



4651/89 (SELANGOR)

**MALAYSIAN SOCIETY FOR
NON-DESTRUCTIVE TESTING**

CONSTITUTION

UNDANG-UNDANG DIDAFTAR MENURUT

SIJIL BIL : 4651/89 (SELANGOR)

TARIKH: 21/12/89

PENDAFTAR PERTUBUHAN MALAYSIA

ARTICLE I-NAME, ADDRESS AND PURPOSE

Section 1-Name

The name of this society shall be the Persatuan Ujian Tanpa Musnah Malaysia (MALAYSIAN SOCIETY FOR NON-DESTRUCTIVE TESTING) (hereinafter referred to as Society).

The abbreviated name for the society shall be MSNT.

Section 2-Address

The registered place and address of business of MSNT shall be Kompleks PUSPATI, 43000 Bangi, SELANGOR DARULEHSAN, or at such other places as may be decided by the Board. Any change of address shall obtain prior approval from the Registrar of the Society.

Section 3-Purpose

1. The Society is organized and shall be exclusively operated for the purpose of advancing scientific, engineering and technical knowledge in non-destructive testing and related field through education, research, seminar, workshop and conference and the compilation and dissemination of relevant information useful to members and beneficial to the general public.
2. It is also the purpose of the Society to establish linkage with other technical and scientific organisations in the dissemination and exchange of information in enhancing the promotion of the advancement and recognition of non-destructive testing Practice in Malaysia.

ARTICLE II-LIMITATIONS AND ENDORSEMENT

Section 1-Limitation

The following limitations shall apply to the operations and activities of the Society:

1. No part of the funds of the Society shall be incurred to the personal benefit of any member, except that salaries

and/or other compensation may be paid to the MSNT administrative staff.

Section 2-Endorsement

The name of the Society shall be used only in conjunction with activities, which are consistent with the purposes of the Society and with the approval from the Board.

ARTICLE III-MEMBERSHIP

Section 1-Categories

1. The membership of the Society shall consist of Individual and Corporate members. The individual membership shall consist of Student, Ordinary, Life, Practitioner, Fellow and Honorary members.
2. Those seeking membership shall meet the qualification requirements of Section 2 of this Article; shall fully subscribe and adhere to the purposes of the Society as referred to in Section 3 of Article I; and in addition shall pay any fees as provided for in the by-laws of the Society.

Section 2-Qualification

Any person of Malaysian nationality over 18 years, company or organisation, alien residents and foreigners who subscribe to the interests and welfare of the Society may apply for membership to be approved by the Board.

A. Individual Membership

A1-Student Member

- 1) A Student member shall be a person who interested in the purposes of the Society, and is currently enrolled in any school, college or university.
- 2) Student Membership shall not extend for more than one (1) year after graduation or full attendance at the institution. Conversion of a Student Membership to Ordinary Membership shall be possible by satisfying requirements for Ordinary Membership.

- 3) A Student Member shall enjoy all of the privileges of an Ordinary Member except the right to vote and to be voted upon.
- 4) Any university or university college student who wish to become the member of the Society shall obtain prior written approval from the Vice Chancellor or relevant authority concerned.

A2. Ordinary and Life Members

- 1) Any person possessing good moral character and who is engaged in or interested in furthering the purpose of the society is eligible for admission as Ordinary or Life Member
- 2) A life member shall make one time payment of membership fee (RM200) and shall enjoy the privileges of an Ordinary member

A3. Practitioner (P.MSNT)

- 1) Any person who practises NDT (Non-destructive Testing) and possesses NDT certificates from any recognised certification body and possessing good moral character and who is engaged in or interested in furthering the purpose of the society is eligible for admission as Practitioner Members.

A4. Fellow Member (F.MSNT)

- 1) A Fellow Member is limited to candidates of more than 40 years of age who have 10 years relevant experience who has make significant contribution to NDT technology.

A5. Honorary Member (Hon.MSNT)

- 1) An Honorary Member shall be a person of acknowledged eminence in the field of non-destructive testing and/or one who has been recognised as having contributed to the interest of the Society.
- 2) An Honorary Member shall enjoy all of the privileges of an ordinary member, except the right to vote and to be voted upon.

B. Corporate Member (C.MSNT)

- 1) A Corporate Member may be a corporation or a company duly registered in Malaysia possessing the desire to promote the interest of the Society.
- 2) A Corporate Member may designate three (3) persons as its representatives who each shall have the status of an Ordinary Member

Section 3-Voting Rights

Each Ordinary Member is entitled to one (1) vote on all matters submitted to the general membership for a vote.

Section 4-Suspension and Termination

The Board may suspend or terminate the membership of any member of the Society for causes provided for in the Constitution of the Society.

Section 5-Availability of Records

The records of the Society shall be considered confidential and shall only be made available to a member with the authority of the Board.

ARTICLE IV-BOARD OF DIRECTORS

Section 1-Function

The Board of Directors shall manage the affairs of the Society. They shall have respective duties and the responsibilities as provided for in the Constitution.

Section 2-Composition

- 1) The Board of Directors shall consist of:
 - a. President
 - b. Vice President
 - c. Secretary

- d. Treasurer
- e. Six Ordinary Board members.
- f. Two additional Ordinary Board members.

The Board of Directors shall appoint among society member, if it is deem necessary, two additional Ordinary Board members to the board who can contribute to the interest of the society.

2). All office-bearers of the Society and every officer performing executive functions shall be Malaysian Citizens.

Section 3-Election

The Board of Directors shall be elected at the Annual General Meeting of the Society.

Section 4-Term of Office

Members of the Board shall serve a term not exceeding a period covered by two Annual General Meeting commencing from the day they are elected. Members of the Board are eligible for re-election as provided for in the by-law.

Section 5-Vacancies

1. Vacancy in the office of the President due to any reason shall be filled by the Vice President until the following election (or Annual General Meeting).
2. Other vacancies occurring in the office of Vice President, Secretary and Treasurer shall be filled by the member elected from among the Board of Directors.
3. Should a vacancy arise for the other members of the Board, the Board has the power to appoint any member to the Board, if deem necessary.

ARTICLE V-MEMBERSHIP

Section 1-Application of Membership

1. Application for Membership in the Society as Individual and Corporate Member shall be in appropriate application forms in details as established by the Society and shall be accompanied by appropriate membership fees. Such application shall be presented to the Secretary of the Society.
2. All applications presented to the Society shall be reviewed by the Secretary. The decision on all application for membership shall rest solely with the Board.

Section 2-Fees

1. There shall be an application fee of RM10.00 for all classes of membership except honorary and life memberships.
2. Annual membership fees shall be as follows:
 - a) Student Member RM 10.00
 - b) Ordinary Membership..... RM 30.00
 - c) Practitioner Membership... RM 50.00
 - d) Fellow Membership RM 150.00
 - e) Corporate Membership RM 300.00
 - f) Honorary Member EXEMPTED
 - g) Life membership RM200.00 once only

Section 3-Renewal of Membership

1. All membership in the Society is due for renewal on the first January of each year.
2. Member who fails to settle their subscription by the 31st of March shall be suspended from the roles of the society. To be reinstated a member shall settle the subscription by the 30th of June failing which he will be de-registered.
3. Resignation any member who wishes to resign from the Society shall give two weeks notice in writing to the Secretary and pay all dues.

ARTICLE VI-DUTIES AND RESPONSIBILITES OF OFFICE BEARERS

Section 1-President

1. The President shall be the Chairman of the Board.
2. The President shall preside at all annual and special meetings of the Society and shall be an ex-officio member of all sub-committees.
3. If a current President is no longer elected during an election, he/she shall be appointed as one of members of Board on Director for the following term.

Section 2-Vice President

1. The Vice President shall perform duties of the President in the absence of the President.
2. The Vice President shall perform such other duties as delegated to him by the President and/or the Board.

Section 3-Secretary

1. The Secretary shall be the keeper of the Society s records and shall keep minutes of the meeting of the Society and keep a proper membership register.
2. The Secretary shall also be the Secretary of the Board and Directors and shall keep minutes of their meetings.
3. The Secretary shall perform such other duties as delegated by the President and/or the Board.

Section 4-Treasurer

1. The Treasurer shall keep the financial records of the Society and keep a petty cash of RM 500/-. All excess money shall be deposited in a bank.
2. The Treasurer shall prepare the annual statement of account of the Society.

Section 5-Ordinary Board Members

1. The Ordinary Board Members shall assist the function of the Board whenever directed.

ARTICLE VII-COMMITTEE

Section 1-Committee

The President subject to the approval of the Board may create committees. Such committees shall comprise only members of the Society to promote its objectives.

ARTICLE VIII-MEETINGS OF THE SOCIETY

Section 1-Annual General Meeting (AGM)

1. The AGM shall be held not later than 30th. day of April in each year for the following purposes;
 - I. To receive and, if approved, pass the Accounts for the year ended 31st. December last, and to receive the Report of the Committee on the affair of the Society.
 - II. To elect the President, Vice President, Secretary, Treasurer and six (6) Ordinary Board Members, every 2 years.
 - III. To elect two internal auditors.
 - IV. To transact any other business of which not less than thirty days notice in writing has been given.

Section 2- Extra ordinary General Meeting (EGM)

1. The EGM shall be convened by the Board within thirty (30) days after receipt of a written request of not less than twenty (20) eligible voting members or by the Board itself when found necessary.

Section 3- Notice of Meetings

1. The time and place of every AGM or EGM shall be prescribed by the Board.
2. Notice of every AGM or EGM, specifying the business to be dealt with, shall be dispatched by the Secretary to every member whose address is known to him at least fifteen (15) days before the date of the meeting. In the case of AGM, a preliminary notice calling for motions for discussion, proposal for the amendment to the

Constitution, and nomination for the Board of Directors, shall be dispatched to every member at least sixty (60) days before the date of the meeting. Motions for discussion, proposals for amendment to the Constitution, and nominations for the Board of Directors in the prescribed form duly completed shall be returned to the Secretary or the Election Committee, as appropriate, at least thirty (30) days before the date of the AGM. The same together with the copy of the Balance Sheet, Statements of Receipts and Payments, Reports of the Committee and Internal Auditors shall be dispatched to every member at least fifteen (15) days before the date of the AGM.

Section 4- Quorum

1. At the AGM or EGM, a quorum shall be formed when twenty (20) eligible members are present.
2. If within thirty (30) minutes from the time appointed for the Meeting a quorum is not present, the Meeting if convened upon requisition of members, shall be dissolved. For any other case, it shall stand adjourned to the same day in the next week at the same time and place, and if, at the adjourned meeting a quorum is not present within half an hour from the time appointed for the Meeting, the members present shall form a quorum but cannot make any decision that affect the whole membership.

Section 5- Voting

1. Voting shall be ballot or show of hands except that voting for the Board of Directors shall be by secret ballots. Members present at meetings shall vote in person. All motions and propositions shall be carried or rejected by a majority of votes. Each ordinary member shall have one (1) vote and the Chairman shall have a Second and a casting vote.

ARTICLE IX-MEETING OF THE BOARD OF DIRECTORS

Section 1-Quorum

The Presence of a majority of the entire membership of the Board at any meeting of the Board shall constitute a quorum.

Section 2-Meetings

1. Quarterly meetings of the Board shall be held in each fiscal year. Meetings shall be called at such time and place as may be decided by the members.
2. Additional meetings may be called by the President as deem necessary or upon written notice or request of at least three (3) members of the Board.
3. The members of the Board shall be provided with a written notice (by mail or telegram) of Board meetings at least ten (10) days prior to the meeting.
4. In the event of the quorum not being met, a grace of thirty (30) minutes for the scheduled time shall be given before a decision to postpone a meeting is made.

Section 3-Agenda

The agenda of items to be considered for Board action shall be prepared by the Secretary of the Board.

Section 4-Decision of the Board

Unless otherwise specified in the Constitution, all questions which shall come before the Board shall be decided by majority of the votes cast by the members Present.

Section 5-Minutes of Meetings

Minutes of meetings of the Board shall be submitted by the Secretary to all members of the Board within two (2) weeks after the meeting.

ARTICLE X-ADMINISTRATION

Section 1-Expenditure

No expenditure exceeding RM1000/- at any one time shall be without the prior sanction of the Board. Expenditure less than RM1000/- may be incurred by the President together with the Secretary or the Treasurer

Section 2-Finance

1. The fiscal year of the Society shall commence on the first day of January and shall terminate on the last day of December of each year.
2. Any appropriation of funds other than those approved in the current fiscal budget of the Society shall not be made unless approved by the Board.
3. The authorised cheque signatories shall be any two of the following:
 - President
 - Secretary
 - Treasurer

Section 3-Auditors

1. Two persons who shall not be office-bearers of the Society shall be appointed by the Annual General Meeting as internal auditors. They shall hold office for not more than three (3) consecutive years.
2. The auditors shall be required to Audit the account of the Society for the year and to prepare a report or certificate for the Annual General Meeting. They may also be required by the President to audit the account of the Society for any period within their tenure of office at any date, and to make a report to the Board.

Section 4-Elections

1. A special committee consisting of at least three (3) members shall be appointed by the President to screen and prepare a list of candidates for various offices coming from nominations from the membership and the list of qualified members who are willing to be candidates.

2. The report of the committee giving the selection of candidates shall be submitted to Secretary of the Society not later than twenty (20) days before the Annual General Meeting.
3. Nominees for the various offices shall be announced in the notice for the Annual General Meeting. The voting shall be carried out by a secret ballot.

ARTICLE XI-AMENDMENTS OF THE CONSTITUTION

Section 1-Amendments

Amendments to this Constitution may be proposed by the Board or at least ten (10) eligible voting members. The proposed amendments shall be filed with the Secretary of the Society at least thirty (30) days prior to the Annual or Extraordinary General Meeting called for the purpose.

Section 2-Notification

Notification of proposed amendments to this Constitution should be furnished to the members at least fifteen (15) days prior to the date of the meeting called for the purpose.

Section 3-Adoption

Proposed amendments shall be adopted upon the affirmative vote of a two-thirds (2/3) majority of the voting members and to be sent to the Registrar of Societies within 28 days.

ARTICLE XII-DISSOLUTION

1. The Society may be dissolved by a resolution by not less than three-fifth (3/5) of the total membership.
2. In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds shall be disposed of in such manner as may be decided upon by a General Meeting.

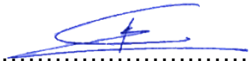
3. Notice of the dissolution shall be forwarded to the Registrar of Societies within fourteen (14) days of its dissolution.

ARTICLE XIII - PATRON/ADVISOR

Where necessary, the Society may elect qualified individual to be the Patron/Advisor to the Society during Annual General Meeting (AGM). This election will come into effect on receiving a written consent of the said individual.

DISAHKAN OLEH:


.....
(Presiden)


.....
(Setiausaha)

THIS PAGE IS INTENTIONALLY LEFT BLANK