



RULES FOR ESTABLISHMENT OF  
MALAYSIAN GEOTECHNICAL SOCIETY  
(PERTUBUHAN GEOTEKNIKAL MALAYSIA)  
(MGS)

# CONSTITUTION

## PERTUBUHAN GEOTEKNIKAL MALAYSIA (MALAYSIAN GEOTECHNICAL SOCIETY)

### CLAUSE 1 NAME

1. The Association shall be known as

**PERTUBUHAN GEOTEKNIKAL MALAYSIA (MALAYSIAN GEOTECHNICAL SOCIETY)**

Hereinafter referred to as "the Association".

2. Meaning of name : **MGS**
3. Level : **Kebangsaan**

### CLAUSE 2 ADDRESS

1. The registered address is

**NO. 2, ROAD 8/2C  
46050 PETALING JAYA  
SELANGOR**

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

**Suite 203, MBE One Utama, Lot LG109B,  
One Utama Shopping Centre,  
No. 1, Lebuhraya Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan**

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

### CLAUSE 3 OBJECTIVE

3.1 The object of the Society is to promote the theory and good practice of geotechnical engineering and to foster the involvement of its members in national as well as international activities.

#### 3.2 Powers

In furtherance of the objects but not otherwise the Executive Committee (hereinafter referred to as "Committee") may exercise the following powers:

- a. power to raise funds and to invite and receive contributions, with prior approval with relevant authorities, provided that in raising funds the Executive Committee shall not undertake any trading activities and shall conform to the requirements of the law;
- b. power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- c. power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Society;
- d. power subject to any consents required by law to borrow money and to charge all or any part of the property of the Society with repayment of the money so borrowed;
- e. power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff;
- f. power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- g. power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- h. power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- i. power to do all such other lawful things as are necessary for the achievement of the objects.

#### **CLAUSE 4 MEMBERSHIP**

4.1 Membership shall be opened to all Professional Engineers registered in Board of Engineers, Malaysia (BEM), and Corporate Members of The Institution of Engineers, Malaysia (IEM) practising in the field of geotechnical engineering in Malaysia and subjected to approval of the Committee.

4.2 An applicant with engineering qualifications, but do not fall into the category as in Clause 4.1, shall be admitted as an Associate Member, subject to approval of the Committee. Associate Members shall enjoy the same privileges but have no voting rights or hold office, and shall pay the same amount of annual subscription as Ordinary Members.

4.3 An applicant without engineering qualification, shall be admitted as an Affiliate, subject to approval of the Committee. Affiliate shall enjoy the same privileges but have no voting rights or hold office, and shall pay the same amount of annual subscription as Ordinary Members.

4.4 An applicant, who is enrolled in any tertiary education institution, shall be admitted as a Student Member, subject to approval of the Committee. Student Members shall enjoy the same privileges but have no voting rights or hold office, and shall pay the same amount of annual subscription as Ordinary Members.

4.5 Subscriptions may be modified with the approval of the Annual General Meeting

or a Special General Meeting.

## **CLAUSE 5 RESIGNATION AND TERMINATION**

5.1 Any member who wishes to resign from the Society shall give one month's notice in writing to the Secretary General and shall pay up all dues.

5.2 Any member who fails to comply with the rules of the Society or has acted in a manner to bring disrepute upon the Society may be expelled or suspended for a period of time as the Committee deems fit. Before the Committee expels or suspends the member, the member shall be informed of the grounds for such expulsion or suspension in writing and be given an opportunity to explain and clear himself in person. Such suspension or expulsion shall be enforced unless otherwise reversed by a general meeting upon appeal by the said member.

## **CLAUSE 6 SOURCE OF INCOME**

6.1 The entrance fee and subscription payable shall be as follows:-

Entrance fee nil

Annual subscription RM150 (Ringgit Malaysia One Hundred and Fifty only).

6.2 All annual subscriptions shall be payable to the Society in advance within the first month of each year.

6.3 Any member who allows his arrears to exceed one year's subscriptions shall receive a written notification signed by or on behalf of the Secretary General, and shall be denied the privileges of membership until he settles his arrears.

6.4 Any member who allows his arrears to exceed two years' subscription shall automatically cease to be a member of the Society.

6.5 The Committee shall have the power to fix a re-entrance fee for any person who has allowed his membership to lapse through arrears.

6.6 Special subscriptions or levies for particular purposes may be raised from members by resolution of the general meeting of the Society. If any member fails to pay such subscription within such period as may be resolved, the amount due shall be treated in the same way as arrears of yearly subscription.

6.7 Economic Activities - The Society is allowed to engage in economic activities such as conduct or organise or co-organise training activities preferably related to geotechnical engineering as training provider, exhibitions, conferences etc.

## **CLAUSE 7 GENERAL MEETING**

7.1 The supreme authority of the Society is vested in a general meeting of the members. One-half of the voting membership of the Society or the voting members

present represent twice the total number of committee members, whichever is the lower, must be present at a general meeting for its proceedings to be valid and to constitute a quorum. Proxy votes formalised in accordance with Paragraph 7.10 shall be counted in determining the quorum.

7.2 If half an hour after the time appointed for the meeting a quorum is not present, those voting members who are present shall constitute a quorum but shall not have the power to alter the rules of the Society or make any decision affecting the whole membership.

7.3 An annual general meeting of the Society shall be held as soon as possible after the close of each financial year but not later than June on a date and a time and place to be decided by the Committee. The business of the annual general meeting shall be:-

- a. To receive the minutes of the previous annual general meeting;
- b. To receive the Committee's report on the working of the Society during the previous year;
- c. To receive the reports from Secretary General and Honorary Treasurer and the audited accounts of the Society for the previous year;
- d. To elect a Committee and to appoint auditors for the ensuing year;
- e. To deal with such other matters as may be put before it.

7.4 The Secretary General shall send to all members at least 30 days before the meeting an agenda including copies of minutes and reports, together with the audited accounts of the Society for the previous year. Copies of these documents will also be made available at the registered place of business of the Society for the perusal of members.

7.5 An extraordinary general meeting of the Society shall be convened:-

- a. Whenever the two-third of the Committee deems it desirable;
- or
- b. At the joint request of members in writing of not less than twice the number of committee members, stating the objects and reasons for such meeting.

7.6 An extraordinary general meeting requisitioned by members shall be convened for a date within thirty days of the receipt of such requisition.

7.7 Notice and agenda for an extraordinary general meeting shall be forwarded by the Secretary General to all members at least fifteen days before the date fixed for the meeting.

7.8 Paragraphs 7.1 and 7.2 of these rules regarding the quorum shall apply also to an extraordinary general meeting, but with the provision that if no quorum is present after half an hour from the time appointed for a postponed extraordinary general meeting requisitioned by the 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.

7.9 The Secretary General shall forward to all members a copy of the draft minutes

of each annual and extraordinary general meeting as soon as possible after its conclusion.

7.10 A Member, who is not able to be present in the meeting, may transfer his/her voting rights to any voting member having notified this in writing to the Secretary General 7 days before the meeting. No voting member may carry more than two such proxy votes.

7.11 Postal or email balloting is acceptable subject to the approval of the Committee.

## **CLAUSE 8 COMMITTEE**

8.1 A committee consisting of the following, who shall be termed the office-bearers of the Society, shall be elected at the annual general meeting:-

- a. President
- b. Deputy President
- c. Secretary General
- d. Honorary Treasurer
- e. Up to 6 Ordinary Elected Committee Members
- f. Immediate Past President

In addition, the Committee may co-opt up to ten (10) additional members of the Society to attend (generally for a period of one year). Selection shall be by majority vote. These Co-opted members shall have no voting rights at Committee meetings

8.2 All office-bearers of the Society and every officer performing executive functions in the Society shall be Malaysian citizens. They shall be Professionals registered by the Board of Engineers, Malaysia.

8.3 No member shall hold the position of President for a continuous period longer than two (2) terms (one year term). If the President is not able to serve or had not been re-elected or his term of office ends after the 2 terms, the post of the President shall be automatically filled by the Deputy President elected as per 8.4. At the conclusion of his term as President, the President will automatically become the Immediate Past President.

8.4 The re-election of the President shall be held at the last committee meeting of the Society held prior to the Annual General Meeting.

8.5 The Deputy President shall be elected from the serving Committee Members of the Society. The nomination and election of the Deputy President shall be made by the Committee Members at the last meeting of the Society held prior to the Annual General Meeting.

8.6 The posts of Secretary General and Honorary Treasurer and the Committee members would be elected from the registered members at the Annual General Meeting.

8.7 Names for the above offices in paragraph 8.1 shall be proposed and seconded and election will be by a simple majority vote of the members at the annual general meeting. All the office-bearers shall be eligible for re-election each year. The election officer shall not take part in the election.

8.8 The function of the Committee is to organize and supervise the day-to-day activities of the Society and to make decisions on matters affecting its running within the general policy laid down by the general meeting. The Committee shall not act contrary to the expressed wishes of the general meeting without prior reference to it and shall always remain subordinate to the general meeting. It shall furnish a report to each annual general meeting on its activities during the previous year.

8.9 The Committee shall meet at least once in every quarter of the year with not less than four (4) meetings in a year. The President acting alone or not less than three of its members acting together may call for a meeting of the Committee to be held at any time. At least one half of the Committee members must be present for its proceedings to be valid and to constitute a quorum.

8.10 Where any urgent matter requiring the approval of the Committee arises and it is not possible to convene a meeting, the Secretary General may obtain such approval by means of a circular letter or email. The following conditions must be fulfilled before a decision of the Committee is deemed to have been obtained:-

- a. The issue must be clearly set out in the circular and forwarded to all members of the committee;
- b. At least one-half of the members of the Committee must indicate whether they are in favour or against the proposal; and
- c. The decision must be by a majority vote. Any decision obtained by circular letter or email shall be reported by the Secretary General to the next Committee meeting and recorded in the minutes thereof.

8.11 Any member of the Committee who fails to attend three consecutive meetings of the committee without satisfactory explanation shall be deemed to have resigned from the Committee.

8.12 In the event of the death or resignation of a member of the Committee, the Committee shall have the power to co-opt any other member of the society to fill the vacancy until the next election of office-bearers.

8.13 The Committee shall give instructions to the Secretary General and other officers for the conduct of the affairs of the Society. It may appoint such officers and such staff as it deems necessary. It may suspend or dismiss any officers or member of the staff for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the Committee, or for any other reason which it deems good and sufficient in the interest of the Society.

8.14 The Committee may appoint any sub-committee for any purpose arising out of or connected with any of the duties, functions and aims laid down under the rules. Any member can become members of this sub-committee.

9.1 The President shall during his term of office preside at all general meetings, all meetings of the committee and shall be responsible for the proper conduct of all such meetings. He shall have the casting vote and shall sign the minutes of each meeting at the time they are approved.

9.2 He shall, in conjunction with the Secretary General and Honorary Treasurer sign all cheques on behalf of the Society.

9.3 The Deputy President shall deputize for the President during the latter's absence.

9.4 The Secretary General shall conduct the business of the Society in accordance with the rules, and shall carry out the instructions of the general meeting and of the Committee. He shall be responsible for conducting all correspondence and keeping all books, documents and paper except the accounts and financial records. He shall attend all meetings, and record all proceedings. He shall keep a membership register consisting of details such as name, identity card number, date and place of birth, occupation, name and address of employer and residential address. He shall in conjunction with the President and the Honorary Treasurer, sign all cheques on behalf of Society. He shall file annual returns within 60 days from the date of the annual general meeting to the Registrar of Societies.

9.5 The Honorary Treasurer shall be responsible for the finances of the Society. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall in conjunction with the President and the Secretary General sign all cheques on behalf of the Society.

9.6 The Ordinary Committee Members shall carry out such duty as directed by the President or the Committee.

## **CLAUSE 10 FINANCIAL PROVISION**

10.1 Subject to the following provisions in this rules, the funds of the Society may be expended for the purpose necessary for the carrying out of its objects, including the expenses of 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.

10.2 The Honorary Treasurer may hold a petty cash advance not exceeding RM5000 (Ringgit Malaysia Five Thousand only) at any one time. All money in excess of this sum shall within seven days of receipt be deposited in a bank approved by the Committee. The bank account shall be in the name of the Society.

10.3 All cheques or withdrawal notices on the Society's account shall be signed jointly by two signatories from the following: the President or the Secretary General and the Honorary Treasurer. In the absence of the President, the Secretary General or the Honorary Treasurer for a long period, the Committee shall appoint one of its members to sign in his place.

10.4 No expenditure exceeding RM1,000 (Ringgit Malaysia One Thousand only) at any one time shall be incurred without the prior sanction of the Committee, and no expenditure exceeding RM5,000 (Ringgit Malaysia Five Thousand only) in any one month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM1,000 (Ringgit Malaysia One Thousand only) at any one time may be incurred by the President together with the Secretary General or the Honorary Treasurer.

10.5 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 Honorary Auditors appointed under the rule

11. The audited accounts shall be submitted for the approval of 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.

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

## **CLAUSE 11 AUDITORS**

11.1 Two persons, who shall not be office-bearers of the Society, shall be appointed, by the annual general meeting as Honorary Auditors. They shall hold office for one year and may be reappointed.

11.2 The Honorary Auditors shall be required to audit the accounts of the Society for the year, and to prepare a report or certificate for the annual general meeting. They may also be required by the President to audit the accounts of the Society for any period within their tenure of office, at any date, and to make a report to the Committee.

## **CLAUSE 12 PROPERTY ADMINISTRATOR / TRUSTEES**

12.1 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 be vested in them all immovable properties whatsoever belonging to the Society upon execution of a Deed of Trust.

12.2 The Trustees shall not sell, withdraw or transfer any of the property of the Society without the consent and authority of a general meeting of members.

12.3 A Trustee may be removed from office by a general meeting on the grounds that, owing to ill health, unsoundness of mind, absence from the country or for any other reasons, 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 by a general meeting.

## **CLAUSE 13 INTERPRETATION**

13.1 Between annual general meetings the committee shall interpret the rules of the Society and when necessary, determine any point on which the rules are silent.

13.2 Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting, the decisions of the Committee shall be binding on all members of the Society unless and until countermanded by a resolution of a general meeting.

#### **CLAUSE 14 ADVISOR / PATRON**

The Committee shall if it deems fit and necessary appoint qualified persons to be the Advisor or Patron of the Society. The person appointed must give his consent in writing.

#### **CLAUSE 15 PROHIBITION**

15.1 None of the following games shall be played in the premises of the Society: Roulette, Lotto, Fan Tan, Poh, Peh Bin, Belankai, Pai Kau, Tau Ngau, Tien Ngau, Tien Kow, Chap Ji Kee, Sam Cheong, Twenty One, Thirty One, Ten and a half, all games of dice, bankers' games, all video games and all games of mere chance.

15.2 Neither the Society nor its members shall attempt to restrict or in any other manner interfere with the trade or prices or engage in any Trade Union activities as defined in the Trade Union Act, 1959.

15.3 The Society shall not hold any lottery, whether confined to its members or not, in the name of the society, its office-bearers or members without prior approval from the authorities concerned.

15.4 "Benefits" as mentioned under section 2 of the Societies Act 1966 shall not be given by the Society to any of its member.

#### **CLAUSE 16 AMENDMENT OF CONSTITUTION**

These Rules shall not be amended except by resolution of a general meeting. Such amendments shall take effect from the date of their approval by the Registrar of Societies. Any amendment to the rules shall be forwarded to the Registrar of Societies within 60 days of being passed by the general meeting.

#### **CLAUSE 17 DISSOLUTION**

17.1 The Society may be voluntarily dissolved by a resolution of not less than half of the total membership registered.

17.2 In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds shall be disposed of in such manner as may be decided upon by a general meeting.

17.3 Notice of dissolution shall be forwarded to the Registrar of Societies within 14 days of its dissolution.

## CLAUSE 18 **FLAG, LOGO AND BADGE**

### 1. Flag

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Description

- na -

### 2. Logo



Description

### 3. Badge

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Description

- na -