



PERSATUAN KOMPUTER SABAH

(SABAH COMPUTER SOCIETY)

RULES

AND

CONSTITUTION

(November 1995)

**RULES AND CONSTITUTION OF  
PERSATUAN KOMPUTER SABAH  
(SABAH COMPUTER SOCIETY)**

**RULE I            NAME, REGISTERED ADDRESS AND OBJECTS**

- 1.1 The association shall be known as the “**PERSATUAN KOMPUTER SABAH (SABAH COMPUTER SOCIETY)**”, which is hereinafter referred to as “the Society”.
- 1.2 The registered address of the Society shall be  
The Conference Room of  
T. H. Liew Tong & Gabungan,  
Room 910 - 923, 9 th Floor,  
Gaya Centre,  
Peti Surat 227,  
88858 Tanjong Aru, Kota Kinabalu,  
Sabah, Malaysia.
- 1.3 The objects of the Society are:-
- (a) To extend amongst members the knowledge and appreciation of computers, automatic data processing systems and computer based automatic control system, and of theory related thereto;
  - (b) To establish and maintain the professional standing of members by developing a code of ethics and defining standards of knowledge in the fields referred to in Clause 1.3(a) of the Constitution;
  - (c) To foster an informed public opinion regarding, computation and computing machinery and techniques related thereto;
  - (d) To take interest in the general professional welfares of the members and
  - (e) To do such other things as the Society may think incidental or conducive to the attainment of the objects of the Society.

## **RULE II            DEFINITION**

2.1 Throughout this Constitution and By-Laws, the following terms shall have the meanings as specified:-

“The Society” means the Persatuan Komputer Sabah (Sabah Computer Society).

“The Constitution” means the Constitution of the Society.

“The By-Laws” means the By-Laws of the Society.

Words importing masculine gender include feminine gender.

“The Executive Council” means the members for the time being of the Executive Council as herein constituted.

“Council Member” means a member for the time being of the Executive Council.

“Office-Bearers” means any member holding the honorary office of President, Vice-President, Honorary Secretary, Honorary Treasurer, Council Member together with such additional honorary office - holders as may be established from time to time under the Constitution and By-Laws.

“Officer” means any salaried employee of the Society.

## **RULE III            MEMBERSHIP**

3.1 The Membership of the Society shall consist of two classes:-

- (a) Corporate Members
- (b) Non-corporate Members

3.2 Corporate Members shall be divided into two grades, namely:-

- (a) Fellows, and
- (b) Members

Non-corporate members shall be divided into three grades, namely:-

- (a) Associates
- (b) Affiliates, and
- (c) Students

3.3 Corporate Members shall be entitled to the exclusive use after their names of the following abbreviated forms showing the grades of Membership

Fellow	F.S.C.S.
Member	M.S.C.S.

Non-corporate Members shall not be designated by abbreviations.

3.4 Membership for the class of Corporate Member is only open to Malaysian of Sabah origins or other Malaysians who have resided in the state of Sabah over a period of not less than one year.

## **REQUIREMENT FOR MEMBERSHIP**

### **Fellow (F.S.C.S)**

3.5 Admission to the grade of Fellow shall be by transfer from the grade of Member. Every candidate for transfer into this grade shall satisfy the Executive Council:-

(a) that he is at least 35 years of age and has been a Member of the Society for at least 5 years;

(b) that he has held a prominent position of professional responsibility in the field of information technology over a period of not less than 10 years, or has made in the opinion of Executive Council significant contributions to the advancement of information technology field;

(c) that he shall, from personal knowledge and in writing, be proposed by one Fellow and supported by at least two other Corporate Members.

In the event of a candidate being unable to obtain the requisite signatures, the signature of two Corporate Members and the President or the Honorary Secretary shall be sufficient.

### **Member (M. S. C. S.)**

3.6 Every candidate for election or transfer to the grade of Member shall satisfy the Executive Council:-

(a) that he is at least 25 years of age;

(b) that he holds at least a Bachelor's degree or It's equivalent in the field of information technology or an allied discipline from a recognised university or college;

(c) that he has at least three years experience in a responsible position in the field of information technology;

(d) that he shall, from personal knowledge and in writing, be proposed and supported by two Corporate Members.

### **Associate**

3.7 Every candidate for election or transfer to the grade of Associate shall satisfy the Executive Council:-

(a) that he is at least 21 years or age;

(b) that he holds a Bachelor's degree or it's equivalent in the field information technology or an allied discipline from a recognised university or college;

(c) that he shall, from personal knowledge and in writing, be proposed and supported by two Corporate Members.

### **Affiliate**

3.8 Every candidate for election to the grade of Affiliate shall satisfy the Executive Council:-

(a) that he is at least 21 years of age;

(b) that he is of good education;

(c) that he is working in the field of information technology or an allied discipline;

(d) that he shall, from personal knowledge and in writing, be proposed and supported by two Corporate Members.

## **Student**

3.9 Every candidate for election to the grade of Student shall satisfy the Executive Council:-

(a) that he is at least 18 years of age;

(b) that he is pursuing a course of instruction leading to a professional qualification in the field of Information technology or an allied discipline;

(c) that he shall, from personal knowledge and in writing, be proposed and supported by two Corporate Members;

No person shall be registered as a Student after having attained the age of 25 years, or remain a Student after reaching the age of 28 years.

## **Procedure**

3.10 Any member who subsequently becomes eligible for a higher grade of membership may apply for transfer to such higher grade.

3.11 Application for admission and election to membership or transfer in grades of membership shall be made on the prescribed form and shall be accompanied by the entrance fee and first annual subscription. Approval of the application shall be by unanimous vote of the Executive Council, and upon such approval, membership of the applicant shall become effective.

## **Certificate of Membership**

3.12 Every member who has been elected or transferred and has made the proper payments shall receive the Certificate of his election or transfer.

3.13 The Certificate shall remain the property of the Society and In the event of the holder ceasing to be a member other than by death, shall upon request be returned to the Society.

## **Membership Privileges**

3.14 Every member of the Society shall enjoy all the rights and privileges of membership of the Society as provided for in the Constitution and By-Laws.

3.15 Every member of the Society shall receive a copy of each issue of the publication of the Society published during the year.

3.16 Every member of the Society shall have the right to request the financial accounts of the Society on giving three weeks written notice to the Honorary Secretary and such request shall not be duly denied.

3.17 Subject to clause 3.25, only Corporate Members are eligible to be elected to the Executive Council.

3.18 Subject to clause 3.25, every member except Affiliate and Students member, shall have the voting right in any general meeting of the Society.

## **Resignations**

3.19 Any member of the Society in good standing may resign his membership by a written notice to the Honorary Secretary, who shall then present it to the Executive Council. Acceptance of any resignation shall be by vote of the Council. Such resignation shall be effective on being accepted by the Executive Council and the member concerned notified.

## **Entrance Fees, and Annual Subscriptions**

- 3.20 Every applicant for membership must, on forwarding an application, remit his entrance fee and first annual subscription. In the event of the application being declined the subscription and the entrance fee will be refunded in full.

The Entrance Fees and Annual Subscription rates shall be as follows:-

<u>Grade</u>	<u>Entrance (RM)</u>	<u>Annual Subscription (RM)</u>
Fellow	100	60
Member	50	50
Associate	50	40
Affiliate	30	30
Student	10	20

- 3.21 The annual subscription shall be due and payable on 1<sup>st</sup> January of each year.
- 3.22 A person who is elected before the 1<sup>st</sup> day of July in any year shall pay the full subscription for that financial year, and those elected on or after the 1<sup>st</sup> day of July in any year shall for that financial year pay half such annual subscription.
- The financial year of the Society shall be from January 1<sup>st</sup> to December 31<sup>st</sup>.
- 3.23 No member leaving the Society shall have any claim for refund of subscription paid by him.

## **Arrears**

- 3.24 A member shall be deemed to be in arrears with annual subscription if it is not paid within the month of January each year.
- 3.25 Any member whose subscription is more than three months in arrears shall be so notified by the Honorary Secretary, and shall lose all the privileges as herein before stated.
- 3.26 Any member whose subscription becomes three months in arrears shall be reported to the Executive Council who shall have the power to expel the defaulter from the Society by deleting his name from the Membership Register.

## **Expulsions**

- 3.27 A member who is in breach of his agreement to abide by the Constitution and By-Laws, may be expelled from the Society by a resolution passed at a meeting of the Executive Council by a majority of not less than three-fourth of the Executive Council Members present and voting.
- 3.28 The Honorary Secretary shall, not later than twenty-one days before the date of the Executive Council meeting at which the expulsion of a member is to be considered notify to such member the time and place of such meeting and the intention of the Executive Council to consider such expulsion, whereupon the member may in writing, show cause why he should not be expelled. Such written submission, to be submitted to the Honorary Secretary at least seven days before the date of the meeting of the Executive Council, shall be heard at the Executive Council meeting prior to the vote on the expulsion of the member.
- 3.29 The Honorary Secretary shall, within seven days from the date of expulsion of the member by the Executive Council, send by registered post to the expelled person's

address for correspondence, notice of his expulsion from the Society. The Honorary Secretary shall, upon a request received from the person so expelled within thirty days of the date of expulsion, summon an extraordinary general meeting of the Society, notice of which must be sent to the person expelled. At the extraordinary general meeting, the Executive Council may, if requested by the person expelled, give the reason or reasons for his expulsion. The person expelled may make such explanations as he thinks fit to the meeting. The decision of the Executive Council may be upheld, amended or dismissed only by a majority of not less than three-fourth of the members present and voting.

### **Reinstatements**

- 3.30 A former member of the Society dropped from the Membership Register because of non-payment of subscriptions may be reinstated through submission of a formal application for reinstatement and upon payment of the current year's subscription, together with all the arrears due from him as if there had been no lapse of his membership and a processing fee to be determined by the Executive Council.
- 3.31 A former member of the Society separated because of resignation may re-apply for readmission, and the fees for such readmission shall be determined by the Executive Council with regard to the circumstances of his resignation.
- 3.32 Former members of the Society separated by expulsion proceedings following charges of alleged unethical conduct shall not be reinstated to membership except by special action of the Executive Council. The affirmative votes of not less than three-fourth of entire Executive Council shall be required to effect such reinstatement. Where reinstatement is approved by the Council, the member concerned shall be required to pay his current year's subscription together with all the arrears due from him as if there had been no lapse of his membership.

### **Professional Conduct And Duties**

- 3.33 Every member shall so conduct himself as to uphold the dignity, standing and reputation of the Society. He shall be bound by the Constitution and By-Laws.
- 3.34 Each member shall furnish to the Honorary Secretary an address for correspondence, and all notices posted to such an address shall be deemed to have been delivered. Any alteration in the address of any member shall be notified by him to the Honorary Secretary.
- 3.35 No member shall issue to the press or the public any document, circulars or any other information concerning or on behalf of the Society unless prior written approval has been given by the Executive Council.

## **RULE IV COMPOSITION AND ELECTION OF THE EXECUTIVE COUNCIL**

- 4.1 The members of the Executive Council who shall be chosen from amongst Corporate Members of the Society, shall consist of the following:-
- (a) The President,
  - (b) Vice-President,
  - (c) Honorary Secretary,
  - (d) Honorary Treasurer,
  - (e) Nine (9) ordinary Council Members.
- 4.2 The members of the Executive Council shall be designated as the office-Bearers of the Society and they shall be elected biennially as provided in the Constitution and By-Laws and shall hold offices for a term of two sessions. Each session of the Council shall commence at the conclusion of the AGM and the Council shall remain in office till the commencement of the next session. All Council Members and every officer performing executive functions in the Association shall be Malaysian citizens.

### **Election**

- 4.3 Not less than six weeks prior to the date set for election to the Executive Council, the Returning Officer shall notify all members of the election and shall call for nomination for election to the Executive Council.
- 4.4 A person nominated for election must be a Corporate Member and whose subscription is not in arrears. All nominations shall be signed by two Corporate Members and lodged with the Returning Officer not less than five weeks prior to the date set for the Annual General Meeting. Each nomination shall state the position to which election is sought and to signed by the candidate as evidence of his willingness to accept nomination, but no person shall be nominated for more than one office.
- 4.5 If the Returning Officer received more nominations for any position on the Executive Council than there are vacancies, he shall conduct a ballot amongst the members at the Annual General Meeting to determine by simple majority which of the further candidates should fill the vacancies. The result of such a ballot shall be declared before the close of the Annual General Meeting.
- 4.6 If the number of nominations received by the Returning Officer for any position on the Executive Council is exactly equal to the number of vacancies, the Returning Officer shall at the Annual General Meeting declare such nominees duly elected to the Executive Council.
- 4.7 If the number of nomination received by the Returning Officer for any position on the Executive Council is less than the number of vacancies, then he shall in respect of those positions:
- (a) declare elected those members who have been properly nominated.
  - (b) call for further nominations for the positions to be filled, and
  - (c) where necessary, conduct a ballot amongst the members at the Annual General Meeting to determine by simple majority which of the further candidates should fill the vacancies. The result of such a ballot shall be declared before the close of the Annual General Meeting.

### **Conduct of Business**

- 4.8 A Council Member who is absent from three consecutive Council meetings without leave may, following a resolution of the Executive Council, be asked to show good cause why his position on the Executive Council should not be declared vacant. The Executive

Council may then proceed to declare his position vacant.

## **RULE V            MANAGEMENT**

- 5.1 The direction and management of the property and affairs of the Society shall be vested in the Executive Council.
- 5.2 The Executive Council may, subject to the provisions of the Constitution and By-Laws, exercise all or any of the powers of the Executive Council as provided in Clause 5.3 hereinafter stated.
- 5.3 The powers of the Executive Council are:-
- (a) To carry out all activities of the Society in accordance with the aims and objects of the Society.
  - (b) To fill any vacancy in the Executive Council or for the posts of Auditors and Returning Officer occurring between Annual General Meetings as provided in the Constitution and By-Laws.
  - (c) To make a provisional decision upon any matter for which no provision is made in the Constitution or By-laws of the Society. Such decision shall be subject to ratification and for revision at an Extraordinary General Meeting which shall be called not later than five weeks after such decision has been made.
  - (d) To accept any gift or donation with a view to furthering directly or indirectly the objects or any of them.
  - (e) To invest any monies in such manner as from time to time may be determined provided that any profits accrued from the investment shall be channelled back to the Society for the furtherance of its objectives and shall not be distributed as dividends amongst its members. Such investment shall be subject to confirmation by votes of at least half of the Corporate Members.
  - (f) To purchase, lease, rent any property, having a current market value not exceeding Ringgit Malaysia Ten Thousands (RM10,000.00) or ten per cent (10%) of the total cash of the Society whichever is lesser provided that the accumulated expenditure for the year should not exceed fifty per cent (50%) of the total cash of the Society, or otherwise prior confirmation by votes of at least half of the total Corporate Members must be obtained.
  - (g) To sell, mortgage, dispose of or otherwise deal with all or part of the property of the Society provided, any property having a current market value exceeding Ringgit Malaysia Ten Thousands (RM10,000.00), prior confirmation by votes of at least half of the total Corporate Members must be obtained.
  - (h) To open and operate any class of bank accounts in the name of the Society.
  - (i) To form a library or libraries and one or more collections of equipment for the use of members and others and to collect and collate and publish information of service or to members by printing and publishing or assisting in the publication or any newspapers, periodicals, journals, books and circulars or leaflets that may be thought desirable for the promotion of the objects or any of them.
  - (j) To contribute to the expenses of persons attending conferences or meetings, or engaging in authorised travel or research to promote the objects or any of them.
  - (k) To appoint, suspend or remove Officers and to determine the conditions of their employment.

- (l) To hold or participate in the holding of conference and meetings, the reading of papers and the delivery of lectures, and to provide any other means for collecting and disseminating information technology, and techniques related thereto.
- (m) To conduct or participate in the conduct of examinations.
- (n) To award prizes for outstanding academic or professional achievement.
- (o) To approve expenditure not exceeding Ringgit Malaysia Ten Thousands (RM10,000.00) at anyone time.
- (p) To affiliate with any organization having objects similar to those of the Society.
- (q) To appoint sub-committees from time to time as deemed necessary and to approve the By-laws for the functions of such sub-committees.
- (r) To interpret the Constitution and By-Laws of the Society and when necessary, determine any point on which the rules are silent.
- (s) To appoint or remove an Editor, a Public-Relation-Officer, a Social Secretary and such other offices from the ordinary Council Members.

### **Duties of Office-Bearers**

#### **The President**

- 5.4 The President shall have general supervision over the affairs of the Society. He shall preside over all general meetings and Executive Council meetings of the Society and sign the minutes of each meeting at the time they are confirmed.

#### **The Vice President**

- 5.5 The Vice-President shall act for the President in his absence. He shall succeed the President in the event of the latter's office falling vacant.

#### **The Honorary Secretary**

- 5.6 It shall be the duty of the Honorary Secretary to make and keep proper minutes of all general meetings and of the Executive Council, to send out all notices required by the Constitution and By-Laws or as instructed by the Executive Council and to do all things as are proper to his office.
- 5.7 He shall prepare the Annual Report of the Society on activities of the Society and present it at the Annual General Meeting.

#### **The Honorary Treasurer**

- 5.8 It shall be the duty of the Honorary Treasurer to collect, receive and pay all monies on behalf of the Society and to cause proper records to be kept. All payments shall be made by him as directed by the Executive Council. He shall prepare and submit an audited Annual Balance Sheet and Income and Expenditure account in a form prescribed by the Executive Council, to the Annual General Meeting. He shall keep a register of all members of the Society.
- 5.9 He shall present at each Executive Council Meeting a Balance Sheet of the Society's account, and shall furnish from time to time such other financial statements as may be required of him.

- 5.10 He shall, in conjunction with the President or Vice President or the Honorary Secretary, sign all cheques or the Society. He shall hold a petty cash advance not exceeding Ringgit Malaysia One Thousand (RM1,000.00) at anyone time. All money in excess of this sum shall within seven days of receipt be deposited in a bank approved by the Executive Council.

#### **Duties of Auditors**

- 5.11 Two auditors shall be elected annually at the Annual General Meeting and they shall examine the accounts and report to the members the correctness of the Annual Balance Sheet and Income and Expenditure account prepared and submitted by the Honorary Treasurer to the Annual General Meeting. They shall not be members of the Executive Council during the tenure of their appointment.

#### **Duties of Returning Officer**

- 5.12 The Returning Officer shall be elected biennially at the Annual General Meeting and he shall be entirely responsible for conducting the elections of the Executive Council according to the Constitution and By-Laws of the Society. He shall not be a member of the Executive Council during the tenure of his appointment.

### **RULE VI MEETINGS**

#### **Annual General Meeting**

- 6.1 The Annual General Meeting of the Society shall be held not later than the end of March of each year on a date and at such time and place as the Executive Council may determine. The notice for the meeting shall be circulated to the members at least six weeks before the date of the meeting. The agenda of the meeting shall be sent to the members at least two weeks before the date of the meeting. The main business of the Annual General Meeting shall include the presentation of the Annual Report, the audited financial statements of account, the election of auditors, and the declaration of the results of the ballots for the election of officer-bearers of the Executive Council and the Returning Officer (if any).
- 6.2 Notices of resolutions to be moved at the Annual General Meeting, other than those arising out of the business of the meeting, shall be in the hands of the Honorary Secretary not less than four weeks before the meeting and shall appear on the agenda, same as in Clause 6.3 hereinafter stated.
- 6.3 Any member may, with leave of the meeting, raise any matter or move any motion without notice under the agenda item "other business" except when otherwise provided for by the Constitution and By-Laws.

#### **Executive Council Meeting**

- 6.4 The Executive Council shall meet at such times and places as may be determined from time to time by the Executive Councilor deemed necessary by the President, but shall meet at least once in each quarter. At least seven days notice of any such meeting shall be sent to Council Members.

#### **Extraordinary General Meeting**

- 6.5 An Extraordinary General Meeting shall be held if deemed expedient by the Executive Council. The President shall, upon written request of not less than one-third of the total voting members summon an Extraordinary General Meeting by sending not less than twenty-one days notice thereof, specifying the motions to be brought forward. The business at such a meeting must be confined to such motions.

## **Quorum**

- 6.6 At any general meeting one-half of the total membership with voting rights present or twice the number of Council Members, whichever is the lesser, shall form a quorum. In the event of a quorum not being obtained, the meeting shall be adjourned to a date not earlier than seven days and not later than fourteen days from the date of the meeting. Notice of the adjourned meeting shall be given to members at least seven days before the meeting. If at the adjourned Annual General Meeting there is no quorum the meeting shall proceed as though the required quorum has been obtained but the members present shall not have the power to alter the Constitution and By-Laws of the Society or to make decisions affecting the whole membership. If no quorum is present after half an hour from the time appointed for a postponed Extraordinary General Meeting requisitioned by members the meeting shall be cancelled, and no Extraordinary General Meeting shall be requisitioned for the same purpose until after the lapse of at least six months from the date thereof.
- 6.7 At any Executive Council Meeting half of the Council Members shall form a quorum.

## **Voting at Meetings**

- 6.8 Voting at meetings shall be by show of hands unless otherwise requested by any one or more members present when it shall be by ballot. Every member, except an Affiliate or a Student, shall have one vote. All resolutions and decisions shall be carried by majority vote unless specifically provided for in the Constitution and By-Laws. In the event of equality of votes, the President shall have a casting vote.

## **RULE VII PROPERTY, LIABILITY AND PROHIBITION**

- 7.1 The property of the Society shall be the monies received by way of any subscription, fees and gifts or donations made to the Society and such other real or personal property into which these monies may be subsequently converted.
- 7.2 The funds of the Society may be expended for any purpose necessary for the carrying out of the objects including the expenses of its administration, the payment of salaries, allowances and expenses to its office-bearers and paid staff, and the audit of its accounts, but they shall on no account be used to pay the fine of any member who may be convicted in a Court of Law.

### **Limitation of Liability**

- 7.3 Notwithstanding anything to the contrary in the Constitution and By-Laws, authorization of an Extraordinary General Meeting shall be required for any expenditure at any time which would result in the liabilities of the Society, exceeding the market value of the assets of the Society by a sum greater than the total half-yearly subscription of members for the previous half-year.

### **Prohibition**

- 7.4 Gambling shall be prohibited in the registered premises of the Society.
- 7.5 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Executive Council or member.
- 7.6 The Society shall not pay out any benefits as defined under Section 2 of the Societies Act, 1966 to any of its members.
- 7.7 No university or college student shall be admitted as a member of the Society without the prior written consent of the Vice-Chancellor of the University concerned.

## **RULE VIII      AMENDMENTS, TRUSTEES, DISSOLUTION AND PATRON**

### **Amendment to Constitution**

- 8.1 The Constitution shall be revoked, altered, or amended only by resolution passed at the Annual General Meeting or Extraordinary General Meeting by a majority of not less than two-thirds of the members present and voting. All proposed revocations, alterations or amendments shall be made in writing to the Honorary Secretary at least five weeks before the date set for the meeting. All amendments to the Constitution shall only be enforced after sanction by the Registrar of Societies.

### **Dissolution of the Society**

- 8.2 The dissolution of the Society shall occur only by resolution at an Extraordinary General Meeting duly convened to consider the matter. The Society shall be dissolved if three-fourth of the members present at the meeting vote in favour of the dissolution.
- 8.3 If the Society shall be dissolved and upon winding up of the Society there remains, after satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of the Society, but shall be given or transferred to some other organization or organizations having similar aims to the Society to be determined by ballot at the Extraordinary General Meeting.
- 8.4 Notice of dissolution shall be given within 14 days of the dissolution to the Registrar of Societies.

### **Trustees**

- 8.5 Three Trustees, who must be over 21 years of age, shall be appointed at the Annual General Meeting and shall hold office during the pleasure of the Society. They shall have vested in them all immovable property whatever belonging to the Society upon the execution of a Deed of Trust.
- 8.6 The Trustees shall not sell, withdraw or transfer any of the property of the Society without the consent and authority of a Annual General Meeting of members.
- 8.7 A Trustee may be removed from office by decision taken during the Annual 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 perform his duties or unable to do so satisfactorily. In the event of the death, resignation or removal of a Trustee the vacancy shall be filled by a new Trustee appointed at the Annual General Meeting.

### **Patron**

- 8.8 A distinguished personality shall be invited to be the patron of the Society, such appointment shall continue until the next Annual General Meeting or until terminated either by the personality concerned or the Executive Council.