

CONSTITUTIONS

of

Kuching Open Source Community

Version 1.1

Wednesday, 20 February 2008



Kuching Open Source Community
P. O. Box 1651, 93734 Kuching, Sarawak, Malaysia.
Website: <http://www.kuchingosc.org>
E-mail: info@kuchingosc.org

Article 1 **Name**

The formal name of the society shall be known as “**Kuching Open Source Community**” hereinafter referred to as “the Society”.

ARTICLE 2 **REGISTERED / POSTAL ADDRESS**

- (1) The registered address of the Society shall be:
2, Jalan Nanas Barat, Happy Garden, 93400 Kuching, Sarawak.
- (2) The postal address of the Society shall be:
P. O. Box 1651, 93734 Kuching, Sarawak, Malaysia.
- (3) The registered and postal addresses of the Society shall not be changed without the prior approval of the Registrar of Societies.

ARTICLE 3 **OBJECTIVES**

The objectives of the Society are:

- (1) To **promote the awareness** of the incentives and advantages of using and developing open source software and push the adoption of open source to the public, businesses and government;
- (2) To **help others learn** about open source software and the Linux operating systems, by making use of printed materials, electronic press, events, symposiums, seminars, and the like;
- (3) To look for ways and means to **support and maintain open source software**, since the great majority of the work done in this field is voluntary, and to encourage those seeking to learn more about software development to take advantage of open source software;
- (4) To **socialize** with their fellow Linux and open source software evangelists, developers as well as users; and

- (5) To **engage in other Linux and open source-related activities** (i.e. installfests, seminars, conference, etc).

ARTICLE 4 **APPLICATION FOR MEMBERSHIP**

- (1) Every applicant for membership shall **fill in the membership form** for approval. The Committee may, at its discretion, reject any application without assigning any reason therefor.
- (2) Every applicant whose application has been approved as aforesaid, shall, upon payment of the prescribed entrance fee, be admitted as a member of the Society and shall be entitled to all the privileges of membership.
- (3) Every applicant must be **at least 12 years old** and above on the day of application, but only members with the age of 18 and above can take part in voting and managerial roles.

ARTICLE 5 **MEMBERSHIP REGISTER**

The Society shall keep a membership register containing the following particulars:

- | | |
|-------------------------|---------------------|
| (a) Membership Number | (i) Home Address |
| (b) Date of Application | (j) Contact Address |
| (c) Full Name | (k) Contact Number |
| (d) Nationality | (l) E-mail Address |
| (e) Gender | (m) Company |
| (f) Age | (n) Expertise |
| (g) Date of Birth | |
| (h) Occupation | |

ARTICLE 6 **CHANGE OF DETAILS**

Every **member shall notify the Secretary of his change of details** such as contact number, address, occupation, etc., failing which any letter, circular or notice sent to his or her last registered address, shall be deemed to have been given to and received by such member for any purpose provided by these rules.

ARTICLE 7 **TERMINATION OF MEMBERSHIP**

Any member may terminate his or her membership by giving writing to the Secretary.

ARTICLE 8 **EXPULSION OF MEMBERS**

- (1) The **Committee may, at any time, by letter invite any member to withdraw from the Society** within such time as is specified in such letter, and in default of such withdrawal to submit the question of his expulsion to an extraordinary meeting to be held within six weeks after the date of such letter. Not less than four (4) weeks' notice of the meeting shall be given to the members. It shall be the duty of the Secretary to inform the member in question of the time and place of the meeting and of the nature of the complaints against him in sufficient time to afford him a proper opportunity of offering his explanations. At such meeting, the member shall be allowed to offer any explanation of his conduct verbally or in writing, and thereupon, two-thirds of the members present shall vote for his expulsion, he/she shall thereupon cease to be a member of the Society: Provided that the voting at any such meeting shall be by ballot if not less than five (5) members present thereat shall so demand. It shall be in the power of the Committee to exclude such member from the Society's premises and activities until such meeting is held as required above.
- (2) No person who has been expelled from the Society under paragraph (1) above shall at any time be re-admitted as a member, except approved by the Committee after reviewing on his or her re-application.

ARTICLE 9 **EFFECT OF CEASING TO BE A MEMBER**

Any person shall, upon ceasing to be a member of the Society, whether on account of resignation or expulsion, **forfeit all rights** to any claim upon the Society and its property and funds.

ARTICLE 10 **ENTRANCE FEE AND OTHER DUES**

- (1) The (lifetime) entrance fee shall be **RM50 per person**.

- (2) Special fees for particular purposes may be raised from members by resolution of the general meeting of the Society. If any member fails to pay such fee, his or her membership may be terminated.

ARTICLE 11 MEETINGS

- (1) Once in **each year an Annual General Meeting (AGM) of the Society shall be held** at such time (not being more than fifteen (15) months after the holding of the preceding AGM) and place as the Committee shall determine.
- (2) Official meetings shall be held at least once every three (3) months, at a time and location specified by the Committee. All general meetings must be attended by at least two (2) Committee members and at least five (5) members of the Society.
- (3) Votes shall be **decided by a two-thirds** of all present members.

ARTICLE 12 EXTRAORDINARY MEETINGS

- (1) An extraordinary meeting of the Society shall be convened:
 - (a) whenever the Committee deems it desirable;
 - (b) at the joint request in writing of not less than twenty (20) members, stating the objects and reasons for such meeting.
- (2) An extraordinary meeting requisitioned by members shall be convened for a date within thirty (30) days of the receipt of such requisition.
- (3) Notice and agenda for an extraordinary meeting shall be forwarded by the Secretary to all members at least fifteen (15) days before the date fixed for the meeting.

ARTICLE 13 COMMITTEE

- (1) The affairs of the **Society shall be directed by a Committee** (hereinafter referred as “the Committee”) which shall meet not less than four (4) times a year and when complete shall consist of not less than five (5) and not more than ten (10) members.

- (2) The members of the Committee shall be elected at the AGM of the Society in accordance with Article 11 hereof, and must be Malaysian residing in Sarawak. Election to the Committee shall be for two (2) years and eligible for re-election.
- (3) Any casual vacancy in the Committee may be filled by the Committee or any member appointed to fill such a casual vacancy until the conclusion of the next Annual General Meeting of the Society.
- (4) The Committee may appoint special or standing committees as may be deemed necessary by the Committee and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such special or standing committees shall be reported back to the Committee as soon as possible.

ARTICLE 14 **DUTIES OF EXECUTIVE COMMITTEE**

This Society will have four core members of Committee with the chain of command being the order listed in this article:

- (1) **President / Chairman**
 - (a) The president shall be the official representative of the group.
 - (b) He/she is responsible for the Society, its activities, and the delegation of tasks to be carried out on behalf of the Society.
- (2) **Vice President**
 - (a) The vice president shall assist the president in all official duties.
 - (b) He/she shall deputise for the President during the latter's absence.
- (3) **Secretary**
 - (a) The secretary shall be responsible for maintaining order at meetings.
 - (b) He/she shall keep reasonably accurate minutes of the meetings.
 - (c) He/she shall be responsible for maintaining the document repository.
- (4) **Treasurer**
 - (a) The treasurer shall be responsible to maintain the finances of the society in an open format and to make these records available upon request.
 - (b) He/she shall keep inventory of all society possessions and properties on loan to the Society.

ARTICLE 15 FINANCIAL PROVISIONS

- (1) The financial year of the Society shall commence on **1st January** annually.
- (2) The Treasurer may hold a petty cash advance not exceeding **RM500** at any one time. All money in excess of this sum shall, within seven days of receipt, be deposited in a bank approved by the Committee. The bank account shall be in the name of the Society.
- (3) All cheques or withdrawal notices on the Society's account shall be signed jointly by the President (or in his/her absence the Vice President), the Secretary and the Treasurer. In the absence of the Secretary of the Treasurer, the Committee shall appoint one of its Committee members to sign in his place.
- (4) No expenditure exceeding **RM1,000** at any one time shall be incurred without the prior sanction of the Committee.
- (5) As soon as possible after the end of each financial year, a statement of income and expenditure and a balance sheet for the year shall be prepared by the Treasurer and audited by the Auditor/Auditors appointed under Article 17. The audited account shall be submitted for the approval of the next AGM, and copies shall be made available at the registered office/address of the Society for the perusal of members.

ARTICLE 16 AUDIT

- (1) One (1) or more persons, who shall not be office-bearers of the Society, shall be appointed by the AGM as Auditors. He/she/they shall hold office for one (1) year only and shall not be re-appointed.
- (2) The Auditor/Auditors shall be required to audit the accounts of the Society for the year, and to prepare a report for the AGM. He/she/they may also be required by the President to audit the accounts for the Society for any period within his/her/their tenure of office at any date, and to make a report to the Committee.

ARTICLE 17 **APPOINTMENT OF OFFICERS**

- (1) Three (3) officers who **must be office-bearers and over 21 years of age** shall be appointed at the AGM for the purpose of Section 9(b) of the Societies Act, 1966.
- (2) They shall **hold office until their term expires** at the next AGM and shall be eligible for re-election.
- (3) The officers appointed under this article shall **deal with the immovable property** of the Society in such manner as the AGM may direct provided that all immovable properties shall be registered in the name of the Society.
- (4) The officers shall not sell, withdraw or transfer any of the properties of the Society without the consent and authority of the AGM.
- (5) An officer may be removed from office by an extraordinary meeting on the grounds that, owing to ill health, unsoundness of mind, absence from the country or for any other reason, he/she is unable to perform his/her duties or unable to do so satisfactorily. In the even of the death, resignation or removal of an officer before the AGM, the vacancy shall be filled by meeting convened for the purpose.

ARTICLE 18 **BY-LAWS**

The **Committee may make, repeal and alter by-laws** which are inconsistent with these articles. All by-laws or rescissions and alterations thereof shall be posted on the website of the Society for a fortnight, during which time any twenty (20) members may, by notice in writing to the Secretary, require the opinion of an extraordinary meeting to be taken thereof. If no such notice is given, the by-laws or rescissions or alterations thereof shall become binding on all members.

ARTICLE 19 **DAMAGES / REMOVAL OF PROPERTY**

- (1) Any member of the Society breaking or damaging any article or property of the Society **shall pay the cost of repairing or replacing** it, if he is called upon to do so by the Committee.

- (2) No books, periodicals, compact disc or any other property of the Society shall be removed from the Society without the consent of the Committee.

ARTICLE 20 **INJURIES TO MEMBERS**

The **Society shall not be liable in respect of the death of or any injury** sustained by any member or his/her guests arising in any way whatsoever from his membership of the Society or from his use or enjoyment of the Society, its amenities, privileges or facilities or otherwise howsoever arising.

ARTICLE 21 **GUESTS**

- (1) Any member shall have the privilege of introducing to the Society his friends and relatives as guests.
- (2) **Members shall be responsible for the conduct and behaviour of their guests** and for all expenses incurred on behalf of their guests or for any breakage or damage caused by their guests to the property of the Society.

ARTICLE 22 **ANNUAL RETURN**

The Secretary shall forward to the Registrar of Societies an annual return in the prescribed forms as required under Section 14(1) of the Societies Act, 1966.

ARTICLE 23 **SPECIAL PROVISIONS**

- (1) No benefits as defined under Section 2 of Societies Act, 1966 shall be given by the Society to any of its members.
- (2) Any person shall not hold office in the Society or employee of the Society if he is disqualified under Section 9A of the Societies Act, 1966.
- (3) Neither the Society nor its members shall engage or try to engage in any Trade Union activities as defined in the Trade Union Act, 1959.

- (4) No gambling or any other illegal activities shall be carried out in the premises of the Society.

ARTICLE 24 **INTEPRETATION OF RULES**

Between AGM, the Committee shall interpret the rules of the Society and, when necessary, determine any point on which the rules are silent.

ARTICLE 25 **AMENDMENTS**

- (1) Subject to the following provisions of this article the Constitutions may be altered by a resolution passed by not less than two-thirds of the members present and voting at a general meeting.
- (2) The Committee should promptly send to the Commissioners a copy of any amendment made.
- (3) Such alterations or amendments shall take effect from the date of their approval by the Registrar of Societies.

ARTICLE 26 **DISSOLUTION**

- (1) The Society may be voluntarily **dissolved by a resolution of not less than three-fifths** of the total voting membership at the AGM convened for the purpose.
- (2) In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on its behalf, shall be fully discharged and the remaining fund disposed of in such manner as may be decided upon by a meeting.
- (3) Notice of dissolution shall be given to the Registrar of Societies within 14 days of such dissolution.

***** END OF CONSTITUTIONS *****