

CONSTITUTION

AMERICAN SOCIETY OF INDUSTRIAL SECURITY (ASIS) MALAYSIA

CLAUSE 1 NAME

1. The Association shall be known as

AMERICAN SOCIETY OF INDUSTRIAL SECURITY (ASIS) MALAYSIA

Hereinafter referred to as "the Association".

2. Meaning of name : **Pertubuhan Sekuriti Industri Amerika (ASIS) Malaysia**
3. Level : **Kebangsaan**

CLAUSE 2 ADDRESS

1. The registered address is

**C-2-28, 8, AVENUE BUSINESS CENTRE, JALAN SG. JERNIH 8/1, SECTION 8,
PETALING JAYA
46050 PETALING
SELANGOR**

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

**C-2-28, 8, AVENUE BUSINESS CENTRE, JALAN SG. JERNIH 8/1, SECTION 8,
PETALING JAYA
46050 PETALING
SELANGOR**

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

CLAUSE 3 OBJECTIVE

(1) To encourage, promote, aid in and effect the voluntary interchange among members of the society of data, information, experience, ideas and knowledge about methods, processes, and techniques relating to the profession of industrial security.

(2) To promote a representative and centralized body or organization to collect, collate, coordinate and distribute data, ideas, knowledge, methods and techniques by suitable means. Such distribution will be intended to improve the efficiency of and, if deemed advisable, promote uniformity in security as such, and develop

matters of mutual interests of its members.

(3) To establish ethical and professional standards of work and conduct for its members and to foster and to encourage observance of the same.

(4) To publish and distribute pamphlets, papers and articles supportive of the activities and purpose of the Society.

(5) To make surveys and studies, hold conferences, symposia, seminar and forums, and arrange for the presentation of lectures and papers on matters and problems of interest; to foster, promote, encourage and facilitate discussion, study and research on matters and problems of security; and generally, to collect and disseminate, in any manner deemed appropriate, information of service or interest to its members or the public at large.

(6) To conduct and carry on such related activities as may be necessary, desirable or incidental to gaining recognition of the Society and the attainment of its purpose, including recognition of accomplishments in the field of security within business, industry and government.

(7) To do all things which are incidental or conducive to the attainment of the above objectives.

CLAUSE 4 MEMBERSHIP

The connections security professionals and the intelligence gathered through American Society of Industrial Security (ASIS) Malaysia membership will always keep security professionals at the forefront of their profession. Membership in the Society is open only to individuals in the security field who are of high moral character and who have demonstrated a high degree of integrity, or who are already a member of ASIS International:

(1) Membership shall be opened to Security practitioners who are citizen of Malaysia and have evidenced a professional level of competencies in the security field.

(2) No person under eighteen (18) years of age shall be eligible for membership in the Society.

(3) Individuals can apply or entitle for only one membership.

(4) Every application for membership shall be proposed and seconded by two existing members and shall be forwarded to the Secretary who shall at the first convenient opportunity, submit it to the Committee for approval. The Committee may at its discretion reject any application without assigning any reason thereof.

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

(6) A university or university-college student shall not be eligible for membership without the prior approval of the Vice-chancellor of the university concerned.

CLAUSE 5 RESIGNATION AND TERMINATION

(1) Any member who wishes to resign from the Society shall give two weeks' notice in writing to the Secretary and shall pay up all dues.

(2) Any member who fails to comply with the rules of the Society or has acted in a manner to bring disrepute upon the Society may be expelled or suspended for a period as the Committee deems fit. Before the Committee expels or suspends the member, the member shall be informed of the grounds for such expulsion or suspension in writing and be given an opportunity to explain and clear himself in person. Such suspension or expulsion shall be enforced, unless otherwise reversed by a general meeting upon appeal by the said member.

(3) Fail to renew their membership after 90 days of expiry date.

(4) Fail to pay any fees imposed by American Society of Industrial Security (ASIS) Malaysia.

(5) Being convicted of any criminal offences.

(6) Deceased.

(7) In the case of membership being revoked, American Society of Industrial Security (ASIS) Malaysia will not refund the membership fees and/or any other fees collected from members.

(8) Individual and/or members have no right to challenge the decision made by American Society of Industrial Security (ASIS) Malaysia Management Committee.

(9) When membership has been revoked, individual needs to apply to join as fresh member if they wish to join as member again.

(10) Individuals are not allowed to apply for membership again after the membership is being revoked due to criminal offences, involved in any dishonest activity related to the society, failed to adhere and/or violations of American Society of Industrial Security (ASIS) Malaysia rules and regulations.

CLAUSE 6 SOURCE OF INCOME

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

(a) Entrance fee RM50.00 (Ringgit Malaysia Fifty)

(b) Yearly subscription RM100.00 (Ringgit Malaysia One Hundred)

(2) All yearly subscription shall be payable to the Treasurer in advance within 90 days of the first of each year.

(3) Any member who allows his arrears to exceed 60 days shall receive a written notification signed by or on behalf of the Secretary, and shall be denied the privileges of membership until he settles his account.

(4) Any member who allows his arrears to exceed 90 days shall automatically cease to be a member of the Society, and the Committee may direct legal action be taken against him, if they are satisfied that he or she has received due notice of his debts.

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

(6) Special subscriptions or levies for purposes may be raised from members by resolution of the general meeting of the Society. 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 monthly subscription.

CLAUSE 7 GENERAL MEETING

(1) The supreme authority of the Society is vested in a general meeting of the members. At least one-half of the voting membership of the Society or the voting members present represent twice the total number of committee members, whichever is the lesser, must be present at a general meeting for its proceedings to be valid and to constitute a quorum.

(2) If half an hour after the time appointed for the meeting a quorum is not present, the meeting shall be postponed to a date (not exceeding 30 days) to be decided by the Committee; and if a quorum is not present half an hour after the time appointed for the postponed meeting, the members present shall have the power to proceed with the business of the day but shall not have the power to alter the rules of the Society or make any decision affecting the whole membership.

(3) An annual general meeting of the Society shall be held as soon as possible after the close of each financial year but not later than April on a date and a time and place to be decided by the Committee. The business of the annual general meeting shall be:

- (a) To receive the minutes of the previous annual general meeting;
- (b) To receive the Committee's report on the working of the Society during the previous year;
- (c) To receive the Treasurers' report and the audited accounts of the Society for the previous year;
- (d) To elect a Committee and to appoint auditor/s for the ensuing year;
- (e) To deal with such other matters as may be put before it.

(4) Meeting notice by e-mail or electronic medium or printed notice stating the place, date and hour of any meeting of members shall be delivered via email notification or electronic medium to members entitled to vote. Members are required to advise American Society of Industrial Security (ASIS) Malaysia their latest contact details for these purposes. American Society of Industrial Security (ASIS) Malaysia shall not be responsible if member does not receive the notification of Annual General Meeting (AGM), Special Meetings or Extra General Meeting (EGM) due to in-correct contact details or other related issues.

(5) The Secretary shall send to all members at least 14 days before the meeting an agenda including copies of minutes and reports, together with the audited accounts of the Society for the previous year. Copies of these documents will also be made available at the registered place of business of the Society for the perusal of members.

(6) Each member in good standing shall be entitled to one vote on each matter on which the members have the right to vote and on each other matter submitted to the membership for a vote.

(7) Those members who have paid the required dues, fees and assessments in accordance with this constitution and who are not suspended shall be "members in good standing" can vote.

(8) Proxy vote is not allowed in case member is not able to attend the Annual General Meeting (AGM) or Extraordinary General Meeting (EGM).

(9) Voting for Management Committee position will be conducted manually or by electronic methods such as online voting as directed by the Management Committee.

(10) An extraordinary general meeting of the Society shall be convened:

(a) Whenever the Committee deems it desirable; or

(b) At the joint request in writing of not less than twice the number of committee members, stating the objects and reasons for such meeting.

(11) An extraordinary general meeting requisitioned by members shall be convened for a date within thirty days of the receipt of such requisition.

(12) Notice and agenda for an extraordinary general meeting shall be forwarded by the Secretary to all members at least 14 days before the date fixed for the meeting.

(13) Paragraph 7 (1) and 7 (2) of this rules regarding the quorum and the postponement of an annual general meeting shall apply also to an extraordinary general meeting, but with the provision that if no quorum is present after half an hour from the time appointed for a postponed extraordinary general meeting requisitioned by the members, 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.

(14) The Secretary shall forward to all members a copy of the draft minutes of each annual and extraordinary general meeting as soon as possible after its conclusion.

CLAUSE 8 COMMITTEE

(1) A committee consisting of the following, who shall be termed the office-bearers of the Society, shall be elected at the annual general meeting and election will be held every two (2) years:

A Chairman
A Vice-Chairman
A Secretary
A Treasurer
Three Ordinary Committee Members

(2) Irrespective of term of office of the Management Committee; the Management Committee members serving as Chairman, Vice Chairman, Secretary, Treasurer and Committee Members can serve up to 2 years (1 term) and he or she can be re-elected for another 1 term (2 years) after which he or she must stand down for 1 term (2 years) before he or she can stand for election again.

(3) During the election, Chairman position shall be elected first by a simple majority vote of the members. When the result of the election is tie (draw) or both get equal numbers of votes, then members must vote again for that position. If the result is tie (draw) again then both candidates will discuss and mutually agreed for either one to take the role of Chairman. In case if there is no consensus or agreement then the election commission shall make the decision on either one of them to take the role of the Chairman.

(4) All office-bearers of the Society and every officer performing executive functions in the Society shall be Malaysian citizens.

(5) Names for the above offices in paragraph (1) shall be proposed and seconded and election will be by a simple majority vote of the members at the annual general meeting.

(6) The function of the Committee is to organize and supervise the day-to-day activities of the Society and to make decisions on matters affecting its running within the general policy laid down by the general meeting. The Committee shall 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.

(7) The Committee shall meet at least once every three months, a 14 days' notice of each meeting shall be given to the committee members. The Chairman acting alone, or not less than three of its members acting together may call for a meeting of the Committee to be held at any time. At least one half of the Committee members must be present for its proceedings to be valid and to constitute a quorum.

(8) Where any urgent matter requiring the approval of the Committee arises and it is not possible to convene a meeting, the Secretary may obtain such approval by means of a circular letter. The following conditions must be fulfilled before a decision of the Committee is deemed to have been obtained:

- (a) The issue must be clearly set out in the circular and forwarded to all members of the committee;
- (b) At least one-half of the members of the Committee must indicate whether they are in favor or against the proposal; and
- (c) The decision must be made by a majority vote.

Any decision obtained by circular letter shall be reported by the Secretary to the next Committee meeting and recorded in the minutes thereof.

(9) Any member of the Committee who fails to attend three consecutive meetings of the committee without satisfactory explanation shall be deemed to have resigned from the Committee.

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

(11) The Committee shall give instructions to the Secretary and other officers for the conduct of the affairs of the Society. It may appoint such officers and such staff as it deems necessary. It may suspend or dismiss any officers or member of the staff for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the Committee, or for any other reason which it deems good and sufficient in the interest of the Society.

(12) The Committee may appoint any sub-committee or co-opt any other members of the society for any purpose arising out of or connected with any of the duties, functions and aims laid down under the rules. Any members can become members of these sub-committee.

CLAUSE 9 DUTIES OF OFFICE BEARERS

(1) The Chairman shall during his term of office preside at all general meetings, all meetings of the committee and shall be responsible for the proper conduct of all such meetings. He or she shall have the casting vote and shall sign the minutes of each meeting at the time they are approved. He or she shall, in conjunction with the Secretary and Treasurer sign all cheques on behalf of the Society.

(2) The Vice-Chairman shall deputize for the Chairman during the latter's absence.

(3) The Secretary shall conduct the business of the Society in accordance with the rules, and shall carry out the instructions of the general meeting and of the Committee. He or she shall be responsible for conducting all correspondence and keeping all books, documents and paper except the accounts and financial records. He or she shall attend all meetings, and record all proceedings. He or she shall keep a membership register consisting of details such as name, identity card number, date and place of birth, occupation, name and address of employer and residential address. He or she shall in conjunction with the Chairman and the Treasurer, sign all cheques on behalf of Society. He or she shall file annual returns within 60 days from the date of the annual general meeting to the Registrar of Societies.

(4) The Treasurer shall be responsible for the finances of the Society. He or she shall keep accounts of all its financial transactions and shall be responsible for their correctness. He or she shall in conjunction with the Chairman and the Secretary

sign all cheques on behalf of the Society.

(5) The Ordinary Committee Members shall carry out such duty as directed by the Chairman or the Committee.

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 RM500.00 (Ringgit Malaysia Five Hundred) 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, the Secretary and the Treasurer. In the absence of the President, the Secretary or the Treasurer for a long period, the Committee shall appoint one of its members to sign in his place.

(4) In the absence of the Chairman or the Treasurer for a long period (3 months and above), the Committee shall appoint one of its members to sign in his or her place.

(5) No expenditure exceeding RM2,000.00 (Ringgit Malaysia Two thousand) at any one time shall be incurred without the prior sanction of the Management Committee, and no expenditure exceeding RM10,000.00 (Ringgit Malaysia Ten thousand) in any one month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM2,000.00 (Ringgit Malaysia Two thousand) at any one time may be incurred by the Chairman together with the Secretary or the Treasurer.

(6) 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 Auditor/s appointed. 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.

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

CLAUSE 11 AUDITORS

(1) One person, who shall not be office-bearers of the Society, shall be appointed,

by the annual general meeting as Honorary Auditors. He or she shall hold office for two years and may be reappointed for another two years.

(2) The Auditors shall be required to audit the accounts 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 Chairman to audit the accounts of the Society for any period within their tenure of office, at any date, and to make a report to the Committee.

CLAUSE 12 PROPERTY ADMINISTRATOR

(1) Three Trustees, who must be over 21 years of age, shall be appointed at the annual general meeting and shall hold office during the pleasure of the society. They shall be vested in them all immovable properties whatsoever belonging to the Society upon execution of a Deed of Trust.

(2) The Trustees shall not sell, withdraw or transfer any of the property of the Society without the consent and authority of a general meeting of members.

(3) A Trustee may be removed from office by a general meeting because, owing to ill health, unsoundness of mind, absence from the country or for any other reasons, he or she is unable to perform his or her duties or unable to do so satisfactorily. In the event of the death, resignation or removal of a trustee the vacancy shall be filled by a new Trustee appointed by a general meeting.

CLAUSE 13 INTERPRETATION

(1) Between annual general meetings the committee shall interpret the rules of the Society and when necessary, determine any point on which the rules are silent.

(2) Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting, the decisions of the Committee shall be binding on all members of the Society unless and until countermanded by a resolution of a general meeting.

CLAUSE 14 ADVISOR / PATRON

The Committee 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) None of the following games shall be played in the premises of the Society: Roulette, Lotto, Fan Tan, Poh, Peh Bin, Belankai, Pai Kau, Tau Ngau, Tien Ngau,

Tien Kow, Chap Ji Kee, Sam Cheong, Twenty-One, Thirty-One, Ten and a half, all games of dice, bankers' games, all video games and all games of mere chance.

(2) Neither the Society 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) The Society shall not hold any lottery, whether confined to its members or not, in the name of the society, its office-bearers or members without prior approval from the authorities concerned.

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

CLAUSE 16 AMENDMENT OF CONSTITUTION

These Rules shall not be amended except by resolution of a general meeting. Such amendments shall take effect from the date of their approval by the Registrar of Societies. Any amendment 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 Society may be voluntarily dissolved by a resolution of not less than three-fifths of the membership present in a general meeting.

(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 dissolution shall be forwarded to the Registrar of Societies within 14 days of its dissolution.

CLAUSE 18 FLAG, LOGO AND BADGE

1. Flag



Description

Description of the design and colors of the flag used by American Society of Industrial Security (ASIS) Malaysia shall use this logo for all official documents, letter head, flag, emblem, credential or other insignia. The details and meaning of

the word and colors are as follows:

- The wording 'ASIS' means 'American Society of Industrial Security';
- The ring around alphabet 'A' word means ASIS operate globally;
- The word 'International' represents the security professional who are in global and multinationals corporations and/or companies supporting international corporations in Malaysia
- The word 'Malaysia' means this society is represented by security professionals who are brave to bring changes to the security professionalism in Malaysia to become a leading organization.

2. Logo



Description

Description of the design and colors of the emblem or logo used by American Society of Industrial Security (ASIS) Malaysia shall use this logo for all official documents, letter head, flag, emblem, credential or other insignia. The details and meaning of the word and colors are as follows:

- The wording 'ASIS' means 'American Society of Industrial Security';
- The ring around alphabet 'A' word 'means ASIS operate globally;
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- The word 'Malaysia' means this society is represented by security professionals who are brave to bring changes to the security professionalism in Malaysia to become a leading organization.

3. Badge



Description

Description of the design and colors of the badge used by American Society of Industrial Security (ASIS) Malaysia shall use this logo for all official documents, letter head, flag, emblem, credential or other insignia. The details and meaning of the word and colors are as follows:

- The wording 'ASIS' means 'American Society of Industrial Security';
- The ring around alphabet 'A' word 'means ASIS operate globally;
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- The word 'Malaysia' means this society is represented by security professionals who are brave to bring changes to the security professionalism in Malaysia to become a leading organization.