

RULES OF PERSATUAN SEBATIAN SEMULA JADI MALAYSIA
(MALAYSIAN NATURAL PRODUCTS SOCIETY)

1. NAME AND PLACE OF BUSINESS

- i. The Society shall be known as the *PERSATUAN SEBATIAN SEMULA JADI MALAYSIA (MALAYSIAN NATURAL PRODUCTS SOCIETY) (MNPS)*
- ii. Its registered place of business shall be *d/a Jabatan Kimia, Universiti Putra Malaysia, 43400 UPM, Selangor Malaysia* or at such other place or places as may from time to time be decided on by the Committee;

The registered place of business of the Society shall not be changed without the prior approval of the Registrar of Societies.

2. AIMS AND OBJECTIVES

1. The aims of the Society shall be:

- i. to promote natural products research with primary emphasis on botany, phytochemistry, ethnopharmacology, pharmacognosy, herbal research, drug discovery and development, and medical sciences of the flora and fauna of Malaysia and the surrounding region and;
- ii. to produce e-bulletin to present MNPS activities and from time to time such other publications as are compatible with para 2.1. (i).

2. In furtherance of the above aims, but not further or otherwise, the Society may:

- (i) assist any body or bodies financially or otherwise;
- (ii) obtain, collect and receive money and funds by way of contributions, donations, affiliation fees, subscriptions, legacies, grants and any other lawful method, and accept and receive gifts of property of any description (whether subject to any special trusts or not);
- (iii) procure and provide information;
- (iv) procure to write and print, publish, issue and circulate any reports or periodicals, books, pamphlets, leaflets, or other documents;
- (v) promote, encourage or undertake experimental work, to further the objectives of the Society;
- (vi) resist any unnecessary deterioration in the quality of the natural environment;
- (vii) purchase, receive, hire or otherwise acquire any land, buildings and other property, moveable or immovable, corporeal or non-

corporeal, and administer, develop, donate, assign, sell, exchange, lease, pledge or mortgage such property;

- (viii) lend, put out at interest, invest or re-invest any monies not immediately required on such conditions as may be considered from time to time;
- (ix) open and operate on bank accounts, including the right to overdraw accounts, sign, make, accept, endorse and discount cheques, promissory notes, debentures, bills and other liquid or negotiable instruments;
- (x) obtain or borrow money or guarantee payment of any amount in any manner and on such conditions as the council may deem suitable in promoting its objectives;
- (xi) enter into agreements and contracts;
- (xii) sign and execute deeds and undertake or execute any representation or trust;
- (xiii) appoint officials and terminate their service, draw up their conditions of employment, define their duties, and other benefits, remunerate them and incur expenses necessary for the effective administration of the Society;
- (xiv) act in any other legitimate manner in order to realise its objectives;
- (xv) institute and defend such legal proceedings as may be necessary; bear expenses incurred in the development, establishment and registration of the Society.

3. MEMBERSHIP

1. Membership shall be open to persons interested in the scientific study of the natural products of the flora and fauna of Malaysia and the surrounding region, without restriction as to age, sex, nationality, race or religion, and to lawfully constituted institutions and societies in accordance with rule 12.
2. Every application for membership 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 therefore.
3. Every applicant whose application has been approved as aforesaid shall, upon payment of the prescribed entrance fee and first annual fee, be admitted as a member of the Society and shall be entitled to all the privileges of membership.
4. The classes of membership shall be:
 - a. Ordinary Membership;
 - b. Life Membership;

- c. Corporate Membership;
 - d. Honorary Membership;
 - e. International Membership
5. Ordinary and Life Membership shall be open only to individual persons.
6. Corporate membership shall be open to such lawfully constituted Institutions, Societies or Private Firms as are approved by the Committee.
7. Honorary membership may be awarded to persons from within or without the country who:-
- a. have rendered valuable service to the Society; or
 - b. have made an outstanding contribution to the study of natural products.
- If such an award is supported by not less than six members of the Society and is approved by the Committee.
8. International membership shall be open to persons who are non-Malaysians.
9. If any member shall fail to pay his/her annual fee within three (3) months after it has become due the Secretary shall send the member concerned a written notice to the relevant address as recorded in the books of the Society calling upon him/her to pay the same within two (2) months of the date of the written notice. If he shall fail to so pay his subscription his membership shall ipso facto terminate without further notice. However, in cases where the Committee is satisfied that failure to pay a subscription arose through genuine error, a member shall at the discretion of the Committee be reinstated provided the subscription is brought up to date.

4. ENTRANCE FEE, SUBSCRIPTION AND OTHER DUES

1. The financial year of the Society shall be from 1st January to 31st December in the same year.
2. Ordinary, Corporate and International members shall pay the following entrance fee and annual subscriptions:

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| Entrance fee (all) | RM10 |
| Ordinary member | RM100 per annum |
| Corporate member | RM500 per annum |
| International member | USD100 per annum |

Such rates may be altered subject to the approval of the members at a General Meeting.

3. A Life member shall pay a subscription equal to fifteen times the annual subscription payable at the time of his or her election as a Life member.
4. Subscriptions shall be paid annually in advance and shall be deemed payable on 1st January each year, or, in the case of new member, on the date on which election to membership is notified.
5. The Committee shall have the power to fix a re-entrance fee for any person who has allowed his membership to lapse through arrears.

5. RESIGNATION

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

6. GENERAL MEETING

- (1) The supreme authority of the Society is vested in a general meeting of the members. At least the voting members representing twice the total number of committee members 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 power to proceed with the business of the day but they shall not have power to alter the rules of the Society or make decisions 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 on a date and at a time and place to be decided by the Committee. The business of the annual general meeting shall be:-
 - (i) To receive the Committee's report on the working of the Society during the previous year;
 - (ii) To receive the Treasurers's report and the audited accounts of the Society for the previous year;
 - (iii) To elect a Committee and to appoint auditors for the ensuing year;
 - (iv) To deal with such other matters as may be put before it.

- (4) The Secretary shall send to all members at least 7 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.
- (5) An extraordinary general meeting of the Society shall be convened:-
 - (i) Whenever the Committee deems it desirable; or
 - (ii) At the joint request in writing of not less than twenty members stating the objectives and reasons for such meeting.
- (6) An extraordinary general meeting requisitioned by members shall be convened for a date within thirty days of the receipt of such requisition.
- (7) Notice and agenda for an extraordinary 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 postponement of an annual 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 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.
- (9) 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.

7. 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:-
 - A President
 - A Vice-President
 - A Secretary
 - An Assistant Secretary
 - A Treasurer
 - 5 Ordinary Members.
- (2) All members of the Committee and every officer performing executive functions in the Society shall be Malaysian citizens.
- (3) Names for the above office bearers shall be proposed and seconded and election will be by a simple majority vote of the members at the annual general meeting. All the office bearers shall be eligible for re-election every two years.

- (4) The function of the Committee is to organise 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 may not act contrary to the express wishes of the general meeting without the prior reference to it and shall always remain subordinate to the general meeting. It shall furnish a report to each annual meeting on its activities during the previous year.
- (5) The Committee shall meet at least once every six months and 14 days notice of each meeting shall be given to the members. The President 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.
- (6) 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.
 - (1) The issue must be clearly set out in the circular and forwarded to all members of the Committee;
 - (2) At least one-half of the members of the Committee must indicate whether they are in favour or against the proposal; and
 - (3) The decision must be 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.
- (7) 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.
- (8) 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 annual general meeting.
- (9) 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 spend 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.

- (10) 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.
- (11) 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.

8. DUTIES OF OFFICE BEARERS

- (1) The President shall during his term of office preside at all general meetings and all meetings of the Committee 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. He shall, in conjunction with the Treasurer, sign all cheques on behalf of Society. However, in his absence, the Secretary and Treasurer sign all cheques on behalf of the Society.
- (2) The Vice-President shall deputise for the President 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 shall be responsible for conducting all correspondence and keeping all books, documents and paper except the accounts and financial records. He shall attend all meetings, and record the proceedings. He shall maintain a proper membership register of the members consisting of details such as name, identity card number, date and place of birth, occupation, name and address of employer and residential address. In conjunction with the President and the Treasurer he shall sign all cheques on behalf of the Society.
- (4) The Assistant Secretary shall assist the Secretary in carrying out his duties and shall act for him in his absence.
- (5) The Treasurer shall be responsible for the finances of the Society. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall, in conjunction with the President and the Secretary sign all cheques on behalf of the Society.
- (6) The Ordinary Committee Members shall carry out such duty as directed by the President or the Committee.

9. FINANCIAL PROVISIONS

- (1) Subject to the following provisions in this rules, the funds of the

Society may be expanded for any purpose necessary for the carrying out of its objectives, including the expenses of its administration, the payment of salaries, allowance and expenses of its office bearers and paid staffs, 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 Ringgit Malaysia two thousands (RM2000) 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 in conjunction with either the President or the Secretary.
- (4) No expenditure exceeding Ringgit Malaysia two thousands (RM 2000) at any one time shall be incurred without the prior sanction of the Committee, and no expenditure exceeding Ringgit Malaysia five thousands (RM 5000) in any one month shall be incurred without the prior sanction of Committee meeting. Expenditure less than Ringgit Malaysia one thousand (RM1000) may be incurred by the President together with the Secretary or the Treasurer.
- (5) As soon as possible after the end of each financial year i.e. 31st of December, all statement of receipts and payments and a balance sheet for the year shall be prepared and audited by the Auditors appointed under **Rule 10**. 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.

10. AUDIT

- (1) Two persons, who shall not be office-bearers of the Society, shall be appointed, by the annual general meeting as Honorary Auditors. They shall hold office for one year only and shall not be reappointed for the consecutive year.
- (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 President to audit the accounts of the Society for any period within tenure of office at any date, and to make a report to the Committee.

11. TRUSTEES

- (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 have vested in them all immovable property whatsoever belonging to the Society upon execution of Deed of Trust.

- (2) The Trustees shall not sell, withdraw or transfer any of the properties of the Society without the consent and authority of a general meeting of members.
- (3) A Trustee may be removed from office by the general meeting on the grounds that, owing to ill health, unsoundness of mind, absence from the country or for any other reasons, he is unable to perform his 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.

12. PROHIBITIONS

- (1) Use of narcotics and recreational drugs on the premises and any bad characters in the premises are strictly prohibited.
- (2) Neither the society nor its members shall attempt to restrict or in any other manner interfere with the trade or prices or engaged in any Trade Union activities as defined in the Trade Union Ordinance, 1959.
- (3) Neither the society nor its members are strictly prohibited from using the Society as platform for any commercial exploitation. (To be reviewed by legal advisor)
- (4) The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office bearers, Committee or member.

13. AMENDMENTS OF RULES

These Rules may not be altered or amended except by resolution of a general meeting. Such alterations or 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 Society within 28 days of being passed by the general meeting.

14. DISSOLUTION

- (1) The Society may be voluntarily dissolved by a resolution of not less than three-fifths of the total membership.
- (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 off 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.