(ii) record minutes of Annual General, Extraordinary General and EXCO Meetings.

(iii) attend to all correspondence relating to the Association and upkeep the membership list.

(iv) issues notice of meetings.

(v) prepare an annual report of the Association's activities for presentation at the Annual General Meeting.

(e) The Honorary Assistant Secretaries shall assist the Honorary Secretary in all latter's duties as under clause 9 (1) (d).

(f) The Honorary Treasurer shall be responsible for the finance of the Association and shall:

(i) keep an account of all monetary transactions and be responsible for their correctness.

(ii) operate a petty cash account of not exceeding RM1,000.00 (Ringgit Malaysia One Thousand Only), and excess amounts shall be deposited in the bank.

(iii) table a statement of accounts at EXCO meetings and prepare an annual balance sheet and statement of account at the end of the financial year for presentation at the Annual or Extraordinary General Meetings.

(g) Committee Members shall:

(i) be responsible for leading any sub-committee or task force handling issues related to the veterinary profession.

(ii) prepare reports on their committee meetings.

(2) General communication

Any press release and communication to any public body, government or otherwise, may be made in the name of the Association only by the President or by the Honorary Secretary or any appointed member of the EXCO for the purpose.

CLAUSE 10 FINANCIAL PROVISION

(1) The financial year of the Association shall be from 1st January to 31st December of the same year.

(2) The Association shall operate petty cash of RM1,000.00 (Ringgit Malaysia One Thousand only). The signatories of the bank accounts shall comprise either two signatories of the Honorary Treasurer, President or Honorary Secretary.

(3) Expenses less than RM5,000.00 shall be approved by the President together with the Honorary Treasurer and Honorary Secretary.

(4) Expenses from RM5,000.00 (Ringgit Malaysia Five Thousand only) up to RM200,000.00 (Ringgit Malaysia Two Hundred Thousand only) shall be approved by the majority of the EXCO.

(5) Expenses more than RM200,000.00 (Ringgit Malaysia Two Hundred Thousand only) shall be approved by the Annual or Extraordinary General Meetings.

(6) The EXCO and/or any personnel instructed by the EXCO may be reimbursed on expenses incurred during/for the execution of official duties relating to the Association.

CLAUSE 11 AUDITORS

(1) One Honorary Auditor shall be elected at each Annual General Meeting. An Honorary Auditor cannot be elected if they are an immediate past Honorary Treasurer. They shall audit the Association's accounts at least once in the financial year of the Association and report upon them to the Annual General Meeting. They may be required by the President to audit the Association's

account for any period within their tenure of office and make a report to the EXCO.

- (2) In the event of resignation, death, or disqualification of the Honorary Auditors, the EXCO shall have the power to fill the vacancy till the next Annual General Meeting.

CLAUSE 12 PROPERTY ADMINISTRATOR

- (1) Any property as acquired under clause 8 (7) (b) shall be vested in trustees of whom there shall be three (3) in number.
- (2) The Trustees shall be appointed at Annual or Extraordinary General Meetings and shall hold office until death or resignation or until removed from office by members at Annual or Extraordinary General Meetings.
- (3) All properties of the Association shall be vested in the Trustee direct by resolution of which an entry in the minutes of the Association shall be conclusive evidence.
- (4) The Trustees shall be indemnified against risk and expenses arising from the Association's properties.

CLAUSE 13 INTERPRETATION

Interpretations in this Constitution are indicated as below:

“Annum” refers to the financial year of the Association and shall be from 1st January to 31st December of the same year.

“Association” refers to the Malaysian Association of Companion Animal Medicine Industry (MACAMI).

“By-laws” refers to the by-law documents developed for the operation and administration of the Association. By-laws shall be approved in the General Meetings of the Association.

“EXCO” refers to the Executive Committee.

“Members” refers to either or all the ordinary, associate, student, corporate, affiliate members.

“Special Interest Groups” or “Chapter” refers to members with shared interests or expertise to develop their practice and skills in a specific area. They can provide relevant and focused continuing professional development among members of the Association.

“Special Committee” refers to a working committee between MACAMI and other affiliates association or associate (organization).

“Sub-committee” refers to a committee formed under MACAMI

CLAUSE 14 ADVISOR / PATRON

Any distinguished person may be invited by the Annual General Meeting to become the patron of the Association.

CLAUSE 15 PROHIBITION

- (1) The premises of the Association shall not be used for any illegal or undesirable activities.
- (2) The Association shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- (3) All EXCO members and every executing duty officer in the Association shall be Malaysian citizens.

CLAUSE 16 AMENDMENT OF CONSTITUTION

- (1) Amendments to the Constitution of the Association shall only be made at Annual or Extraordinary General Meetings and shall be sent to the Registrar of Societies within 28 days after the approval at the Annual or Extraordinary General Meetings.
- (2) Proposals for amendments to the Constitution shall be submitted in writing at least 21 days before the date of the Annual or Extraordinary General Meetings to the Honorary Secretary, who shall circulate them to all members at least 14 days before the date of the meeting.
- (3) Any resolution proposing any amendment of the Constitution of the Association shall be adopted only if it has been passed by a two-third majority of Fellow, Ordinary and Life members attending that Annual or Extraordinary General Meetings, including votes by proxy.

CLAUSE 17 DISSOLUTION

- (1) The Association shall be dissolved only with the consent of not less than two-thirds of the existing members either in person or by proxy at the Annual or Extraordinary General Meetings convened for the purpose or by postal vote.
- (2) In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds shall be either divided equally amongst members or transferred to a medical association or charitable organization in Malaysia as decided by the majority of the members at Annual or Extraordinary General Meetings convened to dissolve the Association.
- (3) Notice of dissolution shall be given within 14 days of the dissolution to the Registrar of Societies.

CLAUSE 18 FLAG, LOGO AND BADGE

1. Flag



Description

The flag shall be white with the Association's Logo in the centre and the word "MALAYSIAN ASSOCIATION OF COMPANION ANIMAL MEDICINE INDUSTRY" in font at the bottom of the logo.

2. Logo



Description

The logo of the Association shall consist of the acronym of the Association with a silhouette of a paw in the middle to represent companion animal. This is followed by the words, 'Malaysian Association of Companion Animal Medicine Industry'.



3. Badge

Description

The badge shall be round with the logo design on it.