



# **THE CONSTITUTION**

**PERSATUAN PERUBATAN MALAYSIA  
MALAYSIAN MEDICAL ASSOCIATION**

**Updated in  
September 2017**

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# CONSTITUTION PERSATUAN PERUBATAN MALAYSIA (MALAYSIAN MEDICAL ASSOCIATION)

## CLAUSE I - NAME

(1) The Association shall be known as

**“PERSATUAN PERUBATAN MALAYSIA” (MALAYSIAN MEDICAL ASSOCIATION)** Hereafter referred to as **“ the Association”**.

(2) Meaning of name :

(3) Level : Lain-lain

## CLAUSE 2 – ADDRESS

(1) The registered address is

**BANGUNAN MMA, 124, JALAN PAHANG,  
53000 KUALA LUMPUR,  
WILAYAH PERSEKUTUAN KUALA LUMPUR**

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

**BANGUNAN MMA, 124 JALAN PAHANG  
53000 KUALA LUMPUR,  
WILAYAH PERSEKUTUAN KUALA LUMPUR**

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

## CLAUSE 3 – AIMS AND OBJECTIVES

### (1) Aims and Objectives

The Objects of the Association are:

(i) To promote and maintain the honour and interest of the profession of medicine in all its branches and in every one of its segments and help to sustain the professional standards of medical ethics.

- (ii) To serve as the vehicle of the integrated voice of the whole profession and all or each of its segments both in relation to its own special problems and in relation to educating and directing public opinion on the problems of public health as affecting the community at large.
- (iii) To participate in the conduct of medical education, as may be appropriate.
- (iv) To promote social, cultural and charitable activities in building a united Malaysian nation.
- (v) To participate in, or invest a portion of the Association's funds in any entity, corporation, association, etc by way of joint venture, business partnership, commercial arrangement, transaction and/or any legal means permitted which would be in the interest of the association, and beneficial to, and be advantageous, profitable or calculated directly or indirectly to enhance any or all of the Association's fixed, current, liquid assets, properties, business, investments, commercial arrangements, and rights, provided always that they be not in conflict with the Code of Medical Ethics.

## **(2) Powers**

In the pursuit and furtherance of the Objects, the Association shall have the following powers:

- (i) To arrange periodical meetings of the members or any segment thereof.
- (ii) To prepare and publish scientific papers, journals and other publications, with the prior approval of the authority concerned.
- (iii) To acquire property by purchase, build or lease or otherwise occupy premises, to deal with such property; to invest such liquid assets as it may have and in a proper case borrow as may be necessary.
- (iv) To create a special account or accounts, payments from which shall be at the absolute discretion of the Council, to assist members of the Association or their dependents, provided that no mutual benefit activities as defined under Section 2 of the Societies Act 1966 may be carried out by the Association.
- (v) To collect or otherwise acquire sums of money for educational, scientific and charitable purposes and to establish, manage and maintain a Foundation Fund for such purposes.

## **CLAUSE 4 – MEMBERSHIP**

The membership of the Association shall consist of the following categories:-

### **(1) Honorary Membership**

The Association may confer Honorary Membership on those persons who, whether or not registered in the Medical Register, have done exceptional work in the fields of Medicine and allied sciences or have rendered meritorious service in the cause of Medicine and associated sciences or to this Association.

### **(2) Life Membership**

Life Membership of the Association shall be opened to Ordinary Members who in place of annual subscription to the Association, shall have contributed to the Capital of the MMA Special Savings (Life Investment) Fund established by the Association, an amount determined by the Annual General Meeting from time to time. The annual income, generated by investment of the Accumulated Capital contributions of each member to the Fund shall be irrevocably assigned in perpetuity by the contributor to the Council of the Association to disburse as it deems fit.

### **(3) Ordinary Membership**

Ordinary Membership shall be opened to every medical practitioner whether registered or provisionally registered or conditionally registered in the Register kept by the Registrar of Medical Practitioners and those terms shall have the meaning assigned to them by the Medical Registration Ordinance currently in force.

### **(4) Overseas Membership**

Overseas Membership shall be opened to a registered medical practitioner whose permanent residence is outside Malaysia.

### **(5) Associate Membership**

Associate Membership shall be opened to para-Medical Personnel who being qualified in their respective profession legally practise in Malaysia.

### **(6) Student Membership**

Student Membership shall be opened to:

- (i) registered medical students who are citizens of Malaysia and who are undergraduates in any medical school recognised by the Malaysian Medical Council; and/or



- (ii) registered foreign medical students who are undergraduates in any medical school in Malaysia recognised by the Malaysian Medical Council provided that no local University or University College student shall be admitted as a member without the prior written approval of the Vice-Chancellor concerned.

## **(7) Exempt Membership**

Exempt Membership shall be open to medical practitioners who have been Ordinary Members in good standing of at least 20 years and have attained the age of 65 years.

## **(8) Privilege of Membership**

- (i) The privilege of membership is the participation in all activities arranged or organized by the Association including:
  - (a) the Council and its committees;
  - (b) the Branch and its Sub-committees; and/or
  - (c) Sections, Societies and its Sub-committees;
- (ii) Honorary, Associate, Student and Overseas members will enjoy all the privileges of Ordinary/Life and Exempt membership except that of voting or of holding office in the Council and Branch Committees of the Association.
- (iii) All members of the Council and officers of the Association including Branches, Sections, Societies, Committees and Representatives to Government and Non-Governmental Organisations shall be Malaysian citizens.

## **(9) Procedure for Election of Members**

- (i) All membership except Honorary Membership under Clause 4 (1) shall be deemed to be by election and acceptance by the Council of the Association, hereinafter called "The Council". The Council shall not be required to give any reasons for its acceptance or non acceptance of any application for membership.
- (ii) All applications for membership shall be in the prescribed form made to the Council.
- (iii) Upon the application being accepted by the Council the member shall be deemed to have been elected to the appropriate category of membership for which the application has been made and any applicant so elected shall be entitled to all the privileges of membership and shall be bound by all the Rules of the Association as may be appropriate.

- (iv) The Council may delegate the function of considering application for membership and accepting and electing members to any Committee of itself for convenience and speed.
- (v) The power and privilege of proposing to the Annual General Meeting any person for Honorary Membership of the Association is vested in the Council. The Honorary Member proposed shall be elected by a majority of votes at the Annual General Meeting of the Association.

## **CLAUSE 5 – RESIGNATION AND TERMINATION**

- (1) Termination of membership shall take place in any one or more of the following ways:
  - (i) By clear intention expressed in writing to resign membership for whatever cause.
  - (ii) Automatically on the 31<sup>st</sup> December of the year when the annual membership subscription falls into arrears if the annual membership subscription of the member is still in arrears.
  - (iii) Automatically on the day the name of the member is removed from the Medical Register maintained by the Malaysian Medical Council.
  - (iv) By expulsion by the Association acting in accordance with the procedure prescribed by the Code of Ethics and Rules of the Ethics Committee prescribed by the Association and binding on all members.
- (2) Provided however:
  - (i) Termination or Resignation shall not affect any liability to pay the subscription due and payable as on the date of such termination.
  - (ii) The Council may in its absolute discretion restore membership terminated under Clause 5 (1) (ii) above upon being satisfied that there were good reasons for the subscription having fallen into arrears, and a tender of all such arrears having been made.
  - (iii) In the event of the member being restored to the Register of the Association by the Council he/she shall automatically resume such membership subject to payment of all subscriptions and debts due and payable to the Association.
  - (iv) (a) Two (2) years after a member has had his membership of the Association terminated under Clause 5 (1) (iii) and (iv) and Clause 5 (3) and Clause 29, the member may apply to the Council for reinstatement and restoration of his/her membership privileges and make a case for this in writing.

- (b) The Council after studying the member's representations and interviewing the member may restore his/her membership or reject his/her application without assigning any reason.
  - (c) The member may appeal against the decision of the Council to a Special General Meeting or the Annual General Meeting to reinstate him/her and the decision of the General Meeting shall be final.
  - (v) All membership subscriptions already paid shall not be refundable on termination of membership.
- (3) The Executive Committee and the Investigating Committee shall conduct disciplinary inquiries as provided under Clause 29.

## **CLAUSE 6 – ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES**

### **(1) Entrance Fees**

The rate of annual subscriptions payable shall be in accordance with Clause 6 (3).

### **(2) Subscriptions**

- (i) The Annual General Meeting on the recommendation of Council shall determine from time to time the rate of annual subscriptions payable by all categories of members except Honorary Members subject to the prior approval of the Registrar of Societies.
- (ii) The subscriptions shall become due and payable on 1<sup>st</sup> January of each year without any notice from the Association and shall become an undischarged debt due to the Association on the 30<sup>th</sup> June of the same year.
- (iii) If any member shall fail to pay subscription for any year and this failure shall continue to persist on the 30<sup>th</sup> June of that year, that member shall cease to enjoy all the benefits and privileges available to or enjoyed by members in benefit immediately (and shall not be eligible to attend or vote at any general meeting of the Association) and if such member shall:
  - (a) continue to fail to settle the subscription in arrears for that year when it fell due and the subscription in arrears remain outstanding on the 31<sup>st</sup> of December of that year, he/she shall automatically cease to be a member of the Association **SUBJECT TO Clause 5 (1) (ii)**; or
  - (b) settle the subscription in arrears for that year when it fell due before the 31<sup>st</sup> December of that year, all benefits and privileges available to or enjoyed

by members in benefit shall be immediately restored and for avoidance of doubt, in such an event, the period of the membership of such member shall not be taken to have been broken by virtue of the cessation of his/her membership prior to his/her settlement of the subscription in arrears within that same year when it fell due.

- (iv) A member in benefit is a member who is not in arrears of subscriptions for more than six (6) months.

### **(3) Rate of Annual Subscriptions**

The rate of annual subscriptions payable by each category of membership shall be:

- (i) Ordinary Members  
RM250.00 per annum
- (ii) Overseas Members  
RM500.00 per annum
- (iii) Associate Members  
RM 250.00 per annum
- (iv) Student Members  
RM50.00 per annum
- (v) Joint Members  
Spouses of members will pay half of the membership fees in any category specified in Clause 6 (3) (except student members).

### **(4) Reduction of Subscriptions**

The Council may reduce annual subscriptions for members as follows:

- (i) RM150.00 for all registered Medical Practitioners in the first 10 years of practice.
- (ii) New members in any category of membership specified in Clause 6 (3) (except student members) enrolled in the period 1<sup>st</sup> July to 31<sup>st</sup> December, the membership fee will be halved for that particular year.

### **(5) Life Membership Contributions**

- (i) An Ordinary Member can become a Life Member upon paying RM2,500.00 to the capital of the Special Life Investment Fund to be eligible for election by Council as a Life Member. Clause 4 (2) refers.

- (ii) An Ordinary Member who is a spouse of a Life Member shall contribute half of RM2,500.00 to qualify for Life Membership.
- (iii) A House Officer in the first 2 years of government service who is an ordinary member can become a life member upon paying RM 1500 to the capital of the Special Life Investment Fund to be eligible for election by Council as a Life Member. Clause 4 (2) refers.

#### **(6) Members Not Gainfully Employed**

The Council may waive annual subscriptions for members who are in good standing and are no more gainfully employed due to illness or disability.

#### **(7) Exemption**

A medical practitioner who has been an Ordinary member in good standing of at least twenty (20) years and has attained the age of sixty five (65) shall be eligible for exemption from further payment of annual subscription of the Association.

#### **(8) Arrears of Subscriptions**

- (i) If any member shall fail to pay subscription for any year and this failure shall continue to persist on the 30<sup>th</sup> of June of that year, that member shall cease to enjoy all the benefits and privileges available to or enjoyed by members in benefit immediately (and shall not be eligible to attend or vote at any general meeting of the Association) and if such member shall:
  - (a) continue to fail to settle the subscription in arrears for that year when it fell due and the subscription in arrears remain outstanding on the 31<sup>st</sup> of December of that year, he/she shall automatically cease to be a member of the Association **SUBJECT ALWAYS TO Clause 5 (1) (ii)**; or
  - (b) settle the subscription in arrears for that year when it fell due before the 31<sup>st</sup> of December of that year, all benefits and privileges available to or enjoyed by members in benefit shall be immediately restored and for avoidance of doubt, in such an event, the period of the membership of such member shall not be taken to have been broken by virtue of the cessation of his/her membership prior to his/her settlement of the subscription in arrears within that same year when it fell due.
- (ii) Ordinary Members in arrears of subscriptions for six (6) months on the 30<sup>th</sup> of June each year shall have their names automatically removed from the Electoral Roll and shall not be eligible to vote. If by 31<sup>st</sup> December they have yet to pay their dues then the member would have to re-apply to join the Association as a fresh member, and the Council needs to approve the membership.

- (iii) Members shall be notified by letter of the removal of their names from the membership register.
- (iv) All office bearers of the Council must be members in benefit, as defined in Clause 6 (2) (iv), at the time of appointment and throughout their respective tenures as office bearers.

## **CLAUSE 7 – DELEGATES MEETING**

### **(1) The Annual General Meeting**

- (i) The Annual General Meeting of the Association is the Principal Body of the Association to administer the Association. The Annual General Meeting shall be held before 30<sup>th</sup> June each year at a convenient centre in each of the Branches of the Association by rotation, for the following purposes:
  - (a) To confirm and discuss matters arising from the minutes of the previous Annual General Meeting and Special General Meetings held the previous year.
  - (b) To conduct the elections for office bearers i.e. President-Elect, Honorary General Secretary, Honorary General Treasurer and two (2) Honorary Deputy Secretaries.
  - (c) To receive from the Council and to adopt a report of the activities of the Association during the year preceding.
  - (d) To receive from the Council and to adopt an audited Statement of Accounts for the preceding year together with reports of the Internal and External Auditors and the budget for the current year.
  - (e) To receive from the Ethics Committee the reports of the activities of the Ethics Committee during the preceding year.
  - (f) To accept and declare as President for the ensuing year the President-Elect of the year preceding.
  - (g) To accept and declare as Immediate Past President, the President of the previous year.
  - (h) To accept and declare the President-Elect for the ensuing year.
  - (i) To accept and declare the Honorary General Secretary for the ensuing year.

- (j) To accept and declare the Honorary General Treasurer for the ensuing year.
  - (k) To accept and declare two (2) Honorary Deputy Secretaries for the ensuing year.
  - (l) To accept and declare the Branch Representatives to the Council including alternate representative(s) elected by the respective Branches for the ensuing year.
  - (m) To accept and declare the SCHOMOS representative and PPSMMA representative to the Council who have been elected by these Sections.
  - (n) To elect two (2) Honorary Auditors and appoint the External Auditors for the ensuing year.
  - (o) To decide on any Resolution to amend the Constitution and on other Resolutions which have been duly submitted to the meeting as provided for, under Clause 7 (1) (iii).
  - (p) To decide on the venue of the next Annual General Meeting.
- (ii) At least twelve (12) weeks before the date fixed for the Annual General Meeting of the Association, the Honorary General Secretary shall inform all members by announcement through official website ([www.mma.org.my](http://www.mma.org.my)) and through email of the date, the time, and the place fixed for the Meeting and he shall draw their attention to Clause 7 (1)(iii).

If a member requires the notification to be given in printable form, he/she has to write in officially to the Honorary General Secretary 6 months before the AGM, requesting for a hard copy.

- (iii) Any member desirous of moving any resolution at the Annual General Meeting shall give notice in writing duly proposed and seconded thereof to the Honorary General Secretary not less than eight (8) weeks before the date of such meeting.
- (iv) At least fourteen (14) days before the Annual General Meeting of the Association the Honorary General Secretary shall notify all members by announcement through official website ([www.mma.org.my](http://www.mma.org.my)) and through email of the agenda to be transacted at the Meeting and this shall include a report of the Association, the accounts for the financial year, the list of candidates standing for elections and the amendments to constitution including any resolutions which members have indicated their intention of proposing under the previous sub-section of this Clause.

If a member requires the notification and relevant documents to be given in printed form, he/she has to write in officially to the Honorary General Secretary 6 months before the AGM, requesting for a hard copy.

- (v) All items on the Agenda for the Annual General Meeting shall be opened for discussion by all members present, but voting on any item shall be confined to accredited delegates only.

## **(2) Special General Meeting**

- (i) (a) A Special General Meeting of the Association shall be convened by the Council at any time for any special reason.
- (b) Upon the receipt of a requisition in writing from one hundred (100) Ordinary Members in Benefit, Life Members and Exempt Members of the Association stating the purpose in the form of one or more resolutions duly proposed and seconded, but devoted to on single topic in each resolution for which they require a Special General Meeting to be convened, the Council shall within two (2) weeks notify all members by email (or, at the members request by post) of the time and venue fixed for the Special General Meeting which shall be convened within six (6) weeks from the date of receipt.
- (ii) Notice summoning a Special General Meeting shall be sent to all members by email (or, at the members request by post) not less than fourteen (14) days before the date fixed for such a meeting and shall state the business to be discussed at the meeting.
- (iii) No business shall be dealt with by a Special General Meeting other than that for which it is specially convened.

## **(3) Delegates**

Each Branch of the Association shall send delegates to the Annual General Meeting of the Association as provided for under Clause 15 (5).

## **(4) Quorum**

- (i) The quorum at all General Meetings of the Association shall be fifty (50) members of whom at least twenty (20) shall be delegates from branches other than the branch at which the meeting is held.
- (ii) In the event of a lack of quorum on the day fixed for the Annual General Meeting, the President shall wait for up to a maximum of one hour after scheduled time of the AGM before postponing the Annual General Meeting to a day not earlier than fourteen (14) days and not later than one (1) month from that day. At



the postponed Annual General Meeting the delegates present (whatever their numbers) shall constitute a quorum, provided that no amendment to the Constitution of the Association or decisions affecting the whole membership shall be made if there is insufficient quorum.

- (iii) (a) In the event of a lack of quorum at a Special General Meeting called by the Council the procedure shall be as in Clause 7 (4) (ii).
- (b) In the event of a lack of quorum at a Special General Meeting summoned at the request in writing by a hundred (100) Ordinary Members, Life Members and Exempt Members then the President shall wait for up to a maximum of one hour after scheduled time of the SGM before declaring the meeting dissolved and no such Special General Meeting shall be convened for the same purpose for a period of six (6) months.
- (iv) No vote shall be taken on any business transacted at General Meetings unless there is a quorum present.

## **(5) Venue**

- (i) The venue of the Annual General Meeting shall be at a convenient centre and rotated among the Branches of the Association as far as possible.
- (ii) When the Branches are unable to host an AGM and/or if there is no bid from the branches, the MMA HQ will hold the AGM at any venue decided upon by Council.
- (iii) Where possible the Annual General Meeting shall not coincide with any games or other non business programmes organised in conjunction with the Annual General Meeting.

## **(6) Registration Fee**

- (i) There shall be no registration fee for the business session of the Annual General Meeting.
- (ii) The registration fee for the social part of the Annual General Meeting shall be RM100.00.

## **(7) Organising Committee**

- (i) The Organising Committee shall preferably comprise members of the Branch hosting the Annual General Meeting for the year.

- (ii) The Chairman of the Organising Committee shall be the Incumbent Chairman of the Branch at the time of the Annual General Meeting.
- (iii) The Organising Committee shall be responsible for all arrangements to facilitate the preparation of the Annual General Meeting as specified in Clause 7 (1).
- (iv) In the event a branch is unable to host the AGM, the MMA HQ will host the AGM. The incumbent President-Elect of the MMA at the time of the AGM and/ or a person(s) chosen by the Council will be the Chairman of the Organising Committee.

## **(8) Elections Committee**

The Council shall, at its second meeting appoint an Elections Committee of five (5) members who are neither members of Council nor of Branch Committee for the purpose of conducting elections and to look into complaints regarding nominations, manifestos and elections of the principle office bearers and to make the necessary recommendations to Council. Council shall also appoint a Chairman and a Secretary from amongst these five (5) members.

## **(9) Elections**

- (i) The election for the post of the:
  - (a) President-Elect
  - (b) Honorary General Secretary
  - (c) Honorary General Treasurer
  - (d) Two (2) Honorary Deputy Secretaries

of the Association shall be carried out at the Annual General Meeting and all delegates shall be eligible to vote.

- (ii) The Branches of the Association shall be grouped into 4 regions as follows for the purpose of electing the President-Elect:
  - (a) Northern Region - Kedah, Perlis, Penang and Perak
  - (b) Central Region - Wilayah Persekutuan and Selangor
  - (c) Southern Region - Johor, Melaka and Negeri Sembilan
  - (d) Eastern Region - Kelantan, Pahang, Terengganu, Sabah and Sarawak

## **(10) Nominations**

Nomination for President-Elect, Honorary General Secretary, Honorary General Treasurer and the two (2) Honorary Deputy Secretaries shall be on one prescribed

form which must bear the consent of the candidate concerned. The submission of more than one form by a single candidate will result in the disqualification of that candidate.

### **(11) Eligibility for Nomination**

- (i) Nominations for the post of President-Elect shall be open to all Life and Ordinary members of at least five (5) years standing and who shall have served in Council or Branch Committee for at least two (2) years.
- (ii) Nominations for Honorary General Secretary, Honorary General Treasurer and the two Honorary Deputy Secretaries shall be open to all Life and Ordinary members of the Association of at least five (5) years standing and who have served in the Council or Branch Committee for at least two (2) years.
- (iii) The President-Elect will be elected annually. The candidate shall be from each of the regions [Clause 7 (9)] in rotation, alternating with that from all regions.

The President-Elect's post will alternate yearly between the specified regions and All regions, starting with a candidate from the Northern Region, followed in sequence as follows from All Regions, the Southern Region, All Regions, the Eastern Region, All Regions, the Central Region, All Regions, the Northern Region and so on.

- (iv) No member may offer himself as a candidate for more than one (1) of the following posts of officer bearers; President-Elect, Honorary General Secretary, Honorary General Treasurer and Honorary Deputy Secretary.
- (v) The Secretary of the Elections Committee shall make the necessary announcement in the publication(s) of the MMA by January of the particular year calling for nominations for the post of President-Elect, Honorary General Secretary, Honorary General Treasurer and Two Deputy Secretaries. Nominations must be submitted on the prescribed nominations papers for the particular year to the Secretary of the Elections Committee not less than eleven (11) weeks before the Annual General Meeting at which such elections will be held. Candidates wishing to withdraw the nominations can do so within seven (7) days after the closing date of nominations. The tenure of office for the post of Honorary General Secretary and Honorary General Treasurer should not be more than five (5) years continuously.
- (vi) The Elections Committee shall send out all names received to every member whose name is on the "Electoral-Roll" of the Association fourteen (14) days before the date of the Annual General Meeting of the Association. The "Electoral-Roll" shall consist of all Life Members and Ordinary Members whose membership has not been terminated under Clause 5 (1).

- (vii) If there are fewer nominations received for any post than there are vacancies, the Election Committee shall declare the nominees for that post elected. The Election Committee shall also inform members on the Electoral Roll that nomination and election for the remaining vacancies will be conducted at the AGM. The nomination and election process will take place under the supervision of the Election Committee.
- (viii) The official results of the election for the President- Elect, Honorary General Secretary, Honorary General Treasurer and the two Honorary Deputy Secretaries shall be announced at the Annual General Meeting by the Chairman or the member of the Elections Committee.
- (ix) Should there be only one candidate for any post, that candidate shall be declared elected for the post for the ensuing year.
- (x) In the event of a tie, there shall be fresh voting for the post at the same Annual General Meeting.
- (xi) The Elections Committee with the approval of Council may make further rules necessary for the proper conduct of the elections.
- (xii) The Honorary General Secretary, Honorary General Treasurer, Honorary Deputy Secretaries and Internal Auditors shall only be allowed to serve a maximum of five (5) years in continuity in the same position.

## **(12) Other Programmes**

The Annual Games, the Annual Dinner and the Annual Informal Night and other programmes shall be held in conjunction with the Annual General Meeting.

- (i) The Annual Dinner shall be held during the period of the Annual General Meeting.

High Table: Only the President, President-Elect and Immediate Past President together with their spouses shall be allotted seats at the High Table, together with the Guests of Honour.

- (ii) Informal Night

This shall be open only to members and their spouses/partners. No other guests shall be invited except with the approval of the Organising Committee.

(iii) Other Programmes

The Organising Committee may also organise in conjunction with the Annual General Meeting the following programmes:

- (a) Scientific meetings, forums or seminars on current issues affecting the profession. The participants of this shall be at the discretion of the Organising Committee and Council.
- (b) Exhibitions – this may be trade or scientific exhibitions.
- (c) Spouses and children’s programme.
- (d) Tours, visits to places of interest, etc.

The Association’s Secretariat may assist the Organising Committee in raising funds through advertisements in the Souvenir Programme.

## **CLAUSE 8 – CENTRAL COMMITTEE**

### **(1) Council**

- (i) There shall be a Council of the Association which shall function as the principal body of the Association within the guidelines set out in the Constitution of the Association.
- (ii) It shall be the duty of the Council members to collectively administer the affairs of the Association within the guidelines as set out in the Constitution of the Association, and policies approved by General Meetings of the Association.

### **(2) Composition of Council**

- (i) The Council shall consist of the following office-bearers and members
  - (a) President
  - (b) President-Elect
  - (c) Immediate Past President
  - (d) Honorary General Secretary
  - (e) Honorary General Treasurer
  - (f) Two (2) Honorary Deputy Secretaries

who shall hold office until the next Annual General Meeting.

- (ii) Branch Representatives to the Council

Each Branch shall be entitled to one (1) representative on the Council. In respect of additional representatives for a Branch, a Branch which has a membership

exceeding 500 in number shall be entitled to elect an additional representative on Council. Such a Branch representative shall be elected at Branch Annual General Meetings.

(iii) Section Representatives to Council.

Each Section, SCHOMOS and PPS shall be entitled to one representative each on the Council. These office bearers shall be elected at the Annual General Meeting of the Section and declared at the Annual General Meeting of the Association and hold office until the next Annual General Meeting of the Association.

### **(3) Duties and Powers of the Council**

- (i) The Council shall have power to appoint, pay and dismiss any staff employed by the Association.
- (ii) The Council shall recommend amendments to the Constitution for the consideration of the Annual General Meeting in the manner prescribed under Clause 7 (1) (iii).
- (iii) The Council shall advise the Branches in matters of policy affecting the medical profession with view to promoting a common policy throughout all the Branches of the Association.
- (iv) The Council shall act on behalf of the Association in all matters whereon this Constitution does not expressly provide, such actions being subject to approval at the next Annual General Meeting of the Association.
- (v) The Council shall at its first meeting during the year, allocate to each Branch, Section and Society in accordance with its requirements and budget, a sum of money for the expenses of the Branch, Section or Society during the year.
- (vi) The Council shall on any question of major importance decide whether a postal vote shall be taken to assess the opinion of the general body of members.

### **(4) Council Meeting**

- (i) The Council shall meet at least four (4) times in a year preferably at quarterly intervals and shall make its own Rules of Procedure for its meetings, where there is no provision in the Constitution.
- (ii) The President shall preside at all meetings of the Council unless he is disabled by sickness, absence from Malaysia or other cause and in his absence by reason thereof the President-Elect or the Immediate Past President shall preside and in

the absence of both the members present shall elect a Chairman to preside over that particular meeting.

- (iii) One-half the total number of the Council members shall form a quorum at its meetings.
- (iv) At least two (2) weeks before the date fixed for the Council Meeting, the Honorary General Secretary shall inform all members of Council in writing of the date, time and venue for the meeting. In the event of an emergency a shorter notice may be given by the Honorary General Secretary after approval by the President.

## **(5) Executive Committee**

- (i) The newly constituted Council shall meet immediately after the Annual General Meeting at which it is elected and shall appoint an Executive Committee of itself which shall consist of the President, the President-Elect, the Immediate Past President, the Honorary General Secretary, the two (2) Honorary Deputy Secretaries, the Honorary General Treasurer, the Chairman of the Sections Concerning House Officers Medical Officers and Specialists (SCHOMOS), the Chairman of the Private Practitioners Section of MMA (PPSMMA).
- (ii) The Executive Committee shall be in charge of the day to day affairs of the Association between the meetings of Council to carry out the mandate of the Council.
- (iii) The Executive Committee shall not be competent to initiate or alter any policy decision of the Council except by way of a recommendation to the Council which may or may not be accepted by the Council having regard to the guidelines set for it by the General Meeting.
- (iv) Should any matter arise which is regarded by the Executive Committee as involving an urgent decision which the Council alone can competently decide it may refer the matter to an urgent meeting of the Council and may provide for any interim measures not involving any prior commitment of the Council. Members of the Council may also be consulted by letter or telephone or facsimile or email as deemed fit by the Executive Committee and confirmed in writing.
- (v) The quorum for an Executive Committee Meeting shall be five (5) members.
- (vi) The Notice for an Executive Committee Meeting shall be one (1) week before the meeting except in Extraordinary Meetings where a shorter notice may be given.

**(6) Ethics Committee**

- (i) The newly constituted Council shall also at its first meeting appoint an Ethics Committee which shall consist of:
  - (a) The Chairman of the Ethics Committee;
  - (b) The Honorary General Secretary of the Association as the Secretary of the Ethics Committee;
  - (c) and seven (7) other members of the Association.
- (ii) The Ethics Committee shall function within the frame work of the Constitution of the Association and the Code of Ethics and the Rules of the Ethics Committee as approved by the Annual General Meeting of the Association.
- (iii) The Branch Committee may appoint Ethics Sub-Committees in each of the Branches of the Association and may delegate powers in accordance with any of the Rules of the Ethics Committee.

**(7) Functions of the Ethics Committee**

The functions of the Ethics Committee shall be:

- (i) (a) To implement the Ethics Code and Rules of the Ethics Committee and to publicise and explain the Ethics Code to members of the profession and bring amendments to the Code for ratification at the Annual General Meeting of the Association.
- (b) To act as an advisory body to the medical profession on all ethics matters.
- (c) To act as a conciliatory body, between members of the Association, and between members and non-members who may be in dispute over ethical matters.
- (d) In accordance with Clause 3 (1) (i) of this Constitution to educate members of the profession, to maintain the honour and interest of the profession, and to report to the Malaysian Medical Council all cases which come to its knowledge, of allegations of infamous conduct in a professional respect, for investigation by the Malaysian Medical Council whether the doctor or doctors involved are members of the Association or not.
- (ii) The Ethics Committee is empowered to investigate, judge and take such action as it deems fit on any complaint about breach of ethics by any registered member of the Association.
- (iii) Other functions of the Ethics Committee shall be as the prescribed Rules of the Ethics Committee.



## **(8) Other Committees**

- (i) The Council shall have powers to appoint other Committees and shall decide their Terms of Reference.
- (ii) The quorum for meetings of MMA Committees for which adequate notice has been given should not be less than half the number of members comprising the Committee.
- (iii) The Notice for all Committee meetings shall be one (1) week before the meeting.
- (iv) The Terms of Reference of special groups of MMA shall be as follows: (see Clause 24 to Clause 26)
- (v) Clause 24 - Private Practitioners Section of MMA (PPSMMA).
- (vi) Clause 25 - Section Concerning House Officers, Medical Officers and Specialists (SCHOMOS).
- (vii) Clause 26 - Terms of Reference of Societies within MMA.

## **(9) Vacancies: General Provisions**

The Council or the Executive Committee subject to the ratification of the Council at its next succeeding meeting may fill vacancies in the Council and Committees of Council which are permanent. No decisions of the Council or Committees recorded or taken without the vacancy being filled shall be in valid solely for the reason that the Council or that Committee of Council for the time being was not fully constituted in accordance with these Rules.

## **(10) Vacancies in Council**

In the event of a vacancy amongst any of the following officers of Council:

- (i) President  
The President-Elect shall take over as Acting President for the remaining Term of Office. He shall be installed at the forthcoming Annual General Meeting by the Immediate Past President. If the Immediate Past President is not available, he shall be installed by a Past President appointed by Council.
- (ii) Immediate Past President  
The position shall remain vacant.

## (iii) President-Elect

The vacancy shall be published within fourteen (14) days and an Emergency Council meeting convened to convene a Special General Meeting of the Association to elect a President-Elect, from the same region [Clause 7 (9)] except in the event the vacancy falls within three (3) calendar months of the next AGM, in which case a new President from the region concerned [Clause 7 (9)] will be elected at that AGM.

## (iv) Honorary General Secretary

An Honorary Deputy Secretary shall be appointed by Council to act as Honorary General Secretary for the remaining Term of Office.

## (v) Honorary General Treasurer

Council shall nominate one (1) of its officers to act for the remaining Term of Office.

## (vi) Honorary Deputy Secretary

Council shall nominate one (1) of its members to act for the remaining Term of Office.

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

### **(1) Officers of the Association**

There shall be the following officers of the Association, namely a President, a President-Elect, an Immediate Past President, a Honorary General Secretary, a Honorary General Treasurer and two Honorary Deputy Secretaries. The officers aforesaid shall be elected in such manner and shall hold office for such term, and shall have and enjoy such duties, powers and privileges as shall be determined from time to time by the Constitution of the Association.

### **(2) The President**

- (i) The President shall take the Chair at all General Meetings of the Association and all meetings of the Council.
- (ii) The President shall have the right to call meetings of the Council.
- (iii) The President shall have a casting vote in addition to his vote as member.
- (iv) The President shall have the authority to propose to vary the sequence of the items on the agenda of the AGM with the approval of the House.

### **(3) The President-Elect**

All duties, powers and responsibilities of the President shall, in his absence, devolve upon the President-Elect.

### **(4) The Immediate Past President**

All duties, powers and responsibilities of the President shall in the absence of the President and the President-Elect devolve upon the Immediate Past President.

### **(5) The Honorary General Secretary**

- (i) (a) The Honorary General Secretary shall be the Chief Executive Officer of the Association.
  - (b) He shall together with the staff of the Association take action on all decisions of the General Meetings, the Council and Executive Committee.
  - (c) He shall be responsible for all correspondence of the Association with Branches, Sections, Societies and with members, and in consultation with the Executive Committee or Council for all external correspondence of the Association.
  - (d) He shall together with the staff of the Association, keep a computerised Register of all members, and of all Branches of the Association for inspection by the Registrar of Societies.
- (ii) He shall together with the staff of the Association, keep records of the correspondence, the files and activities of the Council and the Association.
  - (iii) He shall call meetings of the Council and the Executive Committee on dates decided by these bodies or when necessary.
  - (iv) He shall be the custodian of the Minute Books of the Association.
    - (a) He shall keep the Branches, Sections, Societies and members of the Association informed of decisions made by the Executive Committee, Council and General Meetings.
    - (b) He shall delegate some of these duties except the duties of his post in the Ethics Committee to the Honorary Deputy Secretaries who may deputise for him when necessary and report to him.

- (v) The Honorary General Secretary shall be duly registered with the Registrar of Societies as the Public Officer of the Association. He shall sue and be sued on behalf of the Association on any legal matters.
- (vi) Minutes - The Honorary General Secretary shall make a summary record of all General Meetings which shall be approved by the President and then circulated to all members within one month of the meeting. Any amendments should be sent in within fourteen (14) days of receipt of minutes of such meeting.
- (vii) The Honorary General Secretary may be given such clerical and other assistance as the Council or Executive Committee may from time to time decide.
- (viii) The meetings of the members of the Association depending upon their objects shall be held at such place and time as the Honorary General Secretary of the Association by direction of the Executive Committee of the Council may decide.
- (ix) The Honorary General Secretary shall be responsible for the staffing of the Secretariat. For this purpose, he shall form a committee consisting of himself, the Honorary General Treasurer, at least one of the Honorary Deputy Secretaries and any other person deemed necessary. All hiring, discipline, dismissal, promotions and such matters shall be decided by the committee. Any proposal to add a new post to the existing staff or to remove or to abolish a post shall only be made with the approval of the majority of Council members.

## **(6) The Honorary Deputy Secretaries**

The Honorary Deputy Secretaries shall assist the Honorary General Secretary and deputise for him and shall be responsible for any other duties delegated to him by Council, Executive Committee or the Honorary General Secretary.

## **(7) The Honorary General Treasurer**

- (i) (a) The Honorary General Treasurer shall be the custodian of the funds and accounts of the Association and shall be accountable to the Executive Committee, Council and the General Meetings.
- (b) He shall collect the subscriptions of members and all other income of the Association and issue receipts promptly.
- (c) He shall pay all out goings of the Association as approved by the Executive Committee and Council and keep an account of petty cash expenses.
- (d) He shall prepare the quarterly accounts and the annual audited accounts of the Association to present to the Executive Committee and Council.

- (e) He shall present an annual audited account to the Annual General Meeting of the Association together with the reports of the Internal and External Auditors.
- (f) He shall prepare and present to the Annual General Meeting a budget for the next year as approved by Council for the recurrent and Capital Expenditure.
- (g) He shall deposit weekly or sooner in a bank or banks, approved by the Council, all monies received for the Association.
- (h) The Honorary General Treasurer shall be given by the Council such clerical and other assistance to perform his duties.

#### **CLAUSE 10 – FINANCIAL PROVISIONS**

- (1) The Council shall publish an audited Statement of Accounts for the financial year for circulation to all members two (2) weeks before the Annual General Meeting. The External and Internal Auditors' reports of the Association shall be made available at the Annual General Meeting.
- (2) The financial year shall start on January 1<sup>st</sup> and end on December 31<sup>st</sup>.
- (3) (i) The Honorary General Treasurer and/or the Honorary General Secretary are authorised to approve every item of expenditure below and up to RM3,000.00.
  - (ii) The Executive Committee shall approve every item of expenditure between RM3,000.00 to RM10,000.00.
  - (iii) The Council shall authorise and approve every item of expenditure above RM10,000.00 and below RM250,000.00 from the funds of the Association.
  - (iv) A General Meeting shall approve by a two-third (2/3) majority, every item of expenditure above RM250,000.00.
- (4) The Council shall allocate periodically to the Honorary General Treasurer and the Honorary General Secretary an imprest of RM2,000.00 each to be used for the management expenses of the Association.
- (5) All proposals by the Council to purchase, sell, mortgage or pledge any immovable property belonging to the Association or investment of MMA funds by any other financial institutions or appointed body by Council shall be referred to a General Meeting of the members for approval.

- (6) The Council shall delegate to a paid Secretary/Treasurer such duties of the Honorary General Secretary and of the Honorary General Treasurer as the Council shall from time to time decide.
- (7) All cheques of the Association shall be signed by any two (2) of the following three (3) members of the Council:
- the President,
  - the Honorary General Treasurer, and
  - the Honorary General Secretary.

## **CLAUSE 11 – AUDIT**

### **(1) Duties of External Auditors**

The External Auditors shall make a professional audit of the MMA accounts once a year and report to the MMA Council on the standards and correctness of accounts keeping and shall inspect MMA records and the budget to ensure that all expenditure was authorised and all dues were collected.

### **(2) Duties of Honorary Auditors**

- (i) The Honorary Auditors shall inspect not less than twice a year the financial books of the MMA, the minutes authorising expenditure, the records of the assets of the MMA, and shall submit an audit report to the Annual General Meeting of the Association, after a copy has been extended to the MMA Council. The Honorary Auditor's report shall comment on the following:-
- (a) The MMA accounts to ensure that the administration is cost effective.
  - (b) The budget control.
  - (c) How the manpower, materials and other MMA resources were used.
  - (d) Any waste, misuse, losses of MMA resources and property.
  - (e) The purchases made by the MMA to ensure that prices paid were reasonable.
- (ii) The Honorary Auditors are empowered to make an audit as and when necessary and make recommendations to the Council. They shall make special audits at the request of Council, the Executive Committee or Honorary General Treasurer.
- (iii) The Honorary Auditors shall investigate irregularities and make recommendations to Council.
- (iv) In the audit, the Honorary Auditors shall liaise with the External Auditors before a report is extended to the MMA Council and to the Annual General Meeting of the Association.

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

### **(1) Trustees**

- (i) (a) All properties of the Association in so far as they relate to immovable property shall be vested in at least four (4) Trustees elected by the Association at a General Meeting, and the Council shall fill vacancies for Trustees as and when they arise, subject to approval at the next Annual General Meeting.
- (b) Trustees shall not be members of Council or Branch Committees.
- (ii) Any or all of the Trustees may be removed from office by a resolution passed by a two thirds (2/3) majority at a General Meeting.
- (iii) No documents of purchase, sale or mortgage of immovable property of the Association shall be certified or signed by the Trustees unless a resolution to purchase, sell or mortgage the property has been adopted by a majority of two-thirds of the votes of members present at a Annual General Meeting or Special General Meeting of the Association. Resolutions adopted at a postponed General Meeting shall not be binding on the Trustees if the quorum present at that postponed meeting was less than the quorum prescribed in Clause 7 (4) (i).
- (iv) The Trustees shall sign or shall authorise the Honorary General Secretary of the Association to sign Lease Agreements for any land or building owned by the Association.
- (v) All Trustees shall automatically cease to hold the office of Trustee at the age of seventy (70) years.

## **CLAUSE 13 – DISSOLUTION**

- (1) The Association shall not be dissolved, except with the consent of not less than three-fifths (3/5) of the Ordinary/Life members of the Association expressed in person at a General Meeting Convened for the purpose.
- (2) In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged and the remaining funds shall be either divided equally amongst members or transferred to a medical association or charitable organisation in Malaysia as decided by the majority of the members at a General Meeting convened for the purpose of dissolving the Association or as decided by a postal vote of all the members.
- (3) Notice of the Dissolution shall be given within fourteen (14) days of dissolution to the Registrar of Societies.

## CLAUSE 14 – ESTABLISHMENT AND DISSOLUTION OF BRANCHES

### (1) General Provisions

Each Branch of the Association shall be named after the State or Federal Territory to which it belongs as provided in Clause 14 (1) (i).

- (i) There shall be in each state of Malaysia a branch to be called as follows:
  - (a) Kedah Branch
  - (b) Perlis Branch
  - (c) Penang Branch
  - (d) Perak Branch
  - (e) Kelantan Branch
  - (f) Terengganu Branch
  - (g) Wilayah Persekutuan Branch
  - (h) Selangor Branch
  - (i) Pahang Branch
  - (j) Negeri Sembilan Branch
  - (k) Melaka Branch
  - (l) Johor Branch
  - (m) Sarawak Branch
  - (n) Sabah Branch

Each Branch shall be organised in the name of the Persatuan Perubatan Malaysia (Malaysian Medical Association) with the name of the particular Branch expressed in parenthesis after the word Association.

- (ii) The Management and control of each Branch shall be under the general supervision of the Association and shall as far as possible conform to a uniform set of regulations as set out in Clause 14 to Clause 17.
- (iii) The Annual General Meeting is empowered to form and to dissolve special groups of members having distinct professional, social or common interests to be called Sections of the Association which under the supervision of Council shall as far as possible conform to a uniform set of Terms of Reference as set out in Clause 8.
- (iv) The Council of the Association is empowered to form Societies to function within the Association for members with special interest, or in a particular discipline of medicine to pursue their interests and research and the Societies comply with the Constitution of the Association and abide by their Terms of Reference as approved by the Council and in accordance with Clause 24 to Clause 26.
- (v) Each Branch may form, within its State or Territory, Sub-branches, to be called Chapters, in districts, towns and/or cities, whenever and/or wherever necessary,



and each such chapter's management and control shall be under the direct supervision of the branch that forms it, and may have a representative in the branch Management Committee.

**(2) Territory of Branch**

- (i) The territory of each Branch shall be the geographical boundaries of each State or Federal Territory, except for the Sabah Branch which shall include Federal Territory of Labuan.
- (ii) The place of work or residence of a member in a state or the Federal Territory shall determine the Branch of the Association to register his/her membership. Any change in the membership status in a branch should be notified in writing to the Honorary General Secretary before 31st January of that year.

**(3) Branch Committee Meeting**

Branch Committee Meeting shall be held at least three (3) times a year.

**(4) Quorum for Branch Committee Meeting**

The Quorum for Branch Committee Meetings shall be half the number of Branch Committee members.

**(5) Handing over Branch Property**

All recorded assets and properties of the Branch shall be duly handed over by the Outgoing Committee to the In-Coming Committee after the Annual General Meeting of the Association.

**CLAUSE 15 – GENERAL MEETING OF BRANCHES**

**(1) Branch Annual General Meeting**

The Branch Annual General Meeting shall be held before 30<sup>th</sup> April of each year but not less than two (2) months before the National Annual General Meeting.

**(2) Notice for Branch Annual General Meeting**

- (i) The Branch Honorary Secretary shall send to all Branch members by email (or, at the members request by post) the Notice of the Branch Annual General Meeting at least four (4) weeks before the meeting.

- (ii) In the notice, the Branch Honorary Secretary shall draw the attention of all members to Clause 15 (2) (iii) on the notice required to submit resolutions.
- (iii) Any member desirous of moving any resolutions at the Annual General Meeting of the Branch shall give notice in writing thereof duly proposed and seconded to the Branch Honorary Secretary not less than twenty-one (21) days before the date of such meeting.
- (iv) At least fourteen (14) days before the Annual General Meeting of the Branch, the Branch Honorary Secretary shall notify all members by email (or, at the members request by post) of the agenda to be transacted at the meeting, and this shall include any Resolutions from members, the Annual Report and Audited Accounts and Budget of the Branch, the Minutes of the previous Annual General Meeting of the Branch and the Annual Reports of the Branch SCHOMOS and PPSMMA Sections.

### **(3) Agenda: Branch Annual General Meeting**

The Agenda for the business of the Branch Annual General Meeting shall include:

- (i) To confirm and adopt the minutes of the last Branch Annual General Meeting.
- (ii) Matters arising from the minutes.
- (iii) To receive and adopt the Annual Report of the Branch.
- (iv) To receive and adopt the Annual Reports of the Branch SCHOMOS and PPS.
- (v) To receive and adopt the audited Statement of Accounts.
- (vi) To elect Branch office bearers for the ensuing year in accordance with Clause 16 (2) (ii).
- (vii) To elect the Branch Chairman of SCHOMOS by SCHOMOS members voting.
- (viii) To elect the Branch PPS Chairman by PPS members voting.
- (ix) To elect from the newly elected office bearers, the Branch Representative(s) (including alternate representative(s) to the Council for the ensuing year.
- (x) To appoint delegates to the Annual General Meeting of the Association in accordance with Clause 7 (3).
- (xi) To appoint two (2) Honorary Auditors who are not members of the Branch Committee.

- (xii) To deal with and vote on any other business on which twenty one (21) days notice has been given by a member to the Branch Honorary Secretary.

#### **(4) Special General Meeting**

- (i) A Special General Meeting of the Branch shall be convened by the Branch Committee at anytime for any special reason, upon the receipt of a requisition in writing from at least twenty five (25) Ordinary Members in Benefit, Life Members and Exempt Members of the Branch stating the purpose in the form of one or more Resolutions but devoted to one single topic for each Resolution.
- (ii) The Branch Committee shall within fourteen (14) days notify all members in the Branch members by email (or, at the members request by post) of the time and venue fixed for the Special General Meeting to consider the Resolutions.
- (iii) Notice summoning a Special General Meeting shall state the business to be discussed at the meeting as provided in the above said Resolutions.
- (iv) No business shall be dealt with by a Special General Meeting other than that for which it is specially convened.

#### **(5) Procedure for Election of Delegates**

- (i) Each Branch of the Association shall appoint delegates to the Annual General Meeting of the Association appointed on the basis of one (1) delegate to ten (10) Ordinary/Life/Exempt members in the Branch. Members of the Council shall automatically be elected as delegates to the Annual General Meeting at their respective Branch Annual General Meetings.
- (ii) These delegates shall be Ordinary Members in benefit and or Life Members, and shall be appointed at the Annual General Meeting of the Branch and their names shall be forwarded to the Honorary General Secretary of the Association within seven (7) days.
- (iii) In the event of a smaller number than the Branch entitlement being nominated at the Branch Annual General Meeting, additional delegates shall be appointed at the said meeting in order of registration.

#### **(6) Quorum**

The quorum at a Branch General Meeting shall be one-half (1/2) of the Life and Ordinary Members in the Branch who are in benefit or the above said members who should be twice the number of Branch Committee Members.

In the event of a lack of quorum on the day fixed for the Branch Annual General Meeting, the Chairman shall wait for up to a maximum of one hour after scheduled time of the AGM before postponing the Branch Annual General Meeting to a day not earlier than fourteen (14) days and not later than one (1) month from that day. At the postponed Branch Annual General Meeting the delegates present (whatever their numbers) shall constitute a quorum, provided that no decisions affecting the whole membership shall be made if there is insufficient quorum.

### **(7) Minutes of Branch General Meeting**

The Branch Honorary Secretary shall make a summary record of proceedings at the Branch General Meeting which shall be approved by the Branch Chairman and circulated to all members within thirty (30) days of the meeting. Any amendments to the minutes by Branch members shall be sent in within fourteen (14) days of the receipt of the minutes.

### **(8) Branch Representatives to Council**

Branch which has a membership exceeding 500 in number shall be entitled to elect an additional representative on Council. Such a Branch representative shall be elected at Branch Annual General Meetings.

## **CLAUSE 16 – COMMITTEES OF BRANCHES**

### **(1) Election of Branch Committee**

- (i) The Branch Committee shall be elected at the Annual General Meeting of the Branch.
- (ii) The Branch Committee shall take office immediately after the Annual General Meeting of the Association and shall hold office until the next Annual General Meeting of the Association.
- (iii) No member may be elected to the Branch Committee if not present at the Branch Annual General Meeting unless his written consent to serve, certified by the Branch Honorary Secretary has been obtained beforehand and handed in to the Chairman of the Branch.

### **(2) Composition of Branch Committee**

- (i) The Branch Committee shall manage the affairs of the Branch as provided in this Constitution and abide by the guidelines of the Council.

(ii) The Branch Committee shall be composed of the following officers:

- (a) Chairman
- (b) Vice-Chairman
- (c) Branch Honorary Secretary
- (d) Branch Honorary Treasurer
- (e) Chairman of SCHOMOS Sub-Committee
- (f) Chairman of PPSMMA Sub-Committee
- (g) and not more than five (5) other members.

(iii) The Chairman shall hold office for not more than two (2) consecutive terms.

(iv) Vacancies in Branch Committee

In the event of a vacancy amongst any of the following:

- (a) Chairman - The Vice-Chairman shall take over as acting Chairman for the remaining term of office.
  - (b) Vice-Chairman - The Branch Committee shall nominate one of the members to act as the Vice-Chairman.
  - (c) Honorary Secretary - The Branch Committee shall nominate one of the members to act as the Honorary Secretary for the remaining term of office as allowed for under Clause 17 (2) (i).
  - (d) Honorary Treasurer - The Branch Committee shall nominate one of the members to act as the Honorary Treasurer for the remaining term of office as allowed for under Clause 17 (2) (i).
  - (e) Committee members- The Branch Committee shall appoint Branch members to fill the vacancy.
- (v) The Branch Honorary Secretary shall inform the Council when vacancies are filled in the Branch Committee.
- (vi) All members of the Branch Committee and every officer performing executive functions in the Branch shall be Malaysian citizens.

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

### **(1) Duties of Branch Officers**

- (i) The duties of the Officers of the Branch shall be the same as their counterparts in the Council with modifications for the efficient working of the Branches and shall be in harmony with the Constitution.
- (ii) The Branch Honorary Treasurer shall maintain an inventory of all assets and properties of the Branch.

### **(2) Duties and Powers of the Branch Committee**

- (i) The duties and powers of the Branch Committee shall be:
  - (a) To prepare and submit to the Branch Annual General Meeting the budget of the Branch for the ensuing year;
  - (b) Based on the approved Branch Budget to obtain the Grant for the Branch from the first Meeting of the Council of the Association and;
  - (c) To use the grant from the Council and or its own existing funds to provide services to Branch Members.
- (ii) To manage the affairs of the Branch and arrange clinical, scientific and social meetings for the benefit of the members of the Branch.
- (iii) To ensure that the common policy of the Council of the Association is carried out at Branch level and to convey views of the Branch members to the Council.
- (iv) To fill vacancies in the Branch Committee and Branch Representatives to the Council.
- (v) (a) To prepare the Branch Annual Report together with an audited Statement of the Branch Annual Accounts to present to the Annual General Meeting of the Branch and;
- (b) To submit the adopted Branch Report and Financial Statement to the Council of the Association for printing in the Annual Report of the Association.
- (vi) To appoint sub-committees within the Branch with their Terms of Reference.

## **CLAUSE 18 – BRANCHES FINANCIAL**

- 1) The Financial year of each Branch shall start on January 1<sup>st</sup> and end on December 31<sup>st</sup>.
- 2) Any expenditure that has not been included in the Annual Budget authorised by the Annual General Meeting of the Branch shall be managed as follows:
  - i) Amounts up to RM 10000 (ten thousand Malaysian Ringgit) shall be passed by the Branch Committee.
  - ii) Amounts of RM 10001 up to 250000 (ten thousand and one Malaysian Ringgit to two hundred and fifty thousand Malaysian Ringgit) shall be subject to approval by the MMA Council.

For the avoidance of doubt, the figures referred to above shall be taken to be the budget for any single purchase, event or function. It is not permissible to subdivide the expenses in order to avoid or bypass approval procedures.

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

All matters pertaining to the Branches of the Association shall be in accordance with Clause 14 to Clause 18.

## **CLAUSE 20 – AMENDMENTS OF RULES**

### **(1) Amendments to the Constitution**

- (i) This Constitution may be amended, altered or added to after approval at a General Meeting of the Association provided the appropriate notice had been given as in Clause 7 (1) (iii).
- (ii) Any such amendment, alteration or addition shall require to be passed by a majority of two thirds (2/3) of the Branch delegates present and voting and provided a quorum is present.
- (iii) Any amendments to the Constitution of the Association shall be submitted to the Registrar of Societies within twenty eight (28) days of being passed by the General Meeting and enforced after being approved by the Registrar of Societies.

**CLAUSE 21 – INTERPRETATION**

- (1) The following words and expressions have the meanings hereby respectively assigned to them, that is to say:
- (i) “Association” or “MMA” means the Malaysian Medical Association;
  - (ii) “Members” means the members of the Association by virtues of Clause 4;
  - (iii) “Honorary Membership” is as defined in Clause 4 (1);
  - (iv) “Life Membership” is as defined in Clause 4 (2);
  - (v) “Ordinary Membership” is as defined in Clause 4 (3);
  - (vi) “Overseas Membership” is as defined in Clause 4 (4);
  - (vii) “Associate Membership” is as defined in Clause 4 (5);
  - (viii) “Student Membership” is as defined in Clause 4 (6);
  - (ix) “Exempt Membership” is as defined in Clause 4 (7);
  - (x) “Northern Region” means the states of Kedah, Perlis, Penang and Perak as defined in Clause 7 (9) (ii) (a);
  - (xi) “Central Region” means the states of Wilayah Persekutuan and Selangor as defined in Clause 7 (9) (ii) (b);
  - (xii) “Southern Region” means the states of Johor, Melaka and Negeri Sembilan as defined in Clause 7 (9) (ii) (c);
  - (xiii) “Eastern Region” means the states of Kelantan, Pahang, Terengganu, Sabah and Sarawak as defined in Clause 7 (9) (ii) (d);
  - (xiv) “Organising Committee” is the committee as defined in Clause 7 (7);
  - (xv) “Elections Committee” is the committee as defined in Clause 7 (8);
  - (xvi) “Annual General Meeting” may mean the annual general meeting of the Association as defined in Clause 7 or that of the Sections as defined in Clauses 24 and 25 or that of the Societies within the Association as defined in Clause 26 as the case may be;



- (xvii) “Council” means the Council of the Association as defined in Clause 8 (1) and (2);
- (xviii) “Executive Committee” or “Exco” may mean either the executive committee of the Council as defined in Clause 8 (5) or that of the Societies of the MMA as defined in Clause 26 (5) as the case may be;
- (xix) “Ethics Committee” is as defined in Clause 8 (6);
- (xx) “President-Elect” is as defined in Clause 9 (3);
- (xxi) “Immediate Past President” is as defined in Clause 9 (4);
- (xxii) “Honorary General Secretary” is as defined in Clause 9 (5);
- (xxiii) “Honorary Deputy Secretary” is as defined in Clause 9 (6);
- (xxiv) “Honorary General Treasurer” is as defined in Clause 9 (7);
- (xxv) “External Auditors” means auditors who are appointed as External Auditors at the General Annual Meeting of the Association to carry out the duties defined in Clause 11 (1);
- (xxvi) “Honorary Auditors” means those who are elected as Honorary Auditors at the at the General Annual Meeting of the Association to carry out the duties defined in Clause 11 (2);
- (xxvii) “Branch” means a state branch of the MMA as defined in Clause 14 (1);
- (xxviii) “Branch Committee” means the committees of each Branch of the MMA as defined in Clause 14;
- (xxix) “Branch Committee Meeting” means the committee meetings of the Branch Committee as defined in Clause 14;
- (xxx) “Branch Annual General Meeting” means the annual general meetings of the Branch as defined in Clause 15;
- (xxxi) “PPSMMA” means the Private Practitioners Section of the MMA as defined in Clause 24 (1);
- (xxxii) “SCHOMOS” means the Section Concerning House Officers, Medical Officers and Specialists as defined in Clause 25 (1);

(xxxiii) “Section” refers to either PPSMMA as defined in Clause 24 or SCHOMOS as defined in Clause 25;

(xxxiv) “Society” means societies within the Association as defined in Clause 26;

(xxxv) “National Working Committee” or “NWC” means the NWC of any of the Sections as defined in Clause 24 and Clause 25; and

(xxxvi) “Administration” means the MMA Exco, Council, Committee, Sub-Committee or any other body lawfully constituted by the Association.

(2) The following rules apply unless the context suggests otherwise:

(i) Headings are for convenience only and shall not affect the interpretation hereof.

(ii) The singular includes the plural and vice versa.

(iii) Words denoting any gender include all genders.

(iv) If a word or phrase is defined, its other grammatical forms have a corresponding meaning.

(v) The meaning of general words is not limited by specific examples introduced by “including” or “for example” or similar expressions.

(vi) The words “hereof”, “herein”, “hereon” and “hereunder” and words of similar import refer to this Constitution as a whole and not to any particular Clause of this Constitution.

(vii) Unless the context otherwise requires, reference to any Clause is to a clause in this Constitution.

## **CLAUSE 22 – PROHIBITIONS**

### **(1) Press Releases**

No press release may be made in the name of the Association or any Branch of the Association or Section or Society or Committee or any group of members of the Association except:

(i) by the President of the Association, or;

(ii) by the Honorary General Secretary when authorised by the President or by the Council of the Association, or;

- (iii) by a member of the Council who shall have been previously appointed by the Council to serve as its Public Relations Officer, or;
- (iv) by an officer of a Branch, Section or Society of the Association provided that all such releases or communications are previously approved by the President.

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

### **1. Flag**

Description : -

### **2. Symbol**



Description :

- (i) The Association shall have a Symbol which shall consist of two tigers facing each other, one on each side of a crescent, the horns of the crescent shall meet in a fourteen pointed star at its head with the staff of Aesculapius with the two serpents at its centre and the words “JASA UTAMA” within the crescent all of which shall be supported by a band containing the words “PERSATUAN PERUBATAN MALAYSIA” and band containing the words “MALAYSIAN MEDICAL ASSOCIATION”.
- (ii) All Branches and Sections shall adopt the same Symbol as described in Clause 23 (2) (i).
- (iii) The Association may have available for sale to members only items that bear the Symbol such as car badges and the wall crests for clinics. The car badge shall be removed when a member disposes of his car. The wall crest remains the property of the Association and shall be returned to the Association should a member decide not to use it or resigns from membership of the Association or ceases to be a member of the Association under Clause 5 or Clause 26.
- (iv) Motto

“JASA UTAMA” shall be the motto of the Association.

### **3. Badge**

Description :

**CLAUSE 24 – TERMS OF REFERENCE: PPSMMA****(1) Introduction****(i) Name**

The section shall be called Private Practitioners Section of MMA (PPSMMA) and is referred to hereafter in these Rules as “The Section” or PPSMMA.

**(ii) Address**

The PPSMMA’s address shall be at the registered address of the Malaysian Medical Association.

**(iii) Objectives**

The Private Practitioners Section of the Malaysian Medical Association (PPSMMA) shall be governed by the Malaysian Medical Association Constitution and the MMA Council, and by the following objectives.

- (a) This Section shall be a consultative body to the MMA, in matters pertaining to the doctors working in the private sector.
- (b) Consultative processes, requests and decisions, which PPSMMA has with the government and with bodies outside the Malaysian Medical Association shall go through the MMA.
- (c) PPSMMA may discuss matters related to and problems of day to day Health Services rendered by doctors to the community, the training of doctors and other such matters.
- (d) This Section shall inform doctors in the private sector who are not yet MMA members, of the activities of the MMA and encourage their involvement as members of the MMA to stand united on issues affecting Private Medical Practice in Malaysia.

**(2) Members of PPSMMA**

All MMA members in the private health sector shall be deemed to the members of the PPSMMA.

**(3) MMA State Branch PPSMMA**

- (i) There shall be, in each State Branch of MMA, a State PPSMMA section.

- (ii) PPSMMA and State PPSMMA section shall be deemed to be a section of the MMA Council and MMA State Branch respectively and shall always be subordinate to the MMA Council and Branch Committee. The formation of the State PPSMMA section shall be recommended by the State Branch concerned and approved by the Council.

#### **(4) Management of PPSMMA**

- (i) National Working Committee (NWC) of PPSMMA shall function as the principal body of PPSMMA within the guidelines set out below.
- (ii) Composition of the NWC of PPSMMA

The NWC of PPSMMA shall consist of:

- |                       |                                                                                                          |
|-----------------------|----------------------------------------------------------------------------------------------------------|
| Office bearers        | - Chairman                                                                                               |
|                       | - Vice-Chairman                                                                                          |
|                       | - Honorary Secretary                                                                                     |
|                       | - Honorary Treasurer                                                                                     |
|                       | - Two Honorary Assistant Secretaries                                                                     |
| <br>                  |                                                                                                          |
| State Representatives | - Each MMA State Branch PPSMMA section shall be entitled to one (1) representative on the NWC of PPSMMA. |

#### **(5) NWC Meetings**

- (i) The NWC shall meet at least twice a year preferably at six (6) months intervals.
- (ii) The Chairman shall preside at all meetings of the NWC.
- (iii) One half (1/2) of the total number of the NWC shall form a quorum.

#### **(6) Executive Committee of PPSMMA (Exco)**

- (i) The PPS Exco shall consist of the principal PPSMMA officials i.e.
  - Chairman
  - Vice-Chairman
  - Honorary Secretary
  - Honorary Treasurer
  - Two (2) Honorary Assistant Secretaries.

No members of the PPSMMA Exco shall hold the same office for more than two (2) consecutive terms.

- (ii) The quorum for PPS Exco shall be one half (1/2) of the members.
- (iii) The Exco shall be in charge of the day-to-day affairs of PPSMMA between meetings of the PPSMMA NWC, to carry out the mandate of the PPSMMA NWC.
- (iv) The Exco shall not be competent to initiate or alter any policy decision of the NWC or MMA Council except by way of a recommendation to the PPSMMA NWC, after consulting MMA PPS members in the Private Sector especially on matters affecting the day to day medical practice of PPS members of MMA.
- (v) The Exco shall meet at least four (4) times a year.

## **(7) Officers of NWC of PPSMMA**

### **(i) The Chairman**

- (a) The Chairman shall take the Chair at all General Meetings of PPSMMA and all meetings of the PPSMMA NWC and its Exco.
- (b) The Chairman shall have the right to call meetings of Exco, NWC and General Meetings.
- (c) The Chairman shall have a casting vote in addition to his vote as a member.
- (d) The Chairman shall represent the Section PPSMMA in MMA Council.

### **(ii) Vice-Chairman**

The Vice-Chairman will perform all the function in the absence of the Chairman.

### **(iii) The Honorary Secretary**

- (a) The Honorary Secretary of the National Working Committee (NWC) of PPSMMA, shall in consultation with the Chairman, call meetings of the Exco, NWC and General Meetings of PPSMMA.
- (b) The Honorary Secretary shall have custody of the Minutes Book of PPSMMA.
- (c) The Honorary Secretary shall keep the State MMA Branch Committees and State Branch PPS sub-committees informed of all decisions made by the NWC and Exco of PPSMMA.

- (d) The Honorary Secretary shall conduct all the correspondence of PPSMMA under the direction of the Chairman, the Exco and NWC of PPSMMA. He shall submit the Annual Report of PPSMMA to the MMA Council at the end of his term of office, after it is approved by NWC PPSMMA.

**(iv) The Honorary Treasurer**

The Honorary Treasurer shall manage the funds allocated by MMA Council to PPSMMA. He shall prepare a Statement of Accounts at the end of the year to the Council and submit a Budget for approval by MMA Council.

**(v) The Honorary Assistant Secretaries**

The Honorary Assistant Secretaries shall assist the Honorary Secretary and deputies for him, and shall be responsible for duties delegated to them by the NWC of PPSMMA or the Chairman.

**(8) Vacancies in NWC PPSMMA**

- (i) The NWC of PPSMMA at its next succeeding meeting shall nominate one (1) of its members to fill vacancies in and act in the NWC vacant posts of the Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer, two (2) Honorary Assistant Secretaries.
- (ii) The PPSMMA Section Committee of the MMA State Branch at its next succeeding meeting shall nominate one (1) of its members to fill the vacancy created by the resignation of the PPSMMA representative in the MMA Branch Committee.

**(9) Annual General Meeting**

The PPSMMA Annual General Meeting shall be held during the MMA Annual General Meeting.

**(i) Notice**

The Notice of the Annual General Meeting PPSMMA shall be sent to all PPS members by email (or, at the members request by post) at least twelve (12) weeks before the meeting by the PPSMMA Honorary Secretary and he shall call for Resolutions for discussion at the Annual General Meeting. The Resolutions shall be sent to the PPSMMA Honorary Secretary not less than eight (8) weeks before the Annual General Meeting.

- (ii) The agenda of the PPSMMA Annual General Meeting, shall be sent to all members of PPS by email (or, at the members request by post) at least fourteen (14) days before the PPSMMA Annual General Meeting.

**(10) Agenda**

- (i) To confirm and discuss matters arising from the previous PPSMMA Annual General Meeting.
- (ii) To adopt the Annual Report for the year preceding.
- (iii) To adopt the Annual Statement of Accounts for the year preceding.
- (iv) To elect the NWC Office Bearers for the ensuing year.
- (v) To accept and declare the various State Representatives for the ensuing year.
- (vi) To decide on any Resolutions which may have been duly submitted.
- (vii) To appoint an alternative representative to the Executive Committee and Council if the Chairman is unable to attend meeting of either body.

The said alternative representative will have the same voting rights as the Chairman.

- (viii) The Honorary Secretary shall adhere to Clause 7 of the MMA Constitution in the preparation of the PPSMMA Annual General Meeting.

**(11) Quorum**

The quorum at all General Meetings of PPSMMA shall be twice the number of members of the National Working Committee of whom at least six (6) shall be delegates from MMA Branches other than the Branch at which the meeting is held. If there is a lack of quorum MMA Clause 7 4 (ii) shall apply.

**(12) Procedure for Election**

- (i) Election Committee

The MMA Council shall appoint a member of the Elections Committee to conduct the elections for the NWC of PPSMMA.

- (ii) Nominations shall be called for the following posts: Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer, Two Honorary Assistant Secretaries.
- (iii) Nominations shall be accepted from the floor. Nominations by proxy is allowed as long as the signed consent of the nominee is presented to the Annual General Meeting and the candidate is proposed and seconded by PPS members.



- (iv) Voting is by secret ballot at the PPS Annual General Meeting.
- (v) A simple majority determines the winner. Proxy votes are not entertained.

### **(13) Finances**

- (i) The NWC PPSMMA shall receive an allocation of funds from the MMA Council annually for its activities as a section of the MMA.
- (ii) The MMA State Branch PPSMMA shall receive an allocation of funds annually from the respective MMA State Branch.

### **(14) General Provisions**

- (i) Any other matter or matters not covered by these Terms of Reference shall be dealt with according to the provision of the MMA Constitution.
- (ii) In case of any dispute as to the interpretation, construction, rendering and meaning of all or any of these Terms of Reference, or of any word or words contained in the Terms of Reference, the interpretation, construction, rendering and meaning determined and fixed by the Council of the MMA shall be final and conclusive.
- (iii) Neither PPSMMA nor its members shall attempt to restrict or in any other manner engage in any Trade Union activities as defined in the Trade Union Ordinance 1959.

## **CLAUSE 25 – TERMS OF REFERENCE: SCHOMOS**

### **(1) Introduction**

The Section to be known as Section Concerning House Officers, Medical Officers and Specialist (SCHOMOS) which is based at the registered address of the Malaysian Medical Association. The Section shall be governed by the Malaysian Medical Association (MMA) Constitution and Council with the following objectives.

- (i) It shall be a consultative body to the MMA, in matters pertaining to the doctors in the public sector. All consultative processes, requests and decisions, which SCHOMOS has with the government and with bodies outside the Malaysian Medical Association shall go through the MMA. Between them and to that end it may discuss service, training and other matters, with the prior consent of the MMA Council.

- (ii) To inform doctors in the public sector who are not yet MMA members, of the activities of the MMA and to encourage their involvement as members of the MMA.

**(2) Members of SCHOMOS**

All MMA members by virtue of being employed in the public sector shall be deemed members of SCHOMOS.

**(3) MMA State Branch SCHOMOS**

- (i) There shall be, in each State Branch a State SCHOMOS Section.
- (ii) SCHOMOS and State SCHOMOS section shall be deemed to be a section of the MMA Council and MMA State Branch respectively and shall always be subordinate to the MMA Council and Branch Committee. The formation of the State SCHOMOS section shall be recommended by the State Branch concerned and approved by the Council.

**(4) Management of SCHOMOS**

- (i) National Working Committee (NWC) of SCHOMOS shall function as the principal body of SCHOMOS within the guidelines set out below.
- (ii) Composition of the NWC of SCHOMOS

The NWC of SCHOMOS shall consist of:

- |                       |                                                                                                                                                                                                           |
|-----------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Office bearers        | <ul style="list-style-type: none"> <li>- A Chairman</li> <li>- A Vice-Chairman</li> <li>- An Honorary Secretary</li> <li>- An Honorary Treasurer</li> <li>- Two Honorary Assistant Secretaries</li> </ul> |
| State Representatives | <ul style="list-style-type: none"> <li>- Each MMA State Branch SCHOMOS Section shall be entitled to one (1) representative on the NWC of SCHOMOS.</li> </ul>                                              |

**(5) NWC Meetings**

- (i) The NWC shall meet at least twice a year preferably at six (6) months intervals.
- (ii) The Chairman shall preside at all meetings of the NWC.
- (iii) One half (1/2) of the total number of the NWC shall form a quorum.

- (iv) The Notice of the NWC meeting shall be sent two (2) weeks before the meeting by the SCHOMOS Honorary Secretary.

**(6) Executive Committee of SCHOMOS (Exco)**

- (i) The Exco shall consist of the principal SCHOMOS officials, i.e.
  - A Chairman
  - A Vice-Chairman
  - An Honorary Secretary
  - An Honorary Treasurer
  - Two (2) Honorary Assistant Secretaries

No members of the SCHOMOS Exco shall hold the same office for more than two (2) consecutive terms.

- (ii) The quorum for the Exco shall be one half (1/2) of the members.
- (iii) The Exco shall be in charge of the day-to-day affairs of SCHOMOS between meetings of the SCHOMOS NWC, to carry out the mandate of the SCHOMOS NWC.
- (iv) The Exco shall not be competent to initiate or alter any policy decision of the NWC except by way of a recommendation to the SCHOMOS NWC.
- (v) The Exco shall meet at least four (4) times a year.

**(7) Officers of NWC SCHOMOS**

**(i) The Chairman**

- (a) The Chairman shall take the Chair at all General Meetings of SCHOMOS and all meetings of the SCHOMOS NWC.
- (b) The Chairman shall have the right to call meetings of Exco.
- (c) The Chairman shall have a casting vote in addition to his vote as a member.

**(ii) Vice Chairman**

The Vice Chairman will perform all the functions in the absence of the Chairman.

**(iii) The Honorary Secretary**

The Honorary Secretary of the National Working Committee (NWC) of SCHOMOS, shall have the duty in consultation with the Chairman, of calling for meetings of SCHOMOS keeping the State MMA Branch Committee informed of decisions made by the NWC of SCHOMOS. He shall conduct all other correspondence of SCHOMOS under the direction of NWC SCHOMOS. He shall submit the Annual Report of SCHOMOS to the MMA Council at the end of each term.

**(iv) The Honorary Treasurer**

The Honorary Treasurer shall manage the allocation of funds by MMA Council to SCHOMOS. He is to prepare a Statement of Accounts at the end of the year to the Council and a budget for approval by MMA Council.

**(v) The Honorary Assistant Secretaries**

The Honorary Assistant Secretaries shall assist the Honorary Secretary and deputise for him, and shall be responsible for any other duties delegated to them by the NWC of SCHOMOS.

**(8) Vacancies**

- (i) The NWC of SCHOMOS section at its next succeeding meeting shall nominate one of its members to act on vacancies in the NWC which are permanent, i.e. the post of Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer, and two (2) Honorary Assistant Secretaries.
- (ii) The MMA Branch SCHOMOS section committee at its next succeeding meeting shall nominate one of its members to act on a vacancy created by the resignation of the SCHOMOS representative in the MMA Branch Committee.

**(9) Annual General Meeting**

The SCHOMOS Annual General Meeting shall be held during the MMA Annual General Meeting.

**(i) Notice**

The notice of the SCHOMOS Annual General Meeting shall be sent to all SCHOMOS members at least twelve (12) weeks by email (or, at the members request by post) before the date fixed for the SCHOMOS Annual General Meeting by the SCHOMOS Honorary Secretary and he shall call for Resolution for discussion at the Annual General Meeting. Any member desirous of moving

any Resolution at the SCHOMOS Annual General Meeting shall give notice in writing duly proposed and seconded to the SCHOMOS Honorary Secretary not less than eight (8) weeks before the date of the SCHOMOS Annual General Meeting.

- (ii) The agenda of the SCHOMOS Annual General Meeting, which shall be as follows, shall be sent to all members of SCHOMOS by email (or, at the members request by post) at least fourteen (14) days before the SCHOMOS Annual General Meeting.

### **(10) Agenda**

- (i) To adopt minutes of the previous SCHOMOS Annual General Meeting.
- (ii) To discuss matters arising.
- (iii) To adopt the Annual Report for the year preceding.
- (iv) To adopt the Statement of Accounts for the year preceding.
- (v) To elect the Office Bearers for the ensuing year.
- (vi) To accept and declare the various State representatives for the ensuing year.
- (vii) To decide on any resolution which may have been duly submitted.
- (viii) To appoint an alternative representative to the Executive Committee and Council if the Chairman is unable to attend meeting of either body.

The said alternative representative will have the same voting rights as the Chairman.

- (ix) The Honorary Secretary shall adhere to Clause 7 of the MMA Constitution in the preparation of the SCHOMOS Annual General Meeting.

### **(11) Quorum**

The quorum at all General Meetings of SCHOMOS shall be twice the number of members of the National Working Committee of whom at least six (6) shall be delegates from MMA Branches other than the Branch at which the meeting is held. If there is a lack of quorum MMA Clause 7 (4) (ii) shall apply.

**(12) Procedures for Election****(i) Elections Committee**

The MMA Council shall appoint a member of the Elections Committee to conduct the elections.

(ii) Nominations are called for the following post: Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer, Two Honorary Assistant Secretaries.

(iii) Nominations are accepted from the floor. Nominations by proxy are allowed as long as the signed consent of the nominee is presented.

(iv) Voting is by secret ballot.

(v) A simple majority determines the winner. Proxy votes are not entertained.

**(13) Finances**

(i) The NWC SCHOMOS shall receive an allocation of funds from the MMA Council annually for its activities as a section of the MMA.

(ii) The MMA State Branch SCHOMOS shall receive an allocation of funds annually from the respective MMA State Branch.

**(14) General Provisions**

(i) Any other matter or matters not covered by these Terms of References shall be dealt with according to the provision of the MMA Constitution.

(ii) In case of any dispute as to the interpretation, construction, rendering and meaning of all or any of these Terms of References or of any word or words contained in the Terms of Reference, the interpretation, construction, rendering and meaning determined and fixed by the Council of MMA shall be final and conclusive.

(iii) Neither SCHOMOS nor its members shall attempt to restrict or in any other manner engage in any Trade Union activities as defined in the Trade Union Ordinance, 1959.

## **CLAUSE 26 – TERMS OF REFERENCE OF SOCIETIES WITHIN MMA**

### **(1) Name**

Each Society of the MMA shall be formed in accordance with Clause 14 (1) (iv) of the MMA Constitution shall be named after the special group that it represents.

### **(2) Address**

The registered address of each Society shall be at the registered address of the Malaysian Medical Association.

### **(3) Objectives**

Each Society shall be governed by the MMA Constitution and the MMA Council. Towards this end it shall:

- (i) Promote the knowledge, practice and standards of the relevant discipline or special interest.
- (ii) Affiliate or liaise with professionals of local, regional and international organisations with the aim of promoting the relevant discipline or special interest.
- (iii) Keep the Malaysian Medical Association informed on issues related to the relevant discipline or special interest.
- (iv) Promote and advance research in the respective discipline or special interest.
- (v) Publish proceedings of Scientific Meetings through the MMA newsletter.
- (vi) Promote and safeguard the professional interests of the members.
- (vii) In the case of members with special interest, this may include medical students.

### **(4) Membership of Societies**

Membership of the respective Society shall be open to members of MMA who belong to the respective discipline or specially or are undergoing training in the relevant discipline.

### **(5) Management of Societies**

- (i) The Executive Committee (Exco) of each Society shall function as the principal body of that Society and shall manage its affairs within the objectives and guidelines set out by the MMA Council.

**(ii) Composition of the Executive Committee (Exco)**

The Exco of each Society shall consist of the following office bearers: -

- Chairman
- Vice Chairman
- Honorary Secretary
- Honorary Treasurer
- Honorary Assistant Secretary
- Committee Members

**(6) Exco Meeting**

- (i) The Exco shall meet at least twice a year.
- (ii) The Chairman shall preside at all meetings of the Exco.
- (iii) One half (1/2) of the total number of the Exco shall form a quorum.
- (iv) The Notice of the Exco meeting shall be sent two (2) weeks before the meeting by the Honorary Secretary.

**(7) Officers of Executive Committee of Societies**

- (i) The Chairman
  - (a) The Chairman shall take the Chair at all general meetings of the respective Society and all meetings of the Exco.
  - (b) The Chairman shall have the right to call meetings of the Exco.
  - (c) The Chairman shall have a casting vote in addition to his vote as a member.
- (ii) Vice-Chairman

The Vice-Chairman will perform all the functions of the Chairman in the absence of the Chairman.

**(iii) The Honorary Secretary**

The Honorary Secretary of the Society, shall have the duty, in consultation with the Chairman, of calling for meetings of the Exco, keeping the members of the Society informed of decisions made by the Exco of the Society. He shall have custody of the Minutes Book of the Society. He shall conduct all other correspondence of Exco under the direction of the Chairman and the Exco. He



shall submit the Annual Report of the Society to the MMA Council at the end of each term after it is approved by the Exco of the Society.

(iv) The Honorary Treasurer

- (a) The Honorary Treasurer shall manage all funds of the Society.
- (b) He is to prepare and forward the statement of accounts at the end of each Financial year to the MMA Council and to the Annual General Meeting of the Society.
- (c) He is to submit an Annual Budget for approval by MMA Council.

(v) The Honorary Assistant Secretary

The Honorary Assistant Secretary shall assist the Honorary Secretary and deputise for him, and shall be responsible for any other duties delegated to them by the Exco of the Society.

**(8) Vacancies**

The Executive Committee at its next succeeding meeting shall nominate one of its members to act on vacancies in the Exco which are permanent, i.e the post of Chairman, Vice- Chairman, Honorary Secretary, Honorary Treasurer and Honorary Assistant Secretary.

**(9) Annual General Meeting**

- (i) The AGM of each Society shall be held not less than 1 month before the AGM of the Association.
- (ii) At least four (4) weeks before the date fixed for the AGM, the Secretary of the Society shall inform all the members of the Society by email (or, at the members request by post) of the date, time and place fixed for the meeting and draw their attention to Clause 26 (9) (iii).
- (iii) Any member desirous of moving any resolution at the AGM shall give notice in writing duly proposed and seconded to the Secretary of the Society not less than 2 weeks before the date set for the meeting.
- (iv) At least 1 week before the meeting, the Secretary of the Society shall notify all members by email (or, at the members request by post) of the agenda of the meeting and this shall include a report of the Society, the account for the financial year and the amendments to constitution including any resolutions which members have indicated their intention proposing under Clause 26(9)(iii).

**(10) Agenda**

- (i) To adopt minutes of the previous Annual General Meeting of the Society.
- (ii) To discuss matters arising.
- (iii) To adopt the Annual Report for the year preceding.
- (iv) To adopt the Statement of Accounts for the year preceding.
- (v) To elect the Office Bearers for the ensuing year.
- (vi) To decide on any Resolutions which may have been duly submitted.
- (vii) To Honorary Secretary shall adhere to Clause 7 of the MMA Constitution in preparation for the Annual General Meeting of the Society.

**(11) Quorum**

The Quorum at all General Meetings of the Society shall be twice the number of members of the Executive Committee.

In the event of a lack of quorum on the day fixed for the Society Annual General Meeting, the Chairman shall wait for up to a maximum of one hour after scheduled time of the AGM before postponing the Society Annual General Meeting to a day not earlier than fourteen (14) days and not later than one (1) month from that day. At the postponed Society Annual General Meeting the delegates present (whatever their numbers) shall constitute a quorum, provided that no decisions affecting the whole membership shall be made if there is insufficient quorum.

**(12) Procedures for Election**

- (i) The outgoing Exco shall appoint two scrutineers to conduct the elections.
- (ii) Nominations are called for the following post: Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer and Honorary Assistant Secretary and Committee Members.
- (iii) Nominations shall be accepted from the floor. Nominations by proxy are allowed as long as the signed consent of the nominee is presented to the Annual General Meeting and the candidate is proposed and seconded by the Society members.
- (iv) Voting is by secret ballot at the Annual General Meeting of the Society.
- (v) A simple majority determines the winner. Proxy votes are not entertained.

### **(13) Finances**

- (i) The Executive Committee of the respective Societies shall receive an allocation of funds from MMA Council annually for their activities.
- (ii) The Exco can apply for funds for their Continuing Medical Education (CME) and other projects to the MMA Foundation through the MMA.
- (iii) The Honorary General Treasurer of the MMA shall be the custodian of all the finances of each Society and shall deposit all finances in a bank approved by the MMA Council.
- (iv) Special subscription or levies for particular purposes may be raised from members which may be determined from time to time by a decision of the MMA Council in accordance with the advice of the respective Society.

### **(14) General Provisions**

- (i) Any other matter or matters not covered by these Terms of References shall be dealt with according to the provision of the MMA Constitution.
- (ii) In case of any dispute as to the interpretation, construction, rendering and meaning of all or any of these Terms of References or of any word or words contained in the Terms of Reference, the interpretation, construction, rendering and meaning determined and fixed by the Council of MMA shall be final and conclusive.
- (iii) Neither the Society nor its members shall attempt to restrict or in any other manner engage in any Trade Union activities as defined in the Trade Union Ordinance, 1959.

## **CLAUSE 27 - PUBLICATIONS**

### **(1) Journal**

A Journal, to be called the Medical Journal of Malaysia, shall be published by or on behalf of the Association, and shall be conducted by a Honorary Editor, who shall be responsible for all that appears therein, except such matters as are inserted in accordance with the Constitution or by the direction of the Council. The Editor shall be appointed by Council.

**(2) Duties of the Honorary Editor of Medical Journal of Malaysia**

- (i) The Honorary Editor shall be responsible for the publication of such journals, periodicals and proceedings of the Scientific Meetings of the Association, as the Council may from time to time decide.
- (ii) The Honorary Editor shall be assisted in his duties by an Editorial Board, which shall be appointed by the Council.

**(3) Editorial Board of Berita MMA**

- (i) The members of the Editorial Board shall be appointed by Council in consultation with the Honorary Editor.
- (ii) The Honorary General Secretary or either one of the Honorary Deputy Secretaries shall be an Ex-officio member of this Board.

**(4) Other Publications**

- (i) Such lists of medical practitioners, records of transactions and other papers of interest to the medical profession shall be published as and when the Council may think fit.
- (ii) The Editor of all publications shall be appointed by the Council and the conduct of such publications shall conform to the policies of Council.

**CLAUSE 28 – AFFILIATION**

The Association may be affiliated or associated with National Medical Associations outside Malaysia devoted to objects substantially similar to those of the Association. Any step in this direction shall be taken by a decision of the Council and approved by a General Meeting.

**CLAUSE 29 – DISCIPLINARY INQUIRIES****(1) Disciplinary Inquiries on Complaints against Members by Members**

An inquiry shall be undertaken by the Executive Committee as it deems fit on complaints received against a member of the Association.

- (i) Any complaint against a member shall be addressed in writing to the Honorary General Secretary of the Association.

- (ii) The Honorary General Secretary shall refer all matters on breach of ethics to the Ethics Committee.
  - (iii) On all other complaints the Honorary General Secretary shall present the complaint to the Executive Committee at its next meeting.
  - (iv) The Executive Committee shall discuss the complaint and decide whether there is a need to hold an inquiry.
  - (v) If the inquiry is not necessary the Honorary General Secretary shall reply to the complainant explaining why. If the complainant is not satisfied with the decision of the Executive Committee, the complainant may appeal to MMA Council.
  - (vi) If there is a case for inquiry then the Executive Committee shall refer the matter to the Investigating Committee (IC) which will constitute of three (3) members of the Association who are not members of the Council.
  - (vii) The (IC) shall hold the inquiry within thirty (30) days and in the presence of the complainant and the member complained against who shall be given the opportunity to exculpate himself.
  - (viii) The Executive Committee on receiving the report from the (IC) shall submit its recommendation to the MMA Council at its next meeting.
  - (ix) The Council on receiving the recommendation of the Executive Committee shall exonerate the member or terminate or suspend the membership or warn the member concerned.
  - (x) Appeals against the decision of the Council may be made to the Annual General Meeting or a Special General Meeting of the Association.
- (2) Disciplinary Inquiry on complaints raised against a Member by the Delegates of the Annual General Meeting
- (i) If a complaint is raised against a member at the Annual General Meeting, the House may at its discretion, set up an Investigating Committee of three (3) members who shall be determined by the House.
  - (ii) The Investigating Committee shall then function as per Clause 29 (1) (vii) to (xi). Such complaint as raised in Clause 29 (2) (i) above shall be managed in accordance with Clause 30 (Internal Dispute Resolution or IDR).
  - (iii) The decision of the AGM shall be final.

**CLAUSE 30 – INTERNAL DISPUTE RESOLUTION (IDR)****(1) General Provisions**

- (i) “Administration” means the MMA Exco, Council, Committee, Sub-Committee or of any other body lawfully constituted by the MMA.
- (ii) Any complaint concerning the conduct of the Administration of the MMA, or concerning the conduct of an individual member of the Administration when acting in his official capacity, or the conduct of any other member of the Association, that may constitute an infringement of the Constitution of the Association shall be made:
  - (a) In writing and sent to the Honorary General Secretary or such other person(s) designated by the HGS or the Exco for that purpose.
  - (b) The complaint shall contain the following:
    - (i) the full name, membership number, current address and contact number of the complainant;
    - (ii) the facts of the complaint;
    - (iii) copies of any documents that the complainant proposes to rely on in support of his complaint; and
    - (iv) the signature of the complainant.
  - (c) If the nature of the complaint against any member involves ethics and is such that it falls under the purview of the Ethics Committee as governed by the Rules of the Ethics Committee, such complaint shall be referred to the Ethics Committee for further action.
- (iii) Upon receipt of a complaint the HGS shall:
  - (a) stamp the date of receipt on the complaint;
  - (b) scrutinise the complaint to satisfy himself that the requirements of [Clause 30 (1) (ii) (b)] have been complied with; and
  - (c) if so satisfied, register the complaint and put into motion the procedures for investigating and settling the issue in accordance with IDR mechanism.

## **(2) IDR Mechanism**

### **(i) Setting up an Investigating Committee**

- (a) Council shall set up an Investigating Committee (IC), of at least three (3) members and the HGS or any of the HDS, to look into the complaint/s.
- (b) The HGS or HDS or any other person/s appointed by Exco shall set out the terms of reference of the IC to suit the circumstances of the case.
- (c) The IC shall at the earliest meet to elect a Chairman and institute the inquiry, within thirty (30) days. Where circumstances necessitate an extension of the time such application may be made by the IC to Exco, which extension the Exco may at its absolute discretion grant or refuse.
- (d) At least seven (7) days prior written notice of any inquiry shall be given to the parties concerned. If a party has been given adequate notice and fails to attend an inquiry without reasonable cause acceptable to the IC, then the IC may proceed with such inquiry in his absence and make such recommendations as it deems fit after such inquiry.

### **(ii) Process**

Where on the date fixed for the investigation / inquiry of the complaint:

- (a) The complainant and the member against whom the complaint has been made, fail to attend before the inquiry, the IC may, upon being satisfied that the notice of the inquiry has been posted to the members concerned, proceed with inquiry.
- (b) The complainant fails to attend before the inquiry, the IC may, upon being satisfied that the notice of the inquiry has been posted to the complainant, dismiss the complaint or proceed with the inquiry in the absence of the complainant without further notice to him and make its determination;
- (c) The member against whom the complaint has been made fails to attend before the inquiry, the IC may, upon being satisfied that the notice of the inquiry has been posted to the member concerned, proceed with the inquiry in the absence of the member concerned without further notice to him and make its determination.
- (d) The Chairman and/or any IC member may examine any witness (including the complainant) during any stage of the hearing.

**(iii) IC Verdict**

- (a) After hearing all the witnesses called by the parties to the dispute the IC shall decide whether the complaint has been substantiated.
- (b) If the complaint is not substantiated or there is a doubt in the matter, the IC shall dismiss the complaint.
- (c) If the complaint is substantiated against an individual member the IC may make any of the following recommendations to Council:
  - (i) Warning and / or reprimand; and / or
  - (ii) Suspension from any MMA activities for a period not exceeding thirty six (36) months.
- (d) If the complaint is substantiated against the Administration the IC may recommend to Exco that steps be taken to remedy the situation.
- (e) The IC shall communicate its decision to the Exco in writing.

**(iv) Appeal**

- (a) Any member who is dissatisfied with the decision of the IC may appeal to Council in writing, stating his ground(s) of appeal. Such application or appeal shall be lodged by the member through the HGS within fourteen (14) days of the date that the decision is conveyed to him.
- (b) When an application or appeal has been presented, Council shall consider the grounds of application/appeal upon the written report of the inquiry conducted by the IC. Council is at liberty to review the case either in the presence of the member/s concerned and the IC or in the absence of either of them at a meeting of the Council as it shall absolutely deem fit.

**(v) Council may**

- (a) quash, set aside, vary, decrease or add to the punishment or confirm the recommendations of the IC;
- (b) make any other decision or order which in their opinion ought to have been made by the IC; and/or
- (c) make sure further or other order as they shall absolutely deem fit.

The powers aforesaid may be exercised by the Council notwithstanding that the notice of application for review/appeal may be to a part only of the Investigating Committee's decision.



- (vi) The decision of the Council shall be final. In the event that the Council confirms any recommendation of expulsion made by the IC, the expelled member shall be entitled, where an appropriate request in writing has been made, to require the Council to convene a Special General Meeting (SGM) in accordance with the provisions of the Constitution of the MMA to review his case.
  
- (vii) Failure to exhaust the IDR mechanism: In the event any member fails to first apply the IDR mechanism to resolve his complaint and exhaust the in-house mechanism available herein, he will be expelled from membership of the Association, whatever the category of Membership, including a Life Membership.