



**MALAYSIAN ASSOCIATION FOR PROSTHODONTICS**

**PERSATUAN PROSTODONTIK MALAYSIA**

(No Pendaftaran: PPM-011-14-03122010)

**THE CONSTITUTION**

**AND BY LAWS**

**UPDATED 27 DECEMBER 2018**

## CONSTITUTION

### PERSATUAN PROSTODONTIK MALAYSIA (MALAYSIAN ASSOCIATION FOR PROSTHODONTICS)

#### CLAUSE 1 NAME

1. The Association shall be known as

**PERSATUAN PROSTODONTIK MALAYSIA (MALAYSIAN ASSOCIATION FOR PROSTHODONTICS)**

Hereinafter referred to as "the Association".

2. Meaning of name : **“Prosthodontics” refers to the branch of restorative dentistry pertaining to the restoration and maintenance of oral function, comfort, appearance and health of patient by the restoration of natural teeth and/or replacement of missing teeth and contiguous oral and maxillofacial tissues with artificial substitute.**
3. Level : **Lain-lain**

#### CLAUSE 2 ADDRESS

1. The registered address is

**D-5-1, PUSAT KOMERSIAL PARKLANE, JALAN SS7/26, KELANA JAYA 47301  
KELANA JAYA SELANGOR**

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

**D-5-1, PUSAT KOMERSIAL PARKLANE, JALAN SS7/26, KELANA JAYA 47301  
KELANA JAYA SELANGOR**

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

### **CLAUSE 3 OBJECTIVE**

(1) This Association is operated to:

- (i) promote the science and art of prosthodontics as a speciality of Dentistry.
- (ii) foster and preserve the identity of prosthodontics and its practice.
- (iii) provide for the dissemination of knowledge concerning prosthodontics and related disciplines throughout the dental profession.
- (iv) maintain a high standard of ethics and professional conduct within the specialty.
- (v) encourage study, research and practice of prosthodontics and related disciplines.
- (vi) provide outreach services to the community of need in such a manner as the association may from time to time determine.

(2) The Association shall be a not-for profit organization and shall provide the members and others with opportunities for communication, education and improvement of all aspects of the specialty and discipline of prosthodontics through meetings, seminars, publications and other programmes and activities as determined by the Association.

### **CLAUSE 4 MEMBERSHIP**

(1) Membership is open to all persons fulfilling the requirements of the membership categories. The Association shall consist of Ordinary, Life, Associate, Honorary and Student Members. All applications for membership shall be made in writing, on the prescribed form furnished by the Association and submitted to the Honorary Secretary.

(2) Types of Membership:

**(i) Ordinary member**

Ordinary membership shall be available to any Malaysian dentists who is registered with the Dental Council of Malaysia and residing in Malaysia, who has special interest in the field of prosthodontics.

**(ii) Life member**

Life membership may be granted to:

- (a) Ordinary members who have been in continuous membership for at least ten years.
- (b) Ordinary members who have taken continuous membership for a certain amount of years and on payment of a sum equivalent to the remaining number of years amounting to 10 years.

(c) Ordinary members who upon submitting membership application form pays a lump sum fee of RM800

**(iii) Associate member**

Associate membership may be granted to:

(a) Any non-Malaysian dentist, doctor or scientist residing in Malaysia, interested to participate in the activities of the Association.

(b) Any Malaysian dentist, doctor or scientist not residing in Malaysia, holding a dental qualification recognized by the Malaysian Dental Council, interested to participate in the activities of the Association.

(c) Any doctor or scientist who contribute to the advancement of Prosthodontics and Restorative Dentistry, provided that such members are residing in Malaysia.

**(iv) Honorary member**

Honorary membership may be granted to:

(a) Any member who has rendered distinguished service to the Association or to the promotion of prosthodontics and restorative dental and allied science.

(v) Student member Student membership shall be open to all undergraduate and postgraduate students studying in any dental institution in Malaysia. A university or university college student shall not be eligible for membership without the prior approval of the dean of the school or the faculty concerned.

**(3) Affiliation**

The Association shall be affiliated with the Malaysian Dental Association and with any international or national organisation which the Council may from time to time decide, provided that organisation is registered with its national Registrar of Societies.

**(4) Rights of members**

(i) Members under 4(2)(i) shall have the right to participate in all activities and general meetings of the Association and to vote including the right to be a member of the Council of Association.

(ii) Members under 4(2)(ii) shall enjoy the status of an active member including the right to be a member of the Council of Association and are exempted from the payment of annual subscription.

(iii) Members under 4(2)(iii) shall have the right to participate in all activities and

general meetings of the Association and to vote but do not have the right to be a member of the Council of Association.

(iv) Members under 4(2)(iv) shall have the right to participate in all activities and general meetings of the Association but do not have the right to vote and to be a member of the Council of Association.

(v) Members under 4(2)(v) shall have the right to participate in all activities and general meetings of the Association but do not have the right to vote and to be a member of the Council of Association.

(5) Obligations of membership

(i) All members shall abide by the Constitution and not in any way be inconsistent with its objectives.

(ii) All members must notify the Honorary Secretary of their change of address and email address.

(6) Every application for membership shall be proposed and seconded by two existing members and shall be forwarded to the Honorary Secretary who shall at the first convenient opportunity, submit it to the Council for approval.

(7) Every applicant whose application has been approved as aforesaid shall, upon payment of the prescribed entrance fee and the first monthly subscription, be admitted as a member of the Association and shall be entitled to all the privileges of membership.

**CLAUSE 5 RESIGNATION AND TERMINATION**

(1) Cessation of membership

A member shall automatically cease to be a member:

(i) if he dies, or

(ii) if he is convicted in Court of Justice for a felony, or

(iii) if he forfeits by misconduct any of the qualifications by virtue of which he became eligible for membership to the association

(2) Resignation

A member desiring to resign his/her membership of the Association, shall notify the Honorary Secretary in writing at least one (1) month in advance before his/her current subscription is

due. Such a member however, shall be required to pay any subscription or other monies owing by him/her to the Association.

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

(1) The entrance fee and subscription payable shall be as follows:

<b>Membership</b>	<b>Entrance Fees</b>	<b>Yearly Subscription</b>
i. Ordinary	RM 80	RM 80
ii. Life	RM 880	none
iii. Associate	RM 80	RM 80
iv. Honorary	none	none
v. Student	none	RM 30

(2) The Council shall have the power to fix a re-entrance fee for any person who has allowed his membership to lapse through arrears.

(3) Special subscriptions or levies for particular purpose may be raised from members by resolution of the general meeting of the Association. If any member 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.

(4) Annual subscriptions are payable to the treasurer on admission and subsequently before January of every year. If a member falls into arrears with his/her subscription or other dues for 2 months, he/she shall be informed immediately by the Honorary Treasurer. If he/she fails to settle his/her arrears within 6 months of their becoming due, the President may order that his/her name be posted on the Association's notice board or website and that he/she be denied the privileges of membership until he/she settles his/her account. He/she shall be allowed a further three months to settle his/her dues and if by the end of this time no settlement has been made he/she will automatically cease to be a member.

(5) Members who have left Malaysia for a period of not less than one year but who continue to take an interest in the affairs of the Association may apply to the Honorary Secretary in writing, to be placed on the absent members list and shall not be liable for subscriptions.

## **CLAUSE 7 GENERAL MEETING**

(1) The supreme authority of the Association is vested in a General Meeting of members convened by the Honorary Secretary and presided over by the President. All decisions made at General Meetings shall be binding on the Association.

(2) An Annual General Meeting shall be held during the Annual Conference of the Association.

(3) At other times, an Extraordinary General Meeting must be called by the President on the request in writing of not less than 30% of the total voting membership, and may be called at anytime by order of the Council. The notice in writing shall be given to the Honorary Secretary setting forth the business that is to be transacted. The Extraordinary General Meeting shall be convened within two months from receiving this request to convene the Extraordinary General Meeting. No business shall be dealt with by an Extraordinary General Meeting other than that for which it is specifically convened.

(4) At least four weeks' notice shall be given of an Annual General Meeting and at least ten days' notice of an Extraordinary General Meeting. Notice of meeting stating the date, time and place of meeting shall be sent by the Honorary Secretary to all voting members. The particulars of the agenda shall be posted on the Association's notice board and/or website four days in advance of the meeting.

(5) The following business will be considered at the Annual General Meeting:

(i) to receive and, if approved adopt the minutes of the previous Annual General Meeting;

(ii) to receive and, if approved adopt a statement of the audited accounts of the preceding financial year;

(iii) to receive and, if approved to adopt the Annual Report of the Association;

(iv) to elect Council of Association for the ensuing year pending completion of term of Council;

(v) to appoint an auditor for the ensuing year;

(vi) to consider any proposed amendments to the constitution which has been placed on the agenda;

(vii) to deal with any other matter which has been placed on the agenda.

(6) Any member who wishes to propose an amendment to the constitution or to place any other item on the agenda of a General Meeting may do so provided he gives notice to the Honorary Secretary two weeks before the meeting is due to be held.

(7) At least 20% of the total voting membership, present at the Annual or Extraordinary General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.

(8) In the event of there being no quorum at the commencement of an Annual General Meeting, the meeting shall be adjourned for half an hour and should the number then present be insufficient to form a quorum, the members present shall have the power to proceed with the business of the day, but they shall have no power to alter, amend or make additions to any of the decision affecting the whole membership.

(9) In the event of a lack of quorum for an Extraordinary General Meeting, the meeting shall be postponed for half an hour. If no quorum is present for the postponed Extraordinary General Meeting, 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) A member is not entitled to vote at any meeting of the Association unless all monies due and payable by him/her to the Association have been paid, including the amount of the annual subscription payable in respect of the current financial year.

(11) Voting at all General Meetings shall normally be by a show of hands. Voting by secret ballots shall be taken for any item provided that the consent of the majority of the members present is obtained. Motions at General Meetings shall be carried by a simple majority vote, in the event of a tie, the chairperson shall have a casting vote.

(12) There shall be no votes cast by proxy at any meeting of the Association, except in the event of a dissolution of the Association.

(13) In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.



## **CLAUSE 8 COMMITTEE**

(1) The administration of the Association shall be entrusted to a Council consisting of the following to be elected at Annual General Meeting:

i. A President

ii. A Vice President

iii. An Honorary Secretary

iv. An Honorary Assistant Secretary

v. An Honorary Treasurer

vi. An Honorary Assistant Treasurer

vii. 3 Ordinary Executive Council Members Unless with the prior approval in writing of the Registrar of Societies, all Council Members shall be Malaysian Citizens. The President, Vice President, Honorary Secretary, Honorary Assistant Secretary, Honorary Treasurer and Honorary Assistant Treasurer must hold a postgraduate qualification in Prosthodontics/Restorative Dentistry and currently actively practicing in this field.

(2) Names for the above offices shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members. All office-bearers, except the Honorary Treasurer may be re-elected to the same for a consecutive term of office. The term of office of the Council is two years.

(3) The Immediate Past President will remain in the Council as an ex-officio for one year, if he/she is not re-elected. He/she shall not have voting rights or be counted as part of the quorum for the Council Meetings.

(4) The Council shall appoint an Election Chairman, in good standing, who is not a member of the Council. He/she should have declared his/her intention not to offer himself/herself as a candidate for any of the posts being contested for.

(5) Only members present at the Annual General Meeting and those who have given prior written consent to the Honorary Secretary are eligible for election. All members of the Council shall be eligible for re-election for the same post for maximum of two consecutive terms,

except for the post of Honorary Treasurer.

(6) Election will be either by show of hands or, subject to the agreement of the majority of the voting members present, by a secret ballot. In the event of a tie, a re-vote shall be taken and if it still results in a tie, a lot shall be drawn to determine who shall be the successful candidate unless the contesting candidate(s) withdrew in favour of one of themselves.

(7) A Council Meeting shall be held at least two times a year after giving seven days' notice to Council Members. The President may call a Council Meeting at any time by giving five days' notice. At least 4 of the Council Members must be present for its proceedings to be valid.

(8) The duty of the Council :

(i) is to organize and supervise the daily activities of the Association and to make decisions on matters affecting its running when the general meeting is not sitting. It may not act contrary to the expressed wishes of the general meeting without prior reference to it and always remains subordinate to the general meetings;

(ii) is to convene a meeting at any time provided the members of the Council are given notice of the meeting of not less than 7 days;

iii) is to be responsible to convene Annual General Meetings and/or Extraordinary General Meeting as the circumstances deem necessary and in compliance with the other provisions of this Constitution.

(9) In the event of the death or resignation of a member of the Council shall have the power to co-opt any other member of the association to fill the vacancy until the next election of office bearers.

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

(1) The President shall

- (i) chair all general meetings of the Association and all meetings of the Council;
- (ii) represent the Association in its dealings with outside persons, organisations and institutions.

(2) The Vice President shall assist the President, and in the absence of the President assume his/her powers, duties and responsibilities.

(3) The Honorary Secretary shall:

- (i) be responsible for the general administration of the Association. He/she shall keep all records, except financial, of the Association and shall be responsible for their correctness. He/she will keep minutes of all general and council meetings. He/she shall maintain an up-to-date register of members at all times;
- (ii) inform all members of the Association in writing, the date of the Annual General Meeting at least 4 weeks prior to the date of the said meetings;
- (iii) shall send to all members of the Association, at least 10 days before the date of the Annual General Meeting:
  - (a) a report of the activities of the Association during the preceding year;
  - (b) an audited statement of accounts for the preceding year;
  - (c) the agenda for the Annual General Meeting.
- (iv) Except as otherwise provided in these Rules, the Honorary Secretary shall keep in his custody or under his control all books, documents and securities of the Association.

(4) The Honorary Treasurer shall:

- (i) keep all funds and collect and disburse all monies on behalf of the Association and shall keep an account of all monetary transactions and shall be responsible for their correctness.
- (ii) The Honorary Treasurer shall be responsible for the preparation of the annual audited statement of accounts.

(5) Executive Council Members shall assist in the general administration of the Association and perform duties assigned by the Council from time to time.

## **CLAUSE 10 FINANCIAL PROVISION**

(1) Subject to the following provisions in this rules, the funds of the Society 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 who may be convicted in a court of law.

(2) The Treasurer may hold a petty cash advance not exceeding RM2000 (Ringgit Malaysia Two Thousand only) at any one time. All money in excess of this sum shall within seven days of receipt be deposited in a bank approved by the Committee. The bank account shall be in the name of the Society.

(3) All cheques or withdrawal notices on the Society's account shall be signed jointly by the President and the Treasurer. In the absence of the President or the Treasurer for a long period, the Committee shall appoint one of its members to sign in his place. No expenditure exceeding RM 20,000 (Ringgit Malaysia Twenty Thousand only) at any one time shall be incurred without the prior sanction of the committee, and no expenditure exceeding RM 100,000 (Ringgit Malaysia Hundred Thousand only) in any one month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM 20,000 (Ringgit Malaysia Twenty Thousand only) at any one time may be incurred by the President together with the Secretary or the Treasurer.

(4) 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 Society for the perusal of members.

(5) The financial year of the Society shall commence on the 1st January and end on the 31st December every year.

(6) Finance shall be obtained from:

- (i) the entrance fees and annual subscription;

(ii) endowments, grants, public subscriptions, voluntary contributions, fund raising efforts, authorised public appeals and other means approved by the Council of the Association;

(iii) any special subscriptions for particular purposes raised from members of the Association or the public with the consent of the general meeting of the members.

(iv) registration fees for seminars, conferences and educational courses sponsored by or on behalf of the Association, the level of fees to be determined by the Council of the Association and which may be:

(a) varied according to the category of membership;

(b) varied for members and non-members; or

(c) waived in the case of invited lecturers and official guests;

#### **CLAUSE 11 AUDITORS**

(1) A voting member, not being member of the Council, shall be elected as Honorary Auditor at each Annual General Meeting and will hold office for a term of two years only and shall not be re elected for a consecutive term.

(2) The Honorary Auditor:

(i) will be required to audit each year's accounts and present a report upon them to the Annual General Meeting;

(ii) may be required by the President to audit the Association's accounts for any period within the tenure of office at any date and make a report to the Council.

#### **CLAUSE 12 PROPERTY ADMINISTRATOR**

(1) The immovable properties of the association shall be registered in the name of the Association and all the instruments relating to the properties shall be as valid and effective as if they had been executed by three office bearers for the time being of the Association, that is the President, the Secretary and the Treasurer whose appointment are authenticated by a certificate of the Registrar and sealed with the seal of the Association.

(2) The property shall not be sold, transferred or changed without the consent and authority of a general meeting of members.

#### **CLAUSE 13 INTERPRETATION**

In the event of any question or matter pertaining to day-to-day administration which is not expressly provided for in this Constitution, the Council shall have power to use its own discretion. The Council is the sole authority for the interpretation of this Constitution and the decision of the Council shall be final unless it is reversed at a General Meeting of members.

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

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

#### **CLAUSE 15 PROHIBITION**

(1) Any form of gambling as defined in the First and Second Schedules of Common Gaming House Act, 1953 shall not be played in the premises of the Association.

(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) "Benefits" as mentioned under section 2 of the Societies Act 1966 shall not be given by the Association to any of its member.

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

(1) No alteration or addition/deletion to this Constitution shall be made except at the General Meeting and with the consent of two-thirds of the voting members present at the General Meeting.

(2) The proposed amendment should be submitted to members at least two weeks before the General Meeting.

(3) No amendment shall come into force without the prior sanction of the Registrar of Societies.

(4) Any amendments 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 shall not be dissolved, except with the consent of not less than 2/3 of the total voting membership of the Association for the time being resident in Malaysia, expressed either in person or by proxy, at an Extraordinary General Meeting convened for the purpose.

(2) A proposal of the dissolution of the Association shall be made to the Honorary Secretary three months prior to the date of the intended action.

(3) In the event of the Association being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Association shall be fully discharged, and the remaining funds will be disposed of in such manner as the General Meeting of members may determine or donated to an approved charity or charities.

(4) A Certificate of Dissolution shall be given within seven days of the dissolution to the Registrar of Societies.

#### **CLAUSE 18 FLAG, LOGO AND BADGE**



Logo

Description The three crowns resembles unity among the members for prosthodontics continuous education and development.