

Constitution of the Convent Girls Alumni

(incorporating amendments adopted at the Annual General Meeting on 28 November 2008)

Clause 1: Name

The organization shall be known as "Convent Girls Alumni", abbreviated as "COGA".

Clause 2: Address

- a. The postal address of the organization: COGA post box, c/o Sekolah Menengah Kebangsaan Convent, Jalan Sultan Idris Shah, 30000 Ipoh, Perak. Any change of address requires the prior permission of the Registrar of Societies.
- b. The contact and place of activities as organized by the committee shall be determined from time to time.

Clause 3: Objectives

The objectives of COGA are to:

- a. keep in contact with past students and staff of Sekolah Menengah Convent, Ipoh.
- b. promote social and cultural activities among COGA members.
- c. offer assistance, motivation and/or support to students of Sekolah Menengah Convent, Ipoh, in maintaining the good name of the school in education.
- d. collect funds to fulfill the aims and objectives of COGA.
- e. Foster interaction amongst alumni of other Convent Schools.

Clause 4: Membership

- a) Membership is open to all past students and staff of Convent schools.
- b) Application for membership is to be made in the official membership form.
- c) Applications for membership must be supported by a proposer and seconder from current members.
- d) Unsuccessful applicants may reapply not earlier than twelve months after the last application.
- e) Two types of membership: Ordinary and Life.
- f) Ordinary Membership differs from Life Membership as follows:
 - i. Ordinary membership is valid for one year within the financial year of COGA, renewable annually by payment of subscription.
 - ii. Life membership is by a single payment of subscription, and is valid for life.
- g) A new member shall receive:
 - i. Receipt for payment of membership.
 - ii. Copy of the constitution of COGA
 - iii. List of names and contact numbers of main committee members.
 - iv. Welcoming letter from the President on the official letterhead.
- h) Every member is allowed one vote for each resolution in a general meeting (annual and extraordinary).
- i) All members are entitled to be voted to hold posts in the main committee.
- j) Termination of membership of a member must be supported by a proposer and seconder in a written letter to the main committee stating the reasons for termination.
- k) Acceptance/termination of a member shall be deemed approved if favoured by two-thirds or more of the total membership in the main committee without need to offer any reasons.
- l) Termination of membership will be notified in writing no later than 14 days after the decision of termination.

Clause 5: Finance

- a. The financial year of COGA is from 1st July to 30th June.
- b. Monies in the form of:
 - i. cash in hand not exceeding RM100 shall be held by the Treasurer.
 - ii. current account in a bank shall be opened in the name of "Convent Girls Alumni" .
 - iii. Withdrawals of RM2000 or less requires execution by two signatories, that is, jointly between the Treasurer and either the President or Vice-President or Secretary.
 - iv. Withdrawals of more than RM2000 shall require three signatories, that is, jointly between the Treasurer and two of either the President or Vice-President or Secretary.
 - v. The Treasurer is the main signatory and can only be substituted by a directive from the main committee by unanimous vote.
- c. All income must be receipted and signed by the Treasurer.
- d. All expenses must be supported by relevant documents and approved by the main committee.
- e. An audited annual statement of accounts must be presented for approval at the Annual General Meeting of the following year. This statement is to be posted together with the notice of Annual General Meeting.

Clause 6: Subscriptions

- a. Life membership subscription is RM100.00 in a single payment.
- b. Ordinary membership subscription is RM10.00 a year, to be paid not later than 30 days from the beginning of the financial year.
- c. A member who is in arrears in payment of subscription shall not be eligible for any privileges, particularly voting rights and attendance at the Annual General Meeting, until full payment of the outstanding sum is made.
- d. A member who is a year or more in arrears in subscription shall automatically cease to be a member.

Clause 7: Annual General Meeting

- a. An Annual General Meeting must be convened once every year no later than three months after the financial year.
- b. Quorum is two times the total number of members in the main committee. This quorum is required for the lawful conduct of the meeting. If a quorum is not present half an hour after the appointed time of the meeting, the Main Committee shall postpone the meeting to a new date (not later than 30 days). If a quorum is still not present on the new date, then members who are present shall have the power to proceed with the meeting.
- c. The purpose of an Annual General Meeting is to receive and if deemed correct, to approve the following:
 - i. report of the Secretary on the activities of the previous year.
 - ii. financial report from the Treasurer.
 - iii. vote for new members of the Main Committee.
 - iv. other resolutions presented in the meeting.
- d. Notice of the Annual General Meeting comprises:
 - i. financial report from the Treasurer.
 - ii. operational report from the Secretary.
 - iii. agenda of the meeting.
 - iv. announcement of time, place and date of the meeting.
 - v. forms for the selection of members of the Main Committee.
 - vi. Form(s) for submitting resolutions to be presented in the meeting.
 - vii. copies of documents deemed necessary references for consideration in the meeting.
- e. The Secretary shall prepare and send the notice of meeting to every member in the registry based on the latest postal address submitted by the member, no later than two weeks before the date of the meeting.
- f. All proceedings of the Annual General Meeting shall be recorded by the Secretary and if the Secretary is unable to be present, then a member shall be selected by the Main Committee to temporarily substitute.
- g. All resolutions must be proposed and seconded, and votes shall be exercised by ballots or by a show of hands. Every member who is present is entitled to only one vote per resolution, without proxy.

Clause 8: Extraordinary General Meeting

- a. An extraordinary general meeting can be called by:
 - i. The Main Committee, or
 - ii. Members bearing the rights to vote numbering no less than twice the total members in the Main Committee.
- b. The notice of extraordinary general meeting comprises of:
 - i. Announcement of date, time and place of the meeting.
 - ii. agenda
 - iii. Objective and reason for calling the meeting.
 - iv. Copies of documents deemed necessary for reference in making considerations at the meeting
- c. The notice of meeting shall be posted to the last known address of all members in the register, no later than two weeks from the date of the meeting. The list of names of members calling for the meeting shall be listed accordingly in the notice.
- d. The quorum for the meeting shall be twice the total number of members in the Main Committee.
- f. If the quorum is not present half an hour after the stated time of the meeting, the meeting shall be called off and any extraordinary general meeting with the same objective can only be called after a lapse of 6 months.
- g. All proceedings of the extraordinary general meeting must be duly reported by the Secretary or the assigned member for record keeping purposes.
- h. All resolutions require a proposer and seconder, and voting shall be conducted similar to that of an annual general meeting.

Clause 9: Committees and Auditors

- a. A Main Committee shall be nominated and selected by votes once every two years at an annual general election comprising of the following:
 - i. President (1 person)
 - ii. Vice-President (1 person)
 - iii. Secretary (1 person)
 - iv. Treasurer (1 person)
 - v. Committee Members (10 persons)Total: 14 persons

- b. Two internal auditors shall be nominated and selected by votes once every two years at an annual general election.
- c. One external auditor shall be appointed and approved once every two years at an annual general meeting.
- d. All office bearers shall be citizens of Malaysia.
- e. Functions of the Main Committee are as follows:
 - i. To organize and carry out work for the organization.
 - ii. To decide on matters pertaining to the running of the organization based on policies determined at annual and extraordinary general meetings.
 - iii. To present reports of activities of the organization throughout the previous year of an annual general meeting.
 - iv. To conduct meetings at least once every 3 months with a quorum of half the total members of the main committee.
 - v. A member of the main committee who is absent for three consecutive meetings without acceptable reason given to the Main Committee, is deemed to have resigned from the main committee.
 - vi. In the event that a committee member passes on or resigns, the nominee for the post garnering the next highest number of votes in the last annual general meeting shall assume the vacancy and shall be notified of the decision as soon as possible. However, if this candidate ceases to be a member or rejects the post, then the Main Committee is empowered to fill the vacancy through a candidate of their choice until the next annual general meeting.
 - vii. The Main Committee shall have the power to suspend or strip the post from a committee member if the member is found to be careless, dishonest, inefficient or derelict in duty or in any way that the Committee finds will tarnish the name of the organization.
 - viii. The Main Committee may form Sub-Committees from members of the Main Committee or ordinary/life members, if required, for the management of projects. A representative from the Sub-Committee shall be appointed to report to the Main Committee. The Sub-Committee shall not have powers exceeding or beyond that of the Main Committee. The role and function of the Sub-Committee shall be determined by the Main Committee at inception. All the workings and finances of the Sub-Committee is subject to queries at the Annual or Extraordinary General Meeting.
 - ix. The Main Committee shall have the power to co-opt one or two members to increase the number in the Main Committee, if required, to assist in the management of the organization. This can be proposed and seconded at the Annual General Meeting, hence approved by votes from all the members present. In the event that the appointment is after the annual general meeting, then the appointment has to be accepted in writing by the nominee, all the members notified by post, and if no objections are raised after 2 weeks from the date of the notification, the appointment is deemed to be confirmed.
 - x. The Main Committee may, if it sees fit, to appoint an advisor or patron on condition that the appointment is accepted in writing. An advisor or patron who is not an ordinary or life member, shall not be eligible to vote and does not pay subscription.
 - xi. The Main Committee has the power to approve change of the primary signatory (the Treasurer) of cheques, if the Treasurer is unable to perform her duties having given acceptable reasons.
 - xii. The Main Committee shall appoint a member on its Committee to act in the post of an office bearer who, with acceptable reasons, is unable to perform her duties.

Clause 10: Responsibilities of Office Bearers in the Main Committee

- a. President
 - i. To chair all annual and extraordinary general meeting, and meetings of the main committee.
 - ii. Holds the deciding vote, not including and after having exercised her vote as an ordinary/life member, whereby the deciding vote is used in the event of a draw in the number of votes in passing a resolution.
 - iii. Approve and sign all minutes of meetings, reports of accounts and outgoing letters.
 - iv. To act as a secondary signatory of cheques.
- b. Vice-President
 - i. To undertake the duties and powers of the President if the President is unable to perform her duties with reasons provided to and accepted by the Main Committee..
 - ii. To assist the President in counting the quorum of every meeting.
 - iii. To assist the President in counting of votes in every meeting.
 - iv. To assist the President in ensuring that the rules and decisions of the organization are adhered to and to advise the President if and whenever the situation arises.
 - v. To act as a secondary signatory of cheques.
- c. Secretary
 - i. To carry out administrative duties of the organization subject to the rules and decisions of the annual general meetings, extraordinary general meetings and main committee meetings.
 - ii. To prepare and send, to put in safe-keeping, copies of all documents associated with the operations of the organization.
 - iii. To maintain and update a register of members based on applications and notifications from members.
 - iv. To prepare the agenda, letters of notification, and minutes of the annual general meeting, extraordinary general meeting and main committee meetings.
 - v. To act as a secondary signatory of cheques.

- vi. To send the annual report to the Registrar of Societies in not more than 60 days from date of the Annual General Meeting as required under Section 14(1), Societies Act, 1966.
 - vii. To approve and co-sign the annual statement of accounts.
- d. Treasurer
- i. To carry out accounting duties of the organization subject to the rules and decisions of the annual general meetings, extraordinary general meetings and main committee meetings.
 - ii. To prepare and put in safe-keeping all receipt books, invoices, bills, vouchers, cheque books, statement of accounts, documents of funds, inward/outward loans, approvals from banks and other financial authorities, and all other documents related to and used in the preparation of the statements of accounts and the operations of the organization.
 - iii. To receive subscriptions and keep/update a record of such subscriptions.
 - iv. To act as the primary signatory of all cheques.
 - v. To hold cash in hand as determined in Clause 5.
 - vi. To present a statement of accounts, signed and approved, together with supporting documents for internal and external auditing before the date of posting the notification for the annual general meeting.
- e. Committee Member
- i. To carry out the general roles and functions of the main committee as stated in Clause 9c.
 - ii. To stand by to act in any vacant post of the Main Committee.
 - iii. To stand by to be a member of Sub-Committees if and when formed.
- f. Internal Auditors
- i. To check the accounts as presented by the Treasurer of the Main Committee or Sub-Committees to ensure accuracy and conformance to the rules and decisions of the organization.
 - ii. To approve and co-sign the statement of accounts before submission to the external auditor.
 - iii. To advise the Main Committee and all members at a general meeting pertaining to the accounts and its associated rules in the organization.

Clause 11: External Auditor

- a. The external auditor shall not be an office bearer of the organization and should be a certified accountant. The appointment must be approved by resolution at the Annual General Meeting.
- b. Will hold the post for two years until the next annual general meeting.
- c. May stand for re-appointment at every alternate annual general meeting.
- d. Performs the duty of submitting a report and confirmation of the correctness of the annual accounts or accounts of any period as required by the main committee or President.

Clause 12: Interpretation of the Rules

- a. The Main Committee shall have the power to interpret and form decisions on matters not stated or unclear in the rules unless overturned by decision at an annual general meeting or an extraordinary meeting.
- b. If an interpretation and decision is of utmost urgency, the main committee shall make such decision and interpretation by considering, first and foremost, the goodwill of the organization and its members as a whole.
- c. All interpretations and decisions respectively must be recorded and all members duly informed by the secretary at the next annual general meeting.

Clause 13: Amendments

- a. The rules cannot be amended in any way without the decision of the annual general meeting or the extraordinary general meeting.
- b. An application for amendment has to be submitted to the Registrar of Societies not later than the third main committee meeting held after the previous annual general meeting or previous extraordinary general meeting; and any amendment is deemed to be in force only after the date of approval of the Registrar of Societies.

Clause 13: Dissolution of the organisation

- a. The organization shall be dissolved by consent from not less than two-thirds of the total number of members present at a general meeting convened for such purpose.
- b. The Annual or Extraordinary General Meeting that resolves for the dissolution shall ensure that all debts, balance of monies, assets and liabilities are discharged properly in accordance to the laws and the rules of the organization.
- c. All resolutions pertaining to the discharge of all assets and liabilities shall be properly proposed, seconded and approved by vote accordingly.
- d. The latest statement of accounts, approved and confirmed by the president, treasurer, secretary, internal auditors and external auditors; shall be used as reference.
- e. A notification of the dissolutions shall be submitted to the Registrar of Societies not later than 14 days from the date of dissolution.

Log

1. **Resolution to adopt this complete revision of the constitution was passed at the 2005 Annual General Meeting of the Convent Old Girls Association 14th August, 2005.**
2. **Amendment** passed at 51st AGM on **28th September 2008**; **Clause 7(a)** reworded as follows:
Old:
An Annual General Meeting must be convened once every year no later than **one month** after the financial year.
New:
An Annual General Meeting must be convened once every year no later than **three months** after the end of the financial year.