

The Constitution of The Persatuan Pemandu Pelancung Pulau Pinang (Penang Tourist Guides Association)

Note : The gender "HE" shall be used to denote both sexes

Chapter I - NAME OF ASSOCIATION

Article 1.1

NAME : This Association Shall be known as the Persatuan Pemandu Pelancung Pulau Pinang (Penang Tourist Guides Association) and here-inafter in this Constitution shall be referred to as" The Association"

Chapter II - REGISTERED PREMISES

Article 2.1

PLACE: The registered premises of this Association shall be located at the Penang Tourist Guides Association, Penang Port Commission Building, Jalan Tun Syed Barakbah, Pulau Pinang or any other address as may be approved by the Registrar of Societies.

Article 2.2

CORRESPONDENCE ADDRESS: The Association's official correspondence address shall be at P.O.Box 1051, Penang , Malaysia.

Article 2.3

MEETING VENUE: The place of the meeting of the Association shall be at one of the following places:

- a) No. 7 Cannon Street, 10200 Penang.

Chapter III - CREST AND MOTTO

Article 3.1

COLOUR AND DESIGN : The colour and design of the crest shall be : Turquoise Blue, Bright Yellow and Black; the initials of the Association, PTGA shall be placed topmost in the crest and there shall be an island symbolic of the island of Penang and a figure representing a guide.

The colour " Bright Yellow" shall cover the island and the border

The colour " Black" shall cover all the letterings and outlines

The colour " Turquoise Blue" shall cover diagonally the lower left hand half of the crest, representing the sea that surrounds the islands.

Article 3.2

MOTTO: The Association's motto shall be "Through Service We Lead" and shall appear on the crest.

Chapter IV - OBJECTIVES

Article 4.1 OBJECTIVES:

- Section 1 : To uphold the high standard of guiding as laid down by the Tourist Development Corporation.
- Section 2 : To cultivate and consolidate friendship amongst all tourist guides in the state of Penang.
- Section 3 : To look after the over-all interest of the tourist guides in the State of Penang.
- Section 4: To promote tourism in the State of Penang in particular, and Malaysia in general.
- Section 5 : To represent all Tourist Guides in the State of Penang in liaison with all other departments pertaining to all aspects of tourism.

Article 4.2 **POLITICS:** The Association shall refrain from any partisan political activities.

Article 4.3 **RELIGION:** The Association shall refrain from sectarian or religious activities.

Article 4.4 **RACE:** The Association shall refrain from communal activities.

Chapter V – AFFILIATION

Article 5.1 AFFILIATION: The Association shall be (and is hereby) affiliated with the Malaysian Tourist Guides Council (Majlis Pemandu-Pemandu Pelancang Malaysia) and this shall involve:

Section 1 : Compliance with the Constitution of the Malaysian Tourist Guides Council (Majlis Pemandu-Pemandu Pelancang Malaysia) insofar as these affect the function of this Association.

Chapter VI - MEMBERSHIP

Article 6.1 QUALIFICATIONS:

Ordinary Membership of the Association shall be open to all Tourist Guides of Malaysian Citizenship who have passed a prescribed course recognised by the Tourist Development Corporation of Malaysia (or any other governmental body that may replace it)

Article 6.2 OTHER MEMBERS:

Section 1 : Associate Membership shall be open to all persons connected with the Tourist Industry and also to those who have an interest to Tourism.

Section 2 : Honorary Membership shall be open to persons who have been admitted into the Association by the Board of Management for a period of One year for Services rendered to the Association in the past and present. Retiring Honorary Members may be re-admitted into the Association from time to time should the Board of Management deem fit. This category of members are exempted from entrance fees and annual subscriptions.

Section 3: Patron(S) shall be any reputable individual or any reputable entity desiring to assist financially in extending and promoting the objectives of this Association. The Patron(s) shall serve for a period of one term and shall be appointed by the Board of Management. He/They shall be exempted from entrance fees and annual subscriptions. Retiring Patron(s) may be re-appointed.

Section 4 : Life Membership shall be open to members under Article 6-1 and Article 6-2, Section 1 on payment of the life membership fee as specified herein. This category of members are exempted

from annual subscriptions.

Any member:

i) may apply to become a life member after completing five(5) years continuous membership on payment of Malaysian Ringgit Three Hundred (RM300.00) or whatever amount the Board of Management may from time to time decide.

OR

i) may apply to become a life member provided he has completed twenty (20) years continuous membership or whatever period the Board of Management may from time to time decide.

By-Law 6-3

APPLICATIONS: Application shall be in writing and made on the form prescribed for that purpose and accompanied by the entrance fee and subscription. All applications must be sponsored by two members in good standing, and, must be accepted by a majority vote of the Board of Management at a Membership Election Meeting.

By-Law 6.4

ENTRANCE FEES : The entrance fee shall be Malaysian Ringgit Ten only (RM10.00) or whatever amount the Board of Management may from time to time decide.

By-Law 6.5

ANNUAL SUBSCRIPTIONS: The annual subscriptions shall be Malaysian Ringgit Twenty-four only (RM24.00) for all members unless otherwise specified or whatever amount the Board of Management may from time to time decide.

By-Law 6.6

DUE DATE: The annual subscription of the Association shall become due on the 1st. Day of January of each calendar year.

By-Law 6.7

DISQUALIFICATION: A member whose subscription is more than ninety days (90) in arrears shall automatically cease to be a member.

By-Law 6.8

SUSPENSION: A suspended member shall be re-instated if he pays up all his arrears within a period of one(1) month from the date of suspension as confirmed by the Board of Management, failing which his name shall be struck off from the register of members.

By-Law 6.9

RESIGNATION: Any member may resign his membership by giving notice to the Honorary Secretary in writing to that effect. Such member shall be liable for payment of all arrears of subscriptions, if any.

By-Law 6.10**EXPULSION:**

Section 1: Any member whose conduct is not conducive to the good reputation of the Association shall be expelled from membership by a Majority vote of the Board of Management. An appeal against the expulsion may be made to the General Meeting.

Section 2: Notice of any alleged misconduct shall be given in writing to the offending member at least fourteen (14) days to advance of the meeting of the Board of Management convened to consider the expulsion in order that he may have an opportunity of answering the charge.

Section 3: The decision of the General Meeting shall be final and not removable to any Court of Law.

By-Law 6.11**READMISSION:**

Section 1: Any member who has resigned from this Association may be readmitted as a regular member under Article 6-1 and 6-2. Section 1, He shall pay the entrance fee unless his application for membership is made within twelve (12) calendar month from his resignation when such entrance fee shall be waived.

Section 2: Any member who has been struck off the register of membership under By-Law 6-7 and 6-8 may be readmitted if he pays up all his arrears and entrance fee subject to his application for readmission to be approved by the Board of Management.

By-Law 6.12**PRIVILEGES:**

Section 1 : Members under Article 6.1 enjoy all the privileges of membership and shall be entitled to hold office.

Section 2: Members under Article 6-2, sections 1, 2, 3 and 4 (should they be associated with Article 6-2, Section 1 in any w'ay) shall be entitled to all the privileges of membership except to hold office in the Board of Management and/or, to vote at General Meetings.

CHAPTER VII - GENERAL MEETINGS

Article 7-1 ANNUAL GENERAL MEETING: The Purpose and business of the Annual General Meeting shall be:

Section 1: To receive the Annual Report of the Board of Management and to receive the audited accounts of the financial year.

Section 2: To elect officers for the forthcoming term.

Section 3: To approve the appointment of Honorary Auditors and Honorary Legal Advisor(s), who shall not be members of the Board of Management.

Section 4: To add or amend the article(s) by-law(s) of the Constitution, if any.

Section 5: To transact any other business appropriate to an Annual General Meeting of which seven(7) days notice has been given.

By Law 7.2

DATE: The Annual General Meeting of the Association shall be held in the month of March every year.

By Law 7.3

NOTICE: Written notice shall be despatched by the Honorary Secretary to every member of the Association at least fourteen(14) days prior to the date of said meeting. At least seven(7) days before the A.G.M. The Honorary Secretary shall send to every member an agenda showing the business to be conducted, the annual statement of accounts and a list of those properly nominated and eligible for election to the Board of Management.

By Law 7.4

VOTING: At the A.G.M. each member under Article 6-1 and Article 6-2, Section 4 (should they be able to be associated with Article 6-1 in any way) in benefit and present shall be entitled to one vote. Voting shall be by secret ballot.

By Law 7.5

PROXIES: Proxies shall not be recognised.

By Law 7.6

QUORUM: At any General Meeting (A.G.M.), half the total membership or twice the number of the Committee members, whichever is less, shall constitute a quorum.

By Law 7.7

EXTRA-ORDINARY GENERAL MEETING (E.G.M.): An Extra-ordinary General Meeting may be called at any time by the President or Board of Management or at the request in writing of half the total membership or twice the number of the Committee members of members, whichever is less, in benefit under Article 6.1 and Article 6.2, Section 4 should they be associated with Article 6.1 in any way). The object of such a meeting must be stated at the time of requisition and not less than fourteen(14) days notice of such a meeting must be given to all members of the Association.

By Law 7.8

ADDRESS: Each member shall give his address-from time to time to the Hon. Secretary and all letters, circulars or notices sent to such address (in default of any change in address being given) shall be considered as duly delivered.

Chapter VIII - Officers

Article 8.1 The elected officers of this Association shall be:

- 1) President
- 2) 1st. Vice-President (Programme)
- 3) 2nd. Vice-President (Development)
- 4) Honorary Secretary
- 5) Assistant Honorary Secretary
- 6) Honorary Treasurer
- 7) Eight other Board Members
- 8) Immediate Past President

All members of the committee and every officer performing executive functions in the Association shall be Malaysia Citizens

Article 8.2 IMMEDIATE PAST PRESIDENT:

He shall be a member of the Board of Management by virtue of his position as the Past President immediately prior to the presently elected Board.

Article 8.3 ELECTIONS

Section 1 - The Board of Management shall be elected at the Annual General Meeting.

Section 2 - The principal office bearers shall be above the age of twenty-one (21) years.

Section 3 - The President, the 1st. Vice-President (Programme) and the 2nd. Vice-President (Development) shall be

electd at each Annual General Meeting of the Association. No member shall be eligible for election as the President, or 1st Vice- President (Programme), or 2nd Vice-President (Development) unless he has served for a minimum period of a term on the Board immediately prior to such Annual General Meeting.

Section 4 - The President , the 1st Vice President(Programme) and the 2nd Vice President(Development) shall be Penang State national and /or would have been resident in Penang five (5) years prior to the A.G.M.

By Law 8.4 NOMINATIONS:

Nominations shall be in the form(s) prescribed by the Board of Management and shall be duly filled up with the name of nominee, the office for which he is standing and must be proposed and seconded by two members in good standing. Nominations with the nominees consent must reach the Honorary Secretary by 31 January of each calendar year. Nominations forms shall be sent out to every member of the Association by the Hon. Secretary by the 31st December of each year. The Hon. Secretary will bear no responsibility for any nomination forms that may be lost in the post.

By-Law8-5 VOTING METHOD:

Each position shall be ballotd separately, and a majority of the votes cast must be obtained by each Officer to be elected.

By-Law 8-6 VACANCIES:

- Section 1 - Where the number of members wishing to serve on the Board is less than the number of vacancies at the time of election at the A.G.M., the meeting shall fill such vacancies from amongst the members present at that Meeting.
- Section 2 - In the case of a vacancy occurring on the Board for any reason whatsoever, the remaining members of the Board shall have the power to co-opt a member to fill the vacancy, Such co-opted member shall serve for the balance of the term of office that the original member would have normally served.

By-Law 8.7 PERIOD OF OFFICE:

The Board of Management shall retire at each A.G.M. Retiring members shall be eligible for re-election.

By-Law 8.8 DISQUALIFICATION:

No member who is in default Of payment of his subscription shall be eligible to be nominated for election or be elected to the Board Of Management.

Chapter IX - OFFICER'S DUTIES:

Article 9.1 PRESIDENT:

- Section 1 - He is responsible for the control and supervision of the Association.
- Section 2 - He shall preside at all Board of Management, Executive, General Membership and Extra-ordinary membership Meetings.
- Section 3 - He shall have a casting vote.
- Section 4 - He shall sign the minutes of each meeting at the time they are approved.
- Section 5 – He shall have the power to assign any duty or responsibility to any Board member.

Article 9.2 1ST VICE-PRESIDENT (PROGRAMME)

- Section 1 – He shall supervise and co-ordinate all activities of the sub-committee Chairmen assigned to him and shall advise the President and Board of these sub-committee matter.
- Section 2 – He shall be responsible to plan a programme of activities for the year in consultation with the President for Submission to the Board for approval
- Section 3 – He shall preside at the meetings of the Executive and Board of Management in the event of the absence of the President

Article 9.3 2nd VICE-PRESIDENT (DEVELOPMENT)

- Section 1 – He shall supervise and co-ordinate all membership development activities, refresher course activities, activities for the development of the Association, and shall advise the President and Board on these matters.
- Section 2 – He shall preside at the meetings of the Executive and Board of Management in the event of the absence of the President and the 1st Vice-President (Programme).

Article 9.4 **HONORARY SECRETARY**

- Section 1 – He shall maintain, correctly and up-to-date, all the Association's records, papers and registers.
- Section 2 – He shall keep an inventory of the property belonging to the Association.
- Section 3 – He shall sign on behalf of the Board, and conduct its correspondences.
- Section 4 – He shall give notice of Board Meetings and General Meetings.
- Section 5 – He shall record the proceedings of such meeting in a minute book, and have them duly signed.
- Section 6 – He shall conduct the ordinary business of the Association and perform all the duties entrusted to him by the Board.
- Section 7 – He shall keep in safe custody the seal, bonds, any valuable securities entrusted to him by the Board.
- Section 8 – He shall certify together with the President copies of entries in books.
- Section 9 – He shall prepare the annual report, returns and any other information required by the Registrar of Societies, The General Body or the Board of Management.

Article 9.5 **ASSISTANT HONORARY SECRETARY**

- Section 1 – He shall assist the Honorary Secretary in the execution of his (Hon. Secretary's) duties.

Article 9.6 **HONORARY TREASURER**

- Section 1 – He shall be responsible for the proper and punctual keeping of all the Association's accounts and account books.
- Section 2 – He shall prepare all the receipts, vouchers and documents required by the Constitution or by the Board of Management.
- Section 3 – He shall take charge of all monies received by the Association from the Bank, members and others, and to make disbursements in accordance with the direction of the Board.
- Section 4 – He shall prepare the annual balance sheet for auditing by the Association's Honorary Auditor for submission to the Annual General Meeting and the Registrar of Societies.
- Section 5 – He shall issue notices of dues payable and be responsible for their collection.
- Section 6 – He shall prepare a monthly statement of accounts for submission to the Board.
- Section 7 – He shall be allowed to spend up to Malaysian Ringgit Fifty (M\$50.00) for petty expenses at any one time on behalf of the Association.

Article 9.7 **EIGHT BOARD MEMBERS:**

- Section 1 – The remaining Board members shall be given portfolios as Chairmen of Sub-committees which the President forms to service the Association. They shall promote, co-ordinate, organize and be responsible for the activities within the terms of reference of their assigned sub-committees which shall be under the supervision of the respective Vice-Presidents.

Article 9.8 **IMMEDIATE PAST PRESIDENT:**

- Section 1 – He shall sit in the Board in an advisory capacity.
- Section 2 – He shall be entitled to all the privileges of a Board Member.
- Section 3 – He shall head the awards and recognition sub-committee.

Chapter X – BOARD OF MANAGEMENT

Article 10.1 **COMPOSITION:** The Board of Management shall comprise of the President, Immediate Past President, 1st Vice-President (Programme), 2nd Vice-President (Development), Honorary Secretary, Honorary Assistant Secretary, Honorary Treasurer and eight other Board Members. Members of the Board of Management Shall be elected in the manner prescribed by the Article and By-Laws of this Association and shall hold Office for the period laid down therein

Article 10.2 **REPRESENTATION:** A cross-section of the membership shall be represented at the Board of Management. Not more than one representative shall be from a particular tour company or travel agency.

Article 10.3 **DUTIES:** The Government of the Association shall be vested in the Board of Management. During their term of office they shall have control of the property of this Association and the administration of its funds.

Article 10.4 **VOTING:**

Section 1 - **PROCEDURE:** At all meetings of the Board of Management each member of the Board present shall be Entitled to one vote. Voting shall be determined by either a show of hands or by secret balloting. In case of an equality of votes, the presiding Chairman shall have the casting vote.

Section 2 - **QUORUM:** Sixty percent (60%) of the Board of Management shall constitute a quorum.

By-Law10.5 **MEETING:** Meetings of the Board of Management shall be held at least once every calendar month.

Five days written notice of such meeting shall be given to each member by the Hon. Secretary.

By-Law10.6 **SPECIAL MEETINGS:** Special meetings of the Board of Management may be called by the President or Honorary Secretary or at the request of at least one-third (1/3) of the members of the Board

By-Law10.7 **DISQUALIFICATION:** Any member of the Board failing to attend three consecutive meetings of the Board without furnishing satisfactory reason shall cease to be a member of the Board.

Chapter XI – EXECUTIVEN COMMITTEE

Article 11.1 **COMPOSITION:** The Executive Committee shall be comprised of the President, Immediate Past President, 1st Vice-President (Programme), 2nd Vice-President (Development), Honorary Secretary, Honorary Assistant Secretary and the Honorary Treasurer

By-Law11.2 **DUTIES:** The Executive Committee shall :

- Section 1 – Be responsible for the administration of the Association within powers vested in it by the Board of Management.
- Section 2 – Handle recurring or non-recurring administrative activities not normally dealt with by the Board of Management.
- Section 3 – Serve as the Finance Committee.
- Section 4 – Recommend action to the Board of Management.

By-Law11.3 **VOTING:**

- Section 1 – **PROCEDURE:** At all meetings of the Executive Committee each member of the Executive Committee shall be entitled to one vote. In that case of an equality of vote, the President shall have the casting vote
- Section 2 – **QUORUM:** A quorum of the Executive Committee shall comprise of at least half of the total number of Committee members.

By-Law11.4 **MEETINGS:** The President, or the Honorary Secretary shall give sufficient notice to the members when convening such meetings.

Chapter XII – FINANCES:

Article 12.1 **FUNDS:** The funds of the Association shall be from:

- Section 1 – Entrance Fees
- Section 2 – Membership Subscriptions
- Section 3 – Donations and Grants
- Section 4 – Fund Raising Projects

By-Law12.2 **FINANCIAL YEAR:** The financial year of this Association shall be from 1st January to 31st day of December of each calendar year

By-Law12.3 **BOOK-KEEPING:**

- Section 1 – The cashbook, ledger, petty cashbook, receipt books and other book keeping records of this Association shall be maintained by the Honorary Treasurer, under the supervision of the Board of Management
- Section 2 – The Board shall keep proper accounts of the monies received and expended by the Board and shall lay before the General Body a true Balance Sheet, Income & Expenditure Accounts together with the receipts and payments made up to 31st December in the preceding year
- Section 3 – The Statement of Accounts shall be signed by the President, the Honorary Treasurer and the Honorary Internal Auditor.
- Section 4 – Every such Statement of Accounts shall be certified and audited by an Honorary Auditor or a firm of auditors appointed by the General Body at the Annual General Meeting and be presented for approval at the Annual General Meeting.

Section 5 – All cheques and documents, the execution of which has been authorized by general or special resolution of the Committee or general meeting, shall be signed by any two of the office-bearers, that is, the President, 1st Vice-President (Programme), 2nd Vice-President (Development) and Honorary Secretary and counter-signed by the Honorary Treasurer on behalf of the Committee, and the Society shall be bound by such signature.

By-Law12.4 **BUDGET:** The Honorary Treasurer shall prepare the annual budget for submission to the Board of Management.

By-Law12.5 **EXPENDITURE:** No expenditure exceeding three hundred dollars at any one time shall be incurred without the prior sanction of the Executive Committee, and no expenditure exceeding five thousand dollars in any month shall be incurred without the prior sanction of the General Meeting.

By-Law12.6 **MONTHLY REPORTS:** The Honorary Treasurer shall prepare monthly financial statements and circulate them to the Board of Management.

By-Law12.7 **HONORARY INTERNAL AUDITORS:** He shall audit the cashbook, ledger, petty cashbook, receipt books and other book-keeping records of the Association. He shall also conduct a physical check of all the Inventory of the Association at the end of the financial year.

Chapter XIII – REGISTER:

Article 13.1 **ENTRIES:** The Honorary Secretary shall keep at the Registered Premises a book to be named “THE REGISTER OF MEMBERS OF THE PENANG TOURIST GUIDES ASSOCIATION”. The Register shall contain the following particulars:-

Section 1 – The name, identity card members, address, occupation, etc, of each member of the Association

Section 2 – A passport size photograph of the member

Section 3 – The date on which the name of any member was inscribed in the Register and such date on which he ceases to be a member, and

Section 4 – Any relevant particulars as the Board of Management may from time to time require.

Article 13.2 **INSPECTION:** All entries in the Register and all amendments to the entries therein shall be subjected to the approval of the Board of Management and the Registr of Societies, and shall be opened for inspection by the relevant authorities during normal business hours at the Registered Premises

Chapter XIV – RULES OF PROCEDURE

By-Law14.1 **DESIGNATION:** The business of this Association shall be conducted according to this Constitution and where not otherwise provided, “Robert’s Rules of Order Revised”.

Chapter XV – INTERPRETATION

By-Law 15.1 **PROVISO:** Between General Meetings the Board of Management shall interpret the rules of this Association and when necessary, determine any point on which the rules are silent. Except where they are contrary to or inconsistent with the policy laid down by the General Meetings, the decisions of the board shall be binding on all members of the Association unless and until countermanded by a resolution of a General Meeting.

Chapter XVI – TRANSFERABILITY OF MEMBERSHIP

Article 16.1 **MEMBER-IN-BENEFIT:** Any member-in-benefit of any other Tourist Guides Association may with the approval of the Board of Management, enjoy all the benefits of members as provided for in the Constitution for the remaining period of his membership with such other Associations. **PROVIDED,** that such other Association extends similar benefits to members of the Penang Tourist Guides Association

Chapter XVII – PROHIBITION

Article 17.1 **AFFILIATION:** The Association shall not have any affiliation outside Malaysia without the prior Approval of the proper governmental authorities concerned.

Article 17.2 **UNIVERSITY OR COLLEGE STUDENTS:** No university or college student shall be admitted as a Member of the Association unless he has obtained written consent from the Vice-Chancellor of the University or the Principal of the College concerned

Chapter XVIII – AMENDMENT

Article 18.1 **ARTICLES:** Articles may be amended by a two-thirds vote of members present and voting at an Annual General Meeting provided that written notice of the proposed amendment is given to each member at his last known address, fourteen days prior to the date on which the meeting is to be held.

Article 18.2 BY-LAWS

Section 1 – At the Annual General Meeting:

By-Laws may be amended at an Annual General Meeting in the same manner as Articles are amended.

Section 2 – Between Annual General Meetings:

By Laws may be amended at a membership meeting by a (4/5) vote of members present and voting **PROVIDED** that written notice of the proposed amendments is given to each member at his last known address twenty-one days prior to the date on which the meeting is to be held; and **PROVIDED** that two-thirds (2/3) of the total voting strength in attendance participate in the vote.

Article 18.3 WAIVER:

Section 1 – Articles: Any article of the Constitution may be waived by a unanimous vote of members present at the Annual General Meeting PROVIDED that four-fifths (4/5) of the total voting strength in attendance participate in the vote.

Section 2 – By-Laws: Any By-Law of the Constitution may be waived by a unanimous vote of members present at the Annual General Meeting PROVIDED that two-third (2/3) of the total voting strength in attendance participate in the vote

Article 18.4 The amendments shall take effect from the date of approval by the Registrar of Societies

Chapter XIX – INDEMNITY:

Article 19.1 **PROVISO:** If any prosecution, action or suit at law be commenced against any member or Board member or any servant or agent of the Association for anything done by him/them in the proper or reasonable discharge of his/their duty of the Association as such, then and in such case, such person or persons shall be defended and indemnified by and at the cost of the Association from all damages, costs and expenses which may be incidental to or result from such prosecution, action or suit at law and the property and funds of the Association may be applied for purposes as may be directed by the Board of Management from time to time, PROVIDED, however, that none of such funds shall be applied either directly in the payment of the whole or part of any fine or penalty imposed on any person by sentence or order of a Court Of Law

Chapter XX – OFFICE AND BUILDING:

The Board of Management is hereby empowered to set up an office and/or to purchase a building when funds are available.

By-Law 20.2 **OFFICE STAFF:** The Board of Management shall have the power to appoint or remove an Office Administrator or any other paid servants. Such appointments shall be made upon the terms and conditions determined by the Board of Management. All paid personnel so employed shall follow the general direction of the Board of Management whose power shall be vested in the person of the President, and in his absence, the Vice-President.

Chapter XXI – TRUSTEES

Article 21.1 The Annual General Meeting shall elect not more than four nor less than two trustees in whom shall be Vested jointly the landed immovable property, the bonds, stocks and shares of the Association

Article 21.2 Only members under Articles 6-1, 6-2 Section 3 and Section 4 who are resident in the island of Penang and above twenty-one years of age are eligible for election as trustees

- Article 21.3 The trustees shall not sell, withdraw or transfer any of the Association without the consent and authority of a general meeting of members, and they shall be indemnified against risk and expenses out of the Funds and property of the Association
- Article 21.4 The trustees shall hold office for a period of five years unless they are removed from office by a Resolution of the general meeting vide Article 21-5. They shall be eligible for re-election
- Article 21.5 A trustee may be removed from office by the General Meeting on the grounds that, owing to ill health, Unsoundness of mind, absence from the country or for any other reason, he is unable to do so satisfactorily. In the event of the death, resignation or removal of a trustee before the Annual General Meeting, the vacancy shall be filled by the Board until a new Trustee is appointed by a general meeting

Chapter XXII – BORROWING POWERS:

- Article 22.1 If at any time the Association at an Annual / Extra-ordinary General Meeting shall pass a resolution Authorizing the Board to borrow money, the Board shall thereupon be empowered to borrow for the purposes of the Association such amount of money either at one time or from time to time and in such form and manner and upon such security as shall be specified in such resolution, and thereupon the trustees shall at the direction of the Board make all such dispositions of the Association property or any part thereof and enter into such agreements in relation thereto as the Board may deem proper for Giving security for such loans and interest thereon. All members of the Association, whether voting on such resolution or not, and all persons becoming members of the Association after the passing of such resolution, shall be deemed to have assented to the same as if they had voted in favour of such resolution.

Chapter XXIII – GAMBLING:

- Article 23.1 No games or competitions which are unlawful under the laws of Malaysia shall be \ played or entered upon under any circumstances whatever and a single breach of this rule shall render an offending member to expulsion under By-Law 6-10.

Chapter XXIV – VISITORS:

- Article 24.1 **RESIDING IN PENANG:** Members shall be at liberty to introduce as visitors persons residing in the island Of Penang for not more than four occasions in one month.
- Article 24.2 **RESIDING OUTSIDE PENANG:** Members can also introduce as visitors persons residing in other states and countries for the period of the visitor's sojourn in Penang.
- Article 24.3 **UNDESIRABLE VISITORS:** No member shall introduce as a visitor to the Association premises any person who has been defaulted under By-Law 6-7 and By Law 6-8 or expelled under By Law 6-10

Article 24.4 **VISITOR'S BOOK:** ON the introduction of a visitor, such visitor's name and address together with the name of the introducing member shall be entered in a book to be kept for the purpose, immediately on the visitor entering the Association premises.

Article 24.5 **CONDUCT OF VISITORS:** Members shall be responsible for the conduct and behavior of their guests and for all expenses incurred on behalf of or damage caused by their guests.

Chapter XXV – DAMAGE TO PROPERTY:

Article 25.1 All breakages or damages to the property of the Association shall be made good by the member causing the breakage or damage or in the case of breakage or damage caused by a visitor, by the introducing member.

Article 25.2 No newspapers, periodicals, books or movable property shall be removed from the premises without the permission of the Honorary Secretary or the Honorary Librarian. No cuttings shall be made from the newspapers or periodicals unless with the written permission of the Honorary Secretary or Honorary Librarian.

Chapter XXVI – DISSOLUTION:

Article 26.1 **CONSENT:** The Association shall be dissolved except with the consent of not less than two-thirds majority of the members of the Association expressed either in person at a General Meeting convened for the purpose or by postal vote.

By-Law26.2 **DEBTS & LIABILITIES:** 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 and other assets shall be transferred to any charitable organization so named by the General Meeting and approved by the director of Inland Revenue, Malaysia, for income tax purposes

By-Law26.3 **NOTICE OF DISSOLUTION:** Notice of dissolution shall be given within fourteen days of the dissolution to the Registrar of Societies.