

## **PART 1**

### **CLUB**

#### **1. TITLE**

The Club shall be called **"KELAB MENEMBAK PULAU PINANG"** also known as **PENANG RIFLE CLUB**.

#### **2. OFFICE**

- 2.1 The registered office shall be at the Club's Range at 804, Mukim 16, Waterfall Road, 10350 Penang.
- 2.2 The venue of meeting of the Club shall be at the Club's premises or at any other place considered appropriate by the Management Committee from time to time.

#### **3. INSIGNIA / BADGE**

The badge of the Club shall be circular and black in colour. A white ring circuiting the edge of the inner circle. At the top of the inner circle of the badge, below the white ring shall be the word in white "PENANG" and at the bottom of the inner circle of the badge "RIFLE CLUB". In the space between these words, shall be white laurel leaves with orange ribbons. Immediately below the words "PENANG" shall be "Fleur-de-lis" also in white. Across the center of the badge, shall be the Penang State Flag. Crisscrossing the State Flag are two brown sporting rifles. On both sides of these two sporting rifles lie a brown pistol each. The words "KELAB MENEMBAK PULAU PINANG" in white are printed on the outer circle of the badge. At the top of the outer circle of the badge shall be the word "KELAB MENEMBAK" and at the bottom of the outer circle of the badge "PULAU PINANG".

#### **4. OBJECTS**

The objects of the Club are to: -

- 4.1 provide training and give instructions in the use of firearms;
- 4.2 provide facilities for practice and acquisition of skill in the use of firearms;
- 4.3 promote interest, keenness and competition in shooting;
- 4.4 promote and foster friendly relations with members of other organizations with similar objects;
- 4.5 promote and develop the sport of shooting;
- 4.6 be on good terms with all governing and regulatory bodies of the sport of which the Club is promoting; and
- 4.7 ensure that its constitution and rules are observed and abided by all its members.

## **PART II**

### **MEMBERSHIP**

#### **5. ELIGIBILITY**

- 5.1 Any person above the age of eighteen (18) years of good character shall be eligible to apply to become a member of the Club. Non Citizen shall not be eligible to participate in the management of the Club, or to hold office, or to claim a share of the property of the Club upon its dissolution.
- 5.2 For the avoidance of doubt, the Management Committee shall have the sole discretion to determine the admittance of members of the Club and the issuance of the membership

## **6. CATEGORIES**

There shall be nine (9) categories of members in the Club.

These are: -

### **6.1 Life Members**

Life members are members who have paid their subscriptions in full and shall enjoy the benefits and privileges as members of the Club and use the facilities of the Club for the duration of their natural life in accordance with the provisions of this Constitution. Life members shall be eligible to participate in the management of the Club and shall be entitled to attend and vote at any general meeting, whether Biennial or Special, to become office bearers, and to claim a share of the property of the Club upon its dissolution.

### **6.2 Ordinary Members**

Ordinary members are members who are admitted in accordance with the provisions of this Constitution and shall be entitled to attend and vote at any general meeting whether Biennial or Special and to claim a share of the property of the Club upon its dissolution. An Ordinary member with three (3) years' standing shall be eligible to participate in the management of the Club and to become office bearers in the Management Committee. An Ordinary member who wishes to upgrade his membership to that of a Life member shall submit his application to the Management Committee and pay the once in a lifetime subscription and the difference between the initial entrance fees paid by the Ordinary member and the entrance fees payable by a Life member at the time such application is made. To be eligible to apply for upgrading or conversion of one's membership from an ordinary membership to a life membership, the person shall have been an Ordinary member of the Club for five (5) years. Notwithstanding the aforesaid, the Management Committee shall have the sole discretion in determining whether to accept such application and which decision shall be final.

### **6.3 Corporate Members**

The Management Committee shall have the power to admit corporations into the club as Corporate members and limit the number of Corporate members in the club. Corporate members shall be entitled to nominate one or more persons from the corporation who shall be entitled to enjoy the facilities of the club. Corporate members shall not be eligible to participate in the management of the Club and shall not be entitled to attend and vote at the Club's general meetings, hold office in the Club and to claim a share of the property of the Club upon its dissolution. The Management Committee shall have the right to exercise absolute discretion to accept or reject nominees from the Corporate members without assigning reasons for its decision. Any corporate member liquidated, wound up, reconstructed bankrupt or cease to function or exist shall cease to be a member of the club.

### **6.4 Associate Members**

The Management Committee shall have the power to admit members of other organizations with similar objects or individuals or officers of the Police/ Armed Forces into the Club as Associate members. Associate members shall enjoy the use of the facilities of the Club but shall not be eligible to participate in the management of the Club, or be entitled to attend or vote at any general meeting or to claim a share of the property of the Club upon its dissolution. An Associate member who wishes to convert to an Ordinary member may apply in writing to the Management Committee in the prescribed form and pay the difference between the initial entrance fees paid by the Associate member and the entrance fees payable by an Ordinary member at the time such application is made. Notwithstanding the aforesaid, the Management Committee shall have the sole discretion to accept such application subject to the provisions of this Constitution and which decision shall be final.

### **6.5 Junior Members**

The Management Committee shall have the power to admit students over the age of eighteen (18) years but under the age of twenty one (21) years as Junior members. Junior members must have been Student members who have reached the age of eighteen (18) years and have been selected by the National Sports Council and/or the Club for training. Junior members shall enjoy the use of the facilities of the Club but shall not be eligible to participate in the management of the Club, or be entitled to attend or vote at any general meeting or to claim a share of the property of the Club upon its dissolution. A Junior member who wishes to convert to an Associate or Ordinary member may apply in writing to the Management Committee in the prescribed form and pay the difference between the initial

entrance fees paid by the Junior member and the entrance fees payable by an Associate or Ordinary member, as the case may be, at the time such application is made. Notwithstanding the aforesaid, the Management Committee shall have the sole discretion to accept such application subject to the provisions of this Constitution and which decision shall be final.

## **6.6 Student Members**

6.6:1 The Management Committee shall have the power to admit students under the age of eighteen (18) years but above the age of ten (10) years as Student members provided that for the University/ University College student and for the primary/ secondary school student, they shall have first obtained the prior consent in writing from the Vice-Chancellor of the University/ University College concerned and the principal of the school concerned respectively together with the prior consent in writing from the parents.

6.6:2 Student members shall not be eligible to participate in the management of the Club and shall not be entitled to attend or vote at any general meeting, or to claim a share of the property of the Club upon its dissolution. A student member, on reaching the age of eighteen (18) years, who wishes to convert to Junior, Associate or Ordinary membership may apply in writing to the Management Committee in the prescribed form and shall pay the difference between the initial entrance fees paid by the Student member and the entrance fees payable by an Junior, Associate or Ordinary member, as the case may be, at the time such application is made. The Management Committee shall have the sole discretion to accept such application subject to the provision of this Constitution and which decision shall be final.

## **6.7 Patrons**

The Management Committee shall have the power to admit a Patron or Patrons for a specified period of time or for life as the Management Committee shall deem expedient. Patrons shall enjoy the use of the facilities of the Club and are exempted from payment of any entrance fee or subscription. Patrons shall not be eligible to participate in the management of the Club and shall not be entitled to vote at the Club's general meeting, or hold office in the Club, or to claim a share of the property of the Club upon its dissolution.

## **6.8 Honorary Members**

The Management Committee shall have the power to admit Honorary members for a specified period of time as the Management Committee shall deem expedient. Honorary members shall enjoy the use of the facilities of the Club and are exempted from payment of entrance fee and subscription. Honorary members shall not be eligible to participate in the management of the Club and shall not be entitled to vote at the Club's general meetings, or hold office in the club, or to claim a share of the property of the Club upon its dissolution.

## **6.9 Honorary Life Members**

The Management Committee shall have the power to admit Honorary Life members as the Management Committee shall deem expedient. Honorary Life members shall enjoy the use of the facilities of the Club and are exempted from payment of entrance and subscription fee. Honorary Life members shall be eligible to participate in the management of the Club and shall be entitled to attend and vote at the Club's general meetings, hold office in the Club and to claim a share of the property of the Club upon its dissolution.

## **7. APPLICATION**

Every application for membership shall be made in the prescribed form, proposed and seconded by two Ordinary members of at least three (3) years' standing, Honorary Life and/or Life members who personally know the applicant and submitted to the Honorary Secretary for consideration by the Management Committee.

## **8. ELECTION / REJECTION**

The Honorary Secretary shall, at the first convenient opportunity, submit the application to the Management Committee for consideration. An applicant who receives a majority of votes in favour of its admission as a member to the Club from the Committee members present at the Committee Meeting shall be admitted as a member. The Management Committee may at its discretion reject any application without assigning any reason.

## 9-10 ADMISSION

9. Every applicant, whose application has been approved, shall, upon payment of the prescribed entrance fee and annual subscription (if any) become a member of the Club and shall be entitled to all the privileges and benefits of its membership according to the categories of membership as provided in Article 6.

10. A newly-admitted member who has paid all monies due to the Club (if any) shall be duly notified in writing by the Honorary Secretary who shall also furnish him with: -

10.1 a membership card;

10.2 a copy of the Club's constitution, and

10.1 a copy of the Rules, Bye-laws and Regulations of the Club.

## 11. ENTRANCE FEE

The respective entrance fee is payable in one lump sum unless otherwise approved by the Management Committee by the nine (9) categories of membership as follows:-

11.1 Life	-	RM10,000.00
11.2 Ordinary	-	RM 3,000.00
11.3 Corporate	-	RM 10,000.00 per nominee
11.4 Associate	-	RM 1,500.00
11.5 Junior	-	At the discretion of the Management Committee
11.6 Student	-	At the discretion of the Management Committee
11.7 Patrons	-	Exempted
11.8 Honorary	-	Exempted
11.9 Honorary Life	-	Exempted

## 12. SUBSCRIPTION

The subscription shall be:-

12.1 Life	-	Exempted
12.2.1 Ordinary	-	RM500.00 per annum payable in advance
12.2.2 Corporate	-	RM500.00 per annum payable in advance
12.4 Associate	-	RM500.00 per annum payable in advance
12.5 Student	-	RM60.00 per annum payable in advance
12.6 Patrons	-	Exempted
12.7 Honorary	-	Exempted
12.8 Junior	-	RM120.00 per annum payable in advance
12.9 Honorary Life	-	Exempted

The subscription fees payable by the members of respective categories as stated in Articles 12.2 to 12.5 & 12.8 shall be paid to the Honorary Treasurer not later than the 31<sup>st</sup> March of each year. In the event a member fails to comply with this requirement by the stipulated date, the Management Committee shall have the right to suspend his membership and withdraw the entitlement of benefits and privileges of the membership and the use of the facilities of the Club, until such member has settled his dues. In the event a member fails to settle his accounts by 31<sup>st</sup> December of the current year, he shall forthwith cease to be a member and the Management Committee shall have the right to post his name on the Club Notice Board indicating such termination. The affected member has the privilege to appeal to the Management Committee within fourteen (14) days of the date of such posting or such other period as the Management Committee may deem fit for reinstatement of membership and the restoration of privileges and rights. The Management Committee shall have the sole discretion to decide on such appeal and its decision, if any, shall be final.

### **13. RESIGNATION**

Any member who desires to give up his membership of the Club shall do so in writing to the Honorary Secretary. The member resigning shall be liable to pay for all monies owing to the Club, if any, and shall forfeit all rights to and claims upon the Club, its property and funds, if any. There shall be no refund of the entrance fee or the annual subscription to the resigning member.

### **14. CESSATION OF MEMBERSHIP**

A member shall cease to be a member of the Club for any of the following reasons:-

- 14.1 on conviction in a court of law for a criminal offence;
- 14.2 on being certified of unsound mind;
- 14.3 when war is declared, is a citizen of a state at war with Malaysia;
- 14.4 if the Management Committee shall have exercised its rights as provided in Article 12;
- 14.5 if the member shall have submitted the resignation as per Article 13; or
- 14.6 if the member is expelled in accordance with Article 25.4.

### **15. DISCIPLINARY ACTION**

#### **15.1 Disciplinary Board**

15.1:1 The Management Committee may at its sole and unfettered discretion appoint a Disciplinary Board to conduct an inquiry on a member on any complaints brought up by another member, the Management Committee or otherwise. Notwithstanding the aforesaid, nothing in this sub-article shall impose on the Management Committee to appoint a Disciplinary Board upon receipt of any complaints. The Management Committee shall have the full authority and unfettered discretion to determine that such complaint against a member shall be resolved at the level of the Management Committee without any reference to a Disciplinary Board.

15.1:2 In the event a Disciplinary Board shall be so formed under sub-article 15.1:1, the Disciplinary Board shall forward a notification to the member concerned informing the time and date which the members of the Disciplinary Board shall sit. The member concerned shall attend the inquiry to present his case before the Disciplinary Board at such time and date so notified. During the inquiry, the member concerned may call witnesses, present documents and such other evidence to support his defence towards the charges filed against him. Nonetheless, the member concerned shall have no right to be represented unless otherwise authorised in writing by the Disciplinary Board.

15.1:3 At the appointed date or in the event the inquiry is not concluded on the same day, or such other date, the Disciplinary Board shall arrive at its decision in respect of the complaint whether the member concerned is present or otherwise. Such decision shall merely act as a recommendation and of advisory nature and it shall not be deemed to have any binding effect on the Management Committee. The Management Committee shall have the absolute discretion to impose such penalty on or to expel the member concerned from the Club as the Management Committee may deem fit. The Management Committee shall notify the member concerned of its decision within thirty (30) days from the receipt of the recommendation.

#### **15.2 Appeal**

15.2:1 The member concerned shall have the right to appeal to the Management Committee of its decision by sending a written appeal within fourteen (14) days from the date the decision is passed. In the event the member concerned shall fail to appeal within the stipulated period, the member concerned shall have no right to appeal against the said decision and it shall be final and binding on the member concerned.

15.2:2 The Management Committee shall within thirty (30) days from the date of the receipt of the said appeal, make a decision on the appeal. The decision of the Management Committee on the appeal shall be final and binding on the member concerned.

### **15.3 Act**

This Article 15 shall be read in conjunction with the relevant provisions of the Act.

## **PART III**

### **16. MANAGEMENT**

16.1 The Management of the Club shall be vested in a Management Committee which comprises of

- 1 President
- 2 Vice-Presidents
- 1 Honorary Secretary
- 1 Assistant Honorary Secretary
- 1 Honorary Treasurer
- 1 Shooting Captain
- 1 Vice Shooting Captain
- 3 Committee Members

16.2 Life/Ordinary members with three (3) years' standing/ Honorary Life members who are Malaysian citizens are eligible to be elected to hold office in the Management Committee.

16.3 The members of the Management Committee shall be elected by members convened at the Biennial General Meeting as provided for in this Constitution.

### **17. TENURE**

The Management Committee duly elected at the Biennial General Meeting shall hold office for two years until the next Biennial General Meeting when they shall retire. Nothing in this Constitution shall prohibit the re-election of a retired Management Committee member.

### **18. VACANCIES**

The Management Committee shall have the power to co-opt any eligible member to fill any vacancy/ vacancies in the Management Committee which may occur owing to one reason or another during its tenure of office.

### **19. QUORUM**

Six (6) members of the Management Committee shall constitute a quorum at a Management Committee Meeting.

### **20. FREQUENCY OF MEETINGS**

The Management Committee shall meet at least once every month to deal with the management and affairs of the Club and at anytime on the requisition of the President or two members of the Committee either in writing or by verbal to the Honorary Secretary giving reasons in support.

### **21. NOTICE**

At least three (3) clear days' notice shall be given to members of the Management Committee prior to the date on which the Management Committee meeting is to be held.

### **22. THE CHAIR**

22.1 The President or in his absence, one of the Vice Presidents, shall be the chairman at such meetings, and in the absence of the President and Vice Presidents, the members in attendance shall elect one among them to chair the meeting.

22.2 Unless otherwise herein stated, the resolution passed by the Management Committee shall be by majority votes.

22.3 Each Management Committee member shall be entitled to one vote and in the case of equality of votes; the chairman of the meeting shall be entitled to a second or casting vote.

### **23. URGENT MATTERS**

In a situation where approval of the Management Committee is required urgently and it is not possible for the Honorary Secretary to abide strictly to the requirements of the Constitution in respect of meetings, the Honorary Secretary with the approval of the President, may obtain a decision by means of a letter to all members of the Management Committee clearly setting out the issue and the decision required to be taken. Any decision so obtained shall be by majority vote and reported by the Honorary Secretary at the next Committee meeting and recorded in the Minutes.

### **24. RESIGNATION DEEMED**

Any member of the Management Committee who fails to attend three (3) consecutive meetings of the Management Committee without satisfactory explanation or reason, written or otherwise, shall be deemed to have resigned from the Management Committee.

### **25. POWERS OF THE MANAGEMENT COMMITTEE**

The Management Committee shall have the authority, power and jurisdiction to manage, control, supervise, organise and direct activities of the Club in pursuit of the objects of the Club and in the interest of its members as provided for in this Constitution and in particular to:-

25.1 manage and control the finance including revenue and expenditure of the Club,

25.2 make rules, regulations, bye-laws not inconsistent with the provisions of this Constitution as may be deemed expedient in the proper management and control of the Club, or to amend, add or delete such rules, regulations and bye-laws where and when appropriate,

25.3 withdraw any or all privileges, or suspend any right granted by the articles of this Constitution, to any member for any period of time, at the discretion of the Committee for infringement of the Constitution, Rules, Regulations or Bye-laws, or to restore such privileges and right.

25.4 expel any member for gross misbehaviour, serious breaches against the Constitution, Rules, Regulations or Bye-laws, or to reinstate such a member on appeal where justified,

25.5 appoint, admonish, suspend or dismiss staff of the Club,

25.6 form sub-committees to serve the Club's objects and purposes and to co-opt members into such sub-committees,

25.7 fix, raise, reduce the amount of annual subscription and entrance fees from time to time subject to the approval of a General Meeting,

25.8 enter into and maintain reciprocal affiliation and liaison with other clubs,

25.9 interpret the articles of the Club Constitution, the Rules, Regulations and Bye-laws which interpretation shall be final and binding on the members,

25.10 notwithstanding Article 25.7, decide from time to time and on a case to case basis to admit members on such entrance fee which is less than the entrance fees stipulated in Article 11 provided that such applicants must have been Junior Members before within the past two (2) years, and must have won medals for the Club.

The Management Committee shall comply and act in accordance with the Act and such other legislation as may be passed from time to time which would affect the Club.

## **DUTIES**

### **26-28. PRESIDENT**

26. The President shall during his term of office preside at all general meetings and shall be responsible for the proper conduct of these meetings. He shall have the casting vote and shall sign all Minutes after adoption by the meeting.

27. The President shall be responsible for the proper management of the Club and the control and supervision of the Management Committee.

28. Any two (2) of the President, the Honorary Secretary and the Honorary Treasurer may sign all cheques on behalf of the Club.

### **29. VICE-PRESIDENTS**

The Vice-Presidents shall deputise for the President in his absence and shall assist the President in the proper, efficient management of the Club and its activities.

### **30. HONORARY SECRETARY**

The Honorary Secretary shall attend and be responsible for recording the minutes of all general meetings and Committee meetings and ensure that decisions and resolutions adopted at such Meetings are conveyed to the responsible official/member for implementation and action. He shall be responsible for conducting correspondence and keeping all books, documents and records of the Club. He shall be responsible for collating and preparing the Biennial Report of the Club for tabling at the Biennial General Meeting.

### **31. ASSISTANT HONORARY SECRETARY**

The Assistant Honorary Secretary shall assist the Honorary Secretary in his duties.

### **32. HONORARY TREASURER**

The Honorary Treasurer shall be responsible for the proper management of the finances of the Club and to keep proper and accurate accounts of all financial transactions. He shall receive all monies including the entrance fees and subscriptions due to the Club. He shall be responsible for the preparation of the financial report for tabling at the Biennial General Meeting.

### **33. SHOOTING CAPTAIN**

The Shooting Captain shall be responsible for the proper organization, management and control of all shooting sports. He shall ensure strict adherence and compliance by members with all rules, regulations and by-laws governing such sports and competitions. He shall also ensure that the Club's ranges conform and comply with the safety requirements of the National Shooting Association of Malaysia. He shall lead the Club's team in competition with other clubs or associations.

### **34. VICE-SHOOTING CAPTAIN**

The Vice-Shooting Captain shall assist the Shooting Captain in discharging his duties and act for him in his absence.

### **35. COMMITTEE MEMBERS**

Committee Members shall assist in the proper management of the Club.



## **PART IV**

### **MEETINGS**

#### **36. BIENNIAL GENERAL MEETING**

The Club shall hold its ordinary general meeting once in every two (2) years, in any event not later than 30<sup>th</sup> June on a date, time and place to be decided by the Management Committee to:-

- 36.1 receive and adopt the Biennial Report of the Management Committee on the Club's activities and affairs,
- 36.2 receive and adopt the Financial Report and Audited Statement of Accounts for the past two (2) years,
- 36.3 elect office bearers of the Management Committee,
- 36.4 appoint auditors, and
- 36.5 discuss, adopt or reject resolutions or issues included in the agenda.

#### **37. NOTICE**

The Honorary Secretary shall twenty one (21) days before the Biennial General Meeting send to all Life members, Ordinary members, and Honorary Life members notice of the Biennial General Meeting including its agenda, Minutes of the previous Biennial General Meeting, the Reports and audited accounts. Copies each of these documents are to be displayed at the Club's registered office or place of meeting of the Club, for the perusal of members at least forty-eight (48) hours before the meeting.

#### **38. ATTENDANCE/VOTING RIGHTS**

Only Life members, Ordinary members and Honorary Life members of the Club shall have the right to participate in the management of the Club and shall have the right to attend and vote at any general meeting whether Biennial or Special and to hold office and have the right to claim any share of the property of the Club upon its dissolution. The property of the Club upon its dissolution (if any) shall be distributed equally among the Life members, Ordinary members and the Honorary Life members.

#### **39. NOMINATION/ELECTION**

39.1 The election of all members of the Management Committee shall follow these stipulated procedures:-

39.1:1 All nominations shall be in writing.

39.1:2 Every nomination shall be signed by the proposer and seconder of the candidate. Both the proposer and seconder shall be Ordinary members with three (3) years' standing, Life members and/or Honorary Life members.

39.1:3 Every nomination shall bear the signature of the candidate giving his consent.

39.1:4 All nominations in writing are to reach the Honorary Secretary at least two (2) weeks before the Biennial General Meeting.

39.1:5 It shall not be necessary for the candidate, proposer or seconder to be present at the Biennial General Meeting.

39.1:6 A list of nominations for the various positions shall be displayed on the notice board of the Club at least forty-eight (48) hours before the Biennial General Meeting.

39.1:7 In the event that the number of candidates proposed and seconded exceeds the number to be elected, voting shall be conducted by secret ballot.

39.1:8 In the event that the number of candidates proposed and seconded falls short of the number to be elected, members present at the Biennial General Meeting may propose and second any eligible member in suit as a candidate for election without the required written notice.

39.2 Notwithstanding the provisions herein otherwise provided, in the event a Life member, Honorary Life member or an Ordinary member shall be suspended for whatsoever reason, such member shall not be eligible to hold office in the Management Committee during the suspension period and within five (5) years from the date his suspension is lifted.

#### **40. MOTION/RESOLUTIONS**

Motions for discussions, proposals, resolutions by Life, Ordinary and/or Honorary Life members for adoption at the meeting (if any) must reach the Honorary Secretary at least fourteen (14) days before the Biennial General Meeting for emplacement on the Agenda and display on the notice board forty-eight (48) hours prior to the Biennial General Meeting.

#### **41. QUORUM (BIENNIAL GENERAL MEETING)**

At least half ( $\frac{1}{2}$ ) of the voting members or twice the number of the Management Committee members whichever is the lesser present at the Biennial General Meeting shall constitute a quorum. If a quorum is not present half an hour after the time fixed for the meeting, the meeting shall be postponed by the Management Committee to a date not exceeding seven (7) days later. If at the postponed meeting, a quorum is not present half an hour after the time fixed, the members present shall have the power to proceed with the business of the day except where it affects the amendment to the Articles of the Constitution of the Club or affects the whole membership.

#### **42. SPECIAL GENERAL MEETING**

42.1 A Special General Meeting of the Club shall be convened:-

42.1:1 on the direction of the Management Committee on a specific issue/ business, or

42.1:2 on the request in writing of not less than fifty (50) Life/Ordinary/Honorary Life members giving the object and reasons for such a meeting.

42.2 A Special General Meeting shall be convened at a date decided by the Management Committee. Notice and the specific agenda/business shall be sent to all the Life members, Ordinary members and Honorary Life Members at least fourteen (14) days before the date fixed for the meeting.

#### **43. QUORUM (SPECIAL GENERAL MEETING)**

At least half ( $\frac{1}{2}$ ) of the voting members or twice the number of the Management Committee Members whichever is the lesser present at the Special General meeting shall constitute a quorum and if no quorum is present after a wait of half an hour after the time fixed for the meeting, the meeting shall be cancelled and no special General Meeting shall be requisitioned for the same purpose until after the lapse of six (6) months from the date thereof.

### **PART V**

#### **FINANCIAL PROVISIONS**

#### **44. FINANCIAL YEAR**

The financial year of the Club shall end on the 31<sup>st</sup> of December each year.

#### **45. USAGE OF CLUB FUNDS**

The funds of the Club may be expended in accordance with the decisions of the Management Committee in the discharge of the duties and responsibilities in managing the Club and in the pursuit of the objects and activities of the Club and its members.

#### **46. PETTY CASH**

The Honorary Treasurer may hold a petty cash advance of a sum not exceeding RM2, 000.00 at any one time. All money in excess of this sum shall be deposited as soon as possible in the Club's bank account approved by the Management Committee from time to time.

#### **47. SIGNATORIES OF CHEQUES**

All cheques or withdrawal notices on the Club's account shall be signed jointly by any two (2) of the Honorary Treasurer, the President and the Honorary Secretary.

#### **48. LIMITATIONS**

No expenditure exceeding RM2,000.00 at any one time shall be incurred without the sanction of the Management Committee and no expenditure exceeding RM25,000.00 shall be incurred without the prior sanction of the General Meeting.

#### **49-50. AUDITED ACCOUNTS**

49. As soon as possible after the end of each financial year, a statement of Income and Expenditure, and a balance sheet of the year shall be prepared by the Honorary Treasurer and audited by the Auditors. The audited accounts shall be submitted for the approval at the next Biennial General Meeting.

50. Qualified paid auditors who shall hold the appointment for two (2) years shall be appointed at the Biennial General Meeting. The auditors shall audit the accounts of the Club and prepare a report for the Biennial General Meeting and such audited accounts as required are to be submitted to the Commissioner as provided under the Act or such other legislation as may be passed from time to time which would affect the Club.

#### **51-53. TRUSTEES**

51. The property of the Club shall be vested in three (3) trustees appointed at the Biennial General Meeting who shall hold office at the pleasure of the Club, or until death, resignation, permanent departure from Penang, shall become Insolvent, imprisonment or removal by the majority votes in the General Meeting. Upon the trustee ceasing to become a trustee, the trustee shall forthwith execute such instrument of transfer in respect of the properties of the Club in favour of a new trustee or in escrow and/or power of attorney in favour of the other trustees prior to the appointment of a new trustee.

52. The trustee shall not sell, withdraw or transfer any of the property of the Club without the unanimous consent and authorisation of a General Meeting of members of the Club. Subject to Article 54, the trustees shall not cause the property of the Club to be subject to any Encumbrance whether as security for the benefit of the Club or otherwise.

53. In the event of a vacancy occurring among the trustees, a new trustee shall be appointed at the next Biennial General meeting.

#### **54. RAISING FUNDS**

If at any time, the members in a General Meeting shall pass a resolution authorizing the Management Committee to borrow money, the Management Committee shall thereupon be empowered to borrow for the purposes of the Club such amount of money either at one time or from time to time and at such rate of interest and in such form and manner and upon such security as shall be specified in such resolution, thereupon the Trustees shall at the discretion of the Management Committee make all such disposition of the Club's property or any part thereof and enter into such agreements in relation thereto as the Management Committee may deem proper for giving security for such loans and interest. Such a resolution shall be binding on all members present and future irrespective of whether or not they voted for the resolution.

## **55. SUBMISSION OF REPORTS**

The Management Committee shall submit the fully audited accounts of the Club with reports on all the activities and the use and disbursement of the funds of the Club for the preceding financial year to the Commissioner together with such other reports as the Commissioner may require in accordance with the Act or such other legislation as may be passed from time to time which would affect the Club.

## **PART VI**

### **GENERAL PROVISIONS**

#### **56. ILLEGAL ACTS**

No member shall indulge within the Club precincts in any act which contravenes any existing laws in the country or any of the Rules, Regulations, Bye-laws or Articles of this Constitution.

#### **57-59. PROHIBITIONS**

57. Subject to Article 59, all manner or types of gambling or games of chance are strictly prohibited in the Club's premises unless otherwise approved by the Management Committee from time to time.

58. Neither the Club 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.

59. The Club shall not hold any lottery, whether confined to its members or otherwise, in the name of the Club, or its office bearers, Management Committee or member without prior permission from the authorities concerned.

#### **60. AMENDMENT TO CONSTITUTION**

The amendments, alteration, addition or deletion of any of the articles in the Constitution of the Club shall only be made by a resolution at a Biennial General Meeting or a Special General meeting adopted by at least two thirds (2/3) of the members voting thereon. Such amendments, alteration, addition or deletion shall take effect only after the approval of the Commissioner.

#### **61-62. DISSOLUTION**

61. The Club may be voluntarily dissolved by a resolution of not less than three fifths (3/5) of the total membership of the Club at a General Meeting convened for such purpose.

62. In the event of the dissolution of the Club as provided for above, all debts and liabilities legally incurred on its behalf shall be fully discharged and the remaining funds shall be disposed of in such manner as may be decided upon by a General Meeting.

#### **63. DEFINITION**

In this Constitution unless the context otherwise requires, the following words terms and expressions shall have the following meanings:-

“Act”

the Sports Development Act, 1997 and its subsidiary legislations;

“Commissioner”

the Commissioner of Sports as defined in section 2 of the Act;

“Disciplinary Board”

the Disciplinary Board shall comprise of such number of members which may be decided by the Management Committee at its sole and unfettered discretion from time to time;

“Encumbrance”

any mortgage, pledge, lien, right of set-off, sale with right of retention, charge (whether legal or equitable, fixed or floating), assignment, hypothecation, deposit or any other security interest of any kind, caveat, prohibitory order or any other arrangement having the same economic or legal effect as any of the foregoing;

“Insolvent” it:

1. is or becomes bankrupt;
2. has a petition for bankruptcy filed against it; or
3. enters into an arrangement for the benefit of its creditors;

“Management Committee”

as defined in Article 16;

“Ringgit Malaysia”

or the sign of “RM”

the lawful currency of Malaysia for the time being.

## **64. INTERPRETATION**

64.1 Words denoting the singular number shall include the plural and *vice versa*.

64.2 Words importing the masculine gender shall include the feminine and neuter genders and *vice versa*.

64.3 All references to articles are to articles to this Constitution and each reference to an sub-article is to the relevant sub-article of the article in which the reference appears.

64.4 Reference to the provisions of any legislation includes a reference to a modification and re-enactment thereof.

64.5 The headings in this Constitution are inserted for convenience only and shall not affect the construction.

64.6 Notices to the members can be communicated orally or given in writing. Written notices shall be deemed given to the members of the Club if delivered or sent by hand, A.R. Registered post, ordinary mail, telex, facsimile or electronic mail to the members of the Club at their last known address.

**APPROVED BY THE COMMISSIONER OF SPORTS**

**DATED 8 APRIL 2011**

**CERTIFICATE NO: AA0206**