

CONSTITUTION

PERSATUAN PEGUAMBELA SARAWAK (THE ADVOCATES ASSOCIATION OF SARAWAK)

CLAUSE 1 NAME

(1) The Association shall be known as

PERSATUAN PEGUAMBELA SARAWAK (THE ADVOCATES ASSOCIATION OF SARAWAK)

Hereinafter referred to as "**the Association**".

(2) Meaning of name :

(3) Level : **Negeri**

CLAUSE 2 ADDRESS

1. The registered address is

P O BOX NO. (NUMBER TO BE ASSIGNED BY THE KUCHING CENTRAL POST OFFICE

93506 KUCHING, SARAWAK

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

P O BOX NO. (NUMBER TO BE ASSIGNED BY THE KUCHING CENTRAL POST OFFICE

93506 KUCHING, SARAWAK

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

CLAUSE 3 AIMS AND OBJECTIVES

3. (1) The Objects of the Association shall be:-

(a) To encourage its members to maintain and improve the standards of conduct of the legal profession in Sarawak;

(b) To encourage the acquisition of legal knowledge by members of the legal

profession and others;

(c) To assist the Government and the Courts in all matters affecting legislation and the administration and practice of the law in Sarawak;

(d) To represent, protect and assist members of the Association and to promote in any manner the Association thinks fit the interest of the legal profession in Sarawak;

(e) To establish a library to acquire or rent premises to house the library, offices of the Association or amenities for the use of members;

(f) To print or publish any books, journals, newspapers, periodicals or leaflets or directory so as to advertise and to foster and promote the objects of the Association and its members' interests;

(g) To encourage, organise, sponsor or take part in any seminars, talks, lectures or exhibitions to foster and promote any of the objects of the Association;

(h) To protect and assist the public in Sarawak in all matters touching or ancillary or incidental to the law;

(i) To grant prizes and scholarships and to establish and subsidise lectureships in educational institutions in subjects of study relating to law;

(j) To grant pecuniary or other assistance to any association, institute, board or society in Sarawak in the interest of the profession of law or of students for that profession;

(k) To hire and employ all classes of persons considered necessary for the purposes of the Association and to pay them and other persons in return for services rendered to the Association such salaries, wages, charges, bonuses and pensions;

(l) To collect and receive subscriptions, contributions and donations and to administer the Association's funds in furtherance of the objects of the Association;

(m) To afford pecuniary and other assistance to members or former members and to the wives, widows, children and other dependants, whether of members, former member or deceased members who are in need of any such assistance provided no benefit as defined under Section 2 of Societies Act 1966 shall be payable to members of the Association;

(n) To promote good relations and social intercourse among members and between members and other persons concerned in the administration of law and justice;

(o) To establish and maintain good relations with professional bodies of the legal profession in other countries and states and to participate in the activities of any international association and become a member thereof; and

(p) To do all such other things as are incidental or conducive to the achievement or betterment of the purposes of the Association.

(2) In addition to the other powers given by the provisions of this Constituion, the Association may:-

(a) Purchase any land or building required for any of the purposes of the Association;

(b) Sell, surrender, lease, exchange or mortgage any land or building as may be found most convenient or advantageous;

(c) Borrow money whether by way of bank overdraft or otherwise for such of the purposes of the Association as the Association may from time to time consider desirable;

(d) To invest and deal with the money of the Association not immediately required upon such investment and in such manner as may from time to time be determined;

(e) Do all such other things as re incidental or conducive to the achievement or betterment of the purposes of the Association;

(f) To issue an annual certificate (Sijil Anual) to any person who intends to apply for the issuance and/or renewal of his Practising Certificate under the provisions of the Advocates Ordinance Cap. 110 or any law in replacement thereof upon payment of a fee as may be approved from time to time by the Delegates Conference. Article 12(6)(b) hereof shall apply in deciding the percentage of fees to be held by each branch as branch funds; and

(g) To collect and receive fees or contributions to provide for the costs and expenses incurred by the Inquiry Committee established under the Advocates (Inquiry Committee) Rules 1988 or any law in replacement thereof in the discharge of its functions thereunder.

(3) In addition to Rules that may be made by the Association under other provisions of this Constitution the Association may subject to the provisions of this Constitution make Rules for giving effect to this Article.

CLAUSE 4 MEMBERSHIP

4. (1) There shall be three classes of membership open to men and women, namely:-

(a) Ordinary membership;

(b) Associate membership; and

(c) Honorary membership.

(2) A member can only be registered as a member in one branch of the Association.

6. (1) Ordinary membership shall be open to any person who is in practice as an advocate in Sarawak under the provisions of the Advocates Ordinance Cap. 110 or any law in replacement thereof and who is resident in Sarawak.

(2) Ordinary members shall be entitled to speak and vote at:-

(a) any general meeting of the Association convened under Article 30, and

(b) any general meeting of his branch.

and shall be entitled to be elected to:-

(a) the Central Committee,

(b) the Branch Committee of his branch, and

(c) be the Branch Delegates.

(3) Ordinary members may by a resolution exclude from a general meeting of the branch or the Association or any part thereof all members belonging to the other classes of membership.

(4) Members of a branch can only attend their own branch's general meeting. Members from other branches may be invited to attend and to speak by the Branch Chairman. Any member of the Central Committee who is not a branch member may attend and speak but shall have no voting power.

7. (1) Associate membership shall be open to any person who is not eligible for ordinary membership but who possess the requisite professional qualifications for admission as an advocate in Sarawak or such other legal qualifications as may be approved by the Central Committee for admission to such membership.

(2) Associate members may attend any general meeting of the Association or his branch and may speak but may not vote nor may they be elected to:-

(a) the Central Committee

(b) the Branch Committee, and

(c) be the Branch Delegates.

8. Honorary membership shall be by conferral by the Central Committee on such persons and for such period as the Central Committee may decide. Honorary members may be invited by the President to attend and speak at any general meeting of the Association or a branch but may not vote or be elected to:-

(a) the Central Committee,

(b) the Branch Committee, and

(c) be the Branch Delegates.

9. (1) Every application for ordinary or associate membership to a branch shall contain such particulars as may be required by the Central Committee and shall be proposed by one ordinary member and seconded by another ordinary member of the branch and shall be forwarded to the Branch Secretary who shall, at the first convenient opportunity, submit it to the Branch Committee for approval.

(2) Every application accepted by the Branch Committee shall be forwarded to the Central Committee for their final approval and until such approval is required the member in question shall be treated as a licentiate ordinary member or associate member as the case may be but with such rights as the Central Committee shall give from time to time by directives.

(3) On acceptance by the Central Committee the licentiate member shall become a full member of the class of membership applied for by such member.

(4) On rejection by the Central Committee the licentiate membership of the applicant shall be cancelled.

(5) An applicant whose application has been rejected by the Branch Committee may appeal to the Central Committee or as a last resort to the Delegates' Conference of the Association whose decision shall be final.

CLAUSE 5 RESIGNATION & TERMINATION

10. (1) A member shall cease to be a member in any of the following circumstances:-

(a) If he no longer possesses the qualifications for membership as hereinbefore provided;

(b) If he resigns by notice in writing addressed to the Secretary;

(c) If he is adjudged a bankrupt; or

(d) If the Branch Committee or the Central Committee considers that it is not in the interest of the Association that he should continue to be a member in which case the allegation(s) shall be made known to him in writing, he shall be given a reasonable opportunity to answer the allegation(s) and the decision of the Branch Committee or the Central Committee shall be subjected to appeal to the Delegates' Conference of the Association whose decision shall be final;

(2) Upon the resignation or cessation of membership for any reason whatsoever no person shall again be eligible for membership until after the lapse of a period of at least three years provided that the Central Committee may in its sole discretion readmit any person within the said period of three years upon good and sufficient reasons being shown;

(3) In the event of any member resigning or ceasing to be a member of the Association all his rights, benefits and privileges in the Association shall be forfeited.

CLAUSE 6 ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

11. (1) The following subscriptions shall be payable:-

(a) Ordinary members....\$120 per annum

(b) Associate members....\$24 per annum

(2) Subscriptions shall be payable on admission to membership and thereafter in advance on the 1st day of July in each year. The first year's subscriptions shall be in respect of the remaining months of that year calculated at the respective rates applicable to such members.

CLAUSE 7 DELEGATES MEETING

25. (a) The Delegates' Conference shall be constitute the supreme authority of the Association.

(b) The Delegates' Conference shall, amongst other things, elect the Central Committee once every two years, at the Annual Delegates' Conference (Election) following a non election Annual Delegates' Conference the year before.

(c) The Delegates' Conference shall consist of the following Delegates:-

(i) the existing members of the Central Committee;

(ii) the Branch Chairman, Branch Secretaries and Branch Treasurers of all the branches; and

(iii) The other Branch delegates duly elected by the branches.

(d) Voting at the Delegates' Conference may be by proxy provided that any Delegate shall not hold more than one proxy validly.

(e) The outgoing members of the Central Committee shall not be eligible to vote at the election of the incoming Central Committee at the Annual Delegates' Conference (Election) unless they fall within the categories of Article 25(c)(ii) & (iii) as Branch delegates.

26. The Annual Delegates' Conference of the Association shall be held once in every calender year in July or not maore than 15 months after the last Annual Delegates' Conference:-

(a) To receive the President's report;

(b) To receive the Honorary Treasurer's report and the audited accounts of the Association for the previous year;

(c) To elect members of the Central Committee once every two years;

(d) To appoint an auditor once every two years;

(e) To appoint three officers for the purposes of Article 39 hereof once every two years; and

(f) To consider such other matters as may be referred thereto of which adequate notice of at least 7 days has been given to the Delegates or otherwise referred thereto by the President at the Annual Delegates' Conference.

27. (1) An extraordinary Delegates' Conference may at any time be convened by the Central Committee or upon the written requisition made to the President or Secretary signed by not less than twenty-five per centum (25%) of the total number of Delegates of the Association. The requisition shall state the reasons for calling the meeting and shall be accompanied by the agenda and such meeting shall be convened within three (3) weeks after the receipt of the requisition. Failing which the requisitionists can proceed to convene the meeting.

(2) No other business except that stated in the Notice of meeting shall be transacted at such meeting.

(3) At least two week's notice of any Extraordinary Delegates Conference shall be sent to all Delegates with an agenda of the matters to be discussed.

28. (1) A preliminary notice of the Annual Delegates' Conference stating the date, the time and the place of meeting and calling for motions for discussions at the Annual Delegates' Conference, and names of Branch Delegates' Conference, shall be sent by the Honorary Secretary to all Branch Secretaries not later than six (6) weeks before the date fixed for the Annual Delegates' Conference, and this notice shall also be prominently displayed at the registered office of the Association. Every Branch Secretary shall convene a Branch annual general meeting within 14 days after the receipt of the preliminary notice.

(2) Names of Branch Delegates and motions for discussion at the Annual Delegates' Conference shall be sent by the Branch Secretaries to the Honorary Secretary not later than three (3) weeks after the receipt of the preliminary notice.

(3) The Honorary Secretary shall send to the Branch Secretaries at least two (2) weeks before the Annual Delegates' Conference an agenda including copies of minutes and reports, motions and the audited accounts of the Association for the previous year. Copies of these documents will be furnished to each of the Branch Delegates and will be made available at the registered office of the Association and at Branch offices for the perusal of members.

29. The quorum for any Delegates' Conference shall be twelve (12) Delegates

representing more than half of the total number of Branches. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting convened at the requisition of delegates shall be dissolved and in any other case the meeting shall stand adjourned to such date (not exceeding 14 days), time and place as the majority of Delegates present shall decide. If at the adjourned meeting a quorum of Delegates is not present within half an hour from the time appointed for the meeting, the members present shall proceed with the meeting as if a quorum is present. Provided that they shall not have power to alter any Articles of the Association or to make decisions affecting the whole membership.

30. (1) The Central Committee or the Delegates' Conference may call a general meeting of all the members of the Association.

(2) The same procedure for calling and conducting an Extraordinary Delegates' Conference shall be equally applicable to the calling of a general meeting of all the members of the Association.

(3) The time and venue for the general meeting shall be fixed by the Central Committee or the Delegates Conference.

(4) The quorum provision in Article 12(2)(g) shall apply with modifications to such meetings.

31. (1) Voting at any meeting of the Association may be by show of hands unless a poll is demanded by the Chairman or by at least 2 ordinary members present in person.

(2) Only ordinary members who have paid up their annual subscriptions shall be entitled to vote at any meeting of the Association.

32. Voting at any meeting may be by proxy provided that the instrument of proxy is lodged with the Secretary of that meeting not less than 48 hours before the meeting and it shall state clearly the name of the member giving the proxy and the member to whom it is given. A member to whom a proxy is given must be an ordinary member and can only hold one proxy validly.

CLAUSE 8 CENTRAL COMMITTEE

13. (1) The Central Committee shall be elected biennially from the members of the Delegates' Conference and shall consist of:-

(a) The President

(b) Vice-Presidents (the Chairman of all Branches except the President shall automatically be elected as Vice Presidents with voting powers)

(c) Honorary Secretary

(d) Assistant Secretary

(e) Honorary Treasurer

(f) Assistant Treasurer

(g) 4-6 Committee Members elected from the Delegates

(h) the Past Presidents (non elected post)

(2) All members of the Central Committee and every officer performing executive functions in the Association shall be Malaysian citizens or persons who have obtained permanent residence in Sarawak.

(3) The Annual Delegates' Conference shall be held at a different branch venue each year but for reasons of expediency the Central Committee may decide otherwise.

14. The Central Committee shall hold office for two years. The term of two years in this Article and Article 25 shall mean the interval between on Annual Delegates' Conference (Election) and the following Annual Delegates' Conference (Election) with an intervening Annual Delegates' Conference (Non Election).

15. Candidates for biennial election to the Central Committee must be proposed by a Delegate and seconded by another Delegate of the Delegates' Conference and biennial election will be by a simple majority vote of the delegates at the Annual Delegates' Conference (Election). Procedure for nominations and voting shall be fixed by the Honorary Secretary from time to time. At least five out of the total members of the Central Committee shall be advocates in practice for not less than seven years on the day of their election to the Central Committee.

16. (1) In the event of the death or resignation of any member of the Central Committee except the President's post, the Central Committee shall have power at any time to appoint another member to fill the vacancy. The member so appointed shall hold office only until the next Annual Delegates' Conference (Election) but shall then be eligible for re-election.

(2) The continuing members of the Central Committee may act provided there is a quorum notwithstanding any vacancy in the Central Committee and no act done by or by the authority of the Central Committee shall be invalid in consequence of any defect that is afterwards discovered in the election or qualification of the members or any of them.

17. The Central Committee shall have power at any time to appoint such Central sub-committee or Central sub-committees as they may deem necessary or expedient and may delegate or refer to it or them such of the powers and duties of the Central Committee as the Central Committee may determine. Any ordinary member of the Association may be appointed as members of such Central sub-committees. All Central sub-committees shall periodically report their proceedings

to the Central Committee and shall conduct their business in accordance with the directions of the Central Committee.

18. Meetings of the Central Committee shall be called by the Honorary Secretary at least once in every three months. Additional meetings may be called by the Honorary Secretary and shall be called by him if requested by the President or any two members of the Central Committee.

19. The quorum at any Central Committee Meeting shall be at least half of the Central Committee Members.

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

(i) The issue must be clearly set out in the circular and forwarded to all members of the Central Committee;

(ii) At least one half of the members of the Central Committee must indicate whether they are in favour of or against the proposal; and

(iii) The decision must be by a majority vote.

Any decision obtained by circular letter shall be reported by the Honorary Secretary to the next Central Committee meeting and recorded in the minutes thereof.

21. The member of the Central Committee who fails to attend three consecutive meetings of the Central Committee without satisfactory explanation shall be deemed to have resigned from the Central Committee provided the President may on application excuse such absence.

CLAUSE 9 DUTIES OF OFFICE - BEARERS

22. (1) The President shall during his term of office preside at all general meetings of the Association and all meetings of the Central Committee and Delegates' Conference and shall be responsible for the proper conduct of all such meetings. He shall have a casting vote and shall sign the minutes of each meeting at the time they are approved.

(2) (a) The Past Presidents may attend and participate and advise in all deliberations of the Central Committee but shall have no voting powers thereat.

(b) The Vice Presidents shall assist the President and one of them shall be appointed to deputise for the President in the latter's absence.

(3) The Honorary Secretary shall conduct the business of the Association in

accordance with its Constitution, and shall carry out the instructions of the Delegates' Conference and of the Central Committee. He shall be responsible for conducting all and keeping all books documents and papers except the accounts and financial records. He shall attend all Conference of the Central Committee, Delegates' Conference and the general meetings of the Association or such branch meetings as directed by the Central Committee and record the proceedings. He shall keep a Central membership register containing the following particulars or such other particulars as may from time to time be required by the Central Committee

- (a) Serial number;
- (b) Name;
- (c) Identity Card Number;
- (d) Branch;
- (e) Date of Admission;
- (f) Age (Date of Birth);
- (g) Address and telephone number, if any.

(4) The Assistant Secretary shall assist the Honorary Secretary to carry out any of his functions stipulated in Article 22(3) hereof and to perform such functions as the Honorary Secretary or the Delegates' Conference shall assign to him.

(5) The Honorary Treasurer shall be responsible for the finance of the Association. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall in conjunction with the President or the Honorary Secretary sign all cheques on behalf of the Association.

(6) The Assistant Treasurer shall assist the Honorary Treasurer to carry out any of his functions stipulated in Article 22(5) hereof.

23. All such powers, act or things as are not by this Constitution or the Societies Act 1966 expressly authorised, directed or required to be exercised or done by the Association in the Delegates' Conference may, subject to the provisions of this Constitution, the Societies Act 1966 or any rules made thereunder or any resolution passed from time to time by the Delegates' Conference be exercised or done by the Central Committee; Provided that no such resolution of the Delegates' Conference shall invalidate the previous exercise of any power or the previous doing of any act or thing by the Central Committee which would have been valid if the resolution had not been passed.

24. (1) Without prejudice to the General Powers conferred by Article 23 above or the specific powers to make Rules conferred by any other provisions of this Constitution the Central Committee shall have power:-

(a) to take cognisance of anything affecting the Association or the professional conduct of its members and to bring before any Delegates' Conference of the Association any matter which it considers material to the Association or to the interest of the profession and make any recommendations and take such action as it deems fit in relation thereto;

(b) to examine and if it thinks fit to report upon current or proposed legislation and any other legal matters;

(c) to represent members of the Association or any section thereof in any matter which may be necessary or expedient;

(d) to fund prizes and scholarships for students of law and to lay down the conditions for their award as it deems fit;

(e) to appoint at its discretion such officers, clerks, agents and servants for permanent, temporary or special services as it may from time to time deem fit and to determine their duties and terms of service and to pay them such remuneration or allowance as the Central Committee may deem fit or appropriate;

(f) to rent or acquire by licence and furnish suitable premises for the use of the Association;

(g) to communicate from time to time with other similar bodies and with members of the profession in other places for the purpose of obtaining and communicating information on all matters likely to prove beneficial or of interest to members;

(h) to institute, conduct, defend, compound or abandon any legal proceedings by and against the Association or its officers or otherwise concerning the affairs of the Association and to compound and allow time for payment or satisfaction of any debts due or of any claims or demands made by or against the Association;

(i) to invest and deal with any moneys of the Association from time to time in securities authorised for the investment of trust funds by any written law for the time being in force;

(j) to accept on behalf of the Association by way of grant, gift, testamentary disposition or otherwise property or moneys in aid of the finances or purposes of the Association on such conditions as the Central Committee may determine; and

(k) to exercise all such powers privileges and discretions as are not by this Constitution expressly and exclusively required to be exercised by the members of the Association in the Delegates' Conference.

(2) Any Rules made by the Central Committee under this Article for the aforesaid purposes shall not come into operation until they have been approved by the Registrar of Societies.

CLAUSE 10 FINANCIAL PROVISIONS

33. The Central Committee shall have power to expend the Central funds of the Association (excluding branch funds) in accordance with the objects of the Association provided that the expenditure on a single item exceeding a sum of M\$5,000.00 (Ringgit Five Thousand) shall have the prior approval of the Delegates' Conference.

34. All monies of the Central funds shall be deposited with a Bank to be approved by the Central Committee.

35. All cheques shall be signed by the Honorary Treasurer and countersigned by the President or Honorary Secretary.

36. The Central Committee may authorise the Honorary Treasurer to hold such amount as petty cash as it may decide.

37. The financial year of the Association ends on the 30th day of June in each calendar year, and as soon as possible after the end of every financial year a statement of income and expenditure and balance sheet for the year shall be prepared by the Treasurer and audited by the Auditor appointed under Article 38 and submitted for approval at the Annual Delegates' Conference immediately following, and every Delegate of the Association shall be supplied with a copy of such audited accounts at least two (2) weeks prior to the Annual Delegates' Conference and copies of the Association and at each Branch office for the perusal of members of the Association.

CLAUSE 11 AUDIT

38. (1) The accounts of the Association shall be audited by an auditor appointed biennially at the Annual Delegates' Conference. A member of the Central Committee may not be appointed as auditor. He shall hold office for a term of two years and eligible for re-election.

(2) The Auditor shall be required to audit the accounts of the Association and its Branches for the year, and to prepare a report or certificate for the Annual Delegates Conference and the annual general meeting of each Branch. He may also be required by the President or Branch Chairman to audit the accounts of the Association or any of its Branches for any period within his tenure of office at any date, and to make a report to the Central Committee.

CLAUSE 12 PROPERTY ADMINISTRATORS

39. (1) Three officers who must be office-bearers and over 21 years of age, shall be appointed biennially at the Annual Delegates' Conference for the purpose of Section 9(b) of the Societies Act, 1966.

(2) They shall hold office for a term of two years and shall be eligible for re-election.

(3) The officers appointed under this Article shall deal with the immovable property of the Association in such manner as a Delegates' Conference may direct provided that all immovable properties shall be registered in the name of the Association.

(4) The officers shall not sell, withdraw or transfer any of the property of the Association without the consent and authority of a resolution of a Delegates' Conference.

(5) An officer may be removed from office by a Delegates' Conference on the ground that, either owing to ill health, unsoundness of mind, absence from the country or for any other reason, he is unable to perform his duties or unable to do so satisfactorily. In the event of the death, resignation or removal of such an officer before the Annual Delegates' Conference, the vacancy shall be filled through an Extraordinary Delegates' Conference convened for the purpose.

40. All notices, letters or circulars shall be sent to the last known addresses of members, and if so sent, shall be deemed to have been delivered, and it shall be the duty of members to notify the Honorary or Branch Secretary of any change of address.

CLAUSE 13 DISSOLUTION

43. (1) The Association may be voluntarily dissolved by a resolution passed by a majority of at least two-thirds of the total ordinary members in person or by proxy at a general meeting of all the members of the Association convened for the purpose.

(2) Upon such resolution being passed as (1) above the Central Committee shall proceed to realise the property of the Association and after the discharge of all liabilities shall dispose of the same in such manner as may be decided by the general meeting of all the members of the Association, and upon the completion of such disposal the Association shall be dissolved.

(3) Notice of dissolution shall be given to the Registrar of Societies within 14 days of such dissolution.

CLAUSE 14 ESTABLISHMENT AND DISSOLUTION OF BRANCHS

12. (1) (a) The Central Committee may approve the formation of a branch in any area consisting of one or more towns taken together in Sarawak;

(b) A branch shall have at least 20 prospective ordinary members before it can be set up;

(c) The Central Committee may dissolve a branch if for a consecutive period of 12 months the number of branch members is below 20 ordinary members;

(d) A decision to dissolve a branch shall be by a majority vote at a meeting of the

Delegates Conference;

(e) The order of dissolution shall be signed by the President. On receipt of such order the branch shall cease to function except for the purpose of winding up. Any branch aggrieved by an order of dissolution may, by notice in writing to the President within 30 days of its receipt, lodge an appeal to the Delegates' Conference. Notwithstanding such appeal, the order of dissolution shall be operative until set aside, but in such circumstance the Central Committee may appoint from among the affairs of the branch pending the hearing of the appeal;

(f) In the event of a branch being dissolved, the Central Committee shall transfer the remaining members to the nearest branch; and

(g) In the event of such dissolution of a branch, it shall be the responsibility of the branch committee to deliver to the President all books, records, money and other property in the possession of the branch together with a statement of the accounts of the branch from the date of the last submission of accounts to the date of order of dissolution.

CLAUSE 15 GENERAL MEETING OF BRANCHS

12. (2) (a) Every ordinary member of a branch of the Association shall have the right to attend, speak and vote at any general meeting of his branch.

(b) The Branch annual general meeting shall be held within 14 days after the receipt of the preliminary notice of the Annual Delegates' Conference so that notice of the time, date and place shall be given and copies of the agenda and statement of accounts shall be sent to members not less than 7 days before the meeting.

(c) The business of the Branch annual general meeting shall be:-

(i) To receive the Branch Chairman and Branch Treasurer's report and the audited accounts of the Branch for the previous year.

(ii) To elect a Branch Committee and select the Branch delegates to the Delegates' Conference once every two years.

(iii) To appoint Branch auditors for the coming year.

(iv) To deal with any other matters that may be put before it of which adequate notice of at least 7 days has been given to the branch members or otherwise referred thereto by the Branch Chairman at the Branch annual general meeting.

(d) A Branch extraordinary general meeting shall be convened:-

(i) on the instructions of the Central Committee; or

(ii) whenever the Branch Committee deems it desirable; or

(iii) at the request in writing of not fewer than six ordinary members of the branch, stating the objects and reasons for such meeting.

(e) A Branch extraordinary general meeting requisitioned by branch members shall take place not later than fifteen days from the receipt of such requisition.

(f) No other business except that stated in the agenda of meeting or authorised hereinbefore shall be transacted at any general meeting.

(g) The quorum for any general meeting of a branch shall be 50% of the ordinary members of the branch or twice the number of Branch Committee members whichever is the lesser. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting convened at the requisition of branch members shall be dissolved and in any other case the meeting shall stand adjourned to such date (not exceeding 14 days) time and place as the majority of the branch members present shall decide. If at the adjourned meeting a quorum of the branch members is not present within half an hour from the time appointed for the meeting, the branch members present shall proceed with the meeting as if a quorum is present.

CLAUSE 16 COMMITTEE OF BRANCHS

12. (3) (a) A Branch Committee consisting of the following, who shall be termed the office bearers of the branch, shall be elected biennially from its branch ordinary members at the first Branch annual general meeting to hold office for two years:-

A Branch Chairman

A Branch Vice Chairman

A Branch Secretary

A Branch Treasurer

4-6 Branch Committee members

The office-bearers of the branch and every officer performing executive function in the branch shall be Malaysian citizens or permanent residents of Malaysia.

(b) Elections for the Branch Committee from its branch members shall subsequently be held every two years at the Branch annual general meeting following a non-election Branch annual general meeting the year before.

(c) Candidates for election to the Branch Committee of a branch or Branch delegates must be proposed by a branch ordinary member and seconded by another ordinary member from that branch and elections will be by simple majority vote of the branch members of that branch at the Branch annual general meeting (Election). Procedure for nominations and voting shall be as fixed by the Honorary

Secretary from time to time. At least 3 members out of the total members of the Branch Committee shall be advocates in practice for not less than 5 years on the day the election to the Branch Committee.

(d) The duties of the Branch Committee shall be to manage the affairs of the branch in accordance with the Rules of the Association and the instructions of the Central Committee and the Delegates' Conference. It shall meet at least once a quarter, and one-half of its number shall form a quorum.

(e) (i) In the event of the death or resignation of any member of the Branch Committee except for the Branch Chairman's post, the Branch Committee shall have power at any time to appoint another branch member to fill the vacancy. He shall hold office until the next Branch annual general meeting (Election) but shall then be eligible for re-election.

(ii) The continuing members of the Branch Committee may act provided there is a quorum notwithstanding any vacancy in the Branch Committee and no act done by or by the authority of the Branch Committee shall be invalid in consequence of any defect that is afterwards discovered in the election or qualification of the members or any of them.

(f) The Branch Committee shall have power at any time to appoint such Branch sub-committee or Branch sub-committees as they may deem necessary or expedient and may delegate or refer to it or them such of the powers and duties of the Branch Committee as the Branch Committee may determine. Any branch member may be appointed to be members of the sub-committee of his branch. All Branch sub-committees shall periodically report their proceedings to the Branch Committee and shall conduct their business in accordance with the directions of the Branch Committee.

(g) The circular resolution procedure provided in Article 20 hereof may be applied by any Branch Committee.

(h) Any member of the Branch Committee who fails to attend three consecutive meetings of the Branch Committee without satisfactory explanation shall be deemed to have resigned from the Branch Committee provided the Branch Chairman may on application excuse such absence.

CLAUSE 17 DUTIES OF BRANCH OFFICE

12. (4) (a) The Branch Chairman shall during his term of office preside at all Branch general meetings and committee meetings and shall be responsible for their proper conduct. He shall have a casting vote and shall sign the minutes of each meeting at the time they are approved.

(b) The Branch Vice-Chairman shall deputise for the Chairman during the latter's absence.

(c) The Branch Secretary shall conduct the business of the branch in accordance with the rules of the Association, and shall carry out the directions and instructions of the Branch general meeting and of the Committee as well as those from the Delegates' Conference and the Central Committee. He shall be responsible for conducting all correspondence and maintaining a minute book, a branch membership register and all other necessary books, documents and papers except the accounts and financial records. He shall attend all meetings of the branch, and record the proceedings.

(d) The Branch Treasurer shall be responsible for the finances of the branch. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall, in conjunction with the Branch Chairman or the Branch Secretary sign all cheques on behalf of the branch.

12. (5) (a) The Branch Chairman, Branch Secretary and Branch Treasurer of a branch shall be entitled as of right to attend the Delegates' Conference as Branch Delegates.

(b) In addition, each branch shall be entitled to send an additional delegates as a Branch delegate for such number of ordinary members (but excluding the first 20 ordinary members) based on the geometric progression of 2 on 10 ordinary members (20:40:80:160:320:640 and so on). That is, if a branch has 40 ordinary members it shall be entitled to send a Branch Delegate. If it has 80 ordinary members it shall be entitled to send another additional Branch Delegate, making 2 in total. If it has 160 ordinary members, it can send 3 Branch Delegates and so on.

(c) The Branch Vice-Chairman of a branch will automatically be selected as one of that branch's Branch delegate for the purposes of Article 12(5)(b) hereof. All the other remaining vacancies for Branch delegates (if any) will be filled by that branch's Branch committee members in line with the descending order of the number of votes that they each received when they were elected at the Branch annual general meeting. Any Branch committee member selected as a Branch delegate may decline the post and the next Branch committee members to fill all the posts of Branch delegates then such vacancy shall be filled by nominations and election by majority votes of branch members at the Branch annual general meeting.

CLAUSE 18 BRANCHS FINANCIAL

12. (6) (a) All funds accumulated with the Central Committee (at the Head Office) or the branches of the Association shall be the common assets of the Association.

(b) The Delegates' Conference shall decide from time to time the percentage of subscriptions to be held by each branch as branch funds provided it shall not be more than sixty percent of total income for any year and shall also decide what types of expenditure shall be paid from branch funds.

(c) Every Branch Treasurer shall forward to the Honorary Treasurer before the 15th of each month the subscriptions received by the branch less the percentage to be

retained as branch funds.

(d) All branch funds shall be deposited in the name of the branch in a bank to be approved by the Central Committee and the account shall be operated jointly by any two of the followings; the Branch Chairman, the Branch Secretary, and/or the Branch Treasurer. The Branch Treasurer may hold a petty cash advance not exceeding Ringgit One hundred only at any time. No expenditure exceeding Ringgit One hundred only at any time shall be incurred by a Branch Treasurer without the prior sanction of the Branch Committee.

(e) All monies, books and other property of the Association held by any branch which is being dissolved shall be sent without delay by the Branch Secretary to the President together with a statement of accounts as stated in Article 12(1)(g) hereof.

CLAUSE 19 GENERAL PROVISIONS REGARDING BRANCHS

12. (7) (a) Immediately on the coming into force of this Constitution after its approval by the Registrar of Societies, all the existing members of the Advocates' Association of Sarawak shall be deemed to be constituted members of the Kuching Branch which will also be deemed to be the first branch of the Association to be set up. All the existing monies, assets, properties and accounts of the Association shall similarly be deemed to belong to the Kuching Branch.

(b) All existing office-bearers of the Advocates' Association of Sarawak shall become the corresponding branch level office-bearers as designated in Article 12(3)(a) hereof with the exception of the Assistant Secretary, Assistant Treasurer and two Vice-Presidents who shall have been deemed to have resigned as a result of there being no equivalent branch post.

(c) All existing office-bearers of the Advocates' Association of Sarawak shall become the corresponding Central Committee office-bearers as designated in Article 13(1) hereof.

(8) A branch member can at any time apply for his registration as a member of a branch to be transferred to another branch of the Association when there is a branch set up in his area of residence or practice.

CLAUSE 20 AMENDMENTS OF RULES

42. These Articles may be amended, added to or repealed by resolution at an Extraordinary Delegates' Conference provided that the proposed amendment addition or repeal shall have been specified in the Agenda and provided that no such resolution shall be deemed to have been passed unless not less than two-thirds of the Delegates present at the meeting voted for the resolution. Such amendments, addition or repeals shall take effect from the date or dates of approval by the Registrar of Societies.

CLAUSE 21 INTERPRETATION

41. The Central Committee shall be sole authority for the interpretation of these Articles and of the Rules made from time to time thereunder and the decision of the Central Committee upon any question of interpretation or upon any matter affecting the Association and not provided for by these Articles or by the Rules shall be final and binding on the members.

CLAUSE 22 PROHIBITIONS

5. (a) The Association may have affiliation or connection with any Association or Body established outside Malaysia with the approval of the Delegates Conference.

(b) Neither the Association nor its members shall attempt to restrict or in any manner interfere with the trade or practice or engage in any Trade Union activities as defined in the Trade Union Act, 1959.

CLAUSE 23 FLAG, SYMBOL AND BADGE

1. Flag

-

Description :

-

2. Symbol



Description :

2. The Association shall have an Emblem as adopted by the Delegates' Conference of the Association, subject to the prior approval of the Registrar of Societies.

- The overall shape of the Logo resembles the nib of a fountain pen (orange colour).

- Its main features consist of a Kris, Dacing and Book.

- The Kris (Grey/White) symbolises the honour and independence of the Association AND the maxim that an advocate (Association) must act without fear and favour.

- The Book (Grey/White) emphasizes the importance of acquiring legal knowledge by members of the Association in the pursuit of justice.

-The Dacing (Gold colour) reflects justice for and equality amongst its members and society.

3. Badge

-

Description :

-