



4651/89 (SELANGOR)

**MALAYSIAN SOCIETY FOR  
NON-DESTRUCTIVE TESTING**

# **CONSTITUTION**

**DECEMBER 2021**

**UNDANG-UNDANG DIDAFTAR MENURUT**

**NO SIJIL: 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 the business of MSNT shall be BLOCK 29T, MALAYSIAN NUCLEAR AGENCY (NUKLEAR MALAYSIA), Bangi, 43000 Kajang, Selangor, or at such other places as may be decided by the Board of Directors (hereinafter referred to as Board). Any change of address shall obtain prior approval from the Registrar of the Society.

### **Section 3-Purpose**

- 1) The Society is organised 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 Practices in Malaysia.

## **ARTICLE II-LIMITATIONS AND ENDORSEMENT**

### Section 1-Limitation

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

No part of the Society's funds 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, Fellow, Affiliate, 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 interested in the Society's purposes 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 wishes to become a 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 a one-time payment of membership fee (RM200) and shall enjoy the privileges of an Ordinary member.

### A3. Fellow Member (F.MSNT)

A Fellow Member is limited to candidates of more than 40 years of age who have 10 years of relevant experience who has made significant contributions to NDT technology.

#### A4. Affiliate (A.MSNT)

An Affiliate shall be an Organisation (Government or non) that support MSNT activities or is interested in furthering the purpose of the Society.

#### 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 Meeting for voting.

#### 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 Society's records shall be considered confidential and shall only be made available to a member with the Board's authority.

## **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 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 members if it is deemed 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) Due to any reason, a vacancy in the Office of the President shall be filled by the Vice President until the next 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 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 deemed necessary.

### **ARTICLE V-MEMBERSHIP**

#### Section 1-Application of Membership

- 1) Application for Membership in the Society as Individual and Corporate Member shall be in an appropriate application form in detail as established by the Society and accompanied by membership fees. Such application shall be presented to the Secretary of the Society.
- 2) The Secretary shall review all applications presented to the Society. The decision on all applications 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	RM10.00
b)	Ordinary	RM30.00
c)	Fellow	RM150.00
e)	Life	RM200.00 (once only)
d)	Corporate	RM300.00
f)	Affiliate	EXEMPTED
g)	Honorary	EXEMPTED

### Section 3-Renewal of Membership

- 1) All Membership in the Society is due for renewal on the 1<sup>st</sup> of January of each year.
- 2) A Member who fails to settle their subscription by the 31<sup>st</sup> of March shall be suspended from the roles of the Society. To be reinstated, a member shall settle the subscription by the 30<sup>th</sup> 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 RESPONSIBILITIES 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 the members of the Board on Director for the following term.

## Section 2-Vice President

- 1) The Vice President shall perform the duties of the President in the absence of the President.
- 2) The Vice President shall perform other duties 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 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

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 no later than the 30<sup>th</sup> day of April in each year for the following purposes;
  - a) To receive and, if approved, pass the Accounts for the year ended 31<sup>st</sup>. December last, and to receive the Report of the Committee on the affair of the Society.
  - b) To elect the President, Vice President, Secretary, Treasurer and six (6) Ordinary Board Members every 2 years.
  - c) To elect two internal auditors.
  - d) To transact any other business of which not less than thirty days' notice in writing has been given.
- 2) The AGM may be postponed due to unprecedented events on a National scale, subject to the approval of the Board in the same year but not later than 31<sup>st</sup> December.

### **Section 2- Extraordinary General Meeting (EGM)**

The Board shall convene the EGM 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 Board shall prescribe the time and place of every AGM or EGM.
- 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 meeting date. 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) A quorum shall be formed at the AGM or EGM when twenty (20) eligible members are present.
- 2) If a quorum is not present within thirty (30) minutes from the time appointed for the meeting, it shall be dissolved if convened upon the members' requisition. For any other case, it shall stand adjourned to the same day in the next week at the same time and place. 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 affects the whole Membership.

#### Section 5- Voting

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 Board's entire membership at any Board meeting 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) The President may call additional meetings as deemed necessary or upon written notice or request of at least three (3) Board members.
- 3) The Board members shall be provided with a written notice (by mail or telegram) of Board meetings at least ten (10) days before 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 Secretary of the Board shall prepare the agenda of items to be considered for Board action.

### **Section 4-Decision of the Board**

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

### **Section 5-Minutes of Meetings**

The Secretary shall submit minutes of meetings of the Board 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 and the Secretary or the Treasurer.

### **Section 2-Finance**

- 1) The fiscal year of the Society shall commence on the 1st 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:
  - i. President
  - ii. Secretary
  - iii. Treasurer

### **Section 3-Auditors**

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

## Section 4-Elections

- 1) The President shall appoint a special committee consisting of at least three (3) members 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 committee's report, giving the selection of candidates, shall be submitted to the 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

The Board may propose amendments to this Constitution 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 before 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 before the meeting date 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 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-fifths (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 a qualified individual to be the Patron/Advisor to the Society during Annual General Meeting (AGM). This election will come into effect on receiving the written consent of the said individual.

### APPROVED BY:



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Dr. Ilham Mukriz bin Zainal Abidin  
President



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Dr. Khairul Anuar bin Mohd Salleh  
Secretary



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