

PERLEMBAGAAN BAGI
PERTUBUHAN INDUK
THE OBSTETRICAL AND GYNAECOLOGICAL SOCIETY OF MALAYSIA
(PPM-003-14-03101963)

1 NAME

The Society shall be known as

THE OBSTETRICAL AND GYNAECOLOGICAL SOCIETY OF MALAYSIA

Hereinafter referred to as "the Society".

2 ADDRESS

1) The registered address is
SUITE A-05-10, PLAZA MONT KIARA
NO. 2, JALAN KIARA, MONT KIARA
50480 KUALA LUMPUR
WILAYAH PERSEKUTUAN KUALA LUMPUR

and the postal address is
SUITE A-05-10, PLAZA MONT KIARA
NO. 2, JALAN KIARA, MONT KIARA
50480 KUALA LUMPUR
WILAYAH PERSEKUTUAN KUALA LUMPUR

2) The registered and postal addresses may from time to time be changed by the Council but not without the prior approval of the Registrar of Societies.

3 OBJECTIVES

- a) To promote the development of science and to assist in scientific research relating to all fields pertaining to Obstetrics and Gynaecology.
- b) To provide a meeting place for those doctors registered in Malaysia and interested in the art and science of Obstetrics & Gynaecology.
- c) To improve Obstetrical & Gynaecological practice in Malaysia by exchange of ideas and information as well as by teaching and example through scientific meetings and congresses.
- d) To provide advocacy where appropriate in matters pertaining to the practice of Obstetrics and Gynaecology and Women's Health.

4 MEMBERSHIP

4.1 MEMBERSHIP CATEGORIES

The Society shall consist of Ordinary, Life, Associate and Honorary members.

a) Ordinary membership shall be open to any medical practitioner registered or provisionally registered in Malaysia who has an interest in Obstetrics and Gynaecology.

b) Life membership

i) Shall be open to any Ordinary member who subscribes the prevailing fee excluding any previous and outstanding subscriptions.

ii) Ordinary members aged 65 years and above in good standing and in benefit for at least the last 20 years shall be accorded Life Membership with waiver of Life Membership Fee.

c) Honorary membership may be conferred upon persons who have contributed to the art and science of Obstetrics and Gynaecology.

d) Associate membership shall be open to any medical practitioner who is not registered in Malaysia or any scientist in or outside Malaysia.

4.2 ELECTION OF MEMBERS

a) Election of Ordinary and Associate members shall be met by the Council of the Society.

b) Every candidate for Ordinary and Associate membership shall complete and sign such application forms as the Council may from time to time prescribe together with the appropriate application fee. They shall be proposed and seconded by two members, both of whom shall be Ordinary/Life members of the Society. The Council reserves the right to reject any applicant without assigning any reason.

c) Upon the election of a member, notice in writing thereof shall be given to them and they will be given a copy of the Constitution and a request to send the subscription amount to the Honorary Secretary within 14 days of this request. Upon the payment of this first subscription, but not before, the applicant shall be deemed a member of the Society and be bound by this Constitution and be entitled to all the benefits and privileges of membership.

d) Honorary members shall be elected by two thirds of the members attending at a General Meeting of the Society upon the recommendation of the Council.

4.3 PRIVILEGES OF MEMBERSHIP

a) Ordinary members in benefit and Life members shall be entitled to participate in the activities of the Society and to attend General Meetings of the Society where they will be entitled to make nominations and vote. Members in benefit are those members who are not in arrears for more than 3 months. Only Malaysian citizens

who are O&G Specialists on the National Specialist Register (NSR) or who are no longer on the NSR by virtue of retirement are entitled to become Council members.

b) Honorary and Associate members shall be entitled to all the benefits and privileges of Ordinary members, except that they will not be entitled to make nominations or vote, hold office or have any say in the management of the Society.

5 RESIGNATION AND TERMINATION

a) Any member of the Society may resign by giving written notice to the Honorary Secretary provided that any such member giving such notice will be liable to pay their subscription up to and including the year until such notice was given.

b) Any member who is in arrears of their subscription for more than 3 years shall be liable to have their membership terminated by the Council.

i) Such action shall be communicated in writing by the Honorary Secretary to the said member at their last known address by registered mail.

ii) Failure of the said member to redress their arrears within 28 days of the communication shall mean the automatic termination of their membership.

iii) Where the said member whose membership has been terminated is desirous of rejoining the Society, they shall reapply in writing and shall pay the application fee as well as whatever arrears of their subscription incurred during their previous membership of the Society.

c) Any member who becomes of unsound mind or a detriment to Society or is struck off the register of the Malaysian Medical Council will be liable to have their membership terminated by Council. They shall have the right to appeal to the General Meeting whose decision will then be final.

6 FEES

A) The application fee shall be RM25.00. This fee is non-refundable and payable on application.

b) The annual subscription payable by Ordinary members shall be RM100.00 for those within 5 years of graduation and RM200.00 for those 5 years or more after graduation.

c) The subscription payable by Life members shall be RM2,000.00. No further subscription shall be payable thereafter.

d) The annual subscription payable by Associate members shall be RM200.00.

e) Honorary members shall not be required to pay any subscription.

- f) Members proceeding overseas for periods lasting a year or more continuously may apply for their membership subscription to be suspended for the period overseas.
- g) All Ordinary members of age 65 years and above and of good standing and in benefit for at least the last 20 years shall be accorded Life Membership with waiver of Life Membership Fee.
- h) All annual subscriptions shall be payable in advance within the first 7 days of January of each year without notice.
- i) All quantum quoted above for application fee, annual subscription and life membership may be revised at an Annual General Meeting subject to approval by the Registrar of Societies.

7 GENERAL MEETING

7.1 ANNUAL GENERAL MEETING

- a) The Annual General Meeting of the Society shall be held by 31st July of that year at a venue decided upon by Council. If circumstances preclude a physical meeting, the meeting can be held online using any suitable virtual meeting platform or a combination of both.
- b) The Annual General Meeting shall be held for the following purposes:-
 - i) To receive from the Council and to adopt a report of the activities of the Society during the year preceding.
 - ii) To receive from the Council and to adopt an audited statement of accounts for the last financial year.
 - iii) To receive from the Council and to adopt a budgeted statement of accounts for the following financial year.
 - iv) To review the subscription fees.
 - v) To accept and declare as President for the ensuing year the President-elect of the previous year.
 - vi) To accept and declare as Immediate Past President for the ensuing year the President of the previous year.
 - vii) To elect the President-elect, the Honorary Secretary, the Honorary Assistant Secretary and Honorary Treasurer for the coming year.
 - viii) To elect four other Ordinary/Life members as Ordinary Members of the Council.

- ix) To appoint two Honorary Auditors and an External Auditor for the coming year.
- x) To decide on any resolution which may be submitted to the meeting as provided under Section (d) of this Clause.
- c) At least 28 days before the date fixed for the Annual General Meeting of the Society, the Honorary Secretary shall inform all members via the official website, email or ordinary mail, of the date, time and venue fixed for the meeting and shall draw their attention to Section (d) of this Clause.
- d) Any member desirous of moving any Resolution or Amendment to the Constitution at the Annual General Meeting shall give notice in writing or by email thereof to the Honorary Secretary not less than 21 days before the date of such meeting.
- e) At least 14 days before the Annual General Meeting of the Society, the Honorary Secretary shall notify in writing or by email, all members of the Agenda to be transacted and this shall include any Resolutions which members have indicated their intention of proposing under Section (d) of this Clause.

7.2 SPECIAL GENERAL MEETING

a) A Special General Meeting of the Society may be convened:-

- i) by the Council at any time for any special reason OR,
- ii) upon the receipt of a requisition in writing from any fifteen Ordinary/Life members of the Society stating the purpose for which they require a Special General Meeting to convene; the Council shall then within 14 days notify all members of the date, time and venue fixed for the Special General Meeting.
- b) A notice summoning a Special General Meeting shall be sent to all members not less than 14 days before the date fixed for such a meeting and shall state the business to be discussed at the meeting.
- c) Members may be informed via the official website, email or ordinary mail. If circumstances preclude a physical meeting, the meeting can be held online using any suitable virtual meeting platform or a combination of both.

7.3 QUORUM FOR GENERAL MEETINGS

- a) The quorum at all General Meetings of the Society shall be at least half of the membership or at least twice the number of Council Members, whichever is less.
- b) In the event of a lack of quorum on the day fixed for the Annual General Meeting, the President shall postpone the Annual General Meeting to a day not earlier than 14 days and not later than 28 days from that day. At the postponed Annual General Meeting the members present (whatever their number) shall constitute a quorum.

c) In the event of a lack of quorum at a Special General Meeting called by the Council, the procedure shall be as in Section (b) above.

d) In the event of a lack of quorum at a Special General Meeting summoned at the request in writing by 15 Ordinary/Life members, the President shall then postpone the meeting to a day not earlier than 14 days and not later than 28 days from that day. At the postponed Special General Meeting, if there is still no quorum, the President shall declare the meeting dissolved and no such Special General Meeting shall be convened for the same purpose for a period of six months.

e) In the event of a General Meeting being postponed, the Honorary Secretary must notify all members not later than 3 days of the new date and venue fixed for the postponed General Meeting.

8 COUNCIL

8.1 COMPOSITION

a) The Society shall be managed by a Council consisting of the President, the President-elect, the Immediate Past President, the Honorary Secretary, the Honorary Assistant Secretary, the Honorary Treasurer and four Ordinary Council Members. Only Malaysian citizens who are O&G Specialists on the National Specialist Register (NSR) or who are no longer on the NSR by virtue of retirement are entitled to become Council members.

b) The President-elect shall serve on the Council until the next Annual General Meeting of the Society thereafter assuming the office of President.

c) The President-elect, the Honorary Secretary, the Honorary Assistant Secretary, the Honorary Treasurer and the four Ordinary Members of Council shall be elected at the Annual General Meeting and shall hold office until the following Annual General Meeting.

d) To be eligible for election, the President-elect, Honorary Secretary and Honorary Treasurer shall have served on the Council in any capacity for at least one term in the three years preceding the election.

8.2 MEETINGS

a) The Council of the Society shall meet at least once in every two months or as and when necessary.

b) There shall be at least 7 days' notice for the Council meeting.

c) Five members of the Council shall form a quorum.

d) Decisions will be carried on a simple majority with the President having a casting vote.

8.3 POWERS AND DUTIES

Council will be responsible for the overall management which includes:-

- a) Strategic planning for the present and future.
- b) Determining the Committees required to achieve the stated objectives in Clause 3 and establishing their Terms of Reference (ToR) and Standard Operating Procedures (SOPs).
- c) Activities that will benefit members including Courses, Annual, Regional and International Congresses as appropriate.
- d) Prudent fiscal management/investment for the longevity of the Society.
- e) Maintaining accurate records of Members, Activities, Meetings and Finances.
- f) Ensuring smooth day-to-day operations by an efficient Secretariat.
- g) The power to fill casual vacancies on the Council with the exception of the position of (i) Immediate Past President which will automatically become redundant and (ii) President-elect which will require a Special General Meeting to be convened.

9 POWERS AND DUTIES OF OFFICE BEARERS

9.1 President

The President shall take the Chair at the General Meeting of the Society and all meetings of Council. The President shall have the right to call meetings of the Council. The President shall have the casting vote at any meeting of Council.

9.2 President-elect

All the powers, duties and responsibilities of the President shall in the President's absence, be assumed by the President-elect.

9.3 Honorary Secretary

a) The Honorary Secretary shall be responsible for summoning all General Meetings and all meetings of the Council.

b) The Honorary Secretary shall keep the minutes of the General Meetings of the Society as well as the Meetings of the Council and shall keep all members informed of all the important activities.

c) The Honorary Secretary shall conduct the correspondence of the Society under the direction of the President of the Council and shall keep a register of all members of the Society.

d) At least 28 days before the date fixed for the Annual General Meeting of the Society, the Honorary Secretary shall inform all members of the Society via the

official website, email or ordinary mail of the date, time and venue fixed for the Annual General Meeting and invite any Resolutions to be submitted [Clause 7.1 (c) and (d)].

e) At least 14 days before the date fixed for the Annual General Meeting of the Society, the Honorary Secretary shall send to all members of the Society the Agenda to be transacted as well as any Resolutions submitted [Clause 7.1 (e)]. This Notice must be accompanied by:-

i) a report of the Council on the activities of the Society during the year preceding AND,

ii) an audited statement of accounts for the last financial year.

This Notice and accompanying documents may be sent in electronic format in which instance some hard copies will be made available at the registered office as well as the venue of any physical meeting.

f) The Council may delegate to a paid secretary such of the above duties of the Honorary Secretary as the Council shall from time to time decide.

9.4 Honorary Assistant Secretary

The Honorary Assistant Secretary shall assist the Honorary Secretary in the performance of their duties. All the powers, duties and responsibilities of the Honorary Secretary shall be assumed by the Honorary Assistant Secretary in the absence of the Honorary Secretary.

9.5 Honorary Treasurer

a) The Honorary Treasurer shall be responsible for the collection and accounting of all funds of the Society and shall issue receipts for all payments made to the Society.

b) The Honorary Treasurer shall open such bank accounts as the Council may direct and shall deposit therein all monies received on behalf of the Society. All cheques or withdrawal notices including electronic transactions on the Society's account shall be signed or operated jointly by any 2 of the 3 office bearers, namely, the President, the Honorary Treasurer and the Honorary Secretary. As far as practicable, the Honorary Treasurer should be a signatory.

c) At the end of January of each year the Honorary Treasurer shall give notice to all members whose subscriptions have lapsed.

d) The Honorary Treasurer shall be responsible for the preparation of the audited statement of accounts. As soon as possible after the end of each financial year, a statement of receipts and payments and a balance sheet for the year shall be prepared by the Honorary Treasurer and audited by the Auditors appointed under Clause 11. The audited accounts shall be submitted for approval at the next Annual General Meeting and copies shall be made available at the registered place of business of the Society for the perusal of members.

e) The Honorary Treasurer shall be responsible for the preparation of the budgeted statement of accounts for the following financial year.

9.6 Ordinary Council Members

The four Ordinary Council Members shall fully offer their cooperation in the efficient running of the Society and its activities at all times.

10 FINANCIAL PROVISIONS

A) The financial year of the Society shall commence on 1st January and end on 31st December.

b) The Honorary Treasurer may hold a petty cash advance not exceeding RM3,000.00 at any one time. All money in excess of this sum shall within 7 days of receipt be deposited in a bank approved by the Council. The bank account shall be in the name of the Society.

c) With regards to expenditures during the term of Council not previously budgeted for or which had not previously been sanctioned at a General Meeting:

i) Council can only approve expenditures up to and including a sum of RM100,000.00. Any amount in excess of RM100,000.00 will require approval at a General Meeting. The exception would be expenditures for organising Annual Congresses and AGM approved Regional/International Congresses where a dedicated account should be operated with accurate records maintained of income and expenditure.

ii) The President, Honorary Secretary and Honorary Treasurer can approve expenditures up to and including a sum of RM10,000.00 for day-to-day operations.

11 AUDITORS

To appoint two Honorary Auditors and an External Auditor during the Annual General Meeting for the coming year.

12 PROPERTY ADMINISTRATOR

A) If the Society acquires any immovable property, such property shall be vested in trustees upon the execution of a Deed of Trust by such trustees.

b) Any trustee at any time may resign their trusteeship.

c) If a trustee dies or becomes a lunatic or of unsound mind or is absent from Malaysia for a period of one year, they shall be deemed to have resigned their trusteeship.

- d) If a trustee is guilty of misconduct of such a kind as to render it undesirable that they continue as a trustee, a General Meeting may remove them from their trusteeship.
- e) Vacancies in the trusteeship may be filled at a General Meeting such that the number shall not be greater than five or less than two.
- f) Notice of any proposal to remove a trustee from their trusteeship or to appoint a new trustee to fill a vacancy must be given by affixing in the premises of the Society a document containing such proposal at least 14 days before the meeting at which the proposal is to be discussed. The result of such meeting shall then be notified to the Registrar of Societies.

13 AMENDMENT OF CONSTITUTION

- A) Amendments to this Constitution shall only be made at the Annual General Meeting of the Society.
- b) The proposed amendments to the Constitution shall be made in writing to the Honorary Secretary at least 21 days before the date of the Annual General Meeting.
- c) The proposed amendments shall be circulated to all members of the Society, at least 14 days before the date of the Annual General Meeting.
- d) The proposed amendments shall only be entered in the Constitution if:-
 - i) two thirds of those members attending the Annual General Meeting vote in favour AND,
 - ii) such amendments have been approved by the Registrar of Societies.

14 DISSOLUTION

- A) The Society shall not be dissolved except with the consent of not less than 60% of the members of the Society expressed either in person at a General Meeting convened for the purpose or by postal vote.
- b) In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged and the remaining funds will be disposed of in such manner as decided in the same meeting.
- c) Notice of dissolution duly signed by the three principal office bearers will be given within 14 days of the dissolution to the Registrar of Societies.

15 LOGO

Description

The emblem has the following features:

a) The shield in the centre:-

Lower half of the shield is blue in colour and in the centre is a circle and within the circle is a mother holding a child in white colour against a background of blue and red.

Upper half of the shield is white in colour with an opened book blue in colour. The book signifies its academic role engaged in postgraduate training and with close links with the universities.

b) On either side of the shield is a floral motif (the coat of arms) blue and silver in colour with a red Bunga Raya flower on either side (Malaysian National Flower).

c) Above the shield is a yellow moon crescent and above the crescent is an orange/red coloured sun. In the centre of the sun is a tiger head (Malaysian National Animal), a staff with five-pointed crown on top and a snake coiled around the staff (symbol of the medical profession).

The sun and the moon crescent show the link with the Royal College of Obstetricians and Gynaecologists of London. It also signifies that its members work night and day in the pursuit of excellence in their profession.

d) Below the shield are the words "OBSTETRIK, GINEKOLOGI, MALAYSIA".

LAMPIRAN

1. Bendera
 -
 - Keterangan
 -
2. Lambang



Obstetrical and Gynaecological Society of Malaysia

- Keterangan
-
3. Lencana
 -
 - Keterangan
 -