

## CONSTITUTION

### PERSATUAN KUALITI KESIHATAN MALAYSIA (MALAYSIAN SOCIETY FOR QUALITY IN HEALTH)

#### CLAUSE 1 NAME

1. The Association shall be known as

PERSATUAN KUALITI KESIHATAN MALAYSIA (MALAYSIAN SOCIETY FOR QUALITY IN HEALTH)

Hereinafter referred to as "the Association".

2. Meaning of name : PERSATUAN KUALITI KESIHATAN MALAYSIA (MALAYSIAN SOCIETY FOR QUALITY IN HEALTH)

3. Level : Lain-lain

#### CLAUSE 2 ADDRESS

1. The registered address is

C/O B.6-1, LEVEL 6, MENARA WISMA SEJARAH, 230 JALAN TUN RAZAK,  
50400 KUALA LUMPUR  
WILAYAH PERSEKUTUAN KUALA LUMPUR

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

C/O B.6-1, LEVEL 6, MENARA WISMA SEJARAH, 230 JALAN TUN RAZAK,  
50400 KUALA LUMPUR  
WILAYAH PERSEKUTUAN KUALA LUMPUR

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

#### CLAUSE 3 OBJECTIVE

##### A. OBJECTIVE

###### 3A.1 Vision

The international accredited organisation that is recognised by the healthcare industry, consumers and the general public for the promotion and improvement of quality and safety in healthcare

### 3A.2 Mission

Assure quality and safety in healthcare to the consumers and general public through continuous quality improvement and patient safety, advocacy, promotion and education as well as training and accreditation of all healthcare facilities and services

Produce a highly competent people who are qualified by education, training and experience through human resource and human capital development

## B. VALUES

### 3B.1 Safety culture

We shall be the beacon and champion for a culture of safety across the nation's healthcare industry safeguarding patients, family and healthcare providers alike

### 3B.2 Integrity

We pursue our vision and mission, united, with consistency, honesty, transparency, and uncompromising adherence to the highest standards of ethical practices

### 3B.3 Professionalism

We shall carry out our duties with respect for every unique individual, their ideas, and their collective achievements by encouraging good practices and mindful not to discriminate the less ideal

### 3B.4 Patient and people centred

Customer commitment: We strive to meet and exceed the expectations and advocacy of our customers whilst we champion the rights of the public to access to better quality healthcare services.

### 3B.5 Teamwork

We shall advocate excellence through teamwork by employing effective communication for a coordinated and collective action

### 3B.6 Quality

We ensure that we deliver timely, efficient, effective and equitable services as we relentlessly champion quality improvement in all aspects of healthcare provision

## C. GOALS

3C.1 Advocate and facilitate continuous improvement of quality and safety in the provision of health services, including standards development, education, performance assessment, and accreditation

3C.2 Foster and strengthen collaboration and engagement with public and private stakeholders

3C.3 Generation, advancement of knowledge, education and sharing of information

on quality and safety in healthcare

3C.4 Efficacy and safe work practices and sustainability through innovation and continuous quality improvement

## D. POWERS & RESPONSIBILITIES

The powers and responsibilities of the Society shall include the following :-

3D.1 to create , implement and execute accreditation programmes which are to be recognised throughout the country ;

3D.2 to invest or handle monies of the Society not immediately required for the purposes of the Society in a manner from time to time determined ;

3D.3 to raise or secure or borrow monies in such a manner as the Society deems fit with power to grant mortgages charges or any security upon or charging all or any of the property of the Society whether real (i.e. to do with land or rights/interest in land) or personal (i.e. all other kinds of property) and to redeem or pay off existing or future security;

3D.4 to exchange, lease, mortgage, sell, dispose of, hire or otherwise deal with all or any part of the real and personal property purchase and to take lease or hire or otherwise acquire and maintain any real or personal property of the Society;

3D.5 to receive funds to be utilised for activities of the Society which are specifically organised;

3D.6 to purchase and use equipment, goods and services in the conduct of its business;

3D.7 to hold scientific and educational meetings alone or in collaboration with other legally constituted societies or associations whose objectives are wholly or in part similar to those of the Society;

3D.8 to employ personnel and to provide and charge for services;

3D.9 to be involved in publication activities such as the publication of journals and other publications related to quality in health with the prior approval of the authorities concerned;

3D.10 to determine Membership and to do all such other matters as are incidental and conducive to the attainment of the objectives of the Society and to be affiliated with such legally constituted societies or similar organisation

3D.11 to collaborate with the other similar legally constituted societies in respect of events, projects, and activities.

## CLAUSE 4 MEMBERSHIP

There shall be five (5) types of membership, Ordinary, Corporate, Associate, Honorary Life and Life Membership. Membership of the Society shall be open to both citizens and non- citizens of Malaysia and to corporations which have been incorporated or created both in and outside of Malaysia.

### 4.1 Ordinary Membership

(a) Ordinary Membership shall be available to individuals above the age of 18 years who are interested in quality in health and are working in healthcare facilities, healthcare education institutions or healthcare related services.

(b) All applicants for Ordinary Membership shall agree to abide by this Constitution.

(c) Application for Ordinary Membership shall be in writing to the Society or in any other manner which may be determined from time to time by the Committee.

### 4.2 Corporate Membership

(a) Corporate Membership shall be available to any legally constituted healthcare facility, service or society.

(b) All applicants for Corporate Membership shall agree to abide by this Constitution.

(c) All applicants for Corporate Membership shall be in writing to the Society or in such a manner determined from time to time by the Committee

### 4.3 Associate Membership

Associate Membership shall be available to organisations or individuals who are not eligible for ordinary or corporate membership or who are eligible for ordinary or corporate membership but are non-citizens of Malaysia, organisations incorporated outside Malaysia, or any other person interested in quality in health.

### 4.4 Honorary Life Membership

The Committee may appoint anyone who in their opinion merit due recognition as Honorary Life Member. Honorary Life Member shall be exempted from paying registration fees and annual fees.

### 4.5 Life Membership

The Committee may consider life membership to individual members, who have maintained their membership for more than 3 years consecutively and opt to become a life member by paying a one time payment of RM500-00.

### 4.6 Applications for Membership

All applicants for membership shall be submitted in the prescribed form and shall be considered by the Committee and approval of membership shall be at the discretion of the Committee.

### 4.7 Privileges and Rights of Members

(i) Ordinary Members:-

(a) to attend and participate in such functions, events or activities for members of the Society as the Committee may organize for members;

(b) to receive the journal of the Society;

(c) to be nominated and elected to the Committee provided membership

subscription is not in arrears;

(d) to utilise such facilities as are made available for members of the Society to utilise generally;

(e) to receive notice of General Meetings of the Society;

(f) to attend General Meetings of the Society and exercise one vote in respect of any motion put to a vote at such meetings;

(ii) Corporate Members:

(a) to attend and participate in such functions events or activities for members of the Society as the Committee may organise for members generally;

(b) to utilise such facilities as are made available for members of the Society to utilise generally;

(c) to receive any publications of the Society;

(d) to receive notice of General Meetings of the Society;

(e) to attend General Meetings of the Society and exercise one vote in respect of any motion put to a vote at such meetings;

(f) to be nominated and elected to the Committee provided membership subscription is not in arrears;

Corporate Membership shall be allocated to the Chief Executive or equivalent of the organisation in question. The Chief Executive, or equivalent, may nominate a representative for the purposes of Society business; if so, he/she must inform the Committee of the Society of the same.

(iii) Associate Members:-

(a) to attend and participate in such functions, events or activities for members of the Society as the Committee may organise for members;

(b) to receive any publications of the Society;

(c) to receive notice of General Meetings of the Society;

(d) to utilise such facilities as are made available for members of the Society to utilise generally;

(e) to attend General Meetings of the Society.

(iv) Honorary Life Members

(a) to attend and participate in such functions, events or activities for members of the Society as the Committee organise for members;

(b) to receive any publications of the Society;

(c) to receive notice of General Meetings of the Society;

(d) to utilise such facilities as are made available for members of the Society to utilise generally;

(e) to attend General Meetings of the Society and exercise one vote in respect of any motion put to a vote at such meetings provided he/she was an Ordinary member.

(v) Life Members

(a) to attend and participate in such functions, events or activities for members of the Society as the Committee organise for members;

(b) to receive any publications of the Society;

(c) to be nominated and elected to the Committee;

(d) to utilise such facilities as are made available for members of the Society to

utilise generally;

(e) to receive notice of the general meetings of the Society;

(f) to attend General Meetings of the Society and exercise one vote in respect of any motion put to a vote at such meetings

#### 4.8 Register of Members

4.8.1 The Secretary of the Society shall establish and maintain a Register of Members of the Society containing the name, Identity Card Number, date and place of birth, name and address of employer and residential address of each member and the date on which that person or institution became a member.

4.8.2 The Register of Members shall be kept at the registered place of business of the Society.

#### 4.9 Annual Subscription

4.9.1 The Annual Subscription fee shall be payable to the Treasurer in advance on or before the 1st November every year.

4.9.2 Members who allow their Annual Subscription to be owing on or after 1st March of the current year immediately ceases to be member of the Society.

##### 4.9.3 Membership Fee Exemption

The main body of Ministry of Health Malaysia (MOH), Association of Private Hospitals of Malaysia (APHM), Malaysian Medical Association (MMA), Malaysian Nurses Association (MNA), Academy of Medicine of Malaysia (AMM) and STANDARDS MALAYSIA shall be exempted from paying Corporate Subscription fees.

4.9.4 The Committee has the power to review the application for re-admittance and impose penalties for the member whose Membership has ceased or terminated by reason of unpaid arrears.

4.9.5 Notwithstanding the provisions of the Rules of this Constitution, the Annual General Meeting or Extraordinary General Meeting shall have the power to amend the amount of the Annual Subscription Fee or the Entrance/Registration Fees from time to time as and when necessary on the condition that the said amendment has been approved by the Registrar of Societies beforehand.

4.9.6 Special Fees or monetary contributions from members for an ascertained purpose may be collected with the approval of members at a General Meeting.

4.9.7 The Membership Year shall be the financial period of one year, being the Calendar year commencing on the first day of January.

## CLAUSE 5 RESIGNATION AND TERMINATION

### 5.1 Cessation and Termination of Membership:

#### 5.1.1 A member shall cease to be a member:

(a) when an Ordinary Member, Associate Member or Life Member is adjudicated bankrupt;

(b) for either an Ordinary Member, Associate Member, Corporate Member or Life Member upon conviction of a criminal offence which is punishable by payment of a fine/or imprisonment;

(c) such a member is not eligible for any refund of membership fees.

5.1.2 Any Member who loses all rights and privileges of membership shall have no right to or any claim upon the property or funds of the Society.

5.1.3 The Committee may at any time re-admit any member who has resigned or whose membership has been terminated upon such terms as it thinks fit.

5.1.4 Any one member who fails to comply with the Rules of the Constitution or acts in a manner which tarnishes the good name of the Society may be expelled or have his/her membership suspended for a period which is deemed as reasonable by the Committee. Before the Committee expels or suspends the said member, the member must be told of the reason for the expulsion or suspension in writing. The said Member must be given an opportunity to give an explanation and defend him/herself. The expulsion or suspension must be carried out unless the next General Meeting defers or cancels the decision of the Committee.

## 5.2 Committee

5.2.1 If a Committee Member dies or relinquishes his/her post, the Committee shall be empowered to appoint another member to fill the vacant post until the next election takes place.

## CLAUSE 6 SOURCE OF INCOME

6.1 MSQH sources of income shall include from membership fees and other quality activities in line with its mission and goals, e.g. conference, survey exercise, CME, CNE, workshop and as determined by the Committee from time to time

## 6.2 Membership Fees

6.2.1 The Entrance/Registration Fees shall be as follows:-

- (a) Ordinary Membership RM50.00
- (b) Corporate Membership RM100.00
- (c) Associate Membership
  - i) Ordinary Member RM50.00
  - ii) Corporate Member RM100.00

6.2.2 The Annual Subscription Fees shall be as follows:-

- (a) Ordinary Membership RM60.00
- (b) Corporate Membership RM120.00
- (c) Associate Membership
  - i) Ordinary Member RM60.00
  - ii) Corporate Member RM120.00

## CLAUSE 7 GENERAL MEETING

7.1 The supreme authority of the Society is vested with the management of this Society which shall be conducted through the General Meeting of the members. At least half (1/2) of the number of members who are entitled to vote or two (2) times the number of the Committee Member, whichever is lesser, must be present at the General Meeting in order to validate the meeting being proceed with and constitution a quorum.

7.2 If the quorum is not met after half an hour from the time fixed for a meeting, such meeting must be postponed to another date (not more than 30 days) which is to be fixed by the Committee; and if the quorum is not met after half an hour from the time fixed for the postponed meeting; the members present are empowered to hold the meeting but are not empowered to amend the Rules of the Constitution nor to make decisions affecting the whole membership.

7.3 The Annual General Meeting for the Society shall be held as soon as possible but not later than six (6) months after closing of the financial year on a date, time and place fixed by the Committee.

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

- a) to receive and accept the Committee's report on the management of the Society for the previous year;
- b) to receive and accept the Treasurer's report and statement of accounts which has been audited for the previous year;
- c) to elect a Committee if election is due and appoint auditors for the ensuing years;
- d) to table and sanction the proposed estimated budget for the coming year; and
- e) any other matters which are put before the Meeting.

7.4 The Secretary shall send to each member at least twenty-one (21) days before the Annual General Meeting an agenda including copies of minutes and a copy of notice of the Annual General Meeting, report and audited accounts of the Society for the previous year. Copies of such documents shall also be made available at the registered address of the Society for the perusal of members.

7.5 (a) A motion by any member(s) intended to be discussed and passed at the General Meeting shall be sent in writing to the Secretary no less than fourteen (14) days before the date of the Annual General Meeting.

7.6 An Extraordinary General Meeting for the Society shall be held if:-

- (a) it is deemed necessary by the Committee; or
- (b) upon the written request of not less than one-fifth (1/5) of the total number of members entitled to vote, stating the objects and the reasons for the Meeting. Such a request must be sent to the Secretary of the Society.

7.7 An Extraordinary General Meeting requested by the members must be held



on a date within one (1) month of the date of receipt of the request for such meeting and an announcement and agenda of the Extraordinary General Meeting is to be circulated by the Secretary to all Members at least fourteen (14) days before the date fixed for such meeting.

7.8 Clauses 7.1 and 7.2 of these Rules in respect of the quorum and the postponement of the Annual General Meeting may be applied for Extraordinary General Meetings on the condition that if the quorum is not reached after thirty (30) minutes from the time fixed for the Extraordinary General Meeting upon the request of the members, such a meeting shall be cancelled and a similar meeting upon the request of the members shall not take place within 6 months from such date.

7.9 The Secretary shall send to each member a copy of the draft minutes of each Annual General Meeting and Extraordinary General Meeting as soon as possible after the meeting.

7.10 In the absence of the President as Chairman of General Meetings, the Deputy President shall step in as Chairman and on top of his/her own vote, exercise a casting vote when it comes to equality in votes at the meetings.

7.11 All Ordinary and Life Members shall have one vote at any General Meeting of the Society and all Corporate Members shall have one vote. Votes are to be registered in person or by a designated proxy, in which case, a notice of intention to vote by such designated proxy must be communicated to the Committee no less than twenty-four (24) hours before the date of the General Meeting.

## CLAUSE 8 COMMITTEE

8.1 A Committee to be named as Office Bearers shall have interest in quality in health and accreditation.

The number of the Office Bearers shall be Sixteen (16) comprising of the following:

- i) One nominated member from the Ministry of Health Malaysia to be appointed as Vice President
- ii) One nominated member from the Association of Private Hospitals of Malaysia to be appointed as Vice President
- iii) One nominated member from Malaysian Medical Association to be appointed as Vice President
- iv) One nominated member from Malaysian Nurses Association
- v) One nominated member from Academy of Medicine of Malaysia

vi) Eight elected members from the Ordinary Membership:

- a) One President
- b) One Deputy President
- c) One Secretary
- d) One Treasurer
- e) Four Ordinary Committee Members

vii) One nominated ex-officio member from Department of Standards Malaysia

viii) The Chief Executive Officer of the Society appointed by the Committee is an ex-officio member

ix) One ex-officio member representing patient advocate selected by the Committee

8.2 The office-bearers of the Society and each officer carrying out executive duties within the Society must be Malaysian citizens

8.3 The names chosen to fill the above stated posts must be proposed and seconded and the Committee elected at the Annual General meeting. The Term of office of an office bearer shall be two (2) years. Each office bearer shall be eligible for re-election for a maximum of three (3) consecutive terms. After the completion of the third term, the same office bearer can be re-elected after a lapse of one (1) term.

8.4 Except for inaugural Office Bearers of the Society, the positions of Office-bearers of the Society may only thereafter be held by Members who have been a member of the Society for a minimum of twelve (12) months.

8.4.1 For the post of President, Deputy President, Treasurer and Secretary, the nominees must fulfil the criteria of having served a committee member with a minimum of five (5) years of experience in a leadership position in healthcare related field

8.5 The function of the Committee is to organise and supervise the daily activities of the Society and to make decisions on matters affecting it, running within the general policy laid down by the General Meeting. The Committee cannot take action contrary to the decisions of the General Meeting without having first consulted it and the Committee must always comply with the decision of the General Meeting. The Committee shall give their report in respect of the previous years activities at each Annual General Meeting.

8.6 The Committee shall meet for a minimum of two (2) times a year. A notice for each meeting must be given to the Members at least 7 days beforehand. The President him or herself or not less than 4 Committee Members collectively may call for a Committee Meeting at any time. At least half the number of the Committee Members must be present to validate the meeting being proceed with and to reach the quorum of the Meeting.

8.7 If an important matter arises which requires the approval of the Committee and a Committee meeting cannot be held, the Secretary may obtain the approval of the

Committee by way of circulating letters on the condition that the following must be satisfied before the decision of the Committee is regarded as having been accepted:

- a) The problem must be clearly stated in the circular-letter which is to be circulated to each Committee Member;
- b) At least half the number of Committee Members must state their assent or dissent to the matter being suggested or addressed; and
- c) The decision must be by a majority vote. Any decision obtained by way of circular-letter must be reported by the Secretary to the subsequent Committee Meeting and recorded in the minutes thereof.

8.8 A Committee Member who fails to attend a Committee Meeting on three (3) consecutive occasions without a satisfactory explanation shall be deemed to have relinquished his or her position in the Committee.

## 8.9 DUTIES OF CEO AND SECRETARIAT

8.9.1 The operations of MSQH shall be managed by the CEO

8.9.2 The CEO shall update the Committee regularly on business direction, strategic decision and financial matters. The CEO is responsible to run the organization according to direction given by the Committee by ensuring that the day-to-day operations does not deviate from the direction given by the Committee

8.9.3 The CEO must ensure that the organization is run according to MSQH Constitution.

8.9.4 The Committee shall give directions to the Chief Executive Officer and other Office-Bearers to run the affairs of the Society according to existing limit of authorities, and/or other documents detailing the relation between Committee and CEO.

## 8.10 Sub-Committee

- a) The Committee may create Sub-Committee for Specific purposes consisting of members that are not in the Committee and/or members in the Committee
- b) Any Sub-Committee so formed shall be conform with the rules of the Society.
- c) Any such Sub-Committee shall be chaired by a Committee Member
- d) The Committees shall have the power to dissolve Sub-Committee established under this Constitution

## CLAUSE 9 DUTIES OF OFFICE BEARERS

### 9A. Committee

9A.1 The President, during the period of his/her office shall be the Chairman of all General Meetings and all Committee Meetings and shall be responsible for the smooth running and completion of all meetings. He/she shall have the casting vote (in addition to his/her vote) in the case of an equality of votes.

9A.2 The Deputy President shall act as acting President during the absence of the

latter.

9A.3 The Secretary shall carry out the administrative work of the Society pursuant to the Rules and shall carry out the orders of the General Meetings and the Committee. He/she is responsible for all the correspondences of the Society and shall keep all books, letters, paper except the accounts and financial books. The Secretary shall maintain a register of Member's which shall include details of each Member such as name, place and date of birth, identification card number, occupation, name and address of employment and residential address. The Secretary must attend all meetings and take down minutes of meetings. The Secretary shall, within sixty (60) days from the date of the Annual General Meeting, send the Annual Returns to the Registrar of Societies pursuant to Section 14 (1) of the Societies Act , 1966.

9A.4 An Assistant Secretary appointed from among the members by the Committee shall assist the Secretary in the latter's work and duties and shall act as acting Secretary during the latter's absence.

9A.5 The Treasurer is responsible for all financial matters concerning the Society. He/she shall prepare and keep accounts concerning all financial matters and is responsible for its accuracy.

9A.6 Ordinary Committee Members shall assist the Committee in the carrying out of duties as directed by the Committee.

#### 9B. Secretariat

9B.1 the Society shall maintain a Secretariat, to be headed by a Chief Executive Officer, who shall be responsible for the administration and technical input of the Society under the direction of the Committee.

9B.2 the function of the Secretariat shall be as determined by the Committee.

9B.3 the Secretariat shall be located in a place to be determined by the Committee

#### 9C. Chief Executive Officer

9C.1 the Chief Executive Officer shall be appointed by the Committee on Contractual basis

9C.2 the Chief Executive Officer shall be an Ordinary Member of the Society

#### 9D. Custody of the Books, Documents and Securities of the Society

With the exception of the books of accounts, the documents and securities of the Society shall be held securely by the Secretary.

### CLAUSE 10 FINANCIAL PROVISION

10.1 Subject to these Rules, the Society's monies shall be used for matters beneficial to the objectives and purposes of the Society, including administrative costs, wage payments, expenditures and subsidies of Office-Bearers and salaried staff as well as the fees for the checking of accounts. However, the monies may not be utilised towards the payment of fines incurred by members as sentenced by the Courts.

10.2 The Treasurer shall be permitted to hold a petty cash not exceeding

RM3,000.00 (Ringgit Malaysian Three Thousand only) at any one time. Monies exceeding such amount must be deposited into a bank approved by the Committee. The Bank Account(s) must be held in the name of the Society.

10.3 All cheques or statement of cash withdrawals from the Bank Account( s) below RM15,000 (Ringgit Malaysia: Fifteen Thousand Only) and below, shall be signed by any of the two (2) of the six (6) individuals comprising of the President, the Deputy President, the Secretary, the Treasurer, the Chief Executive Officer or the Executive Manager Corporate Affairs & Finance.

All cheques or statement of cash withdrawals from the Bank Account(s) exceeding RM15,000 (Ringgit Malaysia: Fifteen Thousand Only) shall be signed by any of the two (2) of the five (5) individuals comprising of the President, the Deputy President, the Secretary the Treasurer or the Chief Executive Officer.

10.4 Any expenditure below RM15,000 (Ringgit Malaysia: Fifteen Thousand Only) may be approved by the President, the Deputy President, the Secretary, the Treasurer, the Chief Executive Officer or the Executive Manager Corporate Affairs & Finance.

Any expenditure between RM15,000 (Ringgit Malaysia: Fifteen Thousand Only) to RM100,000 (Ringgit Malaysia: One Hundred Thousand Only) shall need the approval of the Committee.

Any expenditure exceeding RM100,000 (Ringgit Malaysia: One Hundred Thousand Only) shall need the approval of the General Meeting.

10.5 The Statement of Receipts and Payments together with the Balance Sheet must be prepared by the Treasurer and audited by the Auditors appointed under Clause 11 of the Rules as soon as possible after the end of the financial year. The audited Statement of Accounts shall be presented for approval at the subsequent Annual General Meeting and a copy of the same shall be made available to the members at the Society's registered place of business.

10.6 The financial year for the Society shall commence on the 1st of January and end on the 31st of December every year.

## CLAUSE 11 AUDITORS

11.1 Two (2) Ordinary Members who are not the Office-Bearers of the Society shall be elected at the Annual General Meeting as Internal Auditors. They shall hold the posts for one (1) term and may be re-elected. An External Auditor shall be appointed by the Committee and hold the post for three (3) years.

11.2 The Auditors are required to audit the Society's accounts for the year and to prepare a report or certification for the Annual General Meeting. They may also be required at any time by the President to audit the accounts of the Society at any time during their tenure of office and to submit a report to the Committee.

## CLAUSE 12 PROPERTY ADMINISTRATOR

12.1 Three (3) Trustees of above 21 years of age shall be appointed at a General Meeting and they shall serve for howsoever long a period as required by the Society. All Fixed assets belonging to the Society shall be entrusted to the Trustees through the execution of a Deed of Trust.

12.2 The Trustees may not sell, withdraw or transfer any of the property belonging to the Society without having obtained the approval and the power of a General Meeting of the members.

12.3 The Trustee may be removed from office by a General Meeting for reasons of illness, being of unsound mind, not being in the country or other reasons which has resulted in him/her not being able to carry out his/her duties/work satisfactorily. If a Trustee dies or relinquishes his/her post or is dismissed from his/her post, the vacancy created may be filled by a Trustee, newly appointed at a General Meeting.

#### CLAUSE 13 INTERPRETATION

13.1 The Committee may interpret the Rules of the Society and may decide on matters not included in the Rules.

13.2 Except for matters which are contrary to or not in line with the principles laid down at a General Meeting, the decisions of the Committee are absolute if unamended by the decisions of a General Meeting.

#### CLAUSE 14 ADVISOR / PATRON

The Committee may, if thought necessary, appoint individuals who are eligible to be an Advisor for the Society on condition that the person so appointed consents to the appointment in writing.

#### CLAUSE 15 PROHIBITION

15.1 Gambling or games of chance known by any name shall not be played in the Society premises

15.2 The Society or its Members should not try to restrict or in any other way interfere with the trade or prices of goods or engage in any Trade Union activities as defined under the Trade Union Act, 1959;

15.3 The Society is not permitted to run a lottery whether specially for its members or not, in the name of Society or its officers or Office-Bearers or members;

15.4 "Interest" as explained under Section 2 of the Societies Act, 1966 may not be given by the Society to any of its Members.

#### CLAUSE 16 AMENDMENT OF CONSTITUTION

17.1 The Constitution shall be reviewed at least once in every 5 years from the last review by a Constitution Review Committee chaired by a member that is appointed by the Committee and participated by individuals that have contributed to the development of quality within the country or abroad

17.2 The Terms of Reference and composition will need to be approved by the Committee

17.3 The Constitution may be reviewed earlier upon direction by Committee or through a resolution in General Meeting

17.4 The application for amendment or alteration to the Rules must be forwarded to the Registrar of Societies within sixty (60) days from the date of being passed by the General Meeting and can only be enforced from the date of approval by the Registrar of Societies (pursuant to Section 11 of the Societies Act, 1966)

## **CLAUSE 17 DISSOLUTION**

17.1 The Society may be voluntarily dissolved by a resolution of not less than three-fifths (3/5) of the total number of voting members present at a General Meeting called specially for such purpose.

17.2 If the Society is dissolved in the manner provided above, all valid debts and liabilities legally incurred on its behalf must be fully paid and any remaining funds must be settled in a manner agreed to at the General Meeting.

17.3 A Notice of dissolution must be forwarded to the Registrar of Societies within fourteen (14) 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

Keterangan

Red: Strength and Passion

Blue: Authority, Trustworthy, Non-threatening and Success White: Neutral and Impartial

Q: Symbolise Quality in Health

Stripes: 7 red and 7 white = 14 states in Malaysia

3. Badge

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Description

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## **CLAUSE 19 DISPUTE AND GRIEVANCE RESOLUTION**

19.1 The Committee shall take all reasonable steps to resolve any disputes or grievances between members and between the members and the Society.

19.2 Goodwill, natural justice and the principles of quality management and quality improvement shall be the basis upon which disputes and grievances shall be approached.