

CONSTITUTION OF THE INSTITUT GEOLOGI MALAYSIA

Article I: NAME AND REGISTERED PLACE OF BUSINESS

1. The Institute shall be called "Institut Geologi Malaysia" ("Institute of Geology, Malaysia"), herein-after called the "Institute". Name
2. The registered place of business shall be the Department of Geology, University of Malaya, 59100 Kuala Lumpur, or at such other place or places as may from time to time be decided on by the Council. The registered place of business of the Institute shall not be changed without the prior approval of the Registrar of Societies. Address

Article II: SEAL

1. The Seal of the Institute, which shall be affixed to any certificate, document or writing of the Institute except where not authorized by resolution of the Council, shall be of the following design:- Seal



2. The Seal shall be of circular form, with an outer, and an inner, circle of not less than 3.5 cm, and 2.9 cm, diameter respectively, defining an annular space within which shall be clearly written, as depicted, the words "Institute Geologi Malaysia". Within the inner circle shall be centrally drawn a geological hammer of the depicted shape, with a height of not less than 2.5 cm and a width of not less than 1.1 cm. This hammer shall be flanked by silhouette maps of Peninsular, and East, Malaysia drawn to a scale of not more than 1:100 million.
3. The seal depicts the basic tool of the field geologist and thus symbolizes the role of the geologist within the country of Malaysia.

Article III: OBJECTS

1. The objects of the Institute are : Objects
 - a) to provide a central organisation for geologist in the form of a learned and scientific institute for geology and to provide for the definition of, and qualification for, the various branches of the profession of the geological sciences.
 - b) to promote friendly interaction amongst geologists and to hold meetings for readings and discussions of matters relating to geology and their various arts and sciences connected therewith.
 - c) to regulate and to uphold the dignity, standing and reputation of the profession of geology.

- d) to promote and advance the knowledge, study and practice of geology and the various arts and sciences connected therewith.
- e) to, assist, advise and co-operate with government departments and other private or public bodies in an honorary capacity on questions relating to the science of geology and policy in respect of land and earth resource utilisation and all other matters connected therewith.

Article IV: MEMBERSHIP

1. There shall be five (5) classes of membership of the Institute. They shall be respectively Fellows, Members, Licentiates, Graduate Members and Associate Members. Fellows, Members and Licentiates shall be Corporate Members of the Institute. Corporate Members of the Institute shall use the abbreviations corresponding to the respective class of membership as follows:-
 Fellow F.I.G.M
 Member M.I.G.M
 Licentiate L.I.G.M.
 Graduate Members and Associate Members shall not be designated by any abbreviation. Membership
2. All applications for membership shall be made on forms approved by the Council and shall be proposed by two Corporate Members of the Institute, one of whom must certify his personal knowledge of the applicant. Such application shall be submitted to the Secretary who shall table the same before the next following Council meeting for their consideration. Every applicant shall satisfy the Council that he or she has fulfilled the requirements prescribed by these rules and such other bye-laws which may be imposed by the Council as a condition of membership and he or she shall produce such evidence of fitness for admission as the Council shall require. Application for
3. The Council may in their absolute discretion, by resolution passed at a meeting of the Council and without assigning any reason for their refusal, refuse to admit to membership of any application. Refusal of Application
4. Members of the Institute shall be admitted to the classes of members in accordance with their qualification and experience herein-under specified by the Council whose decision shall be final. Membership
5. A candidate for transfer or election into the class of Fellows shall possess the following qualifications: Fellows
 - a) He/She shall be a member or shall have satisfied the conditions for admission to the class of members,
 - b) He/She shall have at least fifteen years of professional experience in the geology profession of which at least five years
 - i) shall be in responsible charge of important geological operations, or
 - ii) shall have been a consultant or advisor in the branches of geology provided that the Council shall be satisfied that the training and technical experience of the candidate engaged as a consultant or advisor justified such professional status.
 - c) He/She shall be practicing at the time of his application and shall satisfy the Council that he or she is a fit and proper person to become a Fellow.

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| 6. | A candidate for transfer or election into the Class of Members shall not be less than twenty-one years of age and shall possess the following qualifications:
a. i) He/She shall be a person who has a Bachelor's degree with Honours in geology from a University or Institution of higher learning recognized by the Government of Malaysia or equivalent qualification.
ii) He/She shall be in possession of professional experience in a branch of geology of at least three years duration which shall include at least one year of responsible work in geology.
b. He/She shall be practicing his or her profession at the time of his or her application and shall satisfy the Council that he or she is a fit and proper person to become a Member. | Members |
| 7. | A candidate for election into the class of Licentiates shall not be less than twenty-one years of age and shall possess the following qualifications:
a. He/She shall be in possession of at least a Diploma in geology or equivalent qualification.
b. He/She shall be in possession of experience in a branch of geology of at least five years duration.
c. He/She shall have passed the Membership examinations of the Institute provided that the Council may exempt a candidate from part of the Membership examinations if he/she has passed other recognized external examinations approved by the Council.
d. He/She shall satisfy the Council that he/she is a fit and proper person to become a Licentiate. | Licentiates |
| 8. | A candidate for election into the class of Graduate Member shall be a person who has a Bachelor's degree with Honours in Geology recognized by the Government of Malaysia or equivalent qualification. | Graduate Member |
| 9. | A candidate for election into the class of Associate Members shall be a person who has a diploma or degree in any professional discipline other than geology. He/She has demonstrated a keen interest in geology and has worked in projects or areas which required input by geologists. | Associate Member |
| 10. | Every applicant for membership shall give an undertaking that he or she will, if admitted:
a) observe and be bound by the rules and bye-law of the Institute which may be in force so long as he or she is a member.
b) return to the Institute any certificate of membership which may have been issued to him or her, on his or her resignation or on demand of the Council. | Undertaking |
| 11. | Every member shall be bound by the rules of Professional Conduct as laid down by the Institute. | Professional Conduct |
| 12. | Any member shall, if required by the Council, satisfy the Council that he or she is qualified to retain his or her membership of the Institute. | Retention of Membership |
| 13. | A Register of members shall be kept and maintained by the Council at such place or places as the Council may from time to time decide. Such Register shall show the class of membership to which each and every member of the Institute has been admitted, and the date of admission. | Register |
| 14. | The Council, upon being satisfied of the death of any member, shall remove his or her name from the Register of the Institute. | Death of Member |

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| 15. | The Council, may from time to time prescribe, shall issue, to each member a Certificate showing the Class to which he or she belongs. Every such Certificate shall remain the property of, and shall on demand, be returned to the Institute. Such Certificates shall be signed by the President or Vice-President and by two members of the Council, for the time being and countersigned by the Secretary of the Council, and bear the Seal of the Institute. | Certificate |
| 16. | Any member may at any time, by giving notice in writing and sent by registered post or delivered to the Secretary at the registered place of business of the Institute, and accompanied by the certificate of membership held by him or her, resign his or her membership. | Resignation of Membership |
| 17. | The Council shall have the right, by majority of three quarters of the Council present at a Council Meeting specially convened to consider the case and voting to expel or suspend from the Institute any member, who has been guilty of any conduct contravening the Institute's Code of Professional Conduct or of any laws introduced to govern the conduct of a Geologist, or which in the discretion of the Council unfits him or her for membership of the Institute, provided that such member shall have been given at least fourteen days notice in writing of a motion to that effect on the Agenda paper and shall be permitted to be present at the meeting, and be heard in his or her own defence. Such expulsion or suspension of a member shall have to be confirmed during an Annual General Meeting of the Institute which shall have the right to overrule such expulsion or suspension on the appeal of the member. | Expulsion or Suspension |
| 18. | In the event of the suspension or removal of a member, the Council shall be at liberty to cause notice of cessation of membership to be published in such newspaper or journals as they may decide. | Notices |
| 19. | The re-election to membership of any person who has for any reason ceased to be a member of the Institute shall be dealt with in the same manner as an original application. | Re-admission to Membership |

Article V: ENTRANCE FEES, SUBSCRIPTIONS AND OTHER DUES

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| 1. | Every person duly elected, or transferred from one class of membership to another, shall be so informed by the Secretary and shall pay the entrance or transfer fee, and the annual subscription for the current year within three months after the date of his or her election or transfer which otherwise shall become void, but the Council may in particular cases extend this period. | Payment |
| 2. | Annual subscriptions shall be payable in the months of January of every year. | Annual Subscription |
| 3. | The entrance fee shall be RM50 (Fifty), the transfer fee RM50 (fifty), and the annual subscription dues for the various Classes of Membership shall be as follows:
Fellow: RM60.00 (Sixty)
Member: RM40.00 (Forty)
Licenciate: RM40.00 (Forty)
Graduate: RM20.00 (Twenty) | Fees and Dues |
| 4. | Members elected in any year shall pay the annual subscription payable for the current year. | Annual Subscription |
| 5. | No corporate member, whose annual subscription remains unpaid for a period of three months shall be entitled to attend, or take part in the meetings of the Institute, nor to receive the notices or publications of the Institute, nor shall he or she be entitled to vote, | Penalty for Non-payment |

- until he or she has paid in full such subscription.
6. The name of any member whose annual subscription remains unpaid for six months after it shall become due and payable shall be reported to the Council and such member shall cease, ipso facto, to be a Member of the Institute, and his or her name shall be removed from the Register of members, but such removal shall not relieve him or her from his or her liability for the payment of arrears of the subscription due from him or her, provided that the Council shall have power to extend such period of six months as they may think fit.

Cessation of Membership

Article VI: OFFICERS AND THEIR DUTIES

1. The Council shall consist of a President, a Vice President, a Secretary, a Treasurer and eight Ordinary Council Members (herein - after collectively called "Members of the Council"), all of whom shall have been corporate members for at least two (2) years. All members of the Council and every officer performing executive functions in the Institute shall be Malaysian citizens.
2. The Council shall consist of twelve corporate members of good standing, duly elected by the corporate members of the Institute at one time or another. Each elected corporate member shall serve on Council, in any capacity, for a maximum period of not more than six consecutive years at any one time. A Member of the Council must retire after having served for six consecutive years; the said member must wait for a least one year before he/she is eligible to stand for election again.
3. The President who must be a corporate member shall be elected by the corporate members during the election for office bearers held during the Annual General Meeting. The President shall be the presiding officer at all meetings of the Institute and shall serve as Chairman of the Council.
4. The Vice President shall be elected by corporate members during the election for office-bearers held during the Annual General Meeting. If there are no nominations for the post, the President, in consultation with Members of the Council, shall appoint a Vice President from the membership. The Vice President shall assume the office of President in case of a vacancy from any cause in that office and shall assume the duties of President for such period or periods as that officer for any reason may be unable to perform his official duties.
5. The Secretary shall be elected by corporate members during the election for office-bearers held during the Annual General Meeting. If there are no nominations for the post, the President, in consultation with Members of the Council, shall appoint a Secretary from the membership. The Secretary shall be responsible for keeping the records of the Institute and shall, under the direction of the Council, annually submit a report as Secretary covering the year.
6. The Treasurer shall be elected by corporate members during the election for office-bearers held during the Annual General Meeting. If there are no nominations for the post, the President, in consultation with Members of the Council, shall appoint a Treasurer from the membership. The Treasurer shall have charge of the financial affairs of the Institute under the direction of the Council,

Council

Method of Election

President

Vice-President

Secretary

Treasurer

- and shall annually submit a report as Treasurer covering the year. The Treasurer shall receive all funds of the Institute and, under the direction of the Council, shall perform all disbursement of funds of the Institute. The Treasurer shall also cause an audit to be prepared annually by the Honorary Auditor.
7. Any casual vacancy amongst the Members of the Council may be filled by the Council for the current year. Vacancies
 8. The term of office of the President, Vice President, Secretary and Treasurer shall be one year, and that of the eight Ordinary Council Members shall be two years. Half the Ordinary Council Members shall retire by rotation annually. Term of Office
 9. The office of a member of the Council shall be vacated: Vacation of Office
 - a) By notice in writing to the President or the Secretary,
 - b) If he or she ceases to be a Member,
 - c) If he or she fails to attend three successive meetings of the Council without first having obtained the permission of the President of the Council for the time being or unless he or she is able to satisfy the Council with adequate reasons for non-attendance,
 - d) If he or she is suspended by the Council for unprofessional conduct.
 10. Subject to the Rules, the Council may, meet for the dispatch of business, adjourn or other wise regulate their meetings as they think fit provided there is a quorum of six members. Council Meeting
 11. Questions arising or decisions arising at any meeting of the Council shall be decided by a majority of votes, except as otherwise provided for in the bye-laws. In the case of an equality of votes, the President shall have a further of casting vote. Council Votes
 12. The Council shall meet not less than once in every three months and Council meetings shall at any time be called by the Secretary at the request of the President or at the request of five members of the Council by giving, at least fourteen days clear notice, to all members of the Council provided that due to the emergency nature of the business and with the consent of the President such notice shall be waived. Notice of Council Meeting
 13. At any meeting of the Council, if the President or the Vice President be not present within thirty minutes after the time appointed for the Meeting, the members of the Council shall adjourn and hold the said meeting within seven days. Adjournment
 14. A meeting of members of the Council at which a quorum is present together with the presence of the President and/or Vice President shall be competent to exercise all the authorities, powers and discretion by or under the Rules of the Institute for the being vested in the Council generally. Power
 15. The Council may appoint committees from amongst themselves, or corporate members of the Institute, in accordance with the he bye-laws for the time being in force and subject to the provisions of these Rules, the Council may delegate any of their powers to Committees as they consider fit. Any Committees so formed shall conform to any regulations imposed on it by the Council. The meetings and proceedings of any such Committee shall be governed by the Provisions of these Rules for regulating the meetings and the proceedings of the Council so fast as applicable and so far as the damage shall not be superseded by any regulations made by the Council aforesaid. Committee

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| 16. | All acts, bona fide, done by any meeting of the Council or of any Committee appointed by the Council or by any member acting as a member of the Council, notwithstanding it shall be afterwards discovered that there was some defect in the appointment of such Council, Committee or any such person as a Council member or members of the Council acting as aforesaid or that they or any of them were not qualified at the time of their appointment or had become disqualified shall be valid as if such Council, Committee or persons or members of the Council had been duly appointed and was qualified to act. | Validity of Act |
| 17. | The Council shall cause proper minutes to be made, of proceedings at all meetings of the Institute and of the Council and of Committees, and of all business transactions at such meetings, and minutes of any such Meetings signed by the President or Chairman of Committee of the next succeeding meeting shall be conclusive evidence without any further proof of the facts therein. Minutes of meetings shall be sent not less than seven days before the date fixed for the next Meeting. | Minutes |
| 18. | The business of the Institute shall be managed by the Council who may exercise all such powers of the Institute and do on behalf of the Institute all such acts a may be exercised or done by the Institute on General Meeting; subject nevertheless to these Rules and to such further Rules as may be prescribed by the Institute in General Meeting but no rule made by the Institute in General Meeting shall invalidate any prior act of the Council which would have been valid if such rule had not been made. | Business |
| 19. | In the event the members of the Council shall at any time be reduced in number to less than six, it shall be lawful for them to act as the Council for summoning as Extraordinary General Meeting for the purpose of filling up vacancies in their body but not for any other purposes. | Power of Continuing Council |
| 20. | The Council may arrange for the publication in any manner which they may deem advisable of such statistics, papers, documents and publications as may be considered by the Council to be likely to promote knowledge of the work, theory, law and practice relating to the profession of the geological sciences. | Publications |
| 21. | Every member of the Council shall be indemnified out of the funds of the Institute against all liability incurred by him or her as a member of the Council in defending any proceedings whether civil or criminal in which judgment is given in his or her favour or being acquitted or in connection with any application in which relief is granted to him or her by the Court. The funds of the Institute shall on no account be used to pay the fine of any member who may be convicted in a Court of Law. | Indemnity |
| 22. | Subject to the provisions contained in these Rules, meetings of the Institute shall be held at such times and places as the Council may appoint. | Place of Meeting |

Article VII: FINANCE

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| 1. | The property and funds of the Institute shall be administered by the Council in accordance with the provisions contained in these Rules. | Funds |
| 2. | The income of the Institute when so ever derived, shall be applied solely towards the promotions of the objects of the institute as set forth in these Rules, and no portion thereof shall be paid or | Income |

transferred directly or indirectly by way of profit to any of all of the Members of the Institute. Provided that nothing herein shall prevent the payments in good faith of remuneration to any officer, servants, or members of the institute or other person in return for any service actually rendered to the Institute.

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| 3. | The Treasurer may hold a petty cash advance not exceeding RM500 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 Council. The bank account shall be in the Institute. | Petty Cash |
| 4. | No expenditure exceeding RM500 at any one time, shall be incurred without the prior sanctions of the Council, and no expenditure exceeding RM2,000 at any one time, shall be incurred without the prior sanction of a General Meeting. Expenditure less than RM500 may be incurred by the Treasurer. | |
| 5. | Cheques on the Institute's Bankers, until otherwise from time to time resolved by the Council, shall be signed by two Council Members, one of whom must be the President or the Vice President or the Treasurer. | Cheques |
| 6. | The Council shall cause and liabilities of the Institute
a) The assets, credits and liabilities of the Institute
b) The sum of monies received and expended by the Institute and the matters in respect of which such receipts and expenditure take place. | Accounts |
| | The books and financial records shall be kept by the Treasurer at the premises of the Institute or at such other place as the council shall determine. | |
| 7. | At least once in every year the accounts of the Institute shall be examined and the correctness of the Receipts and Payments Account and Balance Sheet ascertained by an Auditor appointed by the Institute in the Annual General Meeting. The audited accounts shall be submitted for the approval of the next Annual General Meeting. 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 Institute for the perusal of members. | Audit |
| 8. | The financial year of the Institute shall end on the thirty first day of December in each year and an Receipts and Payments Account made up each to that date together with a Balance Sheet made up as at the same date and such Account shall be laid before the Institute at its Annual General Meeting. A copy of every such account and balance sheet duly audited as herein provided together with the Council's report shall not less than fourteen days before General Meeting of the Institute be sent to all members entitled to receive notices of such meetings in the manner in which notices are hereinafter directed to be served. | Financial Year |

Article VIII: MEETINGS

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| 1. | The General Meeting of the Institute shall be as follows:
a) The Annual General Meeting
b) Ordinary Meetings
c) Extraordinary General Meetings | Type of Meetings |
| 2. | The Annual General Meeting shall be held in the month of March each year or as soon thereafter as practical provided that every such Meeting shall be held no more than fifteen months after the | Annual General Meeting |

holding of the last proceeding Annual General Meeting and not later than the month of June of the following year.

The notice of the Annual General Meeting shall be as follows:

- a) to receive, and if approved, to pass the Accounts for the year ended on the thirty first December last proceeding and to receive the Report of the Council,
- b) Election of Members of the Council to fill vacancies so created at the Annual General Meeting,
- c) to appoint an Auditor,
- d) to transact any other business of which due notice shall have been given at least seven days before the Annual Meeting or otherwise items for discussion shall be entertained only by majority vote at the Annual General Meeting.

3. Nominations for the posts of Council Members shall only be valid if made by not less than two corporate members who have received the agreement in writing of the nominee. Such nominations and agreements shall be delivered to the Secretary to reach him or her by hand or by registered post not later than fourteen days before the date of the Annual General Meeting.

Nomination

Voting for election shall be by ballot.

Ballot papers shall be sent, together with the nomination list, not less than seven days before the date fixed for the Annual General Meeting to all corporate members. Such ballot papers shall be returned to the Secretary to reach him/her not later than twenty-four hours before the commencement of the Annual General Meeting.

The corporate members present at the Annual General Meeting shall appoint two scrutineers amongst themselves, whose duty shall be to open and examine the ballot papers and to report the results. The scrutineers shall reject any ballot paper on which a Member has voted for a number more than that prescribed in the voting paper.

Should any person elected to office decline to serve, the candidate with the next highest number of votes shall be deemed to be elected.

4. The Ordinary Meetings of the Institute shall be held and conducted as prescribed by the Council from time to time.

Ordinary Meetings

The Ordinary Meeting shall be held for the purpose of delivery of lectures, social and discussions.

No motion shall be made at any Ordinary Meeting relating to the direction or management of the Institute, such direction and management being vested in the Council subject to the provisions of the Constitution of the Institute, Rules and Bye-laws, schedules and of the resolution of Extraordinary General Meetings.

5. The Council may at any time call an Extraordinary General Meeting of corporate members for a specific purpose relating to the direction and management of the Institute.

Extraordinary Meeting

a) The Council are at all times bound to do so on a requisition in writing of not less than ten corporate members calling for such a meeting.

b) Such requisition shall state the matters to be brought before such Extraordinary General Meeting and the resolutions (if any) to be moved.

c) If within twenty-one days of receipt of such requisitions the Council do not proceed to cause a meeting to be held, the requisitions may themselves convene the meeting.

d) A notice shall be sent to every corporate member at least

twenty-one days before the time appointed by the Council for such Extraordinary General Meeting and the notice shall specify the general nature of the matters to be brought before such Extraordinary General Meeting and the resolutions (if any) to be moved, and no other than that business shall be transacted at that Meeting.

No other persons except corporate members whose subscription are not overdue shall have a right to attend and vote. The accidental omission to send notice of a Meeting to or the nonreceipt of a notice by any Corporate Member shall not invalidate the proceedings at the Extraordinary General Meeting.

The President, or the Vice President in his absence, shall preside at the Extraordinary General Meeting. If at any time he shall not be present within thirty minutes after the time appointed for such a Meeting, a member of the Council chosen by the members present shall preside. If no Member of the Council be present or if any of the Council Members decline to preside, the members present shall choose one of their number to take the Chair for the purpose of conducting the Extraordinary General Meeting.

6. No business shall be transacted at any General Meeting unless a quorum is present when the Meeting proceeds to business. For all purposes, the quorum at a General Meeting shall be at least one-half of the total voting membership of the Institute or twice the total number of Council members. Quorum

7. If a quorum is not present half an hour at a General Meeting after the time appointed, the Meeting shall be adjourned for the same place, time and day of the week following, or at such place as the person holding the Chair shall decide and if, at such adjourned Meeting, a quorum is again not present within half an hour of the time appointed for holding the Meeting, the corporate members present shall be a quorum. Adjournment

No business shall be transacted at an adjourned Meeting other than the business which might have been transacted at the General Meeting from which the adjournment took place.

8. At all General Meetings, a resolution put to the vote of the Meeting shall, except as herein otherwise provided, be decided on a show of hands unless a poll be demanded by the person holding the Chair or by at least fifty percent of the members present in person entitled to vote. A declaration by the person holding the Chair for the Meeting that a particular resolution has been carried by a particular majority or lost or not carried by a particular majority shall be conclusive and an entry to that effect in the Minute Book of the Institute shall be conclusive evidence thereon without proof of the number of proportion of the votes recorded in favour of or against such resolutions.

If a poll be demanded, it shall be taken at the Meeting and in such a manner as the person holding the Chair shall direct and the results of the poll shall be deemed to be the resolution of the General Meeting at which the poll was taken.

In the event of the Council deeming it desirable that the votes of Corporate Members (entitled to vote) of the Institute not present at the General Meeting shall be taken into account, then voting at that General Meeting shall be by ballot only.

The procedures and time limits for dispatch, examination, counting and verification of the ballot papers shall be the same as that for the

- election of Council Members at the Annual General Meeting.
9. No amendment of any resolution shall be proposed or voted upon at a General Meeting. Resolution at General Meeting

Article IX: TRUSTEES

1. Three Trustees, who must be over 21 years of age, shall be appointed at a General Meeting and shall hold office during the pleasure of the Institute. They shall have vested in them all immovable property whatsoever belonging to the Institute and shall deal with it in such manner as the Institute may direct. Appointment
2. The Trustees shall not sell, withdraw or transfer any of the property of the Institute without the consent and authority of a General Meeting of the Institute.
3. A Trustee may be removed from office by a General Meeting of the Institute on the grounds that, owing to ill health, unsoundness of mind, absence from the country or for any other reason, he or she is unable to perform his/her duties or unable to do so satisfactorily. In the event to the death, resignation or removal of a Trustee the vacancy shall be filled by a General Meeting of the Institute.

Article X: VOTING AND BYE-LAWS

1. Every corporate member, whether on a show of hands or upon a poll or by ballot shall be entitled to vote. Vote
2. Save as herein expressly provided, a corporate member duly registered and who shall have paid every subscription and other sum which shall be due and payable to the Institute in respect of the membership shall be entitled to be present or to vote on any question or resolution at any General Meeting. Eligibility
3. No member shall act by proxy except where provided in the Rules. Proxy
4. The Council may from time to time make such Bye-laws as they judge necessary for carrying on the business of the Institute and may at any time, in like manner, approve, annul or vary any Bye-laws for the time being in force shall be binding on the Members of the Institute and shall have full effect accordingly provided that notice of such Bye-laws or recession or alterations thereto shall be becoming effective, during which time any ten corporate members may give notice in writing to the Secretary requesting an Extraordinary General Meeting to be convened for the purpose of considering, confirming or revoking the same. Bye-laws

If no such notice is received by the Secretary, the Bye-laws shall become binding on all Members at the expire of the above mentioned thirty days.

Article XI: AMENDMENTS

1. Amendments to this Constitution may be proposed by a resolution of the Council or in writing by at least ten Corporate Members of the Institute. All such proposals or resolutions must be submitted to the Secretary of the Council. The Council shall cause a postal ballot to be taken of all corporate members and a majority vote of ballots of a least two-thirds of the total current members received within sixty days of mailing shall be sufficient to amend the Constitution. Amendments
2. In the event that the results of the postal ballot carried out in

accordance with the above paragraph show only a simple majority of less than two-thirds of the total current members, the same resolutions may then be amended by a simple majority vote decided either by a second postal ballot taking into account only those ballots received within sixty days of mailing or by a show of hands of all those present in the Annual General Meeting/ Extraordinary Meeting as deemed fit by the Council.

Article XII: INTERPRETATION OF CONSTITUTION

1. Between Annual General Meetings, the Council shall interpret the Constitution and, when necessary, determine any point on which the Constitution is silent. Interpretation
2. Except where they are contrary to, or inconsistent with, the policy previously laid down by the General Meeting, the decisions of the Council shall be binding on all members of the Institute unless and until countermanded by a resolution of a General Meeting.

Article XIII: PROHIBITION

1. None of the following games shall be played in the premises of the Institute: Roulette, Lotto, Fan Tan, Poh, Peh Bin, Belangkai, Pai Kau, Tau Ngau, Tien Kow, Chap Ji Kee, Sam Cheong, Twenty-One, Thirty-One, Ten and half, all games of dice, banker's games and all games of mere chance. Prohibition
2. Neither the Institute 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.
3. The Institute shall not hold any lottery, whether confined to its members or not, in the name of the Institute or its office-bearers, Council or member.

Article XIV: DISSOLUTION

1. The Institute may be voluntarily dissolved by a resolution of not less than two-thirds of the total current corporate membership. Dissolution
2. In the event of the Institute 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 of the Institute.
3. Notice of such dissolution of the Institute shall be forwarded to the Registrar of Societies within fourteen days of the date of dissolution.