

CONSTITUTION

of the

International Coach

Federation

Malaysia Chapter

CLAUSE 1 NAME

1. The Association shall be known as

**PERSATUAN PERSEKUTUAN JURULATIH ANTARABANGSA BAB MALAYSIA
(INTERNATIONAL COACH FEDERATION MALAYSIA CHAPTER)**

hereinafter referred to as “the Association”.

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

CLAUSE 2 ADDRESS

1. The registered address is

**A-3-1 BLOCK A, NORTHPOINT OFFICE, MID VALLEY CITY,
NO 1 MEDAN SYED PUTRA UTARA,
59200 KUALA LUMPUR**

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

CLAUSE 3 OBJECTIVE

1. ICF Malaysia Chapter is the primary national resource for business and personal coaches and the source for those who are seeking a coach. It is a non-profit individual membership organization formed by professionals who practice and/or teach business and personal coaching. It exists to advance the art, science and practice of professional coaching. Its purposes shall be:
 - (a) To encourage high professional standards of ethics and conduct by its members by promoting an industry wide CODE of PROFESSIONAL STANDARDS and a universally accepted Accreditation process developed by ICF which preserves the integrity of coaching through internationally credible and ethical self-regulation.
 - (b) To broaden public understanding of the proper functions of coaches and their contributions to society and the world by engaging in highly visible strategies of marketing, public relations and publicity campaigns which help members of the public find the right coach for their needs.
 - (c) To provide for the professional growth and community spirit of its members by developing and implementing programs and opportunities through educational conferences, publications, and broadcast communications.

- (d) To provide a forum that supports community spirit and the advancement of professionalism among its members.
- (e) To advocate on behalf of the collective interests of its members and the coaching community.
- (f) To cooperate with other organizations and institutions whose programs and activities are consistent with the mission and purposes of ICF.

ICF Malaysia Chapter's Mission Statement:

- 2. To advance the art, science and practice of professional coaching, where we inspire transformational conversations, advocate excellence, and expand awareness of the contribution coaching is to the future of humankind.

CLAUSE 4 MEMBERSHIP

- 1. Membership of ICF Malaysia Chapter is open to all Malaysian citizens who have attained the age of 18 years, are members of ICF and are actively involved and committed to professional coaching, teaching coaching, or coaching research, and/or are committed to ongoing professional development as a coach.
- 2. Membership is also open to all non-Malaysians working or ordinarily resident in Malaysia and who are members of ICF. If such member is no longer working or ordinarily resident in Malaysia, membership with ICF Malaysia Chapter shall automatically be terminated and member name shall be removed from the membership register.

Membership Categories

- 3. ICF Malaysia Chapter membership shall comprise the following:
 - (a) **Ordinary Members**
 - i. Any person who is designated as a member of ICF shall be an ordinary member of ICF Malaysia Chapter.
 - ii. Each ordinary member shall be entitled to one vote on any matter presented to the membership at any meeting of the members and only ordinary members can hold office in ICF Malaysia Chapter.

Application for Membership

- 1. A person wishing to join the ICF Malaysia Chapter must first join the ICF and then designate ICF Malaysia Chapter as home chapter. Upon approval, ICF will advise ICF Malaysia Chapter and such person can then submit for membership application to ICF Malaysia Chapter.

2. All ICF Malaysia Chapter members will be provided with a new member's kit and invited to participate in all monthly meetings and members' activities.

CLAUSE 5 RESIGNATION & TERMINATION

1. A person shall cease to be a Member in the following circumstances:-
 - a) ceases to be a member of ICF;
 - b) resigns in writing to that effect; or
 - c) membership is terminated by ICF as a result of disciplinary action.

CLAUSE 6 SOURCES OF INCOME

1. The annual subscription for ICF Malaysia Chapter shall be as follows:-
 - a) Member RM12.00
2. The annual subscription is due on 31 March of each year. The annual subscription amount may be varied as determined by the General Meeting on recommendation from the Committee from time to time.
3. Any member who allows his annual subscription to be unpaid for three months shall automatically cease to be a member of ICF Malaysia Chapter.
4. Any additional funds required for special purposes may only be raised from members with the consent of the General Meeting of members.

CLAUSE 7 GENERAL MEETING

ANNUAL GENERAL MEETING

1. The annual general meeting of ICF Malaysia Chapter shall be held not later than six (6) months from the financial year end. The business of the annual general meeting shall be:
 - a) To receive the Management Committee's report on the working of ICF Malaysia Chapter during the previous year.
 - b) To receive the treasurer's report and the audited accounts for the previous year.
 - c) To elect a Management Committee and to appoint two auditors once every two years.
 - d) To transact any other special business for which due notice is given.
2. Notice of the annual general meeting, stating the date, time and place, calling for matters for discussion, the election of office-bearers (in election year) shall be sent to all members

by the secretary at least fourteen (14) days before the date of the meeting and the notice shall also be prominently displayed at the registered office or place of meeting of ICF Malaysia Chapter. The annual audited accounts for the previous year shall also be sent to members together with the notice of the annual general meeting.

3. Notice for any matter to be discussed at the annual general meeting of ICF Malaysia Chapter shall be given and received by the secretary at least three (3) days before the date of the meeting.

EXTRAORDINARY GENERAL MEETING

4. All general meetings other than the annual general meeting shall be called extraordinary general meetings. The Committee may at any time convene an extraordinary general meeting. No motion or business other than that stated in the notice by the Committee shall come before the extraordinary general meeting.
5. Notice and agenda for the extraordinary general meeting shall be forwarded by the secretary to all members at least fourteen (14) days before the date fixed for the meeting.
6. Members comprising not less than one third (1/3) of the total membership with voting rights can requisition for an extraordinary general meeting to be convened by writing to the Secretary and stating the objects and reason for such a meeting. Such meeting shall be held at the registered address of ICF Malaysia Chapter or at such other place as determined by the Committee. The Committee shall call for the meeting within sixty (60) days of receipt of the requisition.
7. If the Committee has not sent out a notice within sixty (60) days of receiving the requisition, five (5) or more of those members who requisitioned the meeting may send out the notice themselves. The notice, signed by those who requisitioned the meeting, should state the purpose of the meeting and set a date for it. The notice must be sent out within three (3) months from the expiry of the period of sixty (60) days referred to in Clause 7(3) above.

Proceedings at General Meeting

8. No general meeting shall proceed with the business of ICF Malaysia Chapter unless a quorum is present. The quorum necessary for the transaction of business at a general meeting shall be at least one half of all members eligible to vote or twice the total number of the Committee members present, whichever is lesser.
9. If half an hour after the time appointed for the annual general meeting a quorum is not present, the meeting shall be postponed to a date not exceeding fourteen (14) days to be decided by the Committee; and if a quorum is not present half an hour after the time appointed for the postponed meeting, the members present shall have the power to proceed with the business of the day, but they shall have no power to alter the rules of ICF Malaysia Chapter or to make decisions affecting the whole membership.

10. Clauses 7(8) and 7(9) regarding the quorum and the postponement of an annual general meeting shall apply also to an extraordinary general meeting, but with a proviso that if no quorum is present after half an hour from the time appointed for a postponed extraordinary general meeting requisitioned by members, the meeting shall be cancelled, and no further extraordinary meeting shall be requisitioned for the same purpose until after a lapse of six (6) months from the date thereof.
11. The President or in the absence of President, the Vice President shall preside as chairman of the meeting at every general meeting or if they are not present within fifteen (15) minutes after the time appointed for holding the meeting or is unwilling to act, the members present shall elect one (1) of their number present to act as chairman of the meeting.
12. All motions excluding that pertaining to the election of Committee member shall be decided in the first instance by way of voting on a show of hands where each member shall be entitled to one (1) vote.
13. The election of Committee members shall always be by secret ballot.
14. A ballot may be demanded by the chairman of the meeting or at least ten (10) members on or before the announcement by the chairman of the result of the voting on a show of hands.
15. In the event of equality of votes, whether by way of voting on a show of hands or by ballot, the motion shall be treated as lost.
16. On a show of hands every member present shall have one (1) vote and in the case of a ballot exercise, every member present personally shall have one (1) vote.

CLAUSE 8 COMMITTEE

MANAGEMENT COMMITTEE

1. The management of ICF Malaysia Chapter shall be entrusted to the Committee to be elected at alternate Annual General Meeting.
2. The management and control of the affairs of ICF Malaysia Chapter shall be vested in the Committee which shall have the power to carry out its objects and for this purpose the Committee shall exercise all the powers and may do all such acts and things as may be exercised or done by ICF Malaysia Chapter save only such matters as are required by this Constitution to be decided by Members in general meetings.
3. Without prejudice to the generality of the powers herein before conferred the Committee may:
 - (a) control and regulate the finances of ICF Malaysia Chapter

- (b) publish or approve and superintend the publication of periodicals, journals, manuals, books, newsletters, brochures and papers and utilize any other means of communication, with prior approval of the authority concerned
 - (c) rent or otherwise acquire and furnish suitable premises for the use of ICF Malaysia Chapter
 - (d) invest and deal with any surplus moneys of ICF Malaysia Chapter in established banking or financial institutions in Malaysia upon such security and in such manner as it thinks fit, and it may from time to time vary such investments
 - (e) institute, conduct, defend, compound or abandon any legal proceedings by and against ICF Malaysia Chapter or its officers or otherwise concerning its affairs and also may compound and allow time for payment or satisfaction of any debts due or of any claims or demands by or against it
4. All acts done at any meeting of the Committee thereof or by any person acting as a Committee member thereof or as President, Vice President, Secretary or Treasurer, shall notwithstanding that it be discovered later that there was some defect in the appointment of such Committee member or person acting as aforesaid or that they or any of them were disqualified be as valid as if such Committee member or person had been duly appointed and was qualified to act.

COMMITTEE MEETINGS

- 5. The Committee shall meet at least four (4) times a year.
- 6. Meetings of the Committee shall be convened as directed by the President or any three (3) members of the Committee.
- 7. Not less than seven (7) days' notice in writing or by electronic means shall be given of meetings of the Committee unless the President or, in the absence of the President, the Vice President considers the situation as one of urgency which precludes the giving of such notice. The service of notice by electronic means shall be deemed to be effective on successful transmission.
- 8. The quorum for a meeting shall be a minimum of four (4).
- 9. The Committee may meet together either in person or, where they are not physically present in the same place, by means of any technological device by which they are able to simultaneously hear each other and to participate in discussion. The quorum of such meetings must be at least four (4) members who are able to take part at the same time. A Committee member who participates in a meeting held in accordance with this Clause shall be deemed to be present and entitled to vote at the meeting. A Committee

member may withdraw consent within a reasonable time before the day appointed for the meeting.

10. Voting at Committee meetings shall be by show of hands, each Committee member having one vote. Decisions at Committee meetings shall be by simple majority. In the case of an equality of votes the motion is to be treated as lost.
11. A resolution in writing, signed by a majority of the members of the Committee for the time being present in Malaysia and entitled to vote on the resolution at a Committee meeting, shall be as valid and effectual as if it had been passed at a meeting of the Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one (1) or more Committee members.

MINUTES

12. The Committee shall cause minutes to be regularly entered in the books provided for the purpose of the proceedings of its meetings or of meetings of its other Committees and of the names of all those present thereat and of all general meetings of ICF Malaysia Chapter.
13. The minutes of any meetings signed by the chairman of that meeting or of the next meeting as the case may be shall be conclusive evidence of the transactions recorded at such meetings.
14. The minutes may be kept in computerized form and in the event of any discrepancy; the hard copy signed by the chairman shall be conclusive.

COMPOSITION OF THE MANAGEMENT COMMITTEE

15. The Committee shall comprise the following:
 - (a) A President
 - (b) A Vice President
 - (c) A Secretary
 - (d) A Treasurer
 - (e) Three (3) Committee Members
16. The Committee shall serve for a term of 2 years.
17. The Committee shall have power to fill casual vacancies as necessary and such Committee members appointed shall hold office only until the conclusion of the next annual general meeting when election is to be held and they are eligible for re-election.
18. The Committee in its absolute discretion shall have the power to delegate any of its functions to a sub-committee to carry out any or specified duties.
19. The office of a Committee member shall be vacated as follows:
 - (a) if member becomes of unsound mind

- (b) if member is absent from three (3) Committee meetings and the Committee has passed a resolution that the member has by reason of such absence vacated office
 - (c) if upon notification in writing to ICF Malaysia Chapter, member wishes to resign from office as a Committee member
 - (d) if ceases to be a member of ICF or is suspended for any period of time from the ICF membership.
20. Any member who is a non-Malaysian citizen is eligible to stand for election as a Committee member PROVIDED ALWAYS that such appointment shall take effect from the date of approval by the Registrar of Societies.

CLAUSE 9 DUTIES OF OFFICE-BEARERS

1. The President shall lead the Committee in managing the affairs and activities of ICF Malaysia Chapter. In the absence of the President, the Vice President shall chair all general and Committee meetings and shall be responsible for the proper conduct of all such meetings and the recording of the proceedings thereat. The President shall also represent the ICF Malaysia Chapter in its dealings with outside persons.
2. In the absence of the President, the Vice-President shall perform such duties and exercise the powers of the President, as shall from time to time, be imposed on him by the Committee.
3. The Secretary shall keep all records, except the financial records of ICF Malaysia Chapter and shall be responsible for their correctness. The Secretary will keep minutes of all General and Executive Committee meetings and shall maintain an up-to-date Register of Members at all times.
4. The Treasurer shall keep all funds, collect and disburse all moneys on behalf of ICF Malaysia Chapter and shall keep an account of all monetary transactions and shall be responsible for their correctness.
5. All cheques or other instructions on ICF Malaysia Chapter's bank account shall be signed jointly by any two (2) of the following:-
 - a) President
 - b) Treasurer
 - c) Secretary
6. As soon as possible after the end of each financial year, a statement of receipts and payments and a balance sheet for the year shall be prepared by the Treasurer and audited by the Auditors appointed under Rule 15. The audited accounts shall be submitted for approval at the annual general meeting following the financial year end and copies shall

- be made available at the registered place of business of ICF Malaysia Chapter for the perusal of members.
7. The financial year of ICF Malaysia Chapter shall commence on 1st April and end on 31 March annually and the Committee shall have power at any time, and from time to time, to determine any change in the financial year end.
 8. The Committee Members shall carry out such duties as directed by the President and approved by the Committee. Some of the major duties include:
 - (a) Membership
 - (b) Education
 - (c) Credentialing
 - (d) Publicity and Promotions
 - (e) Special Projects
 9. All past presidents of ICF Malaysia Chapter shall be allowed to carry the title of Past President. The most recent Past President shall be titled Immediate Past President. Past Presidents may be invited to attend Committee meetings from time to time, and the Immediate Past President will serve as a full Committee member.

CLAUSE 10 FINANCIAL YEAR

1. The Treasurer may hold a petty cash float not exceeding RM500.00 (Ringgit Malaysia Five Hundred) at any one time and any payment from petty cash shall not exceed RM50.00 (Ringgit Malaysia Fifty) only at any one time.
2. All monies received shall within seven (7) days of receipt be deposited in a bank approved by the Committee.
3. No expenditure exceeding RM3,000 (Ringgit Malaysia Three Thousand) only at any one time shall be incurred without the prior sanction of the Committee and no expenditure exceeding RM10,000 (Ringgit Malaysia Ten Thousand) in any one month shall be incurred without the prior sanction of a general meeting. Expenditure less than RM3,000.00 (Ringgit Malaysia Three Thousand) at any one time may be incurred by the President or in the absence of the President, the Vice President and the Treasurer can approve.

CLAUSE 11 AUDITORS

1. Two voting members, not being members of the Committee, shall be elected as Honorary Auditors at alternate Annual General Meeting and will hold office for a term of two years only and shall be eligible for re-appointment.

CLAUSE 12 PROPERTY ADMINISTRATOR

None

CLAUSE 13 INTERPRETATION

1. Between annual general meetings the committee shall interpret the rules of the ICF Malaysia Chapter and when necessary, determine any point on which the rules are silent.
2. Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting, the decisions of the Committee shall be binding on all members of ICF Malaysia Chapter unless and until countermanded by a resolution of a general meeting.

CLAUSE 14 ADVISOR/PATRON

1. The Committee may, if it deems necessary to appoint such person or persons qualified to be Advisor or Patron for ICF Malaysia Chapter, provided always that the person to be appointed shall have first given his consent in writing before being appointed.

CLAUSE 15 PROHIBITIONS

1. ICF Malaysia Chapter shall not indulge in any political or allow its funds and/or premises to be used for political purposes or any other undesirable activities deemed prejudicial to its mission of building a vibrant coach community. No betting or any game of chance or any other forms of gaming prohibited by Law shall be conducted within its premise.

CLAUSE 16 AMENDMENT OF CONSTITUTION

1. This Constitution shall not be amended or altered except by the consent of not less than three-fourths (3/4) of such members entitled under the rules to vote as may be present at any general meeting of which notice specifying the intention to propose the resolution has been duly given according to the rules.
2. Any amendment or alteration shall be submitted within sixty (60) days of it being passed to the Registrar of Societies.
3. Such amendments shall take effect from the date of approval by the Registrar of Societies.

CLAUSE 17 DISSOLUTION

1. ICF Malaysia Chapter shall not be dissolved except by the consent of not less than three-fourths (3/4) of such members entitled under the rules to vote as may be present at any general meeting of which notice specifying the intention to propose the resolution has been duly given according to the rules.
2. Notice of any proposal to dissolve the Society shall be given to all members not less than one (1) calendar month before the date fixed for the meeting.

3. ICF Malaysia Chapter shall use its funds only to accomplish the objectives and purposes, and no part of said funds shall be distributed to its members. Any fund remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by a majority of such members entitled under the rules to vote as may be present at any general meeting of which notice specifying the intention to propose the resolution has been duly given according to the rules.
4. The Registrar of Societies shall be informed within fourteen (14) days of dissolution.

CLAUSE 18 FLAG, LOGO AND BADGE

1. Flag
 -
 - Description
 -
2. Logo
 -
 - Description
 -
3. Badge
 -
 - Description
 -

CLAUSE 19 VISITORS AND GUESTS

1. Visitors and guests may be admitted into the premises of ICF Malaysia Chapter but they shall not be admitted into the privilege of membership. All visitors and guests shall abide by ICF Malaysia Chapter's rules and regulations.

CLAUSE 20 NOTICES

1. All notices to a Member shall be in writing and shall be deemed to have been duly served if made in any of the following manner:
 - (a) If personally delivered to that Member; or
 - (b) If sent by prepaid post to the last known postal address of the Member; or
 - (c) If sent by facsimile or other electronic means, to the last known address; or
 - (d) If the notice is posted on ICF Malaysia Chapter's website; or
 - (e) If the notice is published in an English newspaper of national circulation.
2. A Member may send a notice to ICF Malaysia Chapter by way of personal service or by prepaid post to the Registered Office of ICF Malaysia Chapter.

3. An accidental omission to give such notice to or non-receipt of such notice by any person entitled thereto shall not invalidate the proceedings at any general meeting.

CLAUSE 21 THE STANDING OF THE CONSTITUTION

1. The Constitution must be read together with the Bye-Laws and the Code of Ethics of the ICF. If there is any inconsistency between them, the provisions of the Bye-Laws and the Code of Ethics of the ICF shall prevail.

CLAUSE 22 DEFINITIONS

1. "ICF" means the International Coach Federation
2. "Bye-Laws" means the Bye-Laws of ICF.
3. "Code of Ethics" means the Code of Ethics of ICF.
4. "Committee" means the Management Committee of ICF Malaysia Chapter
5. Words importing the singular number include the plural number and vice versa.
6. Words importing the masculine gender include the feminine.

Samuel Kurian A/K Kurian Samuel
President

Yong Foo Chuen
Secretary