

CONSTITUTION

IKHTISAS KELAUTAN MALAYSIA /ASSOCIATION OF MALAYSIA'S MARITIME PROFESSIONALS (IKMAL)

CLAUSE 1 NAME

1. The Association shall be known as

IKHTISAS KELAUTAN MALAYSIA /ASSOCIATION OF MALAYSIA'S MARITIME PROFESSIONALS (IKMAL)

Hereinafter referred to as "the Association".

2. Meaning of name :
3. Level : **Kebangsaan**

CLAUSE 2 ADDRESS

1. The registered address is

IKHTISAS KELAUTAN MALAYSIA, 1-06-03, JALAN LAZUARDI 7/29, SECTION 7, 40000 SHAH ALAM, 40000

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

IKHTISAS KELAUTAN MALAYSIA, 1-06-03, JALAN LAZUARDI 7/29, SECTION 7, 40000 SHAH ALAM, 40000

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

CLAUSE 3 OBJECTIVE

3.1. To represent, promote and protect the interests and welfare of IKMAL's registered members by complying with generally recognized international standard operating procedures which will be monitored by its permanent Secretariat through its international links and affiliations worldwide.

3.2. To provide an organization and membership for such persons, who are practicing or desirous to practice the maritime profession and its marine-related

activities and to promote the know-how, interests and technical competence of such persons as well as to enhance their continual professional development.

3.3. To promote and provide opportunities for the exchange of views amongst members of IKMAL and others and to encourage and promote the delivery of lectures, reading and discussion of papers relating to marine and its maritime related works and other topics of interest to members of IKMAL by conducting seminars, conferences and the like for the dissemination of information and exchange of opinions and viewpoints on professional maritime-related topics.

3.4. To serve as the national competent maritime practitioners' body which provides expert assistance, consultations and dissemination to persons, corporations and technological transfer programs related to maritime management and information exchange initiated by the Malaysian Government with relevant maritime organizations, be it local or abroad.

3.5. Professional Development Programme:

3.5.1. IKMAL shall initiate and encourage the initial Continual Professional Development (CPD) programme as an obligation for all members to attain and maintain maritime professional competency.

3.5.2. All members are encouraged to pursue their Professional Development programme to advance their careers and contribute to business performance and image building for the maritime industry. The Continual Professional Development obligations of IKMAL will be encouraged and promoted through:

3.5.2.1. establishing professional criteria and the setting of standards and a Code of Ethics required for all categories of membership;

3.5.2.2. providing advice to members on their professional development plan and the maintenance of documentary evidence of same;

3.5.2.3. the presentation of technical papers and/or the holding of Workshops, Conferences and Seminars;

3.5.2.4. the circulation of maritime related journals and other materials, including notices relevant for the professional development of IKMAL members.

3.6. To act as a maritime professional body and exercise its function in the registration and maintenance of records of its members and to regulate and control the growth of Malaysia's maritime professionals at all levels.

CLAUSE 4 MEMBERSHIP

4. MEMBERSHIP

(Note: Any reference to gender shall be applicable to both sexes)

4.1. Types of Membership

4.1.1. Fellow

4.1.1.1. The Council is empowered to confer Fellowship upon any Ordinary Member, who shall satisfy the Council that he:

has been a member of IKMAL for at least five (5) continuous years;

has attained a superior position of responsibility in the maritime field for at least three (3) years;

should have made a significant contribution to the objectives of IKMAL and/or to the maritime industry;

should not be less than 35 years of age.

4.1.1.2. The Council has established a Fellowship Committee, comprising of senior members of IKMAL, to review and make recommendations for the nomination of prospective Fellows amongst its members. The decision by the Council to confer Fellowship must be with the approval of not less than two thirds of Council's membership.

4.1.1.3. Not more than two (2) Fellows shall be elected in any one (1) year.

4.1.2. Honorary Fellow

4.1.2.1. Honorary Fellow shall be conferred by IKMAL on any person who holds a position of respect or of honour and who has rendered distinguished service to IKMAL and/or the maritime profession.

4.1.2.2. Not more than two (2) Honorary Fellows shall be elected in any one (1) year.

4.1.3. Ordinary Membership

4.1.3.1. Every candidate for election or transfer to the class of Ordinary Member shall satisfy the Council that he:

(a) is a holder of one of the following qualifications or equivalents:

i) Master or Chief Mate of 3,000 Gross Tons (GT) or more on unlimited voyage;

ii) Chief Engineer Officer or Second Engineer Officer of 3,000 kiloWatts (kW) or more on unlimited voyage;

iii) Master or Chief Mate of 3,000GT or more and between 500GT and 3,000GT on near coastal voyage;

- iv) Chief Engineer Officer or Second Engineer Officer of 3,000kW or more and between 750kW and 3,000kW on near coastal voyage;
- v) Officer in charge of a navigational watch of 500 GT or more or Officer in charge of an engineering watch of more than 750KW;
- vi) Master or officer in-charge of navigational watch of less than 500GT on near coastal voyage;
- vii) Master or Mate of less than 500GT on domestic voyage;
- viii) Engineer officer of less than 750kW on domestic or near coastal voyage;
- ix) Degree in maritime field with one (1) year relevant experience or other degrees with two (2) years continuous experience in the maritime field;
- x) Pilot Licence acceptable to the Council;

(b) is a holder of any relevant qualification acceptable to the Council.

4.1.4. Associate Member

To be eligible for Associate membership, every candidate must satisfy the Council that he:

4.1.4.1. is at least 19 years old;

4.1.4.2. is involved in the maritime field and holding qualifications and experience other than that of an Ordinary Member.

4.1.5. Student Member

To be eligible for Student Membership, every candidate shall satisfy the Council that he:

4.1.5.1. is pursuing his first certificate of competency course or commencing his initial maritime-bias or appropriate maritime-related course.

4.1.6. Corporate Member

A Corporate Member shall be any Company or Organization dealing with maritime related activities as approved by the Council. However, a ship owning entity or an organisation that has assumed responsibility for the operation of a ship from its owner, shall not be eligible to be admitted as such.

4.1.7. Life Member

Life Membership shall be open to Ordinary Members or Fellows as approved by the Council.

4.2. Rights of Members

4.2.1. Fellows, Life, Ordinary, Associate and two named representatives from each Corporate Member shall have the right:

4.2.1.1. to propose, or second a candidate for election, but, only Fellows, Ordinary and Life Members can stand for elections;

4.2.1.2. to speak and vote at General Meetings of IKMAL;

4.2.1.3. to such other privileges as may be decided at General Meetings of IKMAL.

4.2.2. Student Members shall:

4.2.2.1. have all rights and privileges of Associate or Ordinary Membership except the right to nominate or second a candidate for election or to stand for election;

4.2.2.2. not have the right to vote at General Meetings of IKMAL.

CLAUSE 5 RESIGNATION AND TERMINATION

5.1. Any member may terminate his membership by giving the Honorary Secretary, two weeks' notice in writing to this effect and paying all monies due to IKMAL.

5.2. A member who has been removed or who has resigned from the Roll of Members may apply to the Council for reinstatement and such person may be reinstated, conditionally or unconditionally, as the Council may, in its discretion decide. The Council shall not be bound to assign any reason for its refusal to reinstate him.

CLAUSE 6 SOURCE OF INCOME

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6. ENTRANCE FEES AND SUBSCRIPTIONS

6.1 Every application for membership under this Constitution shall be made on the prescribed forms of IKMAL, accompanied by the entrance fee and subscriptions.

6.2 The Council shall have the absolute discretion to approve or reject any application without assigning any reason, therefore.

6.3 The entrance fee for all grade of membership and for transfer from one grade to another shall be RM 50.00.

6.4 The annual subscriptions which are payable in advance shall be-

6.4.1 Fellows and Ordinary Members RM 100.00

6.4.2 Associate Members RM 60.00

6.4.3 Student Members RM 20.00

6.4.4 Corporate Members RM 1,000.00

6.5 For a Life Membership, a one-time payment of RM 1,000.00.

6.6 A person shall qualify for membership and have his name entered in the Roll of Members only after his application has been approved by the Council and his subscription fully paid.

6.7 The annual subscriptions of members shall become due and payable each year on the anniversary date of their being admitted as members of IKMAL.

6.8 A person whose subscription falls behind for more than 6 months shall be reminded by a letter from IKMAL and his membership may be forfeited by a decision of the Council.

6.9 No member who is in arrears of subscription shall be eligible to propose or second an application for Membership, nominate or second a candidate for election, stand for election, nor vote at any Annual General Meetings of IKMAL.

6.10 Upon attaining the age of sixty (60) years or more, an Ordinary or Associate Member who has been in-benefit (is current in his annual subscriptions) for at least ten (10) continuous years, is henceforth exempted from paying his annual subscriptions. He will still be entitled to all privileges and rights of a member-in-benefit.

CLAUSE 7 GENERAL MEETING

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7.1. The Annual General Meeting of IKMAL shall be convened by the Honorary Secretary and shall be held not later than the month of June each year.

7.2. Notice of the Annual General Meeting and the audited Statement of Accounts shall be issued to members not less than 14 days before the date of the Meeting.

7.3. All members shall be entitled to attend and speak at General Meetings of IKMAL.

7.4. Only fully paid up Fellows, Life, Ordinary and Associate members shall each have the right to vote.

7.5. All voting in the case of the election of Office bearers shall be by secret ballot and the last date for submission of nominations is to be one (1) week before the date of the Annual General Meeting. For other matters voting shall be by a show of hands. In the event of an equality of votes, the Chairman shall have a second or

casting vote.

7.6. Adoption of any motion at the General Meeting shall be by a simple majority vote.

7.7. No business shall be transacted by any General Meeting unless a quorum of members or members' representatives is present at the time when the meeting proceeds to business.

7.8. The quorum for the Annual General Meeting shall be twice the total number of the Council members.

7.9. If within half an hour from the time appointed for the meeting, a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any case it shall stand adjourned to the same day in the next week at the same time and place and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting, the Members present shall have power to proceed with the business of the day, but, they shall not have the power to alter the rules of IKMAL or to make decisions affecting the whole membership.

7.10. At any adjourned meeting, the Members or Members' representative, present personally, whatever their number, shall have the power to decide upon all matters which could properly have been disposed of at the meeting from which the adjournment took place.

7.11. The President, or, in his absence, the Vice President shall preside as Chairman at every Annual General Meeting, or, if within fifteen minutes of the time appointed for such meeting none of these shall be present or shall retire from the Chair, the Members of the General Council present shall choose, someone of their number present as Chairman of the meeting and if no such Member of the General Council is present or if all such Members of the General Council decline to take the Chair or shall retire from the Chair, the members shall choose some of their members to be Chairman of the meeting.

7.12. The Chairman of the meeting, may, with the consent of the meeting, adjourn any Annual General Meeting from time to time and from place to place, but, no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

7.13. A proxy legal document to represent members or a true copy thereof or the instrument appointing a proxy shall be in writing under the hand of the appointee or of his Attorney duly authorized in writing.

7.14. Any instrument appointing a proxy shall be in writing in the common form or any form approved by the Council.

7.15. Any instrument appointing a proxy shall substantially be in the following form

or in such other form as the Council may approve or allow:

I,, Membership Number,
resident at
being *an Ordinary/Fellow Member of IKMAL hereby
appoint resident at
.....
or, failing him, resident at
.....
(each of whom is an *Ordinary/Fellow Member of IKMAL) as my proxy to vote on
my behalf at the *Annual/Extraordinary General Meeting of IKMAL to be held
on day of Year, and at any adjournment thereof.

Signed this day of Year

This form is to be used *in favour/against the resolution.
Unless otherwise instructed, the proxy may vote as he deems fit.
* Strike out whichever is not applicable.

7.16. The Extra-ordinary General Meeting of IKMAL shall be held when:

- 7.16.1. The Council thinks and decides that is important to do so.
- 7.16.2. on a written application by at least one-fifths of the voting members of IKMAL. These members shall state the objectives and reasons for an Extra-ordinary General Meeting.
- 7.16.3. An Extra-ordinary General Meeting called for by the members as in Art. 11.16 shall be held at a date and time no later than one calendar month from the date of receipt of the application.

7.17. The Notice and Agenda for an Extra-ordinary General Meeting shall be issued to all Members of IKMAL by the Honorary Secretary not less than 14 days before the date of the meeting.

7.18. The quorum for an Extra-ordinary General Meeting shall be at least one-half of the voting members of IKMAL. In the event of a lack of quorum half an hour after the appointed time of the meeting, the Extra-ordinary General Meeting shall be cancelled and shall not be called again within the next six months to discuss the objectives of the cancelled Extra-ordinary General Meeting.

CLAUSE 8 COMMITTEE

8. ADMINISTRATION

8.1. The Council shall be elected at the Annual General Meetings and the President shall have the power to appoint four (4) more other Ordinary Council Members. The Council shall consist of the following-

8.1.1. The President;

8.1.2. The Vice President;

8.1.3. The Honorary Secretary;

8.1.4. The Honorary Treasurer;

8.1.5. Five (5) Ordinary Council Members;

8.1.6. Four (4) appointed Ordinary Council Members, of which two shall be from among the ranks of active seagoing members to represent members who are engaged on board vessels. They will attend Council Meetings as and when they are available and are not bound by the requirements of Clause 8.4 and 8.5. .

8.2. The Council shall meet at least once in two months.

8.3. The Council meetings shall be convened by the Honorary Secretary at the request of the President or of at least 5 members of the Council. Notice of such meetings shall be given and it shall not be less than 7 clear days.

8.4. The quorum shall be not less than one half of the number of members in the Council.

8.5. Any Council member, who absents himself from 3 successive meetings without explanation shall be deemed to have ceased to be a member of the Council.

8.6. All office bearers and those performing executive functions of IKMAL shall be Malaysian citizens.

8.7. Vacancies in the Council

8.7.1. The Council may co-opt a member as may be needed to fill any vacancy in the Council to serve until the next General Meeting.

8.7.2. The Chairman appointed by the Council in any ad hoc or sub-Committee may have the power to co-opt any member.

CLAUSE 9 DUTIES OF OFFICE BEARERS

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9.1. President

9.1.1. The President shall have the right to call all the Council meetings and to chair the Council and the Annual General Meetings of IKMAL.

9.1.2. The post of President shall be for two (2) years (i.e. one term) and no President shall hold Office for more than 3 consecutive terms.

9.1.3. The President shall have the right to appoint 4 additional Ordinary Council members, if necessary.

9.2. Vice President

9.2.1. In the absence of the President, all his duties, powers and responsibilities shall devolve upon the Vice President.

9.2.2. The post of Vice President shall be for 2 years (i.e. one term) and he shall not hold office for more than 2 consecutive terms.

9.3. Honorary Secretary

9.3.1. Subject to the directions of the Council, it shall be the duty of the Honorary Secretary to conduct the correspondence of IKMAL, to attend all meetings of IKMAL's Council and of Committees, to take minutes and communications that may be needed to be read, to superintend the publication of such papers and publications as the Council may direct, to direct collection of subscriptions and other amounts due to IKMAL. He shall engage, subject to the approval of the Council and be responsible for, all persons employed under him and shall generally conduct the ordinary business of IKMAL under the direction of the Council. He shall maintain the Register of Membership. He shall also send to the Registrar of Societies the Annual Returns within 28 days after the Annual General Meeting is held.

9.3.2. The post of Honorary Secretary shall be for three (3) years (i.e. one term) and he shall not hold office for more than 2 consecutive terms.

9.4. Honorary Treasurer

9.4.1. The Honorary Treasurer shall be responsible for the finances of IKMAL, the preparation of the accounts on the expenditure of the funds and present all accounts on to the Council for review and approval and for their correctness.

9.4.2. The post of Honorary Treasurer shall be for two (2) years (i.e. one term) and no Treasurer can hold office for 2 consecutive terms.

9.5. Ordinary Council Members

9.5.1. All Ordinary Council Members shall perform such duties and exercise such powers as may be assigned to them by the Council.

9.5.2. The post of Ordinary Council Members shall be for 3 years (i.e. one term) and they shall not hold office for more than 2 consecutive terms. Ordinary Council Members appointed by the President shall hold Office until the next Annual General Meeting or when the President retires, whichever is earlier.

9.5.3. The Ordinary Council Members shall attend all meetings of IKMAL and assist the above officers in their duties.

9.6. Honorary Auditors

9.6.1. Two Honorary Auditors, who shall be members of IKMAL, but, not Council Members, shall be elected at the Annual General Meeting to audit the accounts of IKMAL at the end of each financial year or at such time the President of the Council may decide. They shall make a report to the Council after each auditing.

9.6.2. In the event of a vacancy occurring in the post of Honorary Auditor during the year, the Council shall have the power to appoint a member of IKMAL to fill the

vacancy until the next election. Such member so appointed shall be a Fellow or Ordinary member of IKMAL and shall not be a Council Member.

CLAUSE 10 FINANCIAL PROVISION

10.1 The financial year of IKMAL shall be the 1st of January to 31st December of each year.

10.2 The funds of IKMAL shall be paid into a bank or banks as decided by the Council. The bank accounts shall be in the name of IKMAL.

10.3 All cheques made out by IKMAL must have 2 signatories. One of which shall be the Honorary Treasurer and the other shall either be the President, Vice President or the Honorary Secretary.

10.4 The Honorary Treasurer shall hold a petty cash advance not exceeding RM 500.00.

10.5 No expenditure exceeding RM 1,000.00 in any one time shall be incurred without the prior approval of the Council.

CLAUSE 11 AUDITORS

11.1. Two persons, who shall not be office-bearers of IKMAL, shall be appointed by the annual general meeting as Honorary Auditors. They shall hold office for one year and may be reappointed.

11.2. The Auditors shall be required to audit the accounts of IKMAL 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 IKMAL for any period within their tenure of office, at any date, and to make a report to the Council.

CLAUSE 12 PROPERTY ADMINISTRATOR

12.1. The Council shall be the Supreme Body of IKMAL and various Committees shall be formed to cater for the administration of IKMAL. Such Committees shall have, as their Chairman, a member from the Council.

CLAUSE 13 INTERPRETATION

13.1. Between annual general meetings, the Council shall interpret the rules of IKMAL and when necessary, determine any point on which the rules are silent.

13.2. 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 IKMAL unless and until countermanded by a resolution of a general meeting.

CLAUSE 14 ADVISOR / PATRON

14.1. The Council shall, if it deems fit and necessary, appoint qualified persons to be the Advisor or Patron of IKMAL. The person appointed must give his consent in writing.

CLAUSE 15 PROHIBITION

15.1. None of the following games shall be played in the premises of IKMAL - Roulette, Lotto, Fan Tan, Poh, Peh Bin, Belankai, Pai Kau, Tau Ngau, Tien Ngau, Tien Kow, Chap Ji Kee, Sam Cheong, Twenty One, Thirty One, Ten and a half, all games of dice, bankers games, all video games and all games of mere chance.

15.2. Neither IKMAL 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.

15.3. IKMAL shall not hold any lottery, whether confined to its members or not, in the name of IKMAL, its office-bearers or members without prior approval from the authorities concerned.

15.4. Benefits as mentioned under section 2 of the Societies Act 1966 shall not be given by IKMAL to any of its member.

CLAUSE 16 AMENDMENT OF CONSTITUTION

16.1. The Constitution shall not be amended or changed in any way except in a General Meeting and with a two-thirds majority vote by members who are eligible to vote.

16.2. Any proposed amendments or changes to the Constitution shall be made in writing to the Honorary Secretary at least, one calendar month prior to a General Meeting.

16.3. Any Amendments or changes to the Constitution approved during the Annual General Meeting shall be made in writing to the Registrar of Societies within 28 days of the Annual General Meeting. Such amendments or changes shall take effect from the date of a written approval from the Registrar of Societies.

CLAUSE 17 DISSOLUTION

17.1. IKMAL may be dissolved in an Annual General Meeting with a majority vote of at least two-thirds of the members who are eligible to vote.

17.2. In the event of dissolution, all financial transactions of IKMAL shall be settled before dissolution. All monies and assets of IKMAL shall be so divided, distributed or donated according to the wishes of the members with a majority vote in an Annual General Meeting.

17.3. If, upon the winding up or dissolution of IKMAL, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the category of members of IKMAL, but, shall be given or transferred to such other institute or institutions as shall be approved by a special resolution and in default hereof, shall be determined by such Court in Malaysia as may have or acquire jurisdiction in the matter.

17.4. Notice of dissolution shall be given in writing to the Registrar of Societies within 28 days from the date of dissolution.

CLAUSE 18 **FLAG, LOGO AND BADGE**

1. Flag

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Description

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2. Logo



Description

18.1. Logo

18.2. Description

18.2.1. Character of Logos

The logo would be a manilla rope moulded with the word IKMAL to place at the centre of the ships helm. The year 1985 is embedded below it. The rope is golden in colour and the helm is blue with a black outline. The words IKTHISAS KELAUTAN MALAYSIA in gold is written on the bottom half of the helm.

18.2.2. Meaning of Character

The helm signifies that IKMAL is being steered in the right direction as per her objectives whilst the moulded rope signifies the unification and determination of the members towards the stated objectives. 1985 indicates the year IKMAL was

established. The colour signifies harmony.

3. Badge

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Description

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CLAUSE 19 INDEMNITY

19.1. Subject to the provisions of and so far as may be permitted by the Statutes, every member of the Council, Auditor, Secretary or other officers of IKMAL shall be entitled to be indemnified by IKMAL against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto including any liability incurred by him in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by him as an officer or employee of the Institute and in which judgment is given in his favour (or the proceedings otherwise disposed of without any finding or admission of any material breach of duty on his part) or in which he is acquitted or in connection with any application under any Statute for relief from liability in respect of any such act or omission in which relief is granted to him by the court.