

**CONSTITUTION OF THE
MAJLIS KAWALAN TEMBAKAU, MALAYSIA
(MALAYSIAN COUNCIL FOR TOBACCO CONTROL)**

ARTICLE 1 *Name*

1.1 The name of the organization shall be Majlis Kawalan Tembakau, Malaysia (Malaysian Council for Tobacco Control) and hereinafter referred as **MCTC**.

1.2 Its registered address shall be at the **Jabatan Kesihatan Masyarakat, Fakulti Perubatan, Universiti Kebangsaan Malaysia, Jalan Yaakob Latiff, Bandar Tun Razak, 56000 Cheras, Kuala Lumpur** or at such other places as may from time to time be decided by the Board. The registered place of business shall not be changed without the prior approval of the Registrar of Societies.

ARTICLE 2 *Missions, Goals and Principles*

2.1 MCTC's **mission** is "to eliminate smoking habits among Malaysians through advocacy, research and promotional strategies".

2.2 The **goals** of MCTC are:

- ❖ To play and advocacy role for the formulation of appropriate policies for tobacco control;
- ❖ To promote and participate in research on all aspects of tobacco control;
- ❖ To facilitate and disseminate information to the public through conferences, seminars, workshops and school-based projects as well as other related methods, on the dangers of smoking;
- ❖ To promote and facilitate partnership and networking among individuals as well as national, regional and international organizations for the accomplishment of its mission;
- ❖ To facilitate and participate in fundraising activities for tobacco control.

2.3 **The principles upon which MCTC was created are:**

- ❖ **We value the contribution of people from various backgrounds, from all parts of the country and from professions, as we are all united in our efforts to curb smoking;**
- ❖ **We value flexibility in MCTC and avoid complex bureaucracies that might create barriers to accomplish our purposes;**
- ❖ **We value cooperation and seek consensus, where possible, to resolve issues;**
- ❖ **We value and encourage opinions from all constituencies since diversity of opinion can foster more creative and effective solutions;**
- ❖ **We value collaborative efforts and actions toward the accomplishment of our mission.**

ARTICLE 3 *Membership*

3.1 **Membership is open to all legally constituted societies and corporations in Malaysia with similar mission, goals and principles of MCTC and shall consist of Ordinary, Founding, Honorary and Corporate members.**

3.2 **Every new member shall forward his application with their constitution to the Honorary General Secretary, who shall at the first convenient opportunity, submit it to the Board for approval. The Board may at its discretion reject any application without assigning any reason thereafter.**

3.3 Types of Membership

- 1) **Ordinary Members - Membership is open to non-governmental organizations, public and private universities committed to the accomplishment of its mission. These organizations through their representatives shall all have voting rights but each representative should only represent one organization. Organizations that receive or provide support, directly or indirectly, for tobacco companies will not be eligible for membership.**

- 2) **Founding Members-** Founding Members are organizations represented by the nominated representatives who were present at the Inaugural Meeting
- 3) **Honorary Members-** Distinguish organizations may be designated as honorary members by the Board, with no voting rights.
- 4) **Corporate Members-** eligible membership to be approved by the Board, with no voting rights.

ARTICLE 4 *Subscription and other dues*

Every applicant whose application has been approved as aforesaid shall, upon payment of the prescribed fee and/ or first annual subscription, be admitted as a member of MCTC and shall be entitled to all the privileges of membership.

- 1) **Ordinary Members** are to pay a once payment of RM 200. [Ringgit Malaysia Two Hundred Only]
- 2) **Founding Members** are to pay a once payment of RM 200. [Ringgit Malaysia Two Hundred Only]
- 3) **Honorary Members** are to pay a once payment of RM 200. [Ringgit Malaysia Two Hundred Only]
- 4) **Corporate members** are to pay an annual payment of RM 500 [Ringgit Malaysia Five Hundred Only]
- 5) **All Subscription (s) or fee shall be payable to the Honorary General Treasurer by 31 January annually.**
- 6) **Additional fees or collection from members for certain matters shall only be raised and carried out with the approval in BGM/EGM Meeting of members.**

ARTICLE 5 Resignation & Termination

- 1) Any member who wishes to resign from MCTC shall give two weeks' notice in writing to the Honorary General Secretary and shall pay up all dues.
- 2) Any member who fails to comply with the rules of MCTC or has acted in a manner to bring disrepute upon MCTC may be expelled or suspended for a period of time as the Board deems fit, unless otherwise reversed by a BGM/EGM upon appeal by the said member.

ARTICLE 6 Biennial General Meeting (BGM)/ Extra Ordinary General Meeting(EGM)

- 1) The supreme authority of the MCTC is vested in a BGM/EGM of the members. At least one-half of the voting membership of the MCTC or the voting members present represent twice the total number of Board members, whichever is the lesser, must be present at a BGM/EGM 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 Board; 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 MCTC, or make any decision affecting the whole membership.
- 3) Biennial General Meeting of MCTC shall be held then no later than 30th June as soon as possible after 2 years. The date, time and place to be decided by the Board. The business of the biennial general meeting shall be:-
 - a. To receive the minutes of the previous Biennial Annual General Meeting.
 - b. To receive the Board's Report and audited accounts of MCTC for the previous 2 financial years ending 31st Dec of each year.

- c. To receive the Treasurers' report and audited accounts of MCTC for the 2 financial years
 - d. To elect a Board member for 2 years.
 - f. To elect 2 auditor for 2 years
 - e. To deal with such other matter as may be put before it.
- 4) The Secretary shall send to all members at least 14 days before the meeting a notice and an agenda including copies of the BGM minutes and reports of activities, together with the audited accounts of the MCTC for the previous year. Copies of these documents will also be made available at the registered place of business of the MCTC for the perusal of members.
- 5) An extraordinary general meeting of the MCTC shall be convened:-
- a) Whenever the Board deems it desirable; or
 - b) At the joint request in writing of not less than twice the number of Board members, stating the objects and reasons for such meeting.
- 6) An extraordinary genral meeting requisitioned by members shall be convened for a date within thirty days of the receipt of such requisition.
- 7) The notice and the agenda for an extra ordinary general meeting shall be forwarded by the Secretary to all members at least fifteen days before the date fixed for the meeting.
- 8) Paragraphs 6(1) and 6(2) of this rules regarding the quorum and the postponement of an biennial general meeting shall apply also to an extraordinary general meeting, but with the proviso 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 the least six months from the date thereof.

- 9) **The Secretary shall forward to all members a copy of the draft minutes of each biennial and extraordinary general meeting as soon as possible after its conclusion.**

ARTICLE 7 *The Board*

- 1) **A Board consisting of the following, shall be termed the office-bearers of the MCTC, shall be elected at the annual general meeting. All board members are to be ensured to be non-smokers**

A President

A Deputy President

An Honorary General Secretary

An Assistant Honorary General Secretary

An Honorary General Treasurer

5 Ordinary Board Members

- 2) **All office-bearers of the MCTC and every officer performing executive functions in the MCTC shall be Malaysian citizens.**
- 3) **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 biennial general meeting. All the office-bearers shall be eligible for re-election.**
- 4) **The function of the Board is to organize and supervise the day-to-day activities and to make decisions on matters affecting the running of the MCTC within the general policy made by the biennial general meeting. The Board shall not act contrary to expressed wishes of the biennial general meeting without the prior reference to it and shall always remain subordinate to the biennial general meeting. It shall furnish a report to each biennial general meeting on its activities during the previous year.**

5) **The Board shall meet at least once every three months, and a 7 days' notice of each meeting shall be given to the members. The President acting alone, or not less than three of its member acting together may call for a meeting of the Board to be held at any time. Fifty percent (50%) of the members of the Board shall form a quorum.**

6) **Where any urgent matter requiring the approval of the board arises and it is not possible to convene a meeting, the Honorary General Secretary may obtain such approval by means of a circular letter .**

The following condition must be fulfilled before a decision of the board or members in benefit is deemed to have been obtained;-

- a. **The issue must be clearly set out in the circular and forward to all members of the board;**
- b. **At least one-half of the Board must indicate whether they are in favor or against the proposal; and**
- c. **The decision must be by a majority vote**

6 (i) **In cases of complicated issue where, the Board fails to obtain a decision , the issue may be refereed to all members in benefit at that time.**

The following condition must be fulfilled before a decision of members in benefit deem to have been obtained;

- a. **By a curricular with notices to reply within 7 working day upon it be posted on the Web. Site or posted to the last known address of the members in benefit,**
- b. **A reply indicating in favor or against the proposal will be required of by one half of the number of Board member or one – half of the number of members in benefit whichever is the lesser, for the decision to be implemented.**

Any decision obtain as provided by Article 7(6) and 7(6)(i) by circular letter shall be reported by the Honorary General Secretary to the next Board Meeting and recorded in the minutes thereof:

- 6) **Any member of the Board who fails to attend three consecutive meetings of the Board without satisfactory explanation shall be deemed to have resigned from the Board.**
- 7) **In the event of the death or resignation of a member of the Board, the Board shall have the power to co-opt any other member of the MCTC to fill the vacancy until the next biennial general meeting.**
- 8) **The Board shall give instructions to the Honorary General Secretary and other officers for the conduct of the affairs of the MCTC. It may appoint such officers and such members, 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 Board, or for any other reason it deems good and sufficient in the interest of the MCTC after due enquiry**
- 9) **The Board may appoint any committee 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-Boards.**
- 10) **The Board may register all movable and immovable property in the name of the MCTC. All instruments relating to the property, shall be executed by the President, the Honorary General Secretary and the Honorary General Treasurer, as provided for under Section 9[b] of the Societies' Act.**

ARTICLE 8

Duties of Office-Bearers

- 1) **The President shall during his term of office preside at all biennial general meetings and all meetings of the Board and shall be responsible for the proper conduct of all such meetings. He shall have the casting vote and shall sign the minutes of each meeting at the time they are approved.**
- 2) **The Vice-president shall deputize for the President during the latter's absence.**

- 3) The Honorary General Secretary shall conduct the business of the MCTC in accordance with the rules, and shall carry out the instructions of the biennial general meeting and of the Board. He shall be responsible for conducting all correspondence and keeping all books, documents and paper except the accounts and financial records. He shall attend all meeting, and record all proceedings. He shall keep a membership register consisting of details of its members. He shall file biennial returns within 60 days from the date of the biennial general meeting to the Registrar of Societies.
- 4) The Assistant Honorary General Secretary shall assist the Honorary General Secretary in carrying out his duties and shall act for him in his absence.
- 5) The Honorary General Treasurer shall be responsible for the finances of the MCTC. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall in conjunction with the President or the Honorary General secretary sign all the cheques on behalf of the MCTC.
- 6) The Ordinary Board Members shall carry out such duty as directed by the President or the Board.

ARTICLE 9

Financial Provisions

- 1) Subject to the following provisions in this rules, the funds of the MCTC 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 Honorary General Treasurer may hold a petty cash advance not exceeding RM 1,000.00 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 Board. The bank account shall be in the name of the MCTC.

- 3) All cheques or withdrawal notices on the MCTC's account shall be signed by the two of three principal office bearers namely the president or the Honorary General Secretary and the Honorary General Treasurer. In the absence for a long for period, the Board shall appoint one of its Board members to sign in his place.
- 4) No expenditure exceeding RM 5,000.00 at any one time shall be incurred without the prior sanction of the Board,
- 5) 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 Honorary General Treasurer and audited by the Auditors appointed under the rule 10. the audited accounts shall be submitted for the approval of the next biennial general meeting, and copies shall be made available at the registered place of business of the MCTC for the perusal of members.
- 6) The financial year of the MCTC shall commence on the 1st January and end on the 31st December every year.

ARTICLE 10

Auditors

- 1) Two members, who shall not be office-bearers of the MCTC, They shall hold office for two years and may be reappointed.
- 2) The Auditors shall be required to audit the account of the MCTC at least once a year and to prepare a report for the Biennial General Meeting. They may also be required by the President to audit the account of the MCTC at any date and to make a report to the Board.
- 3) The Board shall have the discretion to appoint external auditors for purposes of auditing MCTC accounts.

ARTICLE 11

Advisor/ Patron

The Board may if it deems fit and necessary appoint qualified person to be the Advisor or Patron of MCTC.

The person(s) appointed must give his consent in writing.

ARTICLE 12

Interpretation

- 1) Between biennial general meetings the Board shall interpret the rules of the MCTC 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 made by the Biennial General Meeting the decisions of the Board shall be binding on all members of the MCTC unless and until countermanded by a resolution of general meeting.

ARTICLE 13

Prohibitions

- 1) None of the following games shall be played in the premises of the MCTC: 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 of more chance.
- 2) Neither the MCTC 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 MCTC shall not hold any lottery, whether confined to its members or not, in the name of the name of the MCTC, its office-bearers or members without prior approval from the authorities concerned.
- 4) No University/ University College student can be allowed to be a representative of a member of the MCTC without the prior written approval from the Vice Chancellor of the university concerned.

- 5) “Benefit” as mentioned under section 2 of the Societies Act 1966 shall not be given by the MCTC to any of its members.

ARTICLE 14 ***Amendments to Rules***

These Rules may not be amended except by resolution of a biennial general meeting or extra ordinary 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 biennial general meeting or extra ordinary meeting.

ARTICLE 15 ***Dissolution***

- 1) The MCTC shall not be dissolved unless at least two-third of the membership on its register vote in favour of the dissolution at an Extra-Ordinary General Meeting.
- 2) In the event of the MCTC being dissolved, the assets if any, shall be transferred to any charitable that qualify as appropriate tobacco control advocates approved by the Extra-Ordinary General Meeting.
- 3) Notice of dissolution shall be forwarded to the Registrar of Societies within fourteen (14) days of its dissolution.

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President
Name : Dr. Molly Cheah Bee Li

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Honorary General Secretary
Name : Shaari Ahmad Junid

