



CONSTITUTION OF
PERTUBUHAN PEREKABENTUK
DALAMAN MALAYSIA
(MALAYSIAN INSTITUTE OF INTERIOR DESIGNERS)

(PPM-008-14-09052011)

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PERTUBUHAN PEREKABENTUK DALAMAN MALAYSIA
(MALAYSIAN INSTITUTE OF INTERIOR DESIGNERS)
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REVISION NO. 6
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1.0 NAME

- 1.1 The name of the society shall be Pertubuhan Perekabentuk Dalamam Malaysia, which is also known as Malaysian Institute of Interior Designers in English ("Institute").
- 1.2 The Institute's vision is to inculcate a sophisticated Malaysian society which is conversant and appreciative of the arts and science of interior design. The Institute aims to enhance the competency in the design and execution of interior design through the encouragement of best practice and professionalism amongst its members. It offers support to its members through discourse, education and development opportunities.

2.0 REGISTERED PLACE OF BUSINESS

- 2.1 The registered place of business of the Institute shall be at C3-3A-10 & C3-3A-11, Solaris Dutamas, No 1, Jalan Dutamas 1, 50480 Kuala Lumpur or at such other place or places as may from time to time be decided on by the Council.

The registered place of business and the postal address of the Institute shall not be changed without the prior approval of the Registrar of Societies.

3.0 OBJECTIVES

The objectives of the Institute are as follows:

- 3.1 To promote and improve the knowledge, study and practice of interior design and the related arts and sciences connected therewith.
- 3.2 To provide a forum for interior designers in the form of a learned and scientific society for arts and crafts, and to provide for the definition and qualification of the profession of interior designers.
- 3.3 To assist and advise the government, the local authorities, or other private or public bodies, on questions relating to the arts and science of interior design.
- 3.4 To promote friendly interaction and discourse amongst interior designers, whether locally or internationally, and to hold meetings for readings and discussions of matters relating to the arts and science of interior design.
- 3.5 To devote any portion of the funds of the Institute to the formation or endowment of scholarships or otherwise assist the interior design education of the students (including Student Members) or others who may desire to qualify for the practice of interior design and in connection therewith to hold lectures, classes and examinations in the arts and science of interior design and to award certificates of efficiency.
- 3.6 To establish from and maintain libraries and collections of models, designs, drawings and other articles of interest in connection with the arts and science of interior design.
- 3.7 To promote and conduct interior design competitions, whether solely or in collaboration with other entities, bodies or organisations, in accordance with conditions laid down from time to time by the Institute.
- 3.8 To purchase, lease, hire or otherwise acquire suitable premises for the use of the Institute or for the fulfilment of any of the objectives herein and to manage, improve and to develop and utilise any such premises and to sell, mortgage, let or dispose of the same.
- 3.9 To obtain and disseminate among the members, information on matters affecting the profession and to compile, print, sell, lend, publish, issue or distribute the proceedings and reports of the Institute or any papers, periodicals, books, circulars and other literary undertakings with prior approval from the relevant authorities (if required).

- 3.10 To procure and accept donations, legacies or loans (free of interest) to be applied to the objectives of the Institute.
- 3.11 To provide facilities for interchange of information and activities with other associations, education and scientific bodies engaged in research on matters relating to the work, theory of practice of interior design or allied subjects.
- 3.12 To arrange for alliance or affiliation with any institution, associations or society with similar objectives to those of the Institute on such terms or conditions as may be in the interest of the Institute.
- 3.13 To represent generally the views of the members, preserve and maintain its integrity and status, to suppress dishonourable and unprofessional conduct or practices and to lay down a Code of Conduct which shall be binding on all members.
- 3.14 To invest the monies and assets of the Institute raised from subscriptions, donations or businesses established by the Institute not immediately required upon such securities or in such manner as may from time to time be determined by the Institute.
- 3.15 To promote the appreciation, confidence and understanding of the public in the profession.
- 3.16 To hold assessment and/or examinations of proficiency in the science and art of interior design/interior architecture and to award certificates thereof.
- 3.17 To institute, carry or discontinue any legal proceedings in the name of the Institute or its Officers, Servants or Members for the recovery of any debts or demands claimed by or on behalf of the Institute or for the assertion of any actual or supposed rights or privileges of the Institute or any Member thereof and to defend any legal proceedings commenced against the Institute or any Member thereof in his capacity or representing the Institute and to pay out of the funds of the Institute any costs or charges incurred in connection with such legal proceedings.
- 3.18 To appoint any persons to accept and hold in trust for the Institute any property belonging to the Institute or in which it is interested and to execute and do all such deeds, instruments, acts and things as may be requisite to vest in the same in such person or persons and to remunerate any such persons.
- 3.19 The Institute shall not support any object, which is an object of the Institute would make it a Trade Union or trade protection society.

4.0 MEMBERSHIP OF THE INSTITUTE

4.1 Membership

Any person may apply to become a member of the Institute in accordance with the provisions of this Constitution if he is qualified in accordance with the terms and conditions of the respective classes of membership below.

Notwithstanding anything herein contained, the eligibility of any person to become a member of the Institute shall be subject to the requirements of the law for the time being in force (including the Architects Act 1967 and the circulars issued by the Board), and in the event of any amendments, modifications or alterations of the law, the provisions of this Constitution shall be deemed to be amended on the effective date of the amendments, modifications or alterations according to the requirements of the law for the time being in force.

4.2 Classes of Membership

There shall be eleven (11) classes of membership of the Institute, namely Honourary Members, Fellows, Ordinary Members, Overseas Members, Academic Members, Associate Members, Graduate Members, Student Members, Design Firm Members, Industry Members and Education Members.

4.3 Categories

- 4.3.1 There shall be three (3) categories of membership, namely, Corporate Membership, Non-Corporate Membership and Body Corporate Membership and each category of membership of the Institute may have one (1) or more classes.
- 4.3.2 The category of Corporate Membership shall be divided into the following classes: -
- 4.3.2.1 Ordinary Members
 - 4.3.2.2 Overseas Members
 - 4.3.2.3 Fellows
- 4.3.3 The category of Non-Corporate Membership shall be divided into the following classes: -
- 4.3.3.1 Honourary Members
 - 4.3.3.2 Graduate Members
 - 4.3.3.3 Associate Members
 - 4.3.3.4 Academic Members
 - 4.3.3.5 Student Members
- 4.3.4 The category of Body Corporate membership shall be divided into the following classes: -
- 4.3.4.1 Design Firm Members
 - 4.3.4.2 Industry Members
 - 4.3.4.3 Education Members

4.4 Qualifications for Corporate Membership

- 4.4.1 Unless otherwise provided, a candidate for admission as a Corporate Member shall be a Malaysian Citizen residing in Malaysia and shall possess a qualification which this Constitution and the Bye-Laws may prescribe or allow and which is acceptable to the Council of the Institute.

4.4.2 Ordinary Members

Subject to the requirements of the law for the time being in force (including but not limited to the Architects Act 1967), a candidate for admission as an Ordinary Member must be: -

- 4.4.2.1 a person who: -

4.4.2.1.1 (a) holds the qualification recognised by the Board, or
(b) is a Graduate Member of the Institute; and

4.4.2.1.2 has obtained the practical experience as may be determined by the Board; or

- 4.4.2.2 a person who is registered as an Interior Designer under the Architects Act 1967; or

- 4.4.2.3 a person who is registered as an Architect under the Architects Act 1967.

4.4.3 Overseas Members

Any Ordinary Member who, for whatever reason, intends to reside overseas for a minimum period of one (1) year or has ceased to reside in Malaysia permanently may apply to the Institute, to become an Overseas Member and subject to the approval of Council, be eligible for the rights and privileges which this Constitution and the Bye-Laws may prescribe or allow to an Overseas Member.

4.4.4 Fellows

Any person who has been a Corporate Member for not less than fifteen (15) years and of good standing and who has contributed to the work of the Institute or the profession or the industry may be nominated to be a Fellow of the Institute.

Or any Members who has served the Council for a continuous period of minimum three (3) terms of which one (1) term as an Office Bearer of the Institute.

4.5 Qualifications for Non-Corporate Membership

4.5.1 A candidate for admission as a Non-Corporate Member shall possess a qualification which this Constitution and the Bye-Laws may prescribe or allow and which is acceptable to the Council of the Institute.

4.5.2 Honourary Members

4.5.2.1 Any person who is not eligible for Corporate Membership of the Institute may be elected as an Honourary Member if he is, by reason of his eminence and interest in interior design, architecture and the arts and science connected therewith and of his contribution to the objectives of the Institute, considered by the Council to be eligible for the honour of Honourary Membership.

4.5.2.2 Such person shall be nominated for election to Honourary Membership of the Institute by resolution of the Council for which due notice shall be given to every member of the Council and the resolution shall be carried by simple majority of those present and voting by secret ballot at a meeting of the Council.

4.5.2.3 Such nominations will then be considered by a panel of five (5) members of the Council consisting of past Presidents and/or Fellows appointed by the Council as per Bye-Laws. On the recommendation of the panel such person shall then be elected as an Honourary Member by the Council.

4.5.2.4 The number of Honourary Members shall, at all times, not exceed ten (10).

4.5.2.5 Such Honourary Members may remain as Honourary Member at the discretion of the Institute.

4.5.3 Graduate Members

Subject to the requirements of the law for the time being in force (including but not limited to the Architects Act 1967), a candidate for admission as a Graduate Member must be a person who: -

4.5.3.1 is a Malaysian Citizen residing in Malaysia;

4.5.3.2 is not eligible for Ordinary Membership under Clause 4.4.2;

4.5.3.3 holds the qualification recognized by the Council and/or the Board; and/or

4.5.3.4 is registered as a Graduate Interior Designer under the Architects Acts 1967,

and who is acceptable to the Council for admission to Graduate Membership of the Institute. He shall not remain a Graduate Member after he has obtained the practical experience as may be determined by the Council which qualifies him to be a candidate for Corporate Membership and may thereupon apply to become a Corporate Member of the Institute.

4.5.4 Associate Members

A candidate for admission as an Associate Member must be a person who: -

- 4.5.4.1 is residing in Malaysia;
- 4.5.4.2 has graduated from a school of interior design or architecture but who is not qualified for admission as an Ordinary Member, Graduate Member or Academic Member but is acceptable to the Council for Associate Membership and is interested in the objectives of the Institute; and/or
- 4.5.4.3 is employed full time in an interior design or architectural practice, or engaged in the building and design industry in Malaysia.

4.5.5 Academic Members

A candidate for admission as an Academic Member must be a person who is residing in Malaysia and who: -

- 4.5.5.1 possesses a qualification in interior design or architecture acceptable to the Council for Academic Membership and is interested in the objectives of the Institute;
- 4.5.5.2 is engaging in full time lecturing or teaching interior design or architecture in a university or university college, or engaging in building research or special projects, in Malaysia; and
- 4.5.5.3 if he is not qualified for admission as an Ordinary Member, Graduate Member or Associate Member, he may upon nomination using the prescribed form under the Bye-Laws and subject to the approval of the Council be eligible to be admitted as an Academic Member. The Council may at any time and without being required to give any reason terminate his membership.

4.5.6 Student Members

A candidate for admission as a Student Member must be a person who: -

- 4.5.6.1 is not less than sixteen (16) years of age,
- 4.5.6.2 has passed the Malaysian Certificate of Education or Cambridge Overseas School Certificate or Higher School Certificate or any examination recognised as being equivalent and acceptable by the Council; and
- 4.5.6.3 has been admitted to and attends a course leading to a Degree or Diploma in Interior Design in a school, university or university college which is recognised by the Institute.
- 4.5.6.4 has been admitted to and attends a course leading to a Master or PhD in Interior Design or fields related to Interior Design in a school, university or university college which is recognised by the Institute.

And acceptable by the Council for admission to Student Membership of the Institute. A student in Malaysia shall not be admitted as a member of the Institute unless with the prior consent of the school, the university or the university college concerned.

No person shall remain as a Student Member (a) for more than five (5) years after the date of his admission as a Student Member, provided that the Council may in any case before the expiration of the said period of five (5) years extend such period on the application of the Student Member concerned, or (b) after he has ceased to be a student attending a course leading to a Degree, or Diploma or Master or PhD in Interior Design in a school, university or university college which is recognised by the Institute, whichever is earlier.

4.6 Qualifications for Body Corporate Membership

4.6.1 A candidate for admission as a Body Corporate Member shall possess qualification which this Constitution and the Bye-Laws may prescribe or allow and which is acceptable to the Council of the Institute.

4.6.2 Design Firm Members

Subject to the requirements of the law for the time being in force (including but not limited to the Architects Act 1967), a candidate for admission as a Design Firm Member shall be a body corporate, partnership or sole proprietorship: -

4.6.2.1 which is incorporated in Malaysia; and

4.6.2.2 (a) where all partners of the partnership or the sole proprietor are registered Interior Designers under the Architects Act 1967; or (b) in the case of body corporate, where it (i) has a board of directors comprising persons who are registered Interior Designers or Architects under the Architects Act 1967, (ii) has shares held by members of the board of directors mentioned in the foregoing paragraph (i) solely or with any other persons who are registered Interior Designers or Architects under the Architects Act 1967; and (iii) has a minimum paid-up capital which shall be an amount to be determined by the Council.

4.6.3 Industry Members

A candidate for admission as an Industry Member shall be a company, partnership or sole proprietorship: -

4.6.3.1 which is in operation for a minimum period of two (2) years prior to becoming an Industry Member of the Institute; and

4.6.3.2 which provides goods or services related to the interior design industry.

4.6.4 Education Members

Educational institutions, academic departments or schools which are involved in teaching and researching Interior Design and Interior Architecture.

Applicants must meet the following requirements:

- a) Educational institution whose curriculum meets the Minimum Standards for Interior Design Education as mandated by Malaysian Qualifications Agency (MQA) are eligible;
- b) The Educational institution must have a regularly published bulletin or catalogue listing admission requirements, courses, tuition, duration, facilities, and other pertinent information about the school and its Interior Architecture/Design curriculum. If not already covered in the published bulletin or catalogue, a list of faculty members and their qualifications must be submitted to the Institute upon application.

4.7 Examinations and Assessments

Where applicable, the proficiency examination and assessment of candidates for Corporate Membership of the Institute shall be held at such times and places as may, from time to time, be appointed or approved by the Council as described in the Bye-Laws.

4.8 Usage of Suffixes

The following members who have been duly elected under these Rules and who have continuously complied with Clause 5.1 shall have the right to affix the following initials: -

4.8.1	MIID (Hon)	(Honourary Member)
4.8.2	FMIID	(Fellow)
4.8.3	MIID	(Ordinary Member)
4.8.4	GMIID	(Graduate Member)
4.8.5	AMIID	(Associate Member)
4.8.6	EMIID	(Academic Member)

4.9 Pre-fix

Every member who has been duly elected under Clauses 4.4.2 or 4.4.4 and have complied with Clause 5.1 and who is a Registered Interior Designer with the Board shall have the right to affix the following pre-fixes: -

4.9.1	IDr	Fellow
4.9.2	IDr	Ordinary member

4.10 Admission of Members

4.10.1 Application of Membership

- 4.10.1.1 Every candidate admitted shall be bound by the Constitution, the Bye-Laws and any other rules or regulations of the Institute which are in force for the time being.
- 4.10.1.2 Save and except for Honourary Members and Fellows who shall be admitted by the Council by resolution or by conferment, every person who is desirous of being admitted as a Corporate Member, Non-Corporate Member and Body Corporate Member must be proposed according to the nomination form of the respective class of membership. The applicant's full name together with the place of residence or location, the place of business and business registration number shall be inserted in the form. The form must be signed by the candidate, and in the case of body corporate shall be signed by two (2) directors of the company, two (2) partners of the partnership or the sole proprietor, and shall be proposed and seconded by at least two (2) Corporate Members of the Institute excluding student member for Non-Corporate Member application proposal and secondment requirement. The form shall also contain a written statement by the applicant giving particulars of qualifications obtained.
- 4.10.1.3 The nomination form of every applicant for admission to any class of membership must be forwarded to the Secretariat for submission to the Council and if the Council approves the nomination and finds such applicant to be eligible and qualified according to the Bye-Laws, rules and regulations for the time being in force, then such applicant shall be admitted to membership in the class to which nomination is made and the admission shall be recorded in the minutes of the Council Meeting at which such nomination is approved.

4.10.2 Refusal of Application

The Council reserves the right to refuse admission of any applicant for membership for any of the reasons listed under Clause 6.3 or without assigning any reason thereof.

4.10.3 Payment of Processing Fees and Subscriptions Fees

4.10.3.1 Applications for membership shall be accompanied by the appropriate non-refundable processing fees together with the subscription fee. In the event the application is not accepted by the Council, the subscription fee will be refunded to the applicant. Upon acceptance, the applicant shall pay the subscription fees.

4.10.3.2 Members of the Institute in each category and class are subject to the Constitution, the Bye-Laws and regulations as laid down by the Institute. The Honourary Secretary shall send whether physically or electronically, to every person who is admitted as members, a copy of this Constitution, the Bye-Laws and regulations as laid down by the Institute.

4.10.4 Code of Conduct

Every member shall be bound by the Code of Conduct of the Institute as laid down by the Institute.

5.0 PAYMENT OF PROCESSING FEES, SUBSCRIPTIONS FEES AND OTHER DUES

5.1 Payment of Processing Fees, Subscriptions Fees and Other Dues

5.1.1 The amount of processing fees, subscriptions fees and other dues shall be prescribed from time to time in the Bye-Laws.

5.1.2 The annual subscription fee shall be due or caused to be paid in advance by the first day of January in each year or upon nomination (in the case of Fellows). Members admitted before the first day of July in a year shall pay the subscription payable for the current year, and those admitted on and after the first day of July shall pay half the annual subscription.

5.1.3 In this section the word "year" shall mean the period from 1 January in any calendar year to 31 December in the same calendar year.

5.1.4 Where a Member applies to upgrade his membership, a processing fee shall be levied in addition to the subscription fee as prescribe in the Bye-Laws. The Council shall be empowered to make changes, in writing, if required, in times needed.

5.1.5 The Council or Annual General Meeting may, from time to time, amend the processing fee and subscription payable by all members.

5.1.6 For the avoidance of doubt, the amount of processing fees, subscriptions fees and other dues set out in the Bye-Laws shall be exclusive of any taxes (including goods and services tax), levies, duties, assessments or fees of whatever kind or nature. In the event any of the processing fees and/or subscriptions shall become subject to taxes (including goods and services tax), levies, duties, assessments or fees of whatever kind or nature, all members shall forthwith pay such additional amount as may be necessary to ensure that the net amount actually received by the Institute is equal to the amount which the Institute would have received had such taxes (including goods and services tax), levies, duties, assessments or fees of whatever kind or nature not been made.

5.2 Defaulters

When a member's subscription is in arrears for a period exceeding (1) one year, such member shall become a defaulter and may be suspended or expelled from membership by a written resolution of the Council. In the event a defaulter is expelled for non-payment of his subscription, the Council shall have the power, upon the defaulter giving a satisfactory explanation for the non-payment, to reinstate him to his former position as a member, and in such case to require the payment of all subscriptions which would be due had the defaulter continued as a member up to date of such reinstatement, and any costs to which the Institute may have been put in consequence of the default.

If a member who is also a registered Interior Designer under the Board but subsequently fails to renew their annual subscription with the Institute, the Institute reserves the right to inform the Board on these defaulters.

5.3 Penalty for Non-payment

No member whose subscription remains unpaid for a period of three (3) months shall be entitled to attend or take part in any meetings of the Institute nor to receive the notices and publications of the Institute nor shall he be entitled to be nominated for any office until he has paid in full such subscription.

5.4 Exemption of Payment of Fees

Honourary Members and Student Members shall be exempted from payment of subscriptions. Fellows shall only be required to pay a one-off subscription upon nomination as Fellows.

5.5 Certificate of Membership

Subject to such Bye-Laws as the Council may from time to time prescribe, the Council shall issue to each member a certificate of entrance upon approving the membership of the member, showing the category and class to which the member belongs. Every certificate shall remain the property of the Institute, and shall on demand, be returned to the Institute. Such certificate shall be signed by the President or Deputy-President and by the Honourary Secretary of the Institute. Upon payment of the yearly subscription, the Council shall issue a renewal certificate to the member.

5.6 Register of Members

A register of members containing the name, date of birth, place of birth, identity card number, name and address of employer, residential address, email address, record of subscription for each current year of every member shall be kept. A Roll of Honourary Members and Fellows shall be kept by the Honourary Secretary.

6.0 REMOVAL, RESIGNATION AND TERMINATION OF MEMBERSHIP

6.1 Death of Member

Upon the death of any individual member or the dissolution of any body corporate member (as the case may be), the Council shall remove his name from the Register of Members of the Institute.

6.2 Resignation of Member_

Any member may at any time, by giving notice in writing, sent by post or delivered to the Honourary Secretary at the registered place of business of the Institute and accompanied by the Certificate of Membership held by such member, resign from the membership of the Institute provided that all amounts due and owing to the Institute have been paid in full unless otherwise agreed by the Council.

6.3 Termination of Membership

Membership of the Institute may be terminated by the Council if a member:

- 6.3.1 becomes a bankrupt; or
- 6.3.2 is declared mentally unfit or of unsound mind; or
- 6.3.3 is convicted of an offence resulting in imprisonment; or
- 6.3.4 is in serious breach of the Constitution or Bye-Laws or Code of Conduct, or regulations of the Institute; or
- 6.3.5 is struck off from Lembaga Arkitek Malaysia or any other statutory Registry of Interior Designers.

6.4 Re-admission to Membership

The re-admission of any person who has ceased to be a member of the Institute shall be dealt with in the same manner as an original application. The Council reserves the right to re-admit any person that the Council consider has a valid reason for re-admission. The Council shall have the power to fix a re-admission fee. The Council shall have the power to set a re-admission fee as prescribed in the Bye-Laws

7.0 GENERAL MEETING OF THE INSTITUTE

7.1 Description of Meetings

The General Meetings of the Institute shall be as follows:-

- 7.1.1 Annual General Meeting; and
- 7.1.2 Extraordinary General Meeting for the purpose of altering or adding to these Rules or for such other business (not being business of the Annual General Meeting) as is required by these Rules to be carried out by the passing of a special or extraordinary resolution by the Resolution of a General Meeting.
- 7.1.3 The meetings of the Institute may include the conduct of physically or fully virtual, virtual and physical (hybrid) general meetings as the Council deems appropriate.
- 7.1.4 A meeting of the Institute may be held either:
 - 7.1.4.1 by a number of the members who constitute a quorum, being physically assembled together at the place, date and time appointed for the meeting; and/or
 - 7.1.4.2 by means of audio, or audio and visual communication by which all members participating and constituting a quorum can simultaneously hear each other and otherwise participate throughout the meeting.
- 7.1.5 The Institute should ensure that the :
 - 7.1.5.1 technology used enables members to exercise their rights to speak and vote at the meeting;
 - 7.1.5.2 main venue of the meeting is in Malaysia; and
 - 7.1.5.3 Chairperson of the meeting shall be present at the main venue of the meeting.

7.2 Annual General Meeting

The Annual General Meeting shall be held annually and in any event not later than 30th June of each year, or as soon thereafter as practicable, provided that every such meeting shall be held not more than eighteen (18) months after holding the last preceding Annual General Meeting.

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

- 7.2.1.1 to receive and approve the Minutes of Meeting;
- 7.2.1.2 to receive the Annual Report of the Council;
- 7.2.1.3 to receive, and if approved, to pass the Accounts for the year ended on 31st December last preceding;
- 7.2.1.4 to elect an Auditor; and
- 7.2.1.5 to transact any other business of which due notice in accordance with the Rules shall have been given.

7.2.2 Election of Council Members shall be held biennially at the AGM:-

- 7.2.2.1 to elect a President;
- 7.2.2.2 to elect a Deputy President;
- 7.2.2.3 to elect a Vice President;
- 7.2.2.4 to elect a Honourary Secretary;
- 7.2.2.5 to elect a Honourary Treasurer; and
- 7.2.2.6 to elect nine (9) Ordinary Council Members.

The members of the Council so elected together with the Immediate Past President shall form the Council which shall remain in office until the next Election.

7.2.3 Such announcement of Annual General Meeting shall contain information as to the date, time and venue of the Annual General Meeting, call for proposal for discussion, proposal to amend the Constitution, proposal for nomination of members of the Council or such other information as the Honourary Secretary deems fit to be included therein.

7.3 Extraordinary General Meeting

- 7.3.1 Any Extraordinary General Meeting of the Institute may be called at any time by the Council whenever it deems it expedient and it shall also do so upon the receipt of a written requisition signed by not less than forty (40) Corporate Members of the Institute stating the reason for convening such meeting.
- 7.3.2 If within twenty one (21) days of receipt of such requisition the Council does not proceed to cause a meeting to be held, the requisitionists may themselves convene the meeting at their own cost and expense.

7.4 Notice of Annual General Meeting

An Annual General Meeting specifying the place, date and time of meeting, together with the Minutes of Meeting of the previous year, the audited annual accounts of the previous year and in the case of special business, the general nature of such business, shall be given to every members of the Institute having a correspondence address and/or electronic or e-mail address in Malaysia who are entitled to receive notices from the Institute via mail, e-mail or any other electronic means via electronic documents. The accidental omission to give notice of a meeting or the non-receipt of such notice by any member shall not invalidate any resolution passed, or proceeding held, at any meeting.

- 7.4.1 The stipulated notice period shall not be less than fourteen (14) days.
- 7.4.2 All modes of communication must be expressly stated as acceptable in the electronic notice. In the event of any technical glitch in the primary mode of communication, it can be supplemented by a secondary backup communication channel.

- 7.4.3 In relation to real time submission of typed texts electronically, the Council shall have the duty to ensure that questions and remarks posed by its members during the general meeting shall be visible to all participants of the meeting. The Council may also provide meaningful responses to all matters posed by the members to them in Other Matters in the Agenda of Meeting and to share the matters that were submitted by the members prior to the general meeting, at the general meeting itself.
- 7.4.4 Such electronic documents and all accompanying electronic documents submitted to the Honourary Secretary or to the Members must include an electronic copy of such documents in a text-searchable and text-readable format.

7.5 Quorum

No business shall be transacted at any Annual General Meeting or Extraordinary General Meeting unless a quorum is present physically and/or virtually when the meeting proceeds to business. For all purposes the quorum of an Annual General Meeting or Extraordinary General Meeting shall be formed by Corporate Members of the Institute which shall be twice the number of the members of the Council.

- 7.5.1 Participation of members is not restricted to physical presence but also includes members' virtually participating at the meeting for the purpose of determining whether a quorum is available or not.
- 7.5.2 The quorum of the meeting can be determined as follows :
- 7.5.2.1 Virtual general meeting – via Remote Participation and Voting (RPV) platform whereby the quorum shall be determined by the number of members recorded as logged-in electronically at the start of the meeting.
- 7.5.2.2 Hybrid general meeting – the quorum shall be determined by the number of physical attendees signed in at the meeting and members recorded as logged-in electronically at the start of the meeting.

7.6 Adjournment of Annual General Meeting or Extraordinary General Meeting

If within an hour from the time appointed for the holding of a general meeting a quorum is not present physically and/or virtually, the meeting shall be dissolved. In the case of an Extraordinary General Meeting, at least six (6) months shall have elapsed before any of the same agenda may be raised in the next Extraordinary General Meeting. In the case of an Annual General Meeting, it shall stand adjourned to the same place, time and day of the week following or at such other place as the Chairman shall appoint, and at such adjourned meeting, the members present physically and/or virtually shall be the quorum.

7.7 Notice of Adjournment

The Chairman may, with the consent of any meeting at which a quorum is present, adjourn a meeting from time to time, and from place to place, as the meeting shall determine. Whenever a meeting is adjourned for fourteen (14) days or more, notice of the adjourned meeting shall be given in the same manner as notice of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or the business to be transacted at adjourned meeting. No business shall be transacted at an adjourned meeting other than the business which might have been transacted at the Meeting from which the adjournment took place.

7.8 Chairman

The President of the Institute shall preside at every general meeting. If at any time he shall not be present within an hour after the appointed time for holding of the Meeting, the Deputy President, or in his absence, the Vice President shall preside. If the President, Deputy President or the Vice President are absent, a member of the Council chosen by members present shall preside. If all the Council Members present decline to take the Chair, then the meeting shall be adjourned.

7.9 Mode of Deciding Resolution

At all general meetings a resolution put to the vote of the meeting shall, except as herein otherwise provided be decided on a physical or electronically recordable show of hands of members present and entitled to vote in person or by proxy. A declaration by the Chairman of the meeting that a resolution has been carried by a particular majority, or lost, or not carried by a particular majority, shall be conclusive, and entry to that effect in the Minutes Book of the Institute shall be conclusive evidence thereof, without proof of the number or proportion or the votes recorded in favour for, or against, such resolution.

7.10 Right to Vote

At all general meetings every member shall be entitled to be present physically or virtually and to take part in the discussions on any subject brought before the meetings but only Corporate Members shall be entitled to vote in person or by proxy at such meetings provided always a Corporate Member whose subscription remains unpaid for a period of three (3) months shall not be entitled to vote and to take part in the discussions.

7.11 Casting Vote

In the case of an equality of votes, either on a show of hands or by polls whether physically and/or recordable electronically, the Chairman of the meeting shall have a casting vote.

7.12 Method of Election of Council

7.12.1 Not less than forty five (45) calendar days before the day appointed for the Annual General Meeting, the Honourary Secretary shall cause to be delivered physically or electronically to all members, entitled to receive such notification to nominate a President, a Deputy President, a Vice President, Honourary Secretary, Honourary Treasurer and nine (9) Ordinary Council Members. The physical notice thereof shall be displayed at the Secretariat, while an electronic text notice thereof shall be displayed on the Institute's website.

7.12.2 Nominations shall only be valid if made by not less than two (2) Corporate Members who have received the agreement in writing of each nominee to become a member of the Council as prescribed in the Bye-Laws. The nomination and agreement may be in the form of a softcopy legitimately proposed by the said Corporate Members and agreed to, by each nominee as prescribed in the Bye-Laws. Such nominations and agreement shall be delivered to the Honourary Secretary to reach him within fourteen (14) days from the issue of the notification for nomination under Clause 7.12.1.

7.12.3 The Honourary Secretary shall prepare a list of eligible nominated Corporate Members for the positions of President, Deputy President, Vice President, Honourary Secretary, Honourary Treasurer, nine (9) Ordinary Council Members and such list together with a notice convening the Annual General Meeting shall be sent physically or electronically to all Corporate Members. The names of all eligible nominees for election shall be printed in the same type and in alphabetical order.

7.12.4 Nominations from the floor or electronically will not be accepted at the Annual General Meeting.

- 7.12.5 Voting for election shall be by secret ballot. Such number of ballot papers as shall be necessary shall be sent physically or electronically, together with the notice convening the Annual General Meeting, to all Corporate Members who are qualified to vote. Each ballot paper shall contain directions for its use by Members and any defective ballot paper shall be returned to the Honourary Secretary so as to be received by him before the commencement of the Annual General Meeting, which fail to comply with such directions shall be rejected by the Scrutineers and votes shall be lost.
- 7.12.6 The papers shall either:-
- 7.12.6.1 be folded and enclosed in a sealed envelope provided and no other document shall be enclosed with the ballot paper. Postage shall be paid by the member voting; or
- 7.12.6.2 be submitted electronically. The procedure of the electronic submission shall be accordance to the rules of the Constitution.
- 7.12.7 Ballot papers shall be returned to the Election Officer before the commencement of the Annual General Meeting.

7.13 The Election Officer

Not less than forty-five (45) days before the day appointed for Annual General Meeting, the Council shall appoint a member as an Election Officer and another member as Deputy Election Officer who will not be standing for any office or proposing or seconding any candidate for election. The Election Officer shall be responsible for the conduct of the election of Council in accordance with the Constitution and Bye-Laws. The Deputy Election Officer's role is as a stand-in support person to assist the Election Officer and only takes over any of the roles of the Election Officer in the event the Election Officer is unable to carry out his duties.

7.14 The Scrutineers

- 7.14.1 Not less than three (3) scrutineers, who must be Members, may be appointed prior to the date of the Annual General Meeting as prescribed in the Bye-Laws. The scrutineers at the direction of the Election Officer shall be responsible for counting the votes. The Election Officer's decision in respect of the election, and on any matter relating thereto shall be based on the scrutineer's vote count and shall be final. No member of the Council or candidate for election as such shall be eligible for appointment as a scrutineer.
- 7.14.2 In the event of equality of votes for any position, there shall be one (1) recount of the votes cast for the position. If after such recount, there is still an equality of votes for that position, the Chairman of the meeting shall have a further or casting vote.

8.0 THE COUNCIL

8.1 Members of the Council

The Council whose members of the Council shall be fully constituted by Corporate Members of the Institute. The Council shall consist of a President, a Deputy President, a Vice-President, an Honourary Secretary, an Honourary Treasurer, nine (9) Ordinary Council Members and the Immediate Past President.

8.2 Term of Office

The Council shall remain in office until the next elections which shall be held every two (2) years at the Annual General Meeting after which the incoming Council shall take office and the outgoing Council shall retire.

8.3 Meetings and Quorum

Notwithstanding the passing of any circular resolution in a month, the Council shall meet at least once in a month but it shall be in their power to vary the frequency of meetings. Subject to these Rules, the Council may meet physically and/or virtually for the dispatch of business, adjourn or otherwise regulate its meetings as it thinks fit.

A minimum of nine (9) members in the Council present at a physical and/or virtual recorded as logged-in electronically meeting shall form a quorum in the event the Council has seventeen (17) members.

If within one (1) hour from the time appointed for the holding of the meeting a quorum is not present, the meeting shall stand adjourned to the same place, time and day of the week following or at such other time and place as the Chairman shall appoint, and at such adjourned meeting, the members of the Council present shall be the quorum.

8.4 Circular Resolution

Where any urgent matter requiring the approval of the Council arises and it is not possible to convene a meeting of the Council, the Honourary Secretary may obtain such approval by means of a circular resolution. The following conditions must be fulfilled before a decision of the Council is deemed to have been obtained:-

- 8.4.1 The issue must be clearly set out in the circular and forwarded to all members of the Council physically or electronically;
- 8.4.2 At least more than one half of the members of the Council must indicate whether they are in favour of or against the proposal within a specified time depending upon the urgency of the situation or matter at hand; and
- 8.4.3 The decision shall be made by a majority vote of all members of the Council and the Honourary Secretary may thereafter record it as a circular resolution, with a physical or electronic copy thereof being provided to all Council Members.

8.5 Notice of Meeting

Council meetings, whether physical and/or virtual shall at any time be called by the Honourary Secretary at the request of the President or at the request of eight (8) members of the Council by giving at least seven (7) days written physical or electronic notice with an agenda to all the members of the Council.

8.6 Votes

Questions arising at any meeting of the Council shall be decided by a majority of votes except as otherwise provided for in these Rules. In case of an equality of votes the Chairman of the meeting shall have a casting vote.

8.7 Chairman of the Meeting

The President, or in his absence the Deputy President, or in the absence of both the President and the Deputy President, the Vice President shall preside at all meetings of the Council. If at any physical and/or virtual meeting the President or Deputy President or Vice President are not present within fifteen (15) minutes after the quorum is achieved, those members present shall choose one among the Council Members to be the Chairman.

8.8 Minutes of Meeting

The Council shall cause proper Minutes to be kept of resolutions and proceedings of all meetings of the Institute and of the Council and of the Committees of the Council and all business transacted at such meetings, which Minutes, signed by the Chairman of the next meeting, shall be conclusive evidence without any further proof of the facts therein stated.

8.9 Powers of Council

A meeting of members of the Council whether physical and/or virtual at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under these Rules for the time being vested in the Council generally. All expenditure incurred from the funds of the Institute shall have the approval of the Council.

8.10 Vacation of Office by Office Bearers or Ordinary Members of the Council

The office of any office-bearer or Ordinary Member of the Council shall be vacated forthwith if:

- 8.10.1 he ceases to be a member of the Institute;
- 8.10.2 he has been absent from more than three (3) consecutive meetings of the Council without prior leave of absence;
- 8.10.3 he resigns his office by notice in writing delivered to the Council; or
- 8.10.4 his membership has been terminated under Clause 6.3.

8.11 Suspension of Office by Office Bearers or Ordinary Member of The Council

Subject to the Societies Act 1966 the Office of an office bearer or Ordinary Member of the Council shall be suspended forthwith if he commences any legal proceedings against the Institution or its Council and he shall not resume office until the conclusion of those proceedings.

8.12 Vacancies

The Council shall have the power to fill any vacancies of office bearers that may occur provided that the nominee has been an office bearer for a period of at least one (1) term immediately preceding the nomination or the nominee has been an Ordinary Member of the Council for a minimum of two (2) consecutive terms immediately preceding the nomination.

The Council shall have the power to fill any vacancies of Ordinary Members of Council that may occur provided that the nominee has received the next highest number of votes during the election of Ordinary Council Members at the last Annual General Meeting of the Institute.

8.13 Sub-Committees

The Council shall have the power to appoint sub-committees for the purpose of dealing with specific subjects connected with the objectives of the Institute and the reports of such sub-committees shall be submitted to the Council for ratification.

8.14 Bye-Laws

8.14.1 The Council may from time to time make such Bye-Laws as it may deem necessary for carrying on the business of the Institute, and may at any time in like manner, approve, annul or vary any Bye-Laws.

8.14.2 All Bye-Laws for the time being in force, shall be binding on all the members of the Institute and shall have full effect accordingly; provided that notice of such Bye-Laws or rescission or alterations thereto shall be notified to all members in writing, thirty (30) days before taking effect, during which time any forty (40) members may, by notice in writing to the Honourary Secretary, require an Extraordinary General Meeting to be convened for the purpose of considering, confirming or revoking the same.

8.14.3 If no such notice is received by the Honourary Secretary, the Bye-Laws shall become binding on all members at the expiry of the thirty (30) days mentioned above.

8.15 Business of the Institute

The business of the Institute shall be managed by the Council, which may exercise all such powers of the Institute, and may execute on behalf of the Institute all such acts that may be exercised and done by the Institute in General Meetings.

8.16 Investment of Monies

The Council shall, unless otherwise directed by any deed or trust, have power to invest any fees, surplus income, funds, donations, endowment or assets in any of the following investments:

- 8.16.1 Loans or securities of the government;
- 8.16.2 Mortgages and other securities;
- 8.16.3 Bonds, debentures, debenture stock or mortgages or the fully paid guaranteed or preference or ordinary stock or shares of ordinary preferred or deferred or other stock or shares of any company;
- 8.16.4 Purchase of immovable property situated within Malaysia. Such investments shall be managed by Trustees appointed under the under Clause 12 and the Bye-Laws. The Council may from time to time direct the Trustees to alter or vary such investment for others of a nature hereby authorised. The Trustees shall hold such investment upon trust to be dealt with and disposed off as the Council shall from time to time direct;
- 8.16.5 Set up a wholly-owned subsidiary company or companies registered under the Companies Act 2016 to undertake activities of the Institute as may be directed by the Council. Such company/companies shall be managed by Directors appointed by the Council; and/or
- 8.16.6 All moneys and profits accruing to the Institute from participation in any business shall be applied solely towards the furtherance, promotion and execution of the objects of the Institute and no portion thereof shall be paid by way of dividend, bonus or profits to any member of the Institute, provided that nothing herein expressed or contained shall prevent the payment in good faith of remuneration or expenses or both to any officer or servant of the Institute, or other person or persons for services rendered by him or them to the Institute..

8.17 Common Seal

The Institute shall have a Common Seal which shall be in the custody of the Honourary Secretary. The Common Seal shall not be affixed to any certificate, deed or writing except on the prior authority of the Council and such authority shall be recorded in the Minutes of the Council Meeting. Such deed or writing shall, after the Common Seal has been affixed be signed by the President or the Chairman of the Meeting and by two (2) other members of Council present and by the Honourary Secretary.

8.18 Donations

The Council shall be authorised to procure and accept donations and sponsorships either in aid of the General Fund of the Institute or to defray expenses which may be incurred in carrying out special undertakings connected with the Institute's work.

8.19 Publications

The Council may arrange for the publication in any manner which it may deem advisable of such statistics, papers, documents and publications as may be considered by the Council to be likely to promote the knowledge of the work, theory, law and practice relating to the interior design industry and professions allied thereto.

8.20 Prizes and Awards

The Council shall have the power to, whether solely or in collaboration with any other body, hold competitions and to confer awards, prizes and/or scholarships.

8.21 Competitions

The Council shall have the power to regulate the promotion and conduct of interior design competitions as provided in these Rules and may prohibit any member or members from competing in any competition which does not comply with the conditions laid down by the Institute.

9.0 DUTIES OF THE MEMBERS OF THE COUNCIL

9.1 President

The President shall be elected at the Annual General Meeting of the Institute provided that no person shall be elected to such office unless he has been a Council Member of the Institute for at least two (2) consecutive terms immediately preceding the election, of which he has held office of at least one (1) term as an office bearer of the Institute. The President shall not hold office for more than two (2) terms in succession. The President shall during his term of office, preside at all meetings of the Council and shall be responsible for the proper conduct of all such meetings. He shall have a casting vote and shall sign the minutes of each meeting at the time they are approved. He shall, together with the Deputy President or Honourary Treasurer, sign all cheques on behalf of the Institute.

9.2 Deputy President

The Deputy President shall be elected at the Annual General Meeting of the Institute provided that no person shall be elected to such office unless he has been a Council Member of the Institute for at least two (2) consecutive terms immediately preceding the election, of which he has held office of at least one (1) term as an office bearer of the Institute. The Deputy President shall deputise for the President during the President's absence and act in the capacity of the President for the purpose of carrying out the duties of the Council. He shall together with the President or Honourary Treasurer, sign all cheques on behalf of the Institute.

9.3 Vice President

The Vice President shall be elected at the Annual General Meeting of the Institute provided that no person shall be elected to such office unless he has been a Council Member of the Institute for at least two (2) consecutive terms immediately preceding the election. The Vice President shall assist the President and Deputy President whenever necessary and he shall chair the Council Meetings in the absence of both the President and the Deputy President. In the absence of the Deputy President, the Vice President shall act in the capacity of the Deputy President for the purpose of carrying out the duties of the Council.

9.4 Honourary Secretary

The Honourary Secretary shall be elected at the Annual General Meeting of the Institute provided that no person shall be elected to such office unless he has been a Council Member of the Institute for at least two (2) consecutive terms immediately preceding the election. The Honourary Secretary shall conduct the business of the Institute in accordance with its Bye-Laws, rules, and regulations and shall carry out the instructions of the Council. He shall be responsible for conducting all correspondence and keeping all books, documents and papers, and he shall record and file all the minutes of meetings except the accounts and financial records.

9.5 Honourary Treasurer

The Honourary Treasurer shall be elected at the Annual General Meeting of the Institute provided that no person shall be elected to such office unless he has been a Council Member of the Institute for at least one (1) term immediately preceding the election. The Honourary Treasurer shall be responsible for the finance of the Institute. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall together with the President or the Deputy President sign all cheques on behalf of the Institute and all excess monies shall be deposited in a bank agreed upon by the Council. The bank account shall be in the name of the Institute.

9.6 Ordinary Members of the Council

Ordinary Members of the Council shall be nine (9) in number and shall be elected at the Annual General Meeting of the Institute provided that no person shall be elected to such office unless he has been a Corporate Member of the Institute for a minimum period of one (1) year immediately preceding the election. Ordinary Members of the Council shall carry out such duties as directed by the Council or President.

The Council may appoint two (2) Past Presidents as Ordinary Members of the Council.

9.7 Immediate Past President

The Immediate Past President of the Institute shall be an Ordinary Member of the Council who is also the President of the Institute immediately preceding the current term of office.

10.0 FINANCE

10.1 Financial Year

The financial year of the Institute shall commence on the 1st January each year.

10.2 Bank Account

All moneys belonging to the Institute and not invested shall be deposited by the Council on account of and for the use of the Institute with a Banker as the Council shall from time to time determine. Cheques on the Institute's Banker, until otherwise from time to time resolved by the Council, shall be signed by any two (2) of the three (3) following officers: President, Deputy President and the Honourary Treasurer.

10.3 Annual Report and Accounts

The Council shall present a report on the state of the property and affairs of the Institute to the Annual General Meeting, which report shall give an abstract of the proceedings during the preceding year ended 31st December, an account of the funds (including an audited Income and Expenditure Account and Balance Sheet for the past year). A copy of the report shall be issued to every member at least fourteen (14) days before the Annual General Meeting.

10.4 Accounts

10.4.1 The Council shall cause proper and sufficient accounts to be kept of the sums of moneys received and expended by the Institute and the matters in respect of which such receipts and expenditure took place and the property, credits and liabilities of the Institute and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations then in force of the Institute shall be open to the inspection of the members at least once in every year, the accounts of the Institute shall be examined and the correctness of the Balance Sheet ascertained by one or more qualified Auditors appointed by the Institute..

10.4.2 A detail monthly Operational Account shall be tabled to the Council by the Honourary Treasurer.

10.5 Approval for Expenditure

The Honourary Treasurer may hold a petty cash advance not exceeding RM 1,000.00 at any one time. All money in excess of this sum shall within three (3) days of receipt be deposited in a bank approved by the Council. The bank account shall be in the name of the Institute.

No expenditure exceeding RM 500,000.00 at any one time shall be incurred without the prior sanction of the Council, and no expenditure exceeding RM 1,000,000.00 at any one time shall be incurred without the prior sanction of a general meeting of the Institute. Expenditure not exceeding RM500,000.00 may be jointly approved by the President, Deputy President and the Honourary Treasurer.

10.6 Commercial Ventures Or Businesses By The Institute

For formation of ventures or businesses wholly or not wholly owned by the Institute shall require the unanimous approval of the Council and shall be in accordance with the provisions of the Bye-Laws.

11.0 AUDITOR

- 11.1 One (1) Auditor who shall not be member of the Council, shall be elected to hold office for a period of one (1) year only and shall be eligible for re-election at the conclusion of his term of office. In the case of death or resignation, or the inability to perform his duties, the Institute shall appoint another one (1) Auditor as replacement whose term of office shall be until the next Annual General Meeting of the year following.
- 11.2 The Auditor shall be required to audit the accounts of the Institute for the financial year, and to prepare a report or certificate of audit for the Annual General Meeting.

12.0 TRUSTEES

- 12.1 The properties and business entities of the Institute shall be vested in the Trustees appointed by the Council, of which there shall be not more than four (4) (hereinafter referred to as the "Trustees"). All properties belonging to the Institute shall be vested in the Trustees directly by way of resolution passed at meetings of which an entry recorded in the Minutes Book shall be conclusive evidence of any such vesting.
- 12.2 The Trustees shall be indemnified against any risks and liabilities arising out of the assets of Institute provided that the Trustees at all times had acted honestly and in good faith, and that no breach of trust had been committed by any of them.
- 12.3 Appointed Trustees must have served as Office Bearers with at least two (2) consecutive terms in office or are Past President of the Institute or are eminent members of the profession.
- 12.4 Appointed Trustees shall carry out their duties on the instructions of the Council.
- 12.5 The Trustees shall hold office until death, or otherwise upon resignation, or removal from office by the Council by reason of the following:-
 - 12.5.1 ill-health or unsoundness of mind; or
 - 12.5.2 breach of fiduciary duty; or
 - 12.5.3 conviction for an offence resulting in imprisonment; or
 - 12.5.4 declared a bankrupt; or
 - 12.5.5 continuous absence from the country for a period of one (1) year; or
 - 12.5.6 any other reasons for which he is unable to perform his duties diligently or satisfactorily.

- 12.6 In the event of the death, resignation or removal of a Trustees by Council such vacancy shall be filled by a new Trustee nominated and appointed by the Council.
- 12.7 Any instructions by the Council on the transactions made for properties and business entities shall be endorsed by minimum of three (3) of the Trustees.

13.0 INTERPRETATION

In these Rules, unless the context otherwise requires:

- 13.1 "The Board" shall mean the Board of Architects Malaysia established under the Architects Act 1967, and shall include its successors.
- 13.2 "The Institute" shall mean Pertubuhan Perekabentuk Dalaman Malaysia or Malaysian Institute of Interior Designers (MIID).
- 13.2 "The Constitution" shall mean the Constitution of the Institute.
- 13.4 "These Rules" shall mean the Rules in the Constitution.
- 13.5 "The Bye-Laws" shall mean the Bye-Laws of the Institute for the time being in force.
- 13.6 "The Council" shall mean the Council of the Institute.
- 13.7 "Office bearer" shall mean the President, Deputy President, Vice President, Honourary Secretary, Honourary Treasurer and Immediate Past President.
- 13.8 "Electronic" shall mean any medium of connection or telecommunication via the Internet and any other related or similar form of interactive and connected electronic delivery or digital transmission that now exists or may hereafter be developed.
- 13.9 "Virtual" shall mean any online interaction that takes place through a computer, handphone or other device and that does not take place in an in-person physical environment.
- 13.10 Any reference to a statutory provision shall include such provision and any regulations made in pursuance thereof as from time to time modified or re-enacted so far as such modification or re-enactment applies or is capable of applying to this Constitution.
- 13.11 Words and expression importing the masculine gender shall include the feminine gender.

14.0 Amendment of Rules

- 14.1 These Rules may not be altered and amended except by the concurring vote of not less than two-thirds of the Corporate Members present and voting during the general meeting. No proposal to amend or alter these Rules shall be considered unless it has been submitted in writing to the Council at least four (4) weeks before the day of the general meeting. Such amendment shall be submitted to the Registrar of Societies within sixty (60) days upon the passing of the resolution.
- 14.2 Such alterations or amendments shall take effect from the date of their approval by the Registrar of Societies.

15.0 DISSOLUTION OF THE INSTITUTE

Upon dissolution of the Institute, whether voluntarily or by operation of any law, if there shall remain, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Institute or any of them, but shall be given to some other institution or association having objectives as nearly similar as possible to those of the Institute. The Institute shall be dissolved by at least 3/5 of total voting membership at the General Meeting. Notice of the dissolution shall be sent to the Registrar of Societies within fourteen (14) days upon the passing of the resolution.

16.0 DISCIPLINARY POWERS OF THE COUNCIL

- 16.1 The Council shall make regulations or Bye-laws concerning the procedure by which any question of discipline is to be brought before the Council. The hearing and determination by the Council of any such question, the publication of any determination and any other matter with regard to disciplinary procedure for which the Council considers necessary or desirable to make provision which regulations and such Bye-Laws shall provide for the rule against bias and that a member against whom a question of discipline has been raised shall have a right of hearing either in person or by counsel and shall be entitled to call witness on his own behalf and to examine and cross-examine any witness called before the Council or Disciplinary Committee to which the Council may delegate its disciplinary powers.
- 16.2 Without prejudice to the generality of the Council's powers under this sub-clause, the Bye-Laws and the regulations may provide: -
- 16.2.1 for the reference of any question of investigation and report to a Disciplinary Committee appointed by the Council;
- 16.2.2 that the power of the Council to decide and determine any question for investigation may be delegated to a Disciplinary Committee appointed by the Council;
- 16.2.3 that account may be taken of any disciplinary report of any disciplinary body or bodies of which the member is subject to and that any finding or fact which is shown to have been made by this Committee shall be evidence of the fact found; or
- 16.2.4 for the appointment and payment of legal counsel to act as advisor to the Council or the Disciplinary Committee to which the Council may delegate its disciplinary powers.
- 16.3 Any decision of the Council to reprimand, suspend or expel a member shall be sent by the Honourary Secretary by registered post to the member concerned, and the decision shall take effect upon the day on which it is made.
- 16.4 During the period of suspension a member shall not be entitled to exercise or enjoy any rights or privileges which may be exercisable or enjoyed by a member.
- 16.5 A decision of any disciplinary action shall have the approval of the Council, decided based on the recommendation of the Disciplinary Committee, by a majority decision of four fifths of the Council Members present and voting or not less than half of the total number of members of the Council whichever is the higher. In the event of an appeal by the member against whom disciplinary action has been approved, the Council shall appoint a Board of Appeal consisting of not less than three (3) persons none of whom shall be a current member of Council, and the decision of this Board of Appeal shall be final.

17.0 INDEMNITY

- 17.1 The members of the Council and other officers for the time being of the Institute and the Trustees for the Institute (if any) shall be indemnified out of the funds of the Institute against all costs, charges, losses, damage and expenses which they shall respectively incur or be put to on account of any act, deed, matter or thing which shall be executed, done or permitted by them respectively in or about the bona fide execution of their respective offices and shall be reimbursed by the Institute all reasonable expenses incurred by them in or about any legal proceedings or arbitration on account of the Institute or otherwise in the execution of their respective offices except such costs, losses and expenses as shall happen through their respective neglect, default or willful act and no member of the Council or other officer or Trustee shall be chargeable for any money which he shall not actually receive or be answerable for the act, receipt, neglect or default of any other member of the Council or office or Trustee or of any banker, broker, collector, agent or other person appointed by the Council or such Trustees (as the case may be) with whom or into whose hands any property or moneys of the Institute may be deposited or come or for the insufficiency of any security or investment

in or upon which any of the moneys of the Institute shall be invested by order of the Council or for any loss or damage which may happen in the execution of his office unless the same shall happen through his own neglect, default or willful act.

No claim for legal costs in relation to any legal proceedings shall be made herein unless the Council shall have had the right to appoint a law firm and counsel of its choice to advise and have conduct of any such legal proceedings.

18.0 FLAGS, SYMBOLS, BADGES OR OTHER INSIGNIA

18.1 The logo below shall be used as the official Logo of the Institute:



18.2 The logo of the Institute shall consist of the letters “miid” which is the acronym of the English name of the Institute. Underneath the word “miid” are the words “Pertubuhan Perekabentuk Dalam Malaysia” which is the name of the Institute in Malay, the official language of Malaysia

18.3 Logo trademark / pattern

The name ‘MIID’ and/or ‘Pertubuhan Perekabentuk Dalam Malaysia’ and its logo is a registered trademark of the Institution under the Trademarks Act 2019. As such, any usage of this trademark by members of the public requires the Institution’s written consent.