

CONSTITUTION

PERSATUAN PENGIKLAN-PENGIKLAN SELANGOR DAN WILAYAH PERSEKUTUAN (ADVERTISERS' ASSOCIATION OF SELANGOR AND FEDERAL TERRITORY) OR IN ABBREVIATED FORM PPSWP

CLAUSE 1 **NAME**

1. The Association shall be known as

**PERSATUAN PENGIKLAN-PENGIKLAN SELANGOR DAN WILAYAH PERSEKUTUAN
(ADVERTISERS' ASSOCIATION OF SELANGOR AND FEDERAL TERRITORY) OR IN
ABBREVIATED FORM PPSWP**

Hereinafter referred to as "the Association".

2. Meaning of name :

3. Level : **Negeri**

CLAUSE 2 **ADDRESS**

1. The registered address is

**2-23C (1ST FLOOR), JALAN DESA 1/1, DESA AMAN PURI, 52100 KUALA LUMPUR,
MALAYSIA.
52100**

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

**2-23C (1ST FLOOR), JALAN DESA 1/1, DESA AMAN PURI, 52100 KUALA LUMPUR,
MALAYSIA.
52100**

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

CLAUSE 3 **OBJECTIVE**

3.1 To promote cordial relationship among members of the advertising profession and their well-being.

3.2 To foster a spirit of mutual help among them and to discuss problems relating to their profession.

3.3 To uplift their skill and standard of living.

3.4 To contribute to educational and charitable activities.

CLAUSE 4 MEMBERSHIP

4.1 MEMBERSHIP

- (a) Ordinary member
- (b) Life member
- (c) Honorary member

4.2 Any corporation or business enterprise incorporated in Malaysia by Malaysian who is engaged in advertising manufacturing/design/consultancy may apply to be a Ordinary member/Life member upon the recommendation of existing Member and approval by the Committee and upon the full payment of an admission fee.

4.3 Every application for membership shall be proposed and seconded by two (2) existing members and shall be forwarded to the Secretary who shall submit it to the committee for approval. The Committee may at its discretion reject any application without assigning any reason therefor.

4.4 Each member on admission to membership shall be entitled to nominate one (1) representatives to represent it at any Annual General Meeting and only one (1) representative shall have voting power.

4.5 Each member shall have one (1) vote only on any resolution or amendments before any Annual General Meeting and the Chairman of any meeting shall have a casting vote.

4.6. Honorary member is open to all suppliers, manufacturers, wholesalers and retailers of consumables, raw materials, equipment and machinery engaged in the advertising production industry must be recommended by one of the member of the association and seconded another member of the association. Beside it must be approved by the executive committees.

4.6.1 Entrance fees and membership fees are waived for Honorary members.

4.6.2 Honorary members enjoy the same rights and interests in participating in the activities of the association as ordinary members and life members. Honorary members do not have the right to vote in the in-election of the Executive Committee, and do not have the right to nominate to participate in the in-election of Executive Committee, and/or any event and matter of requires a vote.

CLAUSE 5 RESIGNATION AND TERMINATION

5.1 If a member disobeys the Rules or defames the reputation of the Association, and after being investigated and confirmed by the Committee, such member shall either be warned or dismissed.

5.2 If a Committee Member during his/her office, be found misuse to his/her duties, contravenes the Rules and Objects of the Association, he/she shall be either warned or dismissed by an Annual General Meeting or Extraordinary General Meeting.

5.2 If a member who declared bankruptcy, blacklisted, ceased their business operation or converted their business nature of advertisement and does not fulfill obligations after advised by the Association, then their membership shall be deemed to terminate automatically.

5.4 Any member who has his/her membership cancelled or a Committee Member of office-bearer deprived of his/her office, being not satisfied, can apply in writing for an Extraordinary General Meeting to be convened to reconsider his/her case, but such member involved must be present at the meeting. Any decision made shall be final.

5.5 Any member who wished to resign from the Association shall give one (1) week notice in writing and return the membership certificate to the Secretary.

5.6 Re-admission

A member who is re-admitted into the Association within three (3) months of resignation shall be exempted from paying admission fee.

CLAUSE 6 SOURCE OF INCOME

6.1 Admission Fee

Ordinary / Life Member shall pay an admission fee of Rm300 in one lump sum.

6.2 Membership Certificate

Each member shall pay RM 50.00 for membership certificate.

CLAUSE 7 GENERAL MEETING

7.1 General Meeting

(a) The Supreme authority of the Association shall be vested in the General Meeting Members. During the adjournment of the General Meeting, the Committee shall assume all administrative power.

(b) The quorum for any General Meeting shall be one-half (1/2) of the voting membership or twice the member of Committee members whichever is lesser.

(c) If there is no quorum in half an hour after the General meeting is due to commence, the meeting shall be postponed by the Committee to a date not later than ten (10) days. If there is no quorum in half an hour after the adjourned meeting is due to commence, the meeting shall proceed, but no amendments to the Rules of the Association and matters concerning the entire membership shall be discussed.

7.2 Annual General Meeting

(a) An Annual General Meeting shall be hold at the close of the accounts but in any case not later than 31 July of every year, on a date and at a venue to be fixed by the Committee, to discuss the following matters: -

i) Report on the Association's activities during the past year.

ii) Report on the audited accounts for the year.

iii) Election once every three (3) years and two (2) auditors for the ensuing years.

(b) The Secretary shall, fourteen (14) days prior to the General Meeting, issue to all members a notice of meeting listing the date, time and place of the meeting and if election is due, together with a list of members and a nomination form for them to make the nominations. A copy of the notice shall be displayed at the registered place of

business.

(c) Each member shall, within seven (7) days of receipt, return to the Secretary the nomination paper duly completed and his list of the motions for inclusion on the agenda for discussion.

(d) The Secretary shall, three (3) days prior to the Annual General Meeting, send to each member a report comprising the agenda, the list of nominations and a copy of the audited annual accounts for the previous year.

(e) The notice of Annual General Meeting can be either distributed to all the members through letter, fax, email, WhatsApp, WeChat and/or other Digital apps.

(f) Annual General Meeting are allowed to be held online and offline together.

7.3 Extraordinary General Meeting

(a) An Extraordinary General Meeting may be convened on the following ground: -

- i) The entire Committee feels there is a need for such a meeting; or
- ii) More than two-third (2/3) of the members requisition in writing and list the grounds for such a meeting.

(b) An Extraordinary General Meeting shall be held within thirty (30) days upon a requisition in writing by the Members.

(c) The Secretary shall send to each member a written notice together with the agenda of meeting fifteen (15) days prior to the Extraordinary General Meeting.

(d) After such Extraordinary General Meeting is held, the Secretary shall send to each member a copy of the proceedings.

CLAUSE 8 COMMITTEE

8.1 The Committee shall comprise the following officials (except Secretary) who shall be elected at Annual General Meeting every three (3) years: -

- i) 1 Chairman
- ii) 1 Deputy Chairman
- iii) 3 Vice Chairman
- iv) 1 Secretary (Appointed) *
- v) 1 Treasurer
- vi) 9 Ordinary Committee Members

Remark:

* The Secretary is appointed by the Committee.

8.2 Names for the above officials shall be proposed and seconded and election will be by secret ballot and by a simple majority vote of the members at the Annual General Meeting.

8.3 Members of the Committee shall serve for three (3) years after which they are eligible for re-election. However, the Chairman will not serve for more than two (2) terms or six (6) years.

8.4 All members of the Committee and every officer who perform executive functions,

must be Malaysian citizens.

8.5 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 may 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.

8.6 The Committee Meeting shall sit at least four (4) times in a year, and must serve all Committee Members with a notice of meeting seven (7) days prior to the meeting. The notice of meeting can be distributed to all the Committee members either through letter, fax, email, WhatsApp, WeChat or other Digital apps. The Chairman may call for a committee meeting at any time, either online or offline.

8.7 A committee member who has absented himself from the meeting three (3) times consecutively without valid reasons shall be deemed to have resigned voluntarily.

8.8 In the event of the death or resignation of a Committee Member, the person who secured the next highest number of votes during the last election shall be appointed to fill the vacancy. If there is no such candidate or the person appointed declines to fill the vacancy, the Committee shall have the power to appoint any other Member to fill the post until the next Annual General Meeting.

8.9 "Executive Secretary"

The Committee may at its discretion appoint and employ such able person or persons to hold the office of Executive Secretary or Secretaries to carry out and implement such work and duties as directed by the committee from time to time.

CLAUSE 9 DUTIES OF OFFICE BEARERS

9.1 The Chairman

- (a) To attend all general and Committee Meetings and shall be the Chairman of all such meetings.
- (b) He shall have the casting vote and sign all reports decided upon at the meetings.
- (c) He shall, jointly with the Deputy Chairman or Secretary or Treasurer (Any three (3) of four (4)), sign all the cheques on behalf of the Association.
- (d) He has the right to appoint another five (5) Ordinary Committee Members who are not in the Committee list.

9.2 The Deputy Chairman

- (a) To assist the Chairman in carrying out his duties and shall act for the latter in his absence.
- (b) He shall, jointly with the Chairman or Secretary or Treasurer (Any three (3) of four (4)), sign all the cheques on behalf of the Association.

9.3 The Vice Chairman

- (a) Shall assist the Chairman in carrying out his duties and in the absence of both the Chairman and Deputy Chairman.

9.4 The Secretary

- (a) To be in charge of all the Association's activities and conduct all meetings and carry out the Committee's instructions.

- (b) He shall be responsible for all records, documents with the exception of account and financial reports.
- (c) He shall attend all meetings and record the minutes.
- (d) He shall, jointly with the Chairman, Deputy Chairman or Treasurer (Any three (3) of four (4)), sign all cheques on behalf of the Association.
- (e) He shall keep a membership register.

9.5 The Treasurer

- (a) To in charge of the Association's monies and accounts and shall be responsible for their accuracy.
- (b) He shall, jointly with the Chairman, Deputy Chairman or Secretary (Any three (3) of four (4)), sign all cheques on behalf of the Association.

9.6 The Ordinary Committee Member

- (a) To assist the other office bearers generally in the management of the affairs of the Association.

9.7 The Appointed Ordinary Committee Member

- (a) To assist the other office bearers generally in the management of the affairs of the Association, but shall have not right to cast vote.

9.8 Representatives in Persatuan Perikatan Pengusaha Iklan Malaysia (PPPIM)

- (a) According to Article 4 (b) of the Constitution of Persatuan Perikatan Pengusaha Iklan Malaysia (PPPIM) - 5 Committee shall be appointed as general representatives, and the current president shall be an exco committee in PPPIM. The 5 representatives must be representatives of the current committee and have voting rights.

- (b) PPPIM representative needs to be appointed by the current Committee.

CLAUSE 10 FINANCIAL PROVISION

- 10.1 The funds of the Association shall be spent on the activities of the Association including management, the payment of salaries and allowance, but on no account for payment of fines of members imposed by the court of Law.

- 10.2 The Treasurer may not keep more than RM 1,000.00 in cash at any one time. Any sum over and above RM1,000.00 shall be paid into the bank appointed by the Association.

- 10.3 Outgoing cheques shall be jointly signed by the any three (3) of the following officer bearers: -
Chairman, Deputy Chairman, Secretary and Treasurer.

- 10.4 Expenditure less than RM 3,000.00 shall be approved by the Chairman. No expenditure more than RM 3,000.00 at any one time shall be incurred without the prior sanction of Committee and no expenditure exceeding RM 15,000.00 shall be incurred without the prior sanction of a General Meeting.

- 10.5 The balance sheet and receipts and payments accounts for each year must be audited and submitted to the Annual General Meeting for approval. Copies of these shall be displayed in the Association for inspection by members.

10.6 The financial year of the Association begins on the 1st of January and end on 31st December of each year.

CLAUSE 11 AUDITORS

11.1 The Auditors shall be elected at the alternate Annual General Meeting and must not be members of the Committee. Their term of service is three (3) years and shall not be eligible for re-election.

11.2 The Auditors shall inspect the Association's accounts and prepare a report or certificate for submission at the Annual General Meeting. During their term of service the Chairman can instruct them to inspect the account at any time and prepare a report for the Committee.

CLAUSE 12 PROPERTY ADMINISTRATOR / TRUSTEES

12.1 The immovable properties of the Association shall be registered in the name of the Association and all relevant conveyancing documents shall be signed by the current Chairman, Secretary and Treasurer jointly.

12.2 Any sale, charge or otherwise disposal of the title rights and interests of the Association's immovable properties shall be effective only if approved by the General Meeting with two-thirds (2/3) majority on the recommendation of the Committee and all relevant conveyancing documents shall be signed by the current Chairman, Secretary and Treasurer jointly.

CLAUSE 13 INTERPRETATION

Nil

CLAUSE 14 ADVISOR / PATRON

"Honorary Chairman and Honorary Adviser"

For the purpose of enhancing the conduct of the activities and business of the Association, the committee may appoint persons of such social status and/or expertise to act as Honorary Chairman and Honorary Adviser to the Association who shall enjoy such rights and benefits and assume such duties as to be prescribed by the committee from time to time.

CLAUSE 15 PROHIBITION

15.1 No opium-smoking, prostitution, gambling or any other illegal act is allowed in the Association's PREMISES.

15.2 None of the following games shall be played in the premises of the Association. Roulette, Lotto, Fan Tan, Poh, Peh Bin, Belangkai, Pei Kau, Tau Ngau, Tien Kow, Chap Ji Kee, Sam Cheong, Twenty-One, Thirty-One, Ten and a half, all games of dice, bankers' games and all games of mere chance.

15.3 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 Ordinance, 1959.

15.4 The Association shall not hold any lottery, whether confined to its members or not, in the name of the Association or its office-bearers, committee or member.

CLAUSE 16 **AMENDMENT OF CONSTITUTION**

These rules may not be altered or amended except by resolution of a General Meeting. Such alterations or amendment shall take effect from the date of their approval by the Registrar Of Societies.

CLAUSE 17 **DISSOLUTION**

17.1 The Association may be voluntarily dissolved by a resolution of not less than four-fifths (4/5) of the total members passed at the General Meeting.

17.2 In the event of the association being dissolved voluntarily, all debts and liabilities legally incurred on its behalf shall be fully discharged and the remaining funds (if any) shall be disposed off as the General Meeting shall determine.

17.3 Notice of dissolution shall be submitted to the Registrar Of Societies within fourteen (14) days of the decision to dissolve.

CLAUSE 18 **FLAG, LOGO AND BADGE**

1. Flag

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Description

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2. Logo



Description

Red:

All Members and Committees is contributing wonderful strengths in their high energy, passion, and dynamism to achieve an extrovert & energetic team. And to develop a Persuasive and Powerful Association in Signage Advertising Industry.

Blue:

It's to be an Association of promoting loyalty with positive thinking, focusing on details while performing task and problem solving. A team of Members in great reliable and trustworthy on given responsibility, the ability to communicate openly and honestly, in confident to develop and bring our Association to a higher level.

Black Border Line:

To improve an Association with implementation of new system, formality and policies. To guide our Members with Industrial Trends, Skill Learning and Techniques.

3. Badge

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Description

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