

**CONSTITUTION**  
**DEWAN PERNIAGAAN DAN PERINDUSTRIAN CHINA PERAK**  
**(PERAK CHINESE CHAMBER OF COMMERCE AND INDUSTRY)**

**CLAUSE 1 NAME**

- (1) The Association shall be known as  
**DEWAN PERNIAGAAN DAN PERINDUSTRIAN CHINA PERAK**  
**(PERAK CHINESE CHAMBER OF COMMERCE AND INDUSTRY)**

Hereinafter referred to as “**the Association**”.

- (2) Meaning of name:

- (3) Level: **Negeri**

**CLAUSE 2 ADDRESS**

1. The registered address is

**NO. 35-37, JALAN TUN SAMBANTHAN,**  
**30000 IPOH**  
**PERAK**

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

**NO. 35-37, JALAN TUN SAMBANTHAN,**  
**30000 IPOH**  
**PERAK**

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

### **CLAUSE 3 AIMS AND OBJECTIVES**

#### **Objects**

The objects of the Association shall be as follows:-

- (a) To promote liaison and cooperation among the Chinese business community in the State of Perak for the protection, promotion and advancement of their interests in respect of commerce, industry, primary industries and other economic activities;
- (b) To study and formulate views and recommendations of the members in respect of issues that affect the nation's socio-economic performance or development, so as to promote better understanding between the Chinese business community and the local authority, State Government or Federal Government or other organizations and in furtherance of this object, to contribute towards the development of national economy and promotion of national unity;
- (c) To liaise with other Chambers of Commerce or economic organizations. In particular, to organize or participate in meetings relating to economic matters, trade missions and exhibitions and other activities relevant to the promotion of economic cooperation to our nation's benefits;
- (d) To initiate or participate in the establishment of business enterprises and implement manpower training programmes or courses beneficial to the economic development of the nation; and
- (e) To collect, collate and disseminate information relating to commerce, industry and other economic sectors.

### **CLAUSE 4 MEMBERSHIP**

#### **Membership**

Membership of the Association shall be divided into the following two kinds:-

- (i) Life Members and
- (ii) Ordinary Members

#### **Membership Qualifications**

Membership of the Association, either as Ordinary or Life Members, shall be opened only to persons with the following qualifications:-

- (i) Any Chinese who is a Malaysian citizen, of sound mind and of good character, living in the State of Perak and has attained the age 21; operating under a partnership or sole proprietorship business governed by the Registration of Businesses 1956 Act or under a company governed by the Companies Act 1965 or Companies Act 2016 and who has not been convicted of a criminal offence and sentenced to imprisonment for a term of one (1) year or more preceding five (5) years prior to the date of this application for membership and who shall abide by the provisions of the Constitution, the rules and regulations made thereunder and the resolutions passed by the Annual General Meeting and Extra Ordinary General Meeting of the Association and the decisions and policies formulated by the Central Committee and the Executive Committee.
- (ii) Limited companies or businesses owned by Chinese citizens or where Chinese citizens hold the majority share (51% in equity and above), carrying on business in the State of Perak.
- (iii) Branches of Chinese limited companies or businesses duly registered in Malaysia or where Chinese citizens hold the majority share (51% in equity or above), carrying on businesses in the State of Perak.
- (iv) Chinese trade society in the State of Perak registered under the Societies Act and which are qualified to become members of the Association under the Societies (Amendment) Act 1981. (Membership of such trade society shall lapse on cancellation of their registration under the Act.)
- (v) Every member shall have the right to vote and shall be eligible to hold office in the committee.

#### Admission

- (i) Any application for membership of the Association must be proposed by a Member and seconded by another Member of the Association. Such application shall be submitted to the Secretariat of the Association to be posted up on the Notice Board for a period of one week before it is submitted to the Central Committee or the Executive Committee for approval.
- (ii) A candidate, whose application has been approved, shall be notified in writing and given four weeks to pay up the Entrance Fee and Annual Subscription. The eligibility of a candidate to membership shall be cancelled if the fees are not paid up in time.
- (iii) A candidate, whose application has been rejected, shall also be notified in writing, but no reason for the rejection need be given.
- (iv) Any limited companies or businesses duly registered under the Registration of Business Act 1956 or under the Companies Act 1965 or Companies Act 2016 which names have been altered or changed to other name with the approval of the Registrar of Business or the Registrar of Companies, may apply to alter or change the said name with the relevant approval documents to the Central Committee which shall consider and make its decision to accept or otherwise.

- (v) A corporate sector member may apply to the Central Committee to change its organization or constitution if its original name is not altered. The decision of the Central Committee shall be final.

#### Rights and Duties of Members

- (a) All Ordinary and Life Member who have not forfeited their rights to membership of the Association, shall enjoy the following rights privileges as well as shoulder the following responsibilities: -
  - (i) The right to participate in discussions at such meetings, in which they are entitled to attend, to speak and vote thereat.
  - (ii) The right to accept such posts or appointments in the Association, to which they have been elected or appointed.
  - (iii) The right to make use of such privileges or facilities provided by the Association.
- (b) All Ordinary Members shall pay their Annual Subscriptions and such contributions as decided by the Association. Members in arrears with their Annual Subscriptions shall forfeit their rights to enjoy all the rights and privileges in the Association, including participation at meetings and the rights to vote and accept office in the Association.
- (c) All Life Members shall in duty bond pay such special contributions as decided by the Association.
- (d) All Ordinary and Life Members shall in duty bound abide by all resolutions passed by Members' General Meetings and meetings of the Central Committee.
- (e) Ordinary and Life Members of the Association shall only enjoy the right to vote and stand for election as office-bearers of the Association, on completion of twelve full months of membership of the Association, calculated from the date of admission.

#### **CLAUSE 5 RESIGNATION & TERMINATION**

##### Resignation

Any member of the Association may resign from the Association by written request, submitted to the Central Committee, but must pay up all dues and shall not have the right to ask for refund of any subscription or contribution, already paid to the Association.

## Expulsion

- (i) If a member is in breach of the provision of the Constitution of the Association or any rules and regulations made thereunder or has done any act or thing calculated to damage the good name of the Association or has been convicted of a criminal offence and sentenced to imprisonment for a term of one (1) year or more, the Central Committee is empowered to reprimand or expel such member from the Association.
- (ii) Any member of the Central Committee, who makes personal attacks on or calumniates another or other members of the Committee, or misbehaves himself and refuses to heed the advice and warnings of the Chair, may be expelled from the meeting by order of the Chairman.
- (iii) Any member who is to be expelled from the Association shall be notified in writing fourteen days beforehand, so that he may be able to present himself before the Central Committee, to defend himself.
- (iv) Any member, who is dissatisfied with the decision of the Central Committee, may appeal to a Members' General Meeting, whose decision shall be final and such aforesaid decision shall not be appealable to any court of competent jurisdiction.
- (v) (a) Any member who has been expelled from the Association shall have no right to ask for refund of whatever entrance fee or subscription already paid to the Association.  
  
(b) An expelled member will have the right to reapply for membership after a period of 12 months from date of his expulsion. Such application will be made in accordance with Clause 4.  
  
A candidate whose re-application has been rejected by the Central Committee shall also be notified in writing, but, no reason for the rejection need be given.

## CLAUSE 6 ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

### Entrance Fees & Annual Subscriptions

- (i) On the coming into force of these articles, an individual Ordinary Member shall pay the following fees:
  - (a) An Entrance Fee of Ringgit Six Hundred only on admission.
  - (b) An Annual Subscription of Ringgit One Hundred and Fifty only, payable in full on or before 30<sup>th</sup> of June each year.

- (ii) On the coming into force of these articles, corporate sector and trade society Ordinary Members shall pay the following fees:
  - (a) An Entrance Fee of Ringgit One Thousand only each on admission.
  - (b) An Annual Subscription of Ringgit Two Hundred only each, payable in full on or before 30<sup>th</sup> of June each year.
- (iii) Members referred to (i) and (ii) above or new applicants for Life Membership shall pay fees as follows:
  - (a) Individual Life Members shall pay a sum of Ringgit One Thousand only and
  - (b) Corporate sector and trade society Life Members shall pay a sum of Ringgit Two Thousand only each.
- (iv) Life Members shall be exempted from payment of Entrance Fees and Annual Subscriptions.
- (v) A New Ordinary Member shall pay the full year's Annual Subscription irrespective of the month of admission.

#### Arrears in Annual Subscriptions

- (i) Any member who has not yet paid up his Annual Subscription for the year one (1) month before the date of the Annual General Meeting shall have no right to vote at the meeting or stand for election.
- (ii) Any member who is in arrears of Annual Subscriptions by 30<sup>th</sup> June each year shall be deemed to have forfeited his right to membership on his own accord, provided that his right to membership shall be restored upon payment of all arrears due within one month from the date of default.
- (iii) Any member who ceases to be a member under sub-section (ii) shall have the right to apply for reinstatement as a member if he pays up all his arrears of annual subscription due to the Association. Such applications shall be made in accordance with Clause 4.

### **CLAUSE 7 DELEGATES MEETING**

#### Members' General Meetings

- (i) One hundred Ordinary Members of the Association shall form a quorum for the Annual General Meeting or any Extra-Ordinary General Meeting of members. Twenty-five members of the Central Committee shall form a quorum for any meeting of the Central Committee. Right

members of the Executive Committee shall form a quorum for any meeting of the Executive Committee. Whenever there are not enough of members present to form a quorum for any meeting, the meeting shall be adjourned to be reconvened within 10 days when any number of members present shall form a quorum and all decisions arrived at such meeting shall be effective, provided that matters discussed and decided at the meeting shall not go beyond what is on the agenda of such meeting and that such meeting shall not have power to alter the Articles of the Association or to make decisions affecting the property of the Association.

(ii) Under special circumstances, all the meetings of the Association such as Annual General Meeting, Extra-Ordinary General Meeting, Central Committee Meeting, Executive Committee Meeting or Working Committee Meeting may be held at more than one (1) venue using any technology or method that enables the members to participate and to exercise the members' rights to speak and vote at the meeting.

#### Annual General Meetings:-

- (a) The highest authority of the Association shall be the Members' General Meeting.
- (b)
  - (i) An annual General Meeting shall be held not later than the 31<sup>st</sup> of July each year. Notice of such meeting shall be sent to the members 21 days before the date of the meeting.
  - (ii) Any member who has any proposal to be submitted for discussion at the meeting shall submit same in writing, either by registered post or delivery to the Secretariat, seven days before the date of the meeting, but the President and the Secretary-General are empowered to study and consider the suitability of such proposal, and to decide whether to include or exclude same on the Agenda of the meeting.
  - (iii) The term of office of every member of the Central Committee and office-bearer shall be for a fixed duration of three (3) years and election thereof shall be conducted triennially. In respect of the posts of President, Secretary-General and Treasurer the maximum term of office shall be for a fixed continuous duration of six (6) years equivalent to two (2) consecutive terms.
  - (iv) Adoption of the Annual Report of the Affairs of the Association submitted by the Central Committee.
  - (v) Adoption of the Annual statement of receipts and payments.
  - (vi) Appointment of a statutory auditor or auditors, a tax consultant or consultants as well as an Hon. Legal Advisor or Advisors.
  - (vii) Election of members of the Central Committee.

- (viii) Amendment of Articles of the Association.
- (ix) Consideration and adoption or making alteration of amendments to the Articles of the Association.
- (x) Consideration and adoption or rejection of the plans, estimates and policies of the Association.
- (xi) Dealings with the complaints and appeals of the members.
- (xii) Mortgage, transfer or sell any of the property of the Association.
- (xiii) Utilise the reserve funds of the Association to make suitable investments.
- (xiv) Borrow or raise funds for the welfare and benefit of the Association.
- (xv) Two Auditors shall be appointed Provided Always that no Central Committee Member shall qualify to be an Auditor.

#### Extra-Ordinary General Meetings:-

- (i) An Extra-Ordinary General Meeting of members may be convened by the Central Committee whenever it is deemed necessary.
- (ii) At the written joint request of not less than twenty-five members (at least fifteen of whom must be trade society) stating the objects and reasons for such meeting, the President shall convene an Extra-Ordinary General Meeting within two weeks of the receipt of the request, and notice of such meeting shall be issued 14 days before the date of the meeting.
- (iii) When an Extra-Ordinary General Meeting has been convened at the written joint request of not less than twenty-five members (at least fifteen of whom must be trade society), at least twenty of the twenty-five members (of the twenty at least twelve of them must be trade society) must attend the meeting, otherwise the meeting shall be cancelled or postponed to be reconvened again.
- (iv) With the votes of approval of three-quarters of the members of the Association present at the meeting any resolution passed by Central Committee may be reversed or set aside.
- (v) With the votes of approval of three-quarters of the members of the Association present at the meeting any member of the Central Committee may be dismissed or the whole of the Central Committee dissolved and a new member or new Central Committee elected to fill up the vacancies until the end of term.



## CLAUSE 8 CENTRAL COMMITTEE

### Organisation

- (a) (i) The Principal administrative organization of the Association shall be the Central Committee consisting of fifty (50) members who shall be elected triennially at the Annual General Meeting of the Association and the President shall have the authority to appoint not more than ten (10) other members to the Central Committee. In addition, the Chairman or one of the designated representative of the Branches will become the Central Committee automatically.
- (ii) The Central Committee is empowered to appoint not more than 15 of its members to form the Executive Committee and the President shall have the authority to appoint not exceeding six (6) other Executive Committee members for the purposes of managing the day to day affairs of the Association.
- (b) Every member of the Central Committee, every officer performing executive functions in the Association and every advisor shall be Malaysian citizens who are qualified under the Societies (Amendment) Act 1981.
- (c) Notwithstanding Clause 8(a) above, the President is empowered to appoint not more than ten (10) other members of the Association to the Central Committee. The appointment of anyone of the aforesaid members to the Central Committee shall take effect upon the letter of appointment being duly signed by the President and submitted to the Central Committee.
- (d) The President elect shall have the prerogative to nominate four (4) candidates for the posts of Secretary-General, Assistant Secretary-General, Treasurer and Assistant Treasurer subject to the approval by a simple majority of the Central Committee.
- (e) The members of the Central Committee shall make up of the following:-
- One President, one Deputy President, three Vice-Presidents, one Secretary-General, one Assistant Secretary-General, one Treasurer, one Assistant Treasurer, one External Affairs Secretary, one Assistant External Affairs Secretary, one Welfare Officer, one Assistant Welfare Officer, two other Executive Committee Members, not more than six (6) Association Affairs Advisors, not more than thirty-five (35) elected Ordinary Committee Members, Chairman or one of the designated representative of the Branches and not more than ten (10) appointed Central Committee Members Provided Always that the President shall exercise his power under Clause 8 (c) hereof.
- (f) The Central Committee shall consist of fifty (50) members, forty (40) of which shall be elected from individual members and members of corporate sector and the remaining ten (10) members elected from members of the trade society.

- (g) A member of the Central Committee, who has been elected to one post, shall not be eligible for election to another post.
- (h) If there are not enough candidates nominated from the trade society at the election, individual members and members of the corporate sector may be nominated to make up the shortage.
- (i) (i) The Central Committee shall meet once in two months, the date of such meeting shall be decided by the President. Only the members of the Central Committee having performed the swearing in ceremony shall the right to attend a meeting.
  - (ii) Any member of the Central Committee or the Executive Committee, attending any meeting of the Committee, may not represent another member to sign the attendance book or to speak and vote on behalf of such another member.
  - (iii) Any representative attending any committee meeting on behalf of those members described under Article 5 (ii) must be its Director, Manager or Asst. Manager and those under Articles 5 (iii) and (iv) must be its President, Vice-President, Secretary, Asst. Secretary, Proprietor, Manager or Asst. Manager.
  - (iv) Whenever the Executive Committee deems it necessary, the Executive Committee shall meet once a month, the date of such meeting shall be decided by the President.
- The Executive Committee shall manage, supervise and take care of the day to day activities and functions of the Association.
- (j) Whenever the Central Committee deems it necessary a specialist from outside may be engaged to be advisor or consultant or to give the views or to render assistance.
- (k) Member of any Committee and Working Committee or their representative, appointed by the Annual General Meeting, or Extra-Ordinary General Meeting or by the Central Committee shall report of the resolution to the body responsible for appointing them, and without the consent of the President or Secretary-General of the Association shall not make statement or express their opinions or views on the same to any outsider.
- (l) The President shall preside at all meetings of the Association and in the absence of the President his place shall be taken by the Deputy President. In the absence of the Deputy President his place shall be taken by the Vice-President first arriving. In the absence of the President, the Deputy President and the three Vice-Presidents the chair shall be taken by one of the members, appointed by the members of the Committee present at meeting.
- (m) Whenever there are two or more proposals put forward on any subject matter discussion at a meeting and all such proposals are duly supported by seconders, the matter shall be decided by the majority vote of the members present at the meeting, either by the show of hands or by ballot vote as decided by the Chairman at the meeting. In the case of a tie in the

decision on any matter with equal votes for and against an issue the Chairman shall have a casting vote to decide the issue.

- (n) When any member of the Association, or Committee member or office-bearer makes an unnecessary prolonged speech, or make a speech that wanders away from the subject under discussion at any meeting, the Chairman at the meeting shall have the right to stop him or her from speaking any further. The Chairman at a meeting shall also have the right to expel a member, a Committee member or office-bearer from any meeting if his behaviour at the meeting is wanting in decorum or if he creates a disturbance without reason.
- (o) The President may convene an emergency meeting of the Central Committee whenever he deems it necessary.
- (p) The fifty members of the Central Committee shall be elected at the Annual General Meeting of members triennially to administer the affairs of the Association.
- (q) A notice of the meeting, together with a full list of all members of the Association, a Nomination paper and an Annual Report of the workings of the Association for the past year as well as a Statement of Receipts and Payments for the past year and a Balance Sheet of the Assets and Liabilities as at the end of the year shall be sent out by the Secretariat of the Association to all the members, twenty-one days before the date of the meeting.
- (r) The fifty members of the Central Committee shall be elected by nomination and secret ballot voting. Every Ordinary Member shall have the right to nominate any other Ordinary Member to be a candidate for election to the Central Committee, provided each nomination is seconded by another Ordinary Member and by the signature of the candidate concerned, signifying his consent to stand for election.
- (s) Nomination papers of candidates for election must be delivered or sent by registered post to the Association fourteen days before the date of the meeting. Late submission or submission with clerical errors or indistinct writing shall be rejected.
- (t) The Secretariat shall post up a list of all candidates for election together with the names of their nominators and seconders on the Notice Board of the Association ten days before the date of the meeting.
- (u) Members of the Central Committee in office need not be nominated but shall automatically be candidates for election, unless they have announced their intention in writing not to stand for election.
- (v) (i) In the election of members of the Central Committee each Individual Member or Corporate Sector or Trade Society shall only be entitled to one vote and shall cast the vote by secret ballot voting.

- (ii) An individual Member must present himself in person to cast his vote and shall sign his name on the attendance book. No representative can be sent. A member must produce his Membership Certificate or Identity Card, in order to facilitate checking and registration, to take delivery of his voting paper.
  - (iii) In the case of Trade Society or Corporate Sector, a representative may be sent in accordance with item (ii) above such representative must produce a letter in support of his identity as a representative.
  - (iv) All voting papers must be issued by the Secretariat and bear the seal of the Association and serial numbers before they are valid.
- (w) (i) All voting papers must hold the names of all the candidates standing for election together with their respective serial numbers.
- (ii) The voters shall mark an "X" under the name of each candidate they wish to elect as members of the Central Committee.
  - (iii) The voters shall only mark an "X" each under the names of fifty or less candidates they wish to elect. If more than fifty names have been marked for election then the voting paper shall be null and void. The trade society candidates shall not exceed twenty and the individual candidates shall not exceed ten in number.
  - (iv) If and when the "X" marked under the name of any candidate does not look like an "X" or marked in such a way as can be taken one way or the other or shows signs of having been altered then such marking shall not be taken into consideration.
  - (v) No voting paper shall be signed otherwise it shall be treated as spoilt vote.
- (x) If or when there is an equality of votes for the last of the candidates for election then the issue shall be decided by the drawing of lots.
- (y) If the number of the retiring members of the Central Committee standing for election together with the number of new candidates nominated for election do not exceed fifty then all the candidates standing for election shall be treated as having been elected to the Committee and need not undergo an election provided always that the total number of new candidates nominated is more than twenty-five. They shall then proceed with the formation of the Central Committee and shall have power to elect and appoint other members to make up the full force of the Central Committee. If the total number of candidates nominated does not exceed twenty-five then another meeting shall be held to hold a new election.
- (z) When a vacancy in the Central Committee or the Executive Committee occurs, due to resignation, death, expulsion or any other cause, members shall be appointed to fill the

vacancy by the Central Committee meeting in accordance with Article 18 (b) of the Constitution of the Association.

(za) (i) After the election of the fifty members of the new Central Committee, the retiring Secretary-General shall convene a meeting of the new Central Committee, within fourteen days, to hold a second election amongst themselves, to elect the various office-bearers provided under Article 18 of Chapter XII of these Articles.

(ii) The election of the office-bearers shall be by nomination in writing followed by election by secret ballot vote.

(iii) All nomination of candidates shall be made in writing at the meeting and each nomination must be seconded by another member and consent of the candidate concerned must be obtained by getting his signature on the nomination paper. The names of candidates contesting for each post or appointment shall only be announced after nomination of all candidates have been completed.

(iv) The name of the candidate to be elected for each post or appointment shall be written on the voting paper but the voter must not sign his own name or make any alternation on name. Otherwise the vote shall be treated as spoilt vote.

(v) At the second election of office-bearers, all members of the new Committee must attend the meeting in person. No representative can be sent to take part in the election.

(vi) When there is an equality of votes the issue shall be decided by the drawing of lots.

(vii) After the election of the various office-bearers of the Central Committee, a meeting of the Committee shall be held within fourteen days for the office-bearers to take oath and assume office.

(zb) The members of the Executive Committee shall be as follows:-

One President, one Deputy President, three Vice-Presidents, not more than six (6) Association Affairs Advisor, one Secretary-General, one Assistant Secretary-General, one Treasurer, one Assistant Treasurer, one External Affairs Secretary, one Assistant External Affairs Secretary, one Welfare Officer, one Assistant Welfare Officer and two other Central Committee Members.

(zc) (i) The members of the retiring Central Committee shall continue to hold office and carry out their duties until after the election of members of the new Central Committee and the various office-bearers and the handing over of duties to the new office-bearers. They should not make excuses and neglect their duties.

(ii) At the handing over of duties the members of the retiring Central Committee should present themselves in person and the responsible office-bearers should, in the presence of all, hand over all articles such as letters, seals, cheque books, petty cash, fixed deposit receipts, title deeds, contracts, various deposit receipts and other important documents to their counterparts and the members of the new Central Committee shall acknowledge receipt of such articles in writing as proof of receipts.

(iii) The newly elected members of the Central Committee shall perform the swearing-in ceremony before the Hon. Legal Advisor or a Commissioner for Oaths or the President of The Associated Chinese Chambers of Commerce and Industry of Malaysia or the Hon. President of the Association, to assume their duties. Members of the new Committee, who are absent from the swearing-in ceremony, must take their oaths of office before the President, before they attend the first meeting of the Central Committee.

(iv) If there is any subsequent change in any of the representatives of members, who are Corporate Sector and trade society in the Central Committee, the newly appointed representative must also take the oath of office before the President of the meeting, before he attends the meeting.

(v) Any member of the newly elected Central Committee who wishes to resign before or after the swearing-in ceremony or after assumption of office and has submitted his resignation in writing, may be permitted to do so without hindrance or any attempt to hold back.

## **CLAUSE 9 DUTIES OF OFFICE – BEARERS**

### **Duties and Powers**

- (i) The Central Committee in addition to the following shall have power to authorize the expenditure of or spend not than Ringgit ten thousand of the funds of the Association. Expenditure exceeding Ringgit ten thousand shall be sanctioned by a General Meeting.
  - a. It may appoint or establish relevant committees and working committees whenever it is deemed necessary
  - b. It shall carry out the resolutions passed by Members' General Meetings.
  - c. It may make plans to work for the development and expansion of the affairs of the Association.
  - d. It may devise plans to raise funds for the Association.
  - e. It shall deal with applications for membership of the Association.
  - f. It shall deal with all important affairs of the Association.
  - g. It may deal with such matters not specifically stated herein in order to achieve the Association's objective.

- (ii) The Executive Committee shall carry out the resolutions passed by Members' General Meetings and Central Committee Meetings. It may submit proposals for the development and expansion of the affairs of the Association to the Central Committee.
- (iii) President: Externally he shall represent the Association and internally he shall carry out all resolutions passed by the Association; sign all important correspondence and document; take the lead in and supervise the administration of the affairs of the Association; is empowered by the Committee to deal with the appointment and dismissal of the paid staff; has power to authorize the expenditure of or spend not more than Ringgit five thousand of the funds of the Association for any special purpose; preside all meetings of the Association and as chairman has a casting vote in addition to his own vote; to make a final decision whenever there is equality of votes.
- (iv) Deputy President: He shall assist the President in the management of the affairs of the Association and act for the President in the latter's absence. Whenever the President is away on leave the President shall appoint the Deputy President to exercise the functions of the President for the time being.
- (v) Vice-Presidents: The President and /or the Deputy President (as the case may be) shall appoint one of the Vice-Presidents to exercise the functions of the President for the time being.
- (vi) Secretary-General: He shall, on the instruction of the President, attend to the affairs of the Association, supervise the works of the paid staff and make report of the affairs of the Association at meeting of the Central Committee. All bills for payment must first be passed and signed by the Secretary-General before payment can be made. He has power to authorize the expenditure of or spend not more than Ringgit one thousand of the funds of the Association, besides the ordinary current expenses.
- (vii) Assistant Secretary-General: He shall act for the Secretary-General in the latter's absence or when the latter is away on leave.
- (viii) Treasurer: He shall be in charge of the funds and title deeds as well as the accounts of the Association. He shall supervise and expedite the work of the paid staff in the preparation of monthly statements of accounts for report at meetings of the Central Committee, and annual statement of receipts and payments as well as Balance Sheet showing the Assets and Liabilities of the Association as at the end of the year for audit by an outside auditor as required by law, before it is submitted to the Annual General Meeting of members and to the Registrar of Societies. All funds received by the Association, except the sum of Ringgit Malaysia Two Thousand only (RM 2,000.00) which is to be retained as petty cash to meet payment of sundry expenses, shall be paid into a Bank, appointed by the Central Committee, in the name of the Association. Withdrawals from the Bank shall require the joint signatures of the President or of the Deputy President or of either one of the Vice-Presidents and of the Treasurer or of the Assistant Treasurer.
- (ix) Assistant Treasurer: He shall act for the Treasurer and carry out his rights and duties when the latter is absent on leave.

- (x) External Affairs Secretary: He shall represent the Association in its social intercourse with other public bodies, meet and confer with outside bodies on any matter arising between them and the Association and be responsible in the fostering of harmonious relations with people of the other races in the country.
- (xi) Assistant External Affairs Secretary: He shall act for the External Affairs Secretary in the latter's absence and when the latter is away on leave.
- (xii) Welfare Officer: He shall deal with applications for donations from charitable organizations of various races and from those who are poor or suffering from illness and and disaster. After having investigated, he shall make recommendation to the President or Central Committee for the giving of financial assistance.
- (xiii) Assistant Welfare Office: He shall assist the Welfare Officer to carry out his duties. In the latter's absence or when the latter is away on leave, he shall act for the Welfare Officer.
- (xiv) In the case of any of the posts of President, Secretary-General, Treasurer, External Affairs Secretary falling vacant through resignation or other causes, such vacancy through resignation or other causes, such vacancy or vacancies shall be filled by their respective Assistants and the posts of the Assistants falling vacant shall be filled by election from amongst the Ordinary Members of the Committee.
- (xv) In the case of any of the posts of assistants referred to in term (xv) above falling vacant through resignation or other causes, such vacancy or vacancies shall be filled by election from amongst the Ordinary Committee Members.
- (xvi) All members of the Central Committee are honorary and they shall have the right to speak and vote at meetings of the Committee on any issue. Any member of the Committee who is absent from three (3) meetings of the Committee consecutively shall be deemed to have abdicated his position automatically as a member of the Central Committee and such abdication shall be duly recorded in the books of the Association.
- (xvii) The Association shall set up a Secretariat and engage a Secretary to be designed as the Executive Secretary and other paid staff to attend to the affairs of the Association. The number of paid staff depends on the volume of work involved. The appointment of these personnels shall be made by Central Committee on the recommendation of the President.
- (xviii) Any member of the Central Committee who violates the Articles or Regulations of the Associations, with evil intentions, may be removed from office by a Members' General Meeting, after investigation.
- (xix) Any member who loses his seat on the Central Committee of the Association under clause (xvii) or (xviii) shall have no right to stand for election at the members' General Meeting.
- (xx) Any number of the paid staff, who is also an Ordinary Member of the Association and who has been elected a member of the Central Committee, shall have to resign his post on the paid staff of the Association or to decline acceptance of the appointment on Central Committee.



## **CLAUSE 10 FINANCIAL PROVISIONS**

### **Financial Year**

The financial year of the Association shall commence on the 1<sup>st</sup> day of January and end of the 31<sup>st</sup> day of December of each year.

## **CLAUSE 11 AUDIT**

### **Duties and Powers**

**Auditors:** They shall audit the accounts of the Association once a month and make report to the Central Committee at its meetings.

## **CLAUSE 12 PROPERTY ADMINISTRATORS/TRUSTEES**

### **Immovable Property**

- (i) All the immovable properties of the Association shall be registered in the name of the Association namely DEWAN PERNIAGAAN DAN PERINDUSTRIAN CHINA PERAK (PERAK CHINESE CHAMBER OF COMMERCE AND INDUSTRY).
- (ii) The President, Secretary-General and Treasurer shall have control and management of the properties of the Association. They shall execute the appropriate documents as required by law, to be kept in the Association.
- (iii) The Registrar of Societies shall be notified in writing of any change or removal of the President, Secretary-General and Treasurer of the Association.
- (iv) The immovable property (ies) of the Association shall not be sold, transferred or charged without the approval of 51% of the Association's existing Ordinary Members and Life Members voting at the Members' Annual General Meeting or Extra-Ordinary General Meeting.

## **CLAUSE 13 DISSOLUTION**

### **Dissolution & Affiliation**

- (a) The Association shall not be dissolved of its own accord, except with the consent of three-quarters of the total number of the Association, who have not lost their rights to membership, expressed at an Extra-Ordinary General Meeting of Members convened for the purpose. When it has been decided to dissolve, all debts and liabilities, legally incurred on behalf of the Association, shall first be fully discharged before any balance of funds,

including movable and immovable properties, can be disposed of as decided by the General Meeting. Notice of dissolution shall be submitted to the Registrar of Societies within 14 days of dissolution.

- (b) When it is found necessary to affiliate with other organization through force of circumstances, it shall be carried out in the same ways as provided in Article 53 above, provided always that the Association shall not have any affiliation or connection with any society established outside Malaysia.
- (c)

#### **CLAUSE 14 ESTABLISHMENT AND DISSOLUTION OF BRANCHES**

##### **Establishment and Dissolution of Branches**

- (i) The Central Committee shall have the power to organize branches in the following nine (9) designated districts or towns which have not less than thirty (30) members of the Association with prior approval of the Registrar of Societies.

1. Bidor	2. Kampar	3. Manjung	4. Batu Gajah	5. Sungai Siput
6. Kuala Kangsar	7. Grik	8. Selama	9. Parit Buntar	
- (ii) The Central Committee shall have the power to dissolve a Branch:
  - (a) If for a consecutive period of six months the number of Branch members is below thirty (30); or
  - (b) If the Branch refuses to abide by the Constitution of the Association or the decisions of the Central Committee or if the Central Committee has sufficient evidence of misconduct or mismanagement of the Branch which is detrimental to the good name of the Association.
- (iii) A decision to dissolve a Branch shall be by a majority decision of the Central Committee Provided Always that two-third (2/3) of the members of the Central Committee are present.
- (iv) In the event of a Branch being dissolved for the reason stated in the paragraph (ii) (a) of Article 57 hereof, the remaining members shall continue to be the members of the Association. The activities of the Branch must cease forthwith.
- (v) It shall be the responsibility of the Chairman, the Secretary and the Treasurer of such Branch to deliver to the Secretary-General all books, records, money and other property in the possession of the Branch, together with a statement of accounts of the Branch from the date of the last submission of accounts to date of the order of dissolution.
- (vi) In the event of a Branch being dissolved, the movable and immovable properties of the Branch shall come under the supervision and management of the Association. The Association shall have the authority to deal with the said properties in accordance with the decision passed by the Central Committee provided always with two-third (2/3) of the Central Committee members are present at the said meeting.

**CLAUSE 15 GENERAL MEETING OF BRANCHES**

**Branch General Meeting**

- (i) Every member of a Branch of the Association shall have the right to attend, speak and vote at any general meeting of the Branch.
- (ii) The Branch Annual General Meeting shall be held before 30<sup>th</sup> April each year. Notice of the time, date and place shall be given and copies of the agenda and statement of accounts and the annual report of the affairs of the Branch shall be sent to members not less than twenty-one (21) days before the meeting.
- (iii) The business of Branch Annual General Meeting shall be:
  - (a) To receive the Branch Chairman’s report and the audited accounts of the Branch for the previous year.
  - (b) To elect Branch Committee triennially.
  - (c) To appoint non-committee members as Branch auditors.
  - (d) To deal with any other matters that may be put before it.
- (iv) Branch Extraordinary General Meeting shall be convened:-
  - (a) On the instructions of the Central Committee; or
  - (b) Whenever the Branch Committee at the request in writing of at least one-quarter (1/4) members of the Branch, stating the objects and reasons for such meeting.
- (v) A Branch Extraordinary General Meeting requisitioned by members shall be held not later than fifteen (15) days from the receipt of such requisition.
- (vi) Twenty Members of the Branch shall form a quorum for the Branch Annual General Meeting or Extra Ordinary General Meeting.

**CLAUSE 16 COMMITTEE OF BRANCHES**

**Branch Committee**

- (i) A Branch Committee, made up of seventeen (17) members consisting of the following, shall be elected at Branch General Meeting triennially.

<u>Number</u>	
Chairman	1
Vice-Chairman	3
Secretary	1

Assistant Secretary	1
Treasurer	1
Assistant Treasurer	1
Public Relations Officer	1
Assistant Public Relations Officer	1
Welfare Officer	1
Assistant Welfare Officer	1
Ordinary Committee Member	5

- (ii) The duties of the Branch Committee shall be to manage the affairs of the Branch in accordance with the Constitution of the Association and the decision of the Central Committee and the Branch General Meeting. It shall meet once in two (2) months and one half (1/2) of its members shall form a quorum. The Branch Secretary shall forward a copy of the Minutes of each meeting to the Central Committee not later than fourteen (14) days after the meeting.

#### **CLAUSE 17 DUTIES OF BRANCH OFFICE**

##### **Duties of Branch Office Bearers**

- (i) The Chairman shall during his term of office chair all general and committee meetings. He shall have a casting vote in addition to his own vote, to make a final decision whenever there is equality of votes and shall sign the minutes of each meeting at the time they are approved.
- (ii) The Vice-Chairman shall deputise for the Chairman during the latter's absence or when the latter is away on leave.
- (iii) The Secretary shall conduct the business of the Branch in accordance with the Constitution of the Association and shall carry out the decision of the general meeting and of the Central Committee and the Executive Committee. He shall be responsible for the conduct of all correspondences and shall have custody of all books, documents and papers except the accounts and financial records. He shall attend all meetings and record the proceedings.
- (iv) The Assistant Secretary shall assist the Secretary in all the administrative work of the Branch and shall act for him in the latter's absence and when the latter is away on leave.
- (v) The Treasurer shall be responsible for the finances of the Branch. He shall have custody of the accounts of all its financial transactions and shall ensure that the said documents are correct and in order.
- (vi) The Assistant Treasurer shall act for the Treasurer and carry out his rights and duties in the latter's absence and when the latter is away on leave.

- (vii) The Auditor shall be required to audit each year's account and present a report thereon. He may be required by the Chairman to undertake any interim audit and make a report to the Committee.
- (viii) The Public Relations Officer shall be responsible for the promotion of the various activities to be carried out by the Association and shall represent the Association in dealing with external affairs on the instruction of the Committee.
- (ix) The Assistant Public Relations Officer shall act for the Public Relations Officer in the latter's absence and when the latter is away on leave.
- (x) The Welfare Officer shall handle all the welfare matters.
- (xi) The Assistant Welfare Officer shall act for the Welfare Officer in the latter's absence and when the latter is away on leave.
- (xii) The Ordinary Committee Members shall assist the other Committee Members generally or specifically as may be required by the Committee.

## **CLAUSE 18 BRANCHES FINANCE**

### **Branch Funds and Accounts**

- (i) All funds accumulated at the Officers of the Branches of the Association shall be the common asset of the Association.
- (ii) The Branch shall be allocated fifty percent (50%) of the subscription to be held by the Branch as branch funds. The remaining fifty percent (50%) of the subscription shall be paid to the Association.
- (iii) The Branch Committee is empowered to disburse not exceeding Ringgit Malaysia Five Thousand only (RM 5,000.00) at any one time and any expenses exceeding that amount must receive prior approval of the Branch General Meeting.
- (iv) The Branch Treasurer shall forward to the Treasurer of the Association before the 30<sup>th</sup> of July and 31<sup>st</sup> January respectively a statement of income and expenditure of the Branch of the preceding six months.
- (v) All funds of each Branch shall be deposited in the bank in the name of that Branch as approved by the Branch Committee. Branch Treasurer may hold a sum of Ringgit Malaysia One Thousand only (RM 1,000.00) as petty cash at any one time. No expenses exceeding RM 1,000.00 at any one time shall be incurred by a Branch Treasurer without the prior approval of the Branch Committee.

- (vi) All cheques drawn by the Branch shall be signed by either the Chairman or one of the Vice-Chairman with the joint signature either of the Treasurer or the Assistant Treasurer.

## **CLAUSE 19 GENERAL PROVISIONS REGARDING BRANCHES**

### General provisions relating to Branches

Where no special provision has been made in the Constitution for any matter relating to the management of the affairs of the Branches of the Association the Central Committee of the Association may give directives and/or instructions to the Committee of any Branch regarding the management of its affairs.

## **CLAUSE 20 AMENDMENTS OF RULES**

### Amendment to Rules

Amendment of Rules may be made at the Members' Annual General Meeting and such amendment shall only be effective upon approval of the Registrar of Societies. Notwithstanding any rule to the contrary, any amendment to Clause 12 must be approved by not less than 51% of the Association's existing Ordinary Members and Life Members voting at the said meeting.

## **CLAUSE 21 INTERPRETATION**

### Interpretation Clause

- (a) Between annual general meetings the Central Committee shall interpret the Rules of the Association and when necessary determine any point on which the Rules are silent. Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting the decisions of the Central Committee shall be binding on all members of the Association unless and until countermanded by a resolution of a general meeting.
- (b) Should there be any difference in meaning between the Chinese translated rules and the rules in English, the latter shall be taken for interpretation and the English version shall prevail.
- (c) "Trade Society" refers to an association of persons involved in similar business or enterprises and formed under the Societies Act 1966.

- (d) “Corporate Sector” is defined as businesses or industries or partnership businesses registered under the Registration of Businesses Act 1956 or the companies registered under the Companies Act 1965 or Companies Act 2016.
- (e) An Ordinary Member or Life Member who represents a private limited company or a partnership business is defined as a corporate member.
- (f) An Ordinary Member or Life Member who represents a trade society is defined as a trade society member.
- (g) The masculine gender shall include the feminine gender and vice versa.
- (h) The word “Association” in the Constitution refers to the Perak Chinese Chamber of Commerce and Industry.
- (i) This Constitution of the Association is the supreme law of the Association and any rules or regulations or resolutions passed and which are inconsistent with the Constitution shall to the extent of the inconsistency be void.

## **CLAUSE 22 PROHIBITIONS**

### **Restrictions**

- (a) All the Association’s properties (movable and immovable) and funds shall not be utilized for purposes of any political party either directly or indirectly.
- (b) All income and profits accruing to the Association from participation in any business shall be applied solely towards the furtherance, promotion and execution of the objects of the Association but no portion thereof shall be paid towards expenses incurred in organizing meetings abroad on trade matters and any other invited activities or payment of dividend, bonus or profit to any member of the Association provided that nothing herein expressed or contained shall prevent the payment in respect of remuneration or expenses to any employee or servant of the Association for services actually rendered by him to the Association or for charitable or educational purposes.

## **CLAUSE 23 FLAG, SYMBOL AND BADGE**

### **Symbol**

Description: The Logo of this Association shall consist of two (2) concentric circles with a vertical diameter whereby the outer circle is broken in the centre in the form of two (2) equal arcs. The Logo

shall be silver in colour. The two (2) equal arcs represent chamber of commerce. The inner circle with a vertical diameter represents Chinese. The silver colour of the Logo represents the State of Perak.

#### **CLAUSE 24 HON. PRESIDENTS**

- (a) The Central Committee may appoint past president (s) as life honorary president (s) of the Association.
- (b) The Central Committee may appoint prominent individuals who had made special contributions or rendered meritorious services to the Association as honorary president (s) for a period not exceeding three (3) years; and
- (c) The Central Committee may appoint past deputy president (s), vice-president (s) or ex-office bearer (s) of the Association as advisor (s) for a period not exceeding three (3) years with such specific duties to be determined by the Committee.

#### **CLAUSE 25 FEAST & ANNIVERSARY DAYS**

- (i) The 9<sup>th</sup> of October each year shall be observed as the Anniversary Day of the Association. If owing to circumstances or for the sake of convenience the observance of the same cannot be held on that day it can be advanced or delayed by a decision of the Central Committee, which shall also decide on the method or mode of celebration.
- (ii) A mass salute of the New Year ceremony shall be held in Lunar (Chinese) New Year each year in order to have a mass celebration. The date and method of celebration shall be decided by the Central Committee at a meeting. If owing to circumstances or when it is deemed unnecessary the celebration may be cancelled.
- (iii) Whenever it is unexpectedly found to be necessary to hold an official rite of congratulation, the matter may be decided by the Central Committee.