

# CONSTITUTION

## PERSATUAN SEKOLAH SEKOLAH ANTARABANGSA MALAYSIA [ASSOCIATION OF INTERNATIONAL MALAYSIAN SCHOOLS (AIMS)]

### **CLAUSE 1 NAME**

1. The Association shall be known as PERSATUAN SEKOLAH SEKOLAH ANTARABANGSA MALAYSIA [ASSOCIATION OF INTERNATIONAL MALAYSIAN SCHOOLS (AIMS)] Hereinafter referred to as "the Association".

2. Meaning of name : - As in the objective below, the name refers to a network of international schools in Malaysia. These schools will meet at a variety of levels for the mutual benefit of these schools.

3. **Level : Kebangsaan**

### **CLAUSE 2 ADDRESS**

1. The registered address is  
9, JALAN 1/75C, OFF JALAN PRIA, TAMAN MALURI, TAMAN MALURI, 55100 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

9, JALAN 1/75C, OFF JALAN PRIA, TAMAN MALURI, TAMAN MALURI, 55100 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 OBJECTIVE**

1. To promote understanding and further international co-operation between International School communities in Malaysia by encouraging cultural, academic and sporting links between schools.
2. To provide a forum for International Schools in Malaysia to meet and discuss matters of mutual interest relating to the educational needs of their students and to provide a channel of communication for discussion and/or presentation of such matters to the Ministry of Education and/or State Education Offices.
3. To participate and to act as a consultative body contributing to the improvement of educational standards in Malaysia if and when invited to do so by Governmental authorities and other organisations with the common interest of enhancing the quality of education in Malaysia.

### **CLAUSE 4 MEMBERSHIP**

1. Membership of the Association (hereinafter referred to as "Member Schools") shall be

- opened to schools who meet the following criteria :
- a. Are registered as an International School with the Ministry of Education in Malaysia;
  - b. Deliver a curriculum other than the Malaysian National Curriculum;
  - c. Provide Kindergarten, Primary or Secondary education;
  - d. Demonstrate a commitment to the safeguarding and wellbeing of students and staff;
  - e. Demonstrate professional, ethical and respectful behaviour towards fellow member schools.
2. The general application procedure to become a Member School are as follows:
- a. A prospective school shall make an initial contact with the Chairman of the Association;
  - b. The prescribed Membership Application Form to be completed in full and sent to the Chairman of the Association;
  - c. Upon receipt of the completed Membership Application Form, the application shall be tabled for discussion with the existing Member Schools in a meeting to be called by the Chairman or the Secretary of the Association;
  - d. Arrangement for a visit to the applicant school shall be made by the Head/Principal of two current Member Schools to confirm and verify the accuracy of the completed Membership Application Form.
  - e. Subsequent to the visit to the applicant school, a written report shall be presented to all Member Schools for a decision to be made on the applicant suitability.
  - f. The Chairman of the Association shall then notify the applicant school on the result of its application to be a member. The existing Member Schools may, at its discretion reject or defer any application without assigning any reason thereto.
3. Every applicant whose application has been approved as aforesaid shall be admitted as a Member School of the Association from the date of the approval and shall be entitled to all the privileges of membership.
4. For any applicant whose application has not been approved as aforesaid, any entrance fee paid in advance shall be refunded to the applicant free of interest.
5. Obligation Of Member Schools. All members shall fulfil the following obligations:
- a. To abide by the Rules and Regulations of the Association and resolutions passed at General Meetings and or Committee meetings.
  - b. To attend General Meetings.
  - c. To participate and support the activities of the Association which are in line with the aims and objects of the Association and to protect the rights of the Member Schools and interest of the Association.
  - d. To be represented by the Head, or in their absence a delegated member of their senior leadership team, to each meeting. Only one representative per Member School is entitled to attend meetings of the Association unless by invitation or prior agreement.
6. Privileges. The Member Schools shall enjoy the following rights and privileges:
- a. The rights to attend at General Meeting.
  - b. The rights to vote at General Meeting.
  - c. The rights to be elected as members of Committee.
  - d. To be entitled to all other members' privileges specified in the Constitution of the Association.

## **CLAUSE 5 RESIGNATION AND TERMINATION**

1. Any Member School who wishes to resign from the Association shall give not less than fourteen (14) days written notice to the Secretary.
2. Any Member School who has become a member through using false or misleading documents or information shall automatically cease to be a member upon discovery of such deceiving fact, event or conduct, by the Committee.
3. Any Member School who fails to comply with the rules of the Association or whose conduct has seriously contravened the rules of the Association or is found to be detrimental to the interest or has tarnished the name or reputation of the Association or has acted in a manner to bring disrepute upon the Association may have his or her membership be suspended or terminated by the Committee upon recommendation of the Disciplinary Committee. Before the Committee suspends or terminate the Member School, the Member School shall be informed of the grounds for such suspension or termination in writing and be given an opportunity to explain and clear itself in person by its duly appointed representative. Such suspension or termination shall be enforced, unless otherwise reversed by a general meeting upon appeal by the said Member School.

#### **CLAUSE 6 SOURCE OF INCOME**

1. The Annual Membership fee shall be RM1000 (Ringgit Malaysia One thousand only)
2. All annual subscriptions shall be payable to the Treasurer in advance within 14 (fourteen) days of the first month of each year.
3. Any Member School who allows its arrears to exceed two years subscriptions shall receive a written notification signed by or on behalf of the Secretary, and shall be denied the privileges of membership until it settles its account.
4. Any Member School who allows its arrears to exceed three years subscription shall automatically cease to be a member of the Association, and the Committee may direct legal action be taken against it, provided that they are satisfied that it has received due notice of its debts.
5. The Committee shall have the power to fix a re-entrance fee for any Member School who has allowed its membership to lapse through arrears.
6. Special subscriptions or levies for particular purposes may be raised from Member Schools by resolution of the general meeting of the Association. If any Member School fails to pay such subscription within such period as may be resolved, the amount due shall be treated in the same way as arrears of annual subscription.

#### **CLAUSE 7 GENERAL MEETING**

1. The supreme authority of the Association is vested in a general meeting of the Member Schools. The General Meeting shall have the full authority and power to pass resolutions and make decisions for the implementation, achievement or furtherance of the aims and objects of the Association for the benefit of the Association and its Member Schools. In the event of any conflict in any issue, the decision of the General Meeting shall supersede the decisions of all committees or office bearers of the Association.
2. At least one-third of the voting membership of the Association or the voting members present represent twice the total number of Committee, whichever is the lesser, must be present at a general meeting for its proceedings to be valid and to constitute a quorum.
3. If half an hour after the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the next week to be held at the same time and at the same place; and if a quorum is still not present at such adjourned meeting, the members present shall

- have the power to proceed with the business of the day but shall not have the power to alter the rules of the Association or make any decision affecting the whole membership.
4. An annual general meeting of the Association shall be held as soon as possible after the close of each financial year but not later than April on a date and a time and place to be decided by the Committee. The business of the annual general meeting shall be:
    - a. To receive the minutes of the previous annual general meeting,
    - b. To receive and adopt the Committee's annual report on the activities of the Association during the previous year;
    - c. To receive and adopt the audited financial statements of the Association for the previous year;
    - d. To add or amend Rules of the Constitution of the Association (if necessary);
    - e. To elect the Committee for the subsequent year;
    - f. To appoint internal auditor for the ensuing year;
    - g. to deal with such other matters as may be put before it.
  5. The Secretary shall send to all members at least twenty one (21) days before the annual general meeting, a notice and an agenda including copies of minutes and reports, together with the audited accounts of the Association for the previous year and nomination forms for election of the Committee. Copies of these documents shall also be made available at the registered place of business of the Association for the perusal of members.
  6. Motions for discussions and nominations for election of the Committee by Member Schools should reach the Secretary at least seven days before the date scheduled for the meeting and such motions and nominations shall be circulated to members at the annual general meeting.
  7. An Extraordinary General meeting of the Association shall be convened:
    - a. Whenever the Committee deems it desirable; or
    - b. At the joint request in writing of not less than one-fifth (1/5) of the voting members stating the reasons for such request.
  8. An Extraordinary General Meeting requisitioned by voting members shall be convened for a date within thirty days of the receipt of such requisition by the Secretary and notice stating the specific reasons shall be given to all members at least twenty one (21) days before the meeting.
  9. Paragraphs 7(2) and 7(3) of this rules regarding the quorum and the postponement of an annual general meeting shall also apply to an extraordinary general meeting, but with the provision that if no quorum is present after half an hour from the time appointed for a postponed extraordinary general meeting requisitioned by the members, the meeting shall be cancelled, and no extraordinary general meeting shall be requisitioned for the same purpose until after the lapse of at least six months from the date thereof.
  10. The Secretary shall forward to all members a copy of the draft minutes of each annual and extraordinary general meeting as soon as possible after its conclusion.

#### **CLAUSE 8 COMMITTEE**

1. A Committee consisting of the following, who shall be termed the office-bearers of the Association, shall be elected at the annual general meeting:
  - a. A Chairman
  - b. A Vice-Chairman
  - c. A Secretary
  - d. An Assistant Secretary

- e. A Treasurer
  - f. An Assistant Treasurer
  - g. Not more than Five (5) Ordinary Committee Members
2. Names for the above offices in paragraph (1) shall be proposed and seconded and election will be by a simple majority vote of the members at the annual general meeting. Each Member School shall be entitled to nominate only one representative for election. All the office-bearers shall be eligible for re-election at every election year.
  3. The function of the Committee is to organize and supervise the day-to-day activities of the Association and to make decisions on matters affecting its running within the general policy laid down by the general meeting. The Committee shall not act contrary to the expressed wishes of the general meeting without prior reference to it and shall always remain subordinate to the general meeting. It shall furnish a report to each annual general meeting on its activities during the previous year.
  4. The Committee shall meet at least once every four months, a 14 days notice of each meeting shall be given to the members. The Chairman acting alone, or not less than three of its members acting together may call for a meeting of the Committee to be held at any time. At least one half of the Committee members must be present for its proceedings to be valid and to constitute a quorum.
  5. Where any urgent matter requiring the approval of the Committee arises and it is not possible to convene a meeting, the Secretary may obtain such approval by means of a circular letter. The following conditions must be fulfilled before a decision of the Committee is deemed to have been obtained:
    - a. The issue must be clearly set out in the circular and forwarded to all members of the committee by whatever means deem fit by the Secretary, including but not limited to postal service, facsimile, e-mailing, telephonic messages and or any other electronic means;
    - b. At least one-half of the members of the Committee must indicate whether they are in favour or against the proposal and such indications can be first forwarded to the Secretary by way of facsimile, e-mailing, telephonic messages and or any other electronic means, to be followed-up by the originals; and
    - c. The decision must be by a majority vote.Any decision obtained by circular letter shall be reported by the Secretary to the next Committee meeting and recorded in the minutes thereof.
  6. Any member of the Committee who fails to attend three consecutive meetings of the committee without satisfactory explanation shall be deemed to have resigned from the Committee.
  7. In the event of the death or resignation of a member of the Committee, the Committee shall have the power to co-opt any other representative of Member Schools of the Association to fill the vacancy until the next election of office-bearers, provided always that no Member School shall have more than one representation in the Committee.
  8. The Committee shall give instructions to the Secretary and other officers for the conduct of the affairs of the Association. It may appoint such officers and such staff as it deems necessary. It may suspend or dismiss any officers or member of the staff for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the Committee, or for any other reason which it deems good and sufficient in the interest of the Association.
  9. The Committee may appoint any sub-committee for any purpose arising out of or connected with any of the duties, functions and aims laid down under the rules. Any members can become members of these sub-committee.

10. The previous or out-going Committee should hand over all documents of the Association such as Certificate of Registration, registered constitution, copies of annual report, reply letters, account books, bank books, cheques, receipts, land titles, list of assets and etc. to the new or in-coming Committee. However, if there are losses, damage or error to any document or asset during the out-going Committees time, these discrepancies should be the responsibility of the out-going Committee.

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

### 1. Duties:

- a. Chairman
  - i. Shall be the ex-officio representative of the Association internally and externally
  - ii. Shall be the Chairman of the General Meetings and Committee meetings.
  - iii. Shall supervise the activities of the Association.
  - iv. Shall have the casting vote at the meetings and shall sign the minutes of each meeting at the time of approval.
- b. Vice Chairman
  - i. Shall assist the Chairman in carrying out his duties
  - ii. Shall in the absence of the Chairman act for and have the power vested in the Chairman
- c. Secretary
  - i. Shall administer the business of the Association in accordance with the rules and by-laws and shall carry out the instructions of the General Meetings and Committee Meetings.
  - ii. Shall be responsible for conducting all correspondence and keeping the register of membership and all other documents and seal of the Association except account books and other financial records.
  - iii. Shall attend and record the proceedings of the General Meetings and the Committee Meetings and prepare and submit the annual activities report to the Committee and the Annual General Meeting.
  - iv. Shall file annual returns within 60 days from the date of the Annual General meeting to the Registrar of Societies.
- d. Assistant Secretary
  - i. The Assistant Secretary shall assist the Secretary in carrying out his duties and shall in the absence of the Secretary act for and have power vested in the Secretary
- e. Treasurer
  - i. Shall be responsible for the management of the finance and proper keeping of the account books and other financial records of the Association.
  - ii. Shall prepare the financial reports for submission to the Committee and the Annual General Meeting.
- f. Assistant Treasurer
  - i. The Assistant Treasurer shall assist the Treasurer in carrying out his duties and shall in the absence of the Treasurer act for and have power vested in the Treasurer.
- g. Ordinary Committee
  - i. All Ordinary Committee members shall attend Committee meetings and

assist individually or collectively in carrying out the activities of the Association as instructed by the Committees.

h. Sub-Committee

- i. The Committee shall have the power to set up Sub-Committees from time to time to assist the Committee to perform its duties and obligations.

i. Disciplinary Committee

- i. A five (5) members Disciplinary Committee comprising of two (2) Committee and three (3) other Ordinary members shall be appointed by the Committee to hear and decide on any complaint or motion for the disciplinary action against any Member School.
- ii. The Disciplinary Committee shall make inquiry in respect of any complaint against any Member School on contravention of any rules and regulations of the Association or on its conduct that is alleged to be detrimental to the interest of the Association.
- iii. The Disciplinary Committee shall decide on the appropriate mode of enquiry to be carried out but have to ensure that the inquiry is conducted fairly and the accused Member School be given a reasonable opportunity to defend the charge made against him.
- iv. The Disciplinary Committee shall report its findings and recommend in writing to the Committee on the appropriate action to be taken on the matter, including dismissal of the complaint, issuance of a reprimand to the Member School or to suspend or terminate the membership of the Member School concerned.
- v. The quorum for the Disciplinary Committee meeting shall be three (3) persons.
- vi. The Chairman of the Disciplinary Committee shall be appointed by the Committee.
- vii. He or she shall lead the Disciplinary Committee meeting.
- viii. The Secretary of the Disciplinary Committee shall be decided by the Disciplinary Committee among themselves for the duties of recording the proceedings of meetings and preparation of reports and findings for submission to the Committee.

**CLAUSE 10 FINANCIAL PROVISION**

1. Subject to the following provisions in this rules, the funds of the Association may be expended for the purpose necessary for the carrying out of its objects, including the expenses of its office-bearers and paid staff, and the audit of its accounts, but they shall on no account be used to pay the fine of any Member School who may be convicted in a court of law.
2. The Treasurer may hold a petty cash advance not exceeding RM1,000.00 (Ringgit Malaysia One Thousand only) at any one time. All money in excess of this sum shall within seven working days of receipt be deposited in a bank approved by the Committee. The bank account shall be in the name of the Association.
3. All cheques or withdrawal notices on the Association account shall be signed by the Treasurer and counter-signed by the Chairman and the Secretary. In the absence of the Treasurer, and both the Chairman and Secretary for a long period, the Committee shall

appoint any of its members to sign in place of the absent Treasurer, Chairman and Secretary.

4. No expenditure exceeding RM20,000.00 (Ringgit Malaysia Twenty Thousand only) at any one time shall be incurred without the prior sanction of the committee, and no expenditure exceeding RM40,000.00 (Ringgit Malaysia Forty Thousand only) in any one month shall be incurred without the prior sanction of a general meeting.
5. As soon as possible after the end of each financial year, a statement of receipts and payments and a balance sheet for the year shall be prepared by the Treasurer and audited by the Auditors appointed under the rule 11. The audited accounts shall be submitted for the approval of the next annual general meeting, and copies shall be made available at the registered place of business of the Association for the perusal of Member Schools.
6. The financial year of the Association shall commence on the 1st January and end on the 31st December every year.

#### **CLAUSE 11 AUDITORS**

1. Two Internal Auditors who shall not be the Committee members shall be elected by the Annual General Meeting during each year.
2. They will hold the office for the period of one years.
3. Must be a Malaysian citizens
4. Shall be required to audit the accounts of the Association for each financial year and to prepare a report or certificate for the Annual General Meeting.
5. They may also be required by the Chairman to audit the accounts of the Association for any period within their tenure of office at any date and to make a report to the Committee.

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

The Association shall not be allowed to own any building and or immovable property, and as such no administrator or trustee shall be appointed.

#### **CLAUSE 13 INTERPRETATION**

1. Between annual general meetings the committee shall interpret the rules of the Association and when necessary, determine any point on which the rules are silent.
2. Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting, the decisions of the Committee shall be binding on all members of the Association unless and until countermanded by a resolution of a general meeting.

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

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

#### **CLAUSE 15 PROHIBITION**

1. None of any games of mere chances shall be played in the premises of the Association in accordance to the First and Second Schedule of the Common Gaming Houses Act 1953.
2. Neither the Association nor its members shall attempt to restrict or in any other manner interfere with the trade or prices or engage in any Trade Union activities as defined in the Trade Union Act, 1959.



3. The Association shall not hold any lottery, whether confined to its members or not, in the name of the Association, its office-bearers or members without prior approval from the authorities concerned.
4. Benefits as mentioned under section 2 of the Societies Act 1966 shall not be given by the Association to any of its member.
5. The Association shall not be affiliated to any political party, nor engage in any political activity.

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

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

#### **CLAUSE 17 DISSOLUTION**

1. The Association may be voluntarily dissolved by a resolution of not less than three-fifths of the membership present in a general meeting.
2. In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds shall be disposed of in such manner as may be decided upon by a general meeting.
3. Notice of dissolution shall be forwarded to the Registrar of Societies within 14 days of its dissolution.

#### **CLAUSE 18 LOGO**

1. Logo



The logo for the association combines the acronym of the association with an open book. The book symbol is a traditional link to study and schooling.

#### **CLAUSE 19 ORGANIZATION STRUCTURE**

The organization structure of the Association shall be as follows:

1. General Meeting
2. Committee
3. Sub-Committees
4. Disciplinary Committee
5. Internal Auditor