

PERLEMBAGAAN BAGI

PERTUBUHAN INDUK

PERSATUAN MASYARAKAT TAI POO SABAH (THE TAI POO COMMUNITY ASSOCIATION OF SABAH)

(PPM-001-12-11081969)

**CHAPTER 1 : NAME**

a)The Association shall be known as Persatuan Masyarakat Tai Poo Sabah (The Tai Poo Community Association of Sabah) and thereafter referred to as "The Association".

b)The Association's emblem shall be as follows : as per attachment

c)The emblem shall consist of two concentric circles with a yellow background and between the circles shall be written the name of the Association in Bahasa Malaysia and Chinese characters. Within the inner circle shall be a drawing of white tea flower with green tea branch with leaves. The white tea flower together with the green tea branch which leaves represents the clansmen of Tai Poo. The yellow colour signifies sunlight. The emblem as a whole symbolises that the tea tree is growing well in the warm sunlight, which means in a sense that the community of Tai Poo is flourishing in Sabah. They contribute towards the well-being of the community, the society and the nation.

**CHAPTER 2 : ADDRESS**

Its registered address shall be located in the premises of No. 6-2, Block 6, Wisma Damai, Jalan Damai, Kota Kinabalu, 88300 KK. P.O.Box 12418, 88827, Kota Kinabalu, Sabah.

**CHAPTER 3 : OBJECTIVE**

The aims and objects of the Association are to unite and cultivate the spirit of friendship among the Tai Poo Community, to promote and develop the culture, economic and charity of the community, to promote and develop the culture, economic and charity of the community, to broaden the name of the community within and without the country and to seek welfare for its members.

**CHAPTER 4 : MEMBERSHIP**

1.All persons regardless of sex who are decedents of the native of the Tai Poo Community, who are above the age of 18 (including wives who are not native of Tai Poo Community and who could present their legal marriage certificates)are eligible to apply for membership of the Association.

2.Membership of the Association as follow : -

a)Individual permanent member:members who pay RM200.00 for membership fee.

3.Any applicant who is desirous of being enrolled as a member must be recommended by two exiting members. The application from shall be displayed on the notice board in the premises for one week. If no objection is raised, the application will be submitted to the Board of Directors meeting for approval and the newly approved member shall be given a copy of the rules and constitution of the Association upon payment of his/her entrance fee.

4.Any applicant that falls within one of the following category shall be not be approve as a member:-

(a)Wanted criminals or deprive the rights of the public

(b)Drug addicts issues

(c)Involvement with any illegal activities that is prohibited by the law.

## **CHAPTER 5 : ORGANISATION**

1.The general meeting of the Association shall hold direct election to elect 17 directors to form a Board of Directors. The Board of Directors shall consist of one President, one Deputy-President, one Vice-President, one Secretary, one Deputy Secretary, one Treasurer, one Deputy Treasurer, one General Affair Officer, one Deputy General Affair Officer, one Social Welfare Officer, one Public Relation Officer, one Education Officer, one Head of Youth Section, one Head of Women Section and 3 Directors , total of 17 directors. All directors of the Board shall work voluntarily for the Association. The former Presidents of the Association shall automatically become the Supervisory Committee member. Their function is to provide suggestion to the Organization of the Association and to present assistance regarding the general affairs of the Association.

2.The Board of Directors shall set up a special sub-committee to look into the affairs of the Association whenever it considers necessary.

3.The general meeting of the Association shall elect 5 trustees. The post of trustees is honorary. If any of these trustees resigns his office, dies in office or be declared as bankrupt, the general meeting may elect replacement thereto.

4.The general meeting of the Association shall engage a Public Accountant for drawing up the financial accounts of the Association so as to exhibit true and fair view of the state of affairs of the Association, as well as for handling the Association's yearly income tax. (2)

5.The Board of Directors shall direct the President of the Association to employ a full-time paid Secretary and other staffs as may be considered necessary.

6.The Board of Directors shall appoint an auditor.

7.The Organisation of the Association shall be as follow : -

**Board of Directors**

1.President

2.Deputy President

3.Vice President

4.Secretary

5.Deputy Secretary

6.Treasurer

7.Deputy Treasurer

8.General Officer

9.Deputy General Affair Officer

10.Social Welfare Officer

11.Public Relation Officer

12.Education Officer

13.Head of Youth Section

14.Head of Women Section

15.3 Directors

8.The following categories of members shall not be eligible for election to the post of Director or trustee of the Association : -

(a) Persons under 21 years of age ;

(b)Persons of unsound mind ;

(c)Persons who have been declared as bankrupt

(d)Persons who are paid employees of the Association ;

(e) Persons who have been convicted of any crime, provided that such ineligibility shall terminate five (5) years from the date of conviction.

9. The Board of Directors shall be vested with the right to appoint Honorary Presidents who shall have the right to be present at and observed the Board of Directors meeting but shall not have the right to vote.

## **CHAPTER 6 : DUTIES AND RIGHTS**

1. The supreme governing body of the Association shall be the General Meeting. The function and duties of the Annual General Meeting are as follow : -

(a) To deal with the welfare and such other matters as may be brought before it by the members.

(b) To receive the Board of Directors' reports including the Annual Financial Report of the Association and to decide whether to accept or reject resolution passed by the Board of Directors.

(c) To formulate the general policy of the Association.

(d) To amend rules and constitution of the Association.

(e) To elect the Board of Directors for the ensuring three (3) years.

2. The supreme executive body of the Association shall be the Board of Directors.

Its functions and duties are as follow : -

(a) To execute the policy formulated by the General from Meeting of the Association.

(b) To call for General Meeting.

(c) To organize special or sub-committee for any specific purpose.

(d) To formulate administrative details.

(e) To approve a reasonable expenditure for any social welfare function for the community.

(f) To employ or dismiss employees.

(g) To advise the trustees in matters pertaining to the Associations's immovable properties according to the decision reached at the General Meeting.

(h) If there is a need, the Board of Director may appoint a director to fill the post which has been vacant.

3. Duties and rights of the President of the Board of Directors :

(a)The president shall, during his term of office, represent the Association in dealings with public and provide leadership to the Association in all matters.

(b)To call for the General Meeting and the Board of Directors meeting.

(c)To preside at all such meeting.

(d)To supervise the working of all sections and groups.

(e)To keep the seal and the important documents of the Association and to sign all documents and minutes of the meetings and shall in conjunction with the Treasurer sign all the cheques on behalf of the Association as well as to approve an expenditure not exceeding the sum or RM1,000.00 for any special purpose (The expenditure for special purpose cannot exceed RM5,000.00 peryear).

4.The Deputy President shall assist the President on the performance of his duties and shall in the President's absence carry out the functions of the President.

5. The Vice President shall conduct the meeting on behalf the President and Vice President in the event that the both the President and Deputy President are absent.

6.The Secretary and the Deputy Secretary shall assist the Presidents and Deputy President on running the affairs of the Association, to have custody of all correspondence, document and minutes of meeting. He shall be responsible to submit activity reports to the Association's Board of Directors and the Annual General Meeting. He shall maintain a membership register.

7.(a) The Treasurer shall be responsible to keep accounts of all financial transactions and to assure the correctness of all such accounts. He shall also be responsible for the safekeeping of all monies and document of the Association's property and to sign all receipts. The Treasurer shall deposit all sums exceeding RM500.00 within 2 days into a bank approved by the Board of Directors and the bank account shall be in the name of the Association. He shall, in conjunction with either the President or Deputy-President or Vice-President (President shall come first if he is available and then the Deputy-President and the Vice-President in that order if any of these officers are not available) to sign all the cheques on behalf of the Association.

(b) The current account opened in a licensed bank in the name of the Association approved by the Board of Directors shall be operated with a limited credit balance of RM20,000 subject always to the rights of the Treasurer together with any three (3) of the five (5) trustees elected under Clause 6 (Rule 12) to deposit whatever surplus to a fixed deposit account opened in the name of the Association in a Licensed Bank approved by the Board of Directors as and when the balance of the current account shall exceed RM40,000. (5)

8.The General Affair Officer and Deputy General Affair Officer shall plan and formulate all developments not undertaken by any other sections and shall supervise the work of all sections and employees.

9.The Social Welfare Officer shall be responsible for the welfare, charitable activities of the Association.

10.The Public Relation Officer shall be responsible for entertaining guests and to deal with related matters.

11.The Education Officer shall be responsible for the education activities of the Association.

12.The other three Directors shall attend the Board's Meeting and to generally give suggestions on the organization of the Association.

13. Special or sub-Committee shall be responsible for any specific purpose as may be decided by the Board of Directors from time to time.

14. Each trustees who shall be 21 years of age elected at the Annual General Meeting is vested with the power to sign documents and receipts involving the Association's unmovable properties, fixed deposit savings, provided always that the documents or receipts to be signed shall be jointly executed by any three (3) of the five (5) trustees elected under Clause 5 (Rule 3) with the prior approved of the General Meeting . The trustees are empowered to set aside annually 60 % of total interest earned as provided under Clause 9 (Rule 3 (a)) to be dealt with by the Board of Directors for awarding deserving students achieving excellent academic performance.

15.The Audit Officer shall be responsible for auditing all accounts of the Association. He shall report to the Board of Directors all instances of mistakes, irregularities or corruption. If he fails to report he shall take the responsibility.

16.The paid Secretary shall perform his duty in the premises of the Association. His duty is to collect subscription fees from members and assist the President and the General Affairs Officer and the Board of Directors to deal with daily routine work of the Association. He shall hand over to the Treasurer all money received in the earliest opportune time.

## **CHAPTER 7 : MEETING**

1.The Annual General Meeting of the Association shall be held once a year sometime in the month of June. Notice of the meeting shall be given by the Board of Directors 30 days before the date of the meeting via Whatsapp texts and/or short message service (SMS). The quorum of the Annual General Meeting shall be one- half of the total voting membership of the (6)

Association or twice the number of members of the Board of Directors, whichever is the lesser.

In the event that the necessary quorum is not present, the Annual General Meeting shall be postponed to the same day of the following week on which any number of the members attending the adjourned meeting shall constitute a quorum and they shall have the power to proceed with the business of the meeting but shall not have the power to alter or amend the rules and constitution of the Association or to make decisions affecting the whole membership.

2.The Board of Directors shall convene an Extraordinary General Meeting at any time they deem necessary or upon the written request of not less than 30 members of the Association. Notice of such Extraordinary General Meeting shall be given 7 days before the date of the meeting. If the Board of Directors should fail to convene an Extraordinary General Meeting after two weeks, the members who requested such a meeting may proceed with the meeting, but they should not decide or pass any motion concerning matters which they did not originally request. The quorum of any Extraordinary General Meeting shall be the same as that listed in Clause 7 (Rule 1).

3.The Meeting of the Board of Directors shall be held once in every three months.

Notice of meeting shall be given 7 days before the date of such meeting via Whatsapp texts and/or short message service (SMS). The President may also call for a meeting at any time he thinks necessary and half of the members of the Board shall form a quorum.

4.Special or Sub-Committee meetings shall be called by the Chairman of such special or Sub-Committee at any time and shall be held at any time when it is considered necessary, and half of the total membership of such special or subcommittee shall form a quorum.

5.Decisions of motions in any meeting of the Association shall be passed by a simple majority of the members attending such meetings. In case of a tie, the Chairman of the meeting shall decide.

6.The Public Accountant may be present in any of the meeting if he considers such attendance necessary.

## **CHAPTER 8 : ELECTIONS AND TERMS OF OFFICE**

1.Office-bearers of the Association shall be elected once every three (3) years. The Board of Directors shall select a 3 men election sub-Committee to prepare for the general election of the Association two months before the expiration of the term of the incumbent office-bearers.

2.Nomination of the 17 members of the Board of Directors and polling shall be conducted at the Annual General Meeting. The election sub-committee shall decide on the methods of elect

and polling and such method of election and polling shall be passed by the meeting of the Board of Directors before Annual General Meeting is convened.

3. After the details of the primary election are known, a second election shall be held by the newly elected 18 Directors within two(2) weeks using secret ballot. The President, Deputy President, Vice President, The Secretary, Deputy Secretary, Treasurer, Deputy Treasurer, General Affair Officer, Deputy General Affair Officer, Social Welfare Officer, Public Relations Officer, Education Officer, the Head of the Women section, the Head of the Youth section shall be elected among the 18 directors.

4. Election should be completed by the end of the July and seals and documents must be handed over to the new office-bearers.

5. In the event of death or resignation of a member of the Board, the vacancy shall be filled in accordance with the Clause 6 (Rule 2 (h)) of the constitution.

6. The term of office of the office-bearers shall be three (3) years. All office-bearers shall be eligible for the re-election. But the post of Treasurer shall not be held by the same person for more than two consecutive terms.

7. Members who are Malaysians are eligible to vote and to be elected provided that their memberships status meet the terms and conditions as stipulated in Clause 10 (Rule 2 (d)) of the constitutions.

8. If a professional accountant was engaged to be the auditor of the Association, the term of service is unlimited.

9. Term of service for the Trustees is unlimited subject to Clause 5 Rule 8 of the constitution.

10. The elections sub-committee shall automatically be dissolved after the handing over the seals and documents to the new office-bearers.

## **CHAPTER 9 : FUND**

1. a) Finance of the Association shall come from the following :-

i) Members entrance fees ; ii) Special subscription ; iii) Income derived from investments or from the Association's properties.

b) The date of the commencement of the financial year of the Association shall be from the 1st January and shall end on 31st December annually.

c) 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 Audit Officer. The audited accounts shall be submitted for the approval of the next Annual



General Meeting, and copies shall be made available at the registered address or place of meeting of the Association for the perusal of members.

2.The Association is allowed to raise funds from the Tai Poo Community in other places for specific purposes or for the purchase of premises with the prior approval of the relevant authorities. The Association is not allowed in any circumstances mortgage its properties to any bank for a loan. Unless it is unanimously approved at the Extraordinary General Meeting of the Association convened according to proper procedure and attended by all the members, the premises at No.2, Jalan Perpaduan, Kampong Air, Kota Kinabalu with land title No 017506259 shall not be disposed of.

3.(a) The Scholarship funds donated by Mr. CHONG TET TZU shall be deposited in a licensed financial institution to gain interest. 60% of the interest gained could be used to award the members children who have attained excellent academic performance, the unused part of the interest set for this purpose shall be deposited in the scholarship fund account . Another 40 % of the interest gained shall not be used for any purposes but to be deposited in the scholarship fund account. When the scholarship fund grows sufficient enough it could be used to purchase immovable property.

(b)A scholarship fund shall be named after the donor if a sum of RM200,000.00 or above is donated by such member for this purpose, and the fund shall be managed exactly in the same way as is stipulated in Clause 9 (Rule 3 (a)).

(c)In order to increase the scholarship amount for the members children , 20 % of the Association's net income ( not including that derived under Clause 9 (Rule 3 (a) & (b)) should be added into the scholarship fund under Clause 9 (Rule 3 (a) & (b)) when the Board of Directors of the Sub-Committee appointed discovers the interests derived from Clause 9 (Rule 3 (a) & (b)) is insufficient for the members' children.

(d)The Board of Directors or the Sub-Committee appointed shall decide on the recipient of scholarship to be awarded under Clause 9 (Rule 3 (a) & (b)). However, a recipient shall only enjoy a scholarship awarded under one of the sub-clauses. The income derived under Clause 9 (Rule 3 (a) & (b)) may be amassed for investing in immovable properties.

## **CHAPTER 10 : MEMBER'S RIGHT AND DUTIES**

1. Members of the Association shall have the following duties : -

a)Pay entrance fee ;

b)To observe Rules and Constitution and all resolutions of the Association ;

c)To assist the running of the Association ;

(9)

d)to pay special subscriptions to the Association.

2. Members of the Association shall have the following rights : -

(a)Individual permanent members are eligible to vote and to be elected.

(b)Members below 21 years old are eligible to vote but not eligible to be elected.

(c)To enjoy all right laid down by the Association.

(d)New member shall only enjoy the right to elect but they only have the right to be elected after two (2) years from the date of approval given by the Board of Directors.

## **CHAPTER 11 : REWARDS AND PUNISHMENT**

1. Rewards : - (a) Any member of the Association who gives RM100,000.00 or above donation shall be nominated by the Board of Directors as permanent Honorary President of the Association. The 16 inch photo shall be hung on the assembly hall.

(b) Any member of the Association who gives RM50,000.00 or above donation shall be nominated by the Board of Directors as Permanent Honorary Adviser of the Association. The 14 inch photo shall be hung on the assembly hall.

(c)Any non-member of the Association who gives RM200,000.00 or above donation shall be nominated by the Board of Directors as Permanent Honorary Adviser of the Association. The 14 inch photo shall be hung on the assembly hall.

(d)Any director who has served in the Board of Directors ofthe association for more than 20 years, can be elected by the Board of Directors as a permanent honorary advisor.

(e)To encourage member to donate for the association, the amount of donation can be accumulated for calculating the rewards subject to Clause 11Rule 1 (a) and 1(b) above .

(f)Any particular event be it a happy occasion celebrated by or a grievous incident befallen on a member of his/her family, the Association shall duly extend its congratulations or express its concern to the member of his/her family concerned. Separate rules shall be prepared in this respect.

2. Punishment :

a)Those who failed to observe the rules and constitution of the Association, and those who sabotage the lawful activities, reputation and interest of the Association shall, upon through investigation by the Board of Directors, be appropriately terminated their memberships by the Board of Directors.

b) Any Director or Staff of the Association if found negligent in performance of their duties shall, upon thorough investigation by the Board of Directors.

## **CHAPTER 12 : SUPPLEMENTARY RULES**

1 . a) The Association shall not participate in any illegal activities.

B) Illegal activities, gambling and taking of drugs are prohibited within the premises of the Association.

c) Money belonging to the Association shall not be used for payment of any court fine imposed on any officials or members of the Association.

d) The Association shall not by any means attempt to involve in industrial restrictions and price-limit activities, and shall not participate in any trade union activities laid down in the Trade Union Act, 1959.

e) No lottery is allowed to be issued in the name of the Association or its staff, its Board or its members.

f) The Association shall not pay out any benefits as defined under Section 2 of the societies Act, 1966 to any of its members.

g) No University/University College student may be accepted as a member of the Association without prior written approval of the Vice-Chancellor concerned.

h) The Association shall not participate in any political activities, and no fund of the Association shall be used for political purposes.

i) All director of the Board and any officer performing executive functions in the Association shall be Malaysian citizens.

2. a) The Association may be voluntarily dissolved by a resolution of not less than three-fifths of the total memberships, and resolution must be taken at a special General Meeting convened for the purpose and attended by members or their official representatives. Members not attending the Meeting are allowed to indicate their wish by post.

b) In the event of the Association being dissolved as provided in (a) above, all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds be disposed of for charity purposes.

c) Notice of dissolution shall be given within 14 days of the dissolution to the Register of the Societies.

3. a) Between Annual General Meeting, the Board of Directors shall interpret the rules of the Association and, when necessary determine any point on which the rules are silent.

b) Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting the decisions of the Board of Directors shall be binding on all members of the Association unless and until countermanded by a resolution of a general meeting.

4. The rules may not be altered or amended except by resolution of a General Meeting. Such alteration or amendments shall take effect from the date of their approval by the Registrar of Societies.

(The newly amended Rules and Constitution of the Association was approved by the Registrar of Societies on 19<sup>th</sup> March 2023 )

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Name : Pan Lee Chan

Designation : President

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Name : Kew Seih Teck

Designation : Secretary

#### LAMPIRAN

1. Bendera

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2. Lambang



3. Lencana