

DRAFT

INSTITUT JURUREKA DALAMAN MALAYSIA
INSTITUTE OF INTERIOR DESIGNERS MALAYSIA

DRAFT CONSTITUTION

INSTITUTE OF INTERIOR DESIGNERS MALAYSIA

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THE CONSTITUTION

INSTITUTE OF INTERIOR DESIGNERS MALAYSIA

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THE CONSTITUTION

INSTITUTE OF INTERIOR DESIGNERS MALAYSIA INSTITUT PEREKABENTUK DALAMAN MALAYSIA

1.0 NAME AND REGISTERED PLACE OF BUSINESS

- 1.1 The name of the society shall be “Institute of Interior Designers Malaysia” (IDM).
- 1.2 Its registered place of business and its registered postal address for correspondence shall be 1 F1/14B, Podium Block, City Point Dayabumi 50050 Kuala Lumpur or at such other place or places as may from time to time be decided on by the Council
- 1.3 The registered place of business and postal address of the IDM shall not be changed without the prior approval of the Registrar of Societies.

2.0 OBJECTIVES

The objectives of the IDM are:

- 2.1 to promote and enlarge the knowledge, study and practice of interior design and the related arts and sciences connected therewith.
- 2.2 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.
- 2.3 to assist and advise the government, the local authorities, or other private or public bodies, on questions relating to the art and science and environment of interior and environmental design.
- 2.4 to promote friendly interaction and discourse amongst interior designers and to hold meetings for readings and discussions of matter relating to the arts and science of interior and environmental design.

to devote any portion of the funds of the IDM to the formation or endowment of scholarships or otherwise assist the interior design education of the students 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 science and art of interior design and to award certificates of efficiency.
- 2.5 to establish, form and maintain libraries and collections of models, designs, drawings and other articles of interest in connection with the art and science and environment of interior and environmental design.
- 2.6 to promote and conduct interior design competitions in accordance with conditions laid down by the IDM.

- 2.7 to purchase, lease, hire or otherwise acquire suitable premises for the use of the IDM and to manage, improve and to develop and utilize any such premises and to sell, mortgage, let or dispose of the same.
- 2.8 to obtain and diffuse among the members, information on matter affecting the profession and to compile, print, sell, lend, publish, issue or distribute the proceedings and reports of the IDM or any papers, periodicals, books, circulars and other literary undertakings with prior approval from the relevant authorities.
- 2.9 to accept donations, legacies or loans (free of interest) to be applied to the objectives of the IDM.
- 2.10 to provide facilities for interchange with Associations, Education and Scientific bodies engaged in research on matters relating to the work, theory of practice of interior design or allied subjects.
- 2.11 to arrange for alliance or affiliation with any Institution, Associations or Society similar objectives to those of the IDM on such terms or conditions as may be in the interest of the IDM.
- 2.14 to represent generally the views of the members, preserve and maintain its integrity and status, to suppress dishonorable and unprofessional conduct or practices and to lay down a Code of Professional Conduct and Conditions of Engagement and Scale of Minimum Charges which shall be binding on all members.
- 2.15 to instill, conduct or discontinue any legal proceedings in the name of the IDM or its Officers, Servants or Members for the recovery of any debts or demands claimed by or on behalf of the IDM or for the assertion of any actual or supposed rights or privileges of the IDM or any member thereof and to defend any legal proceedings commenced against the IDM any costs or charges incurred in connection with such legal proceedings.
- 2.16 to invest the monies of the IDM not immediately required upon such securities or in such manner as may from time to time be determined.
- 2.17 to promote the appreciation, confidence and understandings of the public in the profession.

3.0 LOGO (OMIT)

4.0 MEMBERSHIP OF THE INSTITUTE

4.1 Classes of Membership

There shall be seven classes of membership of the Institute termed respectively as Fellows, Corporate Members, Academic Members, Associate Members, Graduate Members, Student Members and Honorary Members.

4.2 Qualifications for Membership

4.2.1 Qualification for Corporate Members

Every person desirous of qualifying for candidature as a Corporate Member must possess:

- 4.2.1.1 Malaysian citizenship, and
- 4.2.1.2 Completion either of the following:-
 - 4.2.1.2.1 full time diploma in Interior Design from a recognized institution with 5 years practical experience in Interior Designing; or
 - 4.2.1.2.2 full time degree in Interior Design from recognized institution with 3 years practical experience in Interior Designing; or
 - 4.2.1.2.3 full time degree in Architecture from a recognized institution with 3 years practical experience in Interior Designing; or
 - 4.2.1.2.4 part time diploma in Interior Design from a recognized institution with 7 years practical experience in Interior Designing and by acceptance of the council; or
 - 4.2.1.2.5 part time degree in Interior Design from a recognized institution with 5 years practical experience in Interior Designing and by acceptance of the council; or
 - 4.2.1.2.6 full time certificate in Interior Design from a recognized institution with 12 years practical experience in Interior Designing and by acceptance of the council; or
 - 4.2.1.2.7 Practitioner of Interior Design with 20 years practical experience in Interior Designing and by acceptance of the council.

Note : All of the above practical experience requirements must be obtained from a recognized Interior Design firm or under the supervision of a Registered Interior Designer.

- 4.2.1.3 has completed a minimum of 2 years post graduate industrial training with log book under the supervision of a Registered Interior Designer
- 4.2.1.4 must past the Proficiency Examination by Lembaga Arkitek Malaysia (LAM)

4.2.2 Qualification for Academic Members

Every person desirous of qualifying for candidature as a Academic Member must possess:

- 4.2.2.1 Malaysian Citizen
- 4.2.2.2 Completion of a full time course in Interior Design or Architecture from a recognized Institution
- 4.2.2.3 Currently lecturing or teaching full time in an approved Institution in Malaysia
- 4.2.2.4 Fulfilled a minimum teaching or lecturing experience of 3 years in Interior Design from any approved institution in Malaysia or abroad.

4.2.3 Qualification for Associate Members

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

- 4.2.3.1 Qualification in Interior Design from a recognized Institution or;
- 4.2.3.2 Qualification in Architecture from a recognized institution and practicing Interior Design; or
- 4.2.3.3 Qualification in related designing field and practicing in related industry with portfolio assessment of designing work and by acceptance by the council; or

4.2.4 Qualification for Graduate Members

A candidate for admission as a Graduate Member must be a person with;

- 4.2.4.1 Malaysian Citizenship
- 4.2.4.2 Graduated in either of the following:-
 - 4.2.4.2.1 Interior Design from a recognized institution or;
 - 4.2.4.2.2 Architecture from a recognized institution
 - 4.2.4.2.3

4.2.5 Qualification for Student Members

A candidate for admission as a Student Member must be a person;

- 4.2.5.1 not less than 17 years old
- 4.2.5.2 enroll in either of the following:-
 - 4.2.5.2.1 a part time or full time course in Interior Design in a recognized institution; or
 - 4.2.5.2.2 a part time or full time course in Architecture in a recognized Institution; or
 - 4.2.5.2.3 a part time or full time course in related design studies in a recognized Institution

4.2.6 Honorary Members

A Honorary Member may be admitted by resolution of the Council and shall be a person who are not eligible for admission to any class of membership of the Institute but who may appear to the Council to be a person who have rendered significant services in promoting the objectives of the Institute. Or a person who may appear to the Council to be a person of position or eminence in art or literature or interior design or environmental design.

4.2.7 Fellows

The Council may from time to time confer fellowship of the Institute to an individual whom have demonstrated advance standard of good design and have contributed significant service to the Institute or interior design community. The Council may also confer to an individual whom is a full member of a recognized Interior Design institute with a national or international reputation as an Interior Designer of merit and have a minimum of 15 years of practical interior designing experience.

4.3 Examinations and Assessments

Where applicable, the proficiency examination and assessment for candidate for the Institute’s Corporate Membership shall be held at such times and places as may be appointed or approved by the Lembaga Arkitek Malaysia (LAM).

4.4 Use of Suffixes

Every member who have been duly elected under section 4.2.1, 4.2.2, 4.2.3, 4.2.6, 4.2.7 and have complied with section 6.1 have the right to affix the following initials :

- 4.4.1 IDM (Corporate Member)
- 4.4.2 Academic IDM (Academic Member)
- 4.4.3 Associate IDM (Associate Member)
- 4.4.4 Honorary Member IDM (Honorary Member)
- 4.4.5 FIDM (Fellow)

5.0 ELECTION OF MEMBERS

5.1 Application of Membership

5.1.1 Every candidate shall make a statement that candidate or firm/company is eligible for membership under these rules and the concerned are wiling if elected, to be bound by the constitution and any other regulations of the institute which is in force for the time being.

5.1.2 Save and except honorary and fellow members who shall be elected by the council by resolution or by conferment, every person or corporate body desirous of being admitted as corporate member, associate member and graduate member must be proposed according to the nomination form of the respective class of membership. The applicant 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 or in case of an organization by its Owner or Chief Executive and shall be proposed and seconded by at least two corporate members of the institute. The form shall also contain a written statement by the applicant giving particulars of qualifications obtained or particulars of the organization as the case may be.

5.1.3 The nomination 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 approve the nomination and find such applicant to be eligible and qualified according to the rules and by-laws for the time being in force, then such applicant shall be admitted to membership in the class to which nomination is made and the election shall be recorded in the minutes of the council meeting at which such nomination is approved.

5.2 Refusal of Application

The Council reserves the right to refuse admission of any applicant for membership for any of the reasons listed under section 5.7 of these Rules.

5.3 Payment of Entrance Fee & Subscription

5.3.1 Applications for membership shall be accompanied by the appropriate entrance fee together with the first annual subscription. In the event of the application not being accepted by the Council the entrance fee and subscription paid shall be refunded to the applicant.

5.3.2 Whenever a candidate is admitted as a member of the Institute, the Honorary Secretary shall inform the candidate of such admission and shall send the candidate concerned a copy of the Constitution, Memorandum of Agreement and Scale of Fees.

5.4 Code of Professional Conduct

Every Corporate Member, Academic Member, Associate Member and Graduate Member shall be bound by the Code of Professional Conduct of the Institute and where applicable the Memorandum of Agreement and Scale of Fees as laid down by the Institute.

5.5 Death of Member

Upon death of any individual member, the Council shall remove his name from the Register of Members of the Institute.

5.6 Resignation of Membership

Any member may at any time, by giving notice in writing, sent by post or delivered to the Honorary 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 any member who is under any financial liability to the Institute shall not be entitled to resign without the prior sanction of the Council.

5.7 Termination of Membership

Membership of the Institute may be terminated if a member:

- 5.7.1 becomes a bankrupt or suspends payment or compound with or makes an assignment of his property for the benefit of creditors; or
- 5.7.2 in the case of an individual, is declared unfit or of unsound mind; or
- 5.7.3 in the case of an individual, is convicted of a felony; or
- 5.7.4 does not comply with the Code of Professional Conduct of the Institute; or
- 5.7.5 is struck off from any statutory Register of Interior Designers; or
- 5.7.6 goes into receivership or a dissolution of the partnership occurs.

5.8 Re-admission to Membership

The re-election to membership of any person that has ceased to be a member of the Institute shall be dealt with the same manner as an original application.

The Council reserved the right to re-elect any membership of any person or corporate body that the Council feel that the person or corporate body has valid reason or reasons for the Council to consider their re-admission.

6.0 Payment of Entrance Fees and Annual Subscriptions

6.1 Payment of Entrance Fees and Annual Subscriptions

- 6.1.1 The amount of entrance fees and annual subscriptions are as follows:

	Entrance Fee	Annual Subscription
Fellow	Nil	Nil
Honorary	Nil	Nil
Corporate	200.00	500.00
Academic	200.00	300.00
Associate	500.00	500.00
Graduate	100.00	100.00
Student	30.00 (2 years)	Nil

- 6.1.2 The annual subscription shall be paid in advance and shall be due on the first day of January in each year. Members appointed before the first day of July in a year shall pay the annual subscription payable for the current year, and those appointed on and after the first day of July shall pay half the annual subscription.

6.2 Defaulters

6.2.1 Whenever any individual Member, shall suffer the annual subscription due to remain in arrears for a period exceeding one year, such member shall become a defaulter and may be suspended or expelled by resolution of the Council.

Should any such member be expelled for non-payment of such subscription, the Council shall have power, upon the defaulter giving to their satisfaction, an explanation for the non-payment, to reinstate him in 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.

6.3 Penalty of Non-payment

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

6.4. Exemption of Payment of Fees

Fellows and Honorary Members shall be exempted from payment of fees of any kind.

6.5 Certificate of Membership

Subject to such By-Laws as the Council may from time to time prescribe, the Council shall issues to each member a yearly certificate showing the class to which the member belongs. Every such certificate shall remain the property of the Institute, and shall on demand, be return to the Institute. Such certificate shall be signed by the President or Deputy-President and countersigned by the Honorary Secretary of the Institute.

6.6 Register of Members

A register of members shall be kept and the name, date of birth, place of birth, identity card numbers, name and address of employer, the residential address and email address of every categories of members shall be written in such Register together with record showing whether or not his subscription for each current year has been paid. A Roll of Honorary Members and Fellows shall be kept by the Honorary Secretary.

7. THE COUNCIL

7.1 Council

The Council whose members shall consist of Corporate Members of the Institute, shall consist of a President, a Deputy President , 8 Vice-Presidents, an Honorary Secretary, an Honorary Treasurer, 8 Ordinary Council Members and the Immediate Past President.

7.2 President

The President shall be elected at the Annual General Meeting of the IDM provided that no persons shall be elected to such office unless he has been a Council Member of the IDM for a two (2) terms of which at least one (1) term as an office bearer. The President shall not hold office for more than two (2) years in succession at any one time. The President, shall during the 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 casting votes and shall sign the minutes of each meeting at the time they are approved. He shall, in conjunction with the Deputy President or Honorary Treasurer, sign all checks on behalf of the IDM.

7.3 Deputy-President

The Deputy-President shall be elected at the Annual General Meeting of the IDM provided that no person shall be elected to such office unless he has been a Council Member of the IDM for a accumulative period of two (2) terms as Office Bearer. The Deputy-President shall deputies for the President during the latter's absence. He shall in conjunction with the President or Honorary Treasurer, sign all the checks on behalf of the IDM.

7.4 Vice-President

The Vice-President shall be elected at the Annual General Meeting of the IDM provided that no persons shall be elected to such office unless he has been a Council Member of the IDM for a period of one (1) term. Vice-President shall assist the President and Deputy President whenever necessary, and he shall lead a sub committee. In absent of both the President and Deputy President at council meeting, the council shall have the power to elect one of the 8 Vice-Presidents to act in the capacity of the President for the purpose of carrying out the duties of the Council.

7.5 Honorary Secretary

The Honorary Secretary shall be elected at the Annual General Meeting of the IDM provided that no person shall be elected to such office unless he has been a Council Member of the IDM for a period of one (1) term. The Honorary Secretary shall conduct the business of the IDM in accordance with its rules, 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 meeting except the accounts and financial records.

7.6 Honorary Treasurer

The Honorary Treasurer shall be elected at the Annual General Meeting of the IDM provided that no person shall be elected to such office unless he has been a Council Member of the IDM for a period of two years. The Honorary Treasurer shall be responsible for the finance of the IDM. He shall keep accounts of all its financial transactions and shall be responsible for their correctness. He shall in conjunction with the President or the Deputy-President sign all checks on behalf of the IDM 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 IDM.

7.7 Ordinary Members of Council

Ordinary Council Members which shall be eight in number shall be elected at the Annual General Meeting of the IDM provided that no person shall be elected to such office unless he has been a Corporate Member of the IDM for a minimum period of one (1) year. Ordinary Council Members shall carry out such duties as directed by the Council or President. Council also has a right to appoint two (2) additional council members and two (2) Past Presidents as Ordinary Members of Council.

7.8 Vacancies

The Council shall have power to fill any vacancies for office bearers that may occur during its year of office provided that the nominee has been a Council Member of the IDM for a minimum period of one (1) term.

The Council shall have power to fill any vacancies for Vice-President and Ordinary Council Members that may occur during its year of office provided that the nominee has been a Corporate Member of the IDM for a minimum period of one (1) year.

7.9 Term of Office

The Council shall remain in office until the elections held every two years at the Annual General Meeting after which the incoming Council shall take office.

7.10 Meetings and Quorum

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 for the dispatch of business, adjourn or otherwise regulate their meetings as they think fit. Minimum of seven (7) numbers in the Council present at a meeting shall form a quorum.

7.11 Notice of Meetings

Council meetings shall at any time be called by the Honorary Secretary at the request of the President or at the request of 13 members of the Council by giving at least seven (7) days of clear written notice with agenda to the members of the Council.

7.12 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 meeting shall have a further or casting vote.

7.13 Chairman of the Meeting

The President, or in his absence the Deputy-President shall preside at all meetings of the Council. If at any meeting the President or Deputy-President is not present within fifteen minutes after the time appointed for the meeting of the Council, those members present shall choose one among the Vice-Presidents to be the Chairman.

7.14 Minutes of Proceedings

The Council shall cause proper Minutes to be made of resolutions and proceedings of all meetings of the IDM and of the Council and of the Sub-Committees of the Council and all business transacted at such meetings, whose Minutes, if purporting to be signed by the Chairman of the next succeeding meeting, shall be conclusive evidence without any further proof of the facts therein stated.

7.15 Powers of Council

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

7.16 By-Laws

7.16.1 The Council may from time to time make such By-Laws as they may judge necessary for carrying on the business of the IDM, and may at any time in like manner, approve, annul or vary any By-Laws.

7.16.2 All By-Laws for the time being in force, shall be binding on the members of the IDM and shall have full effect accordingly; provided that notice of such By-Laws or recession or alterations there to shall be notified to all members in writing, thirty days before taking effect, during which time any forty members may, by notice in writing to the Honorary Secretary, require an Extraordinary General Meeting to be convened for the purpose of considering, confirming or revoking the same.

7.16.3 If no such notice is received by the Honorary Secretary, the By-Laws shall become binding on all members at the expiry of the thirty days mentioned above.

7.17 Vacation of Office by Office Bearers and Members of Council

The office of any office-bearer of the Council is vacated forthwith if:

- 7.17.1 he ceases to be a member of the IDM.
- 7.17.2 he has been absent from more than three consecutive meetings of Council without prior leave of absence
- 7.17.3 he resigns his office by notice in writing delivered to the Council.
- 7.17.4 his membership has been terminated under Clause 5.7.

7.18 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 IDM and the reports of such sub-committees shall be submitted to the Council for ratification.

7.19 Business of the IDM

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

7.20 Investment of Moneys

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

7.20.1 Purchase of immovable property situated within Malaysia.

7.20.2 All moneys and profits accruing to the IDM from participation in any business shall be applied solely towards the furtherance, promotion and execution of the objectives of the IDM

7.21 Common Seal

The IDM shall have a Common Seal in which shall be in the custody of the Honorary 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 Seal has been affixed be signed by the President or the Chairman of the Meeting and by two other members of Council present and countersigned by Honorary Secretary.

7.22 Donations

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

7.23 Publications

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

7.24 Prizes and Awards

The Council shall have the power to hold competitions awards prizes and scholarship.

7.25 Competitions

The Council shall have 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 IDM.

7.26 Chapters

State or regional representative shall be nominated and voted in accordance with Bye-Laws.

The Chapter should have at least one representative from each state or 15 designated region as per Bye Laws

7.27 Indemnity

The members of Council and other officers for the time being of the IDM and the trustees for the IDM (if any) shall be indemnified out of funds of the IDM 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 office and shall be reimbursed by the IDM all reasonable expenses incurred by them in or about any legal proceedings or arbitration on account of the IDM or otherwise in the execution of their respective office 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 trustees shall be chargeable for any money which shall not actually receive or be answerable for the act, receipt, neglect or default of any other member of the Council or Officer or trustee or of any banker, broker, collector, agent or other person appointed by the Council or such trustee (as the case may be) with whom or into whose hands any property or moneys of the IDM may be deposited or come or for the insufficiency of any security or investment in or upon which any of the moneys of the IDM 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 happen through his own neglect, default or willful act.

8. GENERAL MEETING

8.1 Description of Meetings

The General Meetings of the IDM shall be as follows:

- 8.1.1 Ordinary Meetings
- 8.1.2 Annual General Meeting
- 8.1.3 Extraordinary General Meeting for the purpose of altering or adding to these Rules or for such other business (not being business of Annual General Meeting) as is required by these Rules to be carried out by the passing of a special or extraordinary resolution of by the Resolution of a General Meeting.

8.2 Ordinary Meetings

The Ordinary Meetings of the IDM shall be held and conducted as prescribed by the Council from time to time.

8.3 Annual General Meeting

The Annual General Meeting shall be held not later in the month of June each year, or as soon thereafter as practicable, provided that every such meeting shall be held not more than eighteen months after holding the last preceding Annual General Meeting.

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

- 8.3.1 to receive and approved the Minutes of Meeting
- 8.3.2 to receive the Annual Report of the Council
- 8.3.3 to receive, and if approved, to pass the Accounts for the year ended on 31st December last preceding.
- 8.3.4 to elect an Auditor.
- 8.3.5 to transact any other business of which due notice in accordance

Election of council shall be held at every two (2) years for the new office

- 8.3.6 to elect a President.
- 8.3.7 to elect a Deputy-President
- 8.3.8 to elect eight (8) Vice-Presidents
- 8.3.9 to elect a Honorary Secretary.
- 8.3.10 to elect a Honorary Treasurer.
- 8.3.11 to elect eight (8) Ordinary Council Members.

8.4 Extraordinary General Meeting

- 8.4.1 Any Extraordinary General Meeting may be called at any time by the Council whenever they deem it expedient and they shall also do so upon the receipt of a written requisition signed in by not less than forty Corporate Members and Academic Members of the IDM stating the reason for convening such meeting.
- 8.4.2 If within twenty one days of receipt of such requisition the Council do not proceed to cause a meeting to be held, the requisitionists may themselves convene the meeting.

8.5 Notice of General Meeting

Not less than fourteen days notice of a 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 members of the IDM in Malaysia who are entitled to receive notices from the IDM. 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.

8.6 Quorum

No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. For all purposes the quorum of a General Meeting formed by Corporate Members and Academic Members of the IDM shall be forty (40) numbers of the Corporate Members.

8.7 Adjournment of Dissolution

If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting if convened on the requisition of members shall be dissolved. In any other case it shall stand adjourned for 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 shall be a quorum.

8.8 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 ten 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 17 Meeting from which the adjournment took place.

8.9 Chairman

The President of the IDM shall preside at every General Meeting. If at any time he shall not be present within thirty minutes after the appointed time appointed for holding of the Meeting, the Deputy-President, or in his absence, one of the 8 Vice-Presidents chosen by the members present shall preside. If none of the Vice-Presidents be present or if all the corporate members decline to take the Chair, the meeting shall be adjourned.

8.10 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 show of hands unless a poll be demanded by the chairman or by at least 13 members present in person and entitled to vote. 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 IDM shall be conclusive evidence thereof, without proof of the number of proportion or the votes recorded in favor of, or against, such resolution.

8.11 Mode of Taking Poll

If poll be demanded it shall be taken at the Meeting and in such manner as the Chairman of the meeting shall direct, and the result of the poll such be deemed to be the resolution of the meeting at which the poll was taken.

8.12 Right to Vote

At General Meetings members of every class shall be entitled to be present and to take part in the discussions on any subject brought before the Meetings but only Corporate Members and Academic Members shall be entitled to vote at such meetings provided always Corporate Member or Academic Member whose annual subscription remains unpaid for a period of three months shall be entitled to vote.

8.13 Casting Vote

In the case of an equality of votes, either on a show of hands or by polls, the Chairman of the meeting shall have a further or casting vote.

8.14 Method of Election of Council

8.14.1 Not less than fourteen (14) days before the day appointed for the Annual General Meeting, the Honorary Secretary shall cause to be delivered to all members, entitled to receive such notification to nominate a President, a Deputy-President, eight (8) Vice-Presidents, Honorary Secretary, Honorary Treasurer and eight (8) members of Ordinary Council Members.

8.14.2 Nominations shall only be valid if made by not less than two Corporate Members or Academic Members who have received the agreement in writing of the nominees. Such nominations and agreement shall be delivered to the Honorary Secretary to reach him not later than fourteen days before the date of the Annual General Meeting.

- 8.14.3 The Honorary Secretary shall prepare a list of nominated Corporate Members together with the Council's nomination list for a President, a Deputy-President, eight (8) Vice-Presidents, a Honorary Secretary, a Honorary Treasurer, eight (8) Ordinary Council Members and such list shall be sent to all Corporate Members and Academic Members together with a notice convening the Annual General Meeting. The names of all candidates for election shall be printed in the same type and in alphabetical order.
- 8.14.4 Nominations from the floor will not be accepted at the Annual General Meeting
- 8.14.5 Voting for election shall be by secret ballot. Such number of ballot papers as shall be necessary shall be sent, together with the notice convening the Annual General Meeting, to all Corporate Members and Academic Members who are qualified to vote. Each ballot paper shall contain direction for its use by Members and any ballot paper which fails to comply with such directions shall be returned to the Honorary Secretary so as to be received by him before the commencement of the Annual General Meeting. The papers shall be folded and enclosed in a sealed envelope and no other document shall be enclosed with the ballot paper. Postage shall be prepaid by the member voting. Ballot papers may be received from members personally at the Annual General Meeting.

8.15 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 a candidate for election. The Election Officer shall be responsible for the conduct of the election of Council in accordance with the Constitution and By-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 role of the Election Officer in the event where the Election Officer is unable to carry out his duties.

8.16 Scrutineers

- 8.16.1 Three (3) Scrutineers who shall be appointed by the Election Officer or his Deputy at the Annual General Meeting shall have the direction of the election, their decision of the election, their decision on any matter relating thereto being final. No members of Council or candidate for election at such shall be eligible for appointment as a Scrutineer.
- 8.16.2 In the Event of equality of votes for any vacancy, there shall be one recount of the votes cast of the candidates have such equality. If after such recount, there is still an equality of votes for that vacancy, the election of the candidates so receiving such equality shall be ballot of
- 8.16.3 the members present, having the right to vote and voting at the Annual General Meeting.
- 8.16.4 The members of Council so elected together with the Immediate Past President shall form the Council which shall remain in office until the next Election

8.17 Amendment of Rules

8.17.1 These Rules may not be amended or altered except by the concurring vote of not less than two-thirds of the total voting membership of the members meeting on the day of the 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 weeks before the day of the meeting. Such amendment shall be submitted to the Registrar of Societies within 60 days.

8.17.2 Such alterations or amendments shall take effect from the date of their approval by the Registrar of Societies (ROS).

8.18 Dissolution

Upon any dissolution of the IDM, 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 IDM or any of them, but shall be given to some other institution or association having objects as nearly similar as possible to those of the IDM. The IDM 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 14 days.

9 FINANCE

9.1 Financial Year

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

9.2 Bank Account

All money belonging to the IDM 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 IDM's Banker, until otherwise from time to time resolved by the Council, shall be signed by any two of the three following officers: President, Deputy-President and the Honorary Treasurer for the time being in force.

9.3 Annual Report and Accounts

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

9.4 Accounts

9.4.1 The Council shall cause proper and sufficient accounts to be kept of the sums of money received and expended by the IDM and the matter in respect of which such receipts and expenditure take place and the property, credits and liabilities of the IDM 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 20

in force of the Institute shall be opened to the inspection of the Members and once at least in every year, the accounts of the IDM shall be examined and the correctness of the Balance Sheet ascertained by one or more qualified Auditor.

- 9.4.2 A detail monthly Operational Account shall be table to the council by the Honorary Treasurer.

10 Auditors

- 10.1 One (1) Auditor shall be elected to hold office for a period of one year only and who shall be eligible for re-election or re-appointed at the conclusion of his / hers term of office. In the case of death or resignation, or the inability to perform his / hers duties, the IDM shall appoint another one (1) Auditor as replacement whose term of office shall be until the next Annual General Meeting of the year following.
- 10.2 The Auditor shall be required to audit the accounts of the IDM for the financial year, and to prepare a report or certificate of audit for the Annual General Meeting.

11 Trustees

- 11.1 The properties and business entities of IDM shall be vested on Trustees appointed by the Council, of which there shall be at least five (5) (hereinafter referred to as the "Trustees"). All properties belonging to IDM shall be vested on the Trustees directly by way of minutes passed at meetings of which an entry recorded in the Minutes Book shall be conclusive evidence of any such vesting.
- 11.2 The Trustees shall be indemnified against any risks and liabilities arising out of the assets of IDM provided that the Trustees at all times had acted honestly and in good faith, and that no breach of trust had been committed by either of them.
- 11.3 Appointed trustees must have served as a Office Bearers with at least two (2) terms in office or Past Presidents of IDM or eminent members of Professional.
- 11.4 Appointed trustees shall carry out the duty with the instruction of the Council.
- 11.5 The Trustees shall hold office until death, or otherwise upon resignation, or removal from office by the Council for reasons of the following:
- 11.5.1 ill-health or unsoundness of mind
 - 11.5.2 Breach of fiduciary duty
 - 11.5.3 Conviction for a criminal offence
 - 11.5.4 Declared a bankrupt
 - 11.5.5 Continuous absence from the country for a period of one (1) year.
 - 11.5.6 Any other reasons for which he is unable to perform his duties diligently or satisfactorily.
- 11.6 In the event of the death, resignation or removal of a Trustees by council such vacancy shall be filled by a new person nominated and appointed by the Council.

- 11.7 Any instruction by the council to the transaction made for properties and business entities shall be endorsed by minimum three (3) of the trustees.

12 INTERPRETATION

In these Rules, unless there be something in the subject, or context inconsistent therewith:

- 12.1 “The IDM” shall mean the Institute of Interior Designers Malaysia (IDM)
- 12.2 “The Constitution” shall mean the Constitution of the IDM.
- 12.3 “These Rules” shall mean the Rules of the IDM.
- 12.4 “The By-Laws” shall mean the By-Laws of the IDM for the time being in force.
- 12.5 “The Council” shall mean the Council of the IDM
- 12.5 “IDM” shall mean Corporate Member of the Institute of Interior Designers Malaysia (IDM)
- 12.7 “Member” (with capital M) shall mean Corporate Member under section 4.2.1.
- 12.8 “Malaysia” shall mean the territory covered under the Malaysian Constitution.
- 12.9 “FIDM” shall mean Fellow the Institute of Interior Designers and Interior Architects Malaysia (IDM)
- 12.10 “AIDM” shall mean Associate Member of the Institute of Interior Designers and Interior Architects Malaysia (IDM)