

MALAYSIAN
SOCIETY OF
BODY
COMPOSITION

RULES & CONSTITUTION

MALAYSIAN SOCIETY OF BODY COMPOSITION
(PERSATUAN KOMPOSISI TUBUH BADAN MALAYSIA)

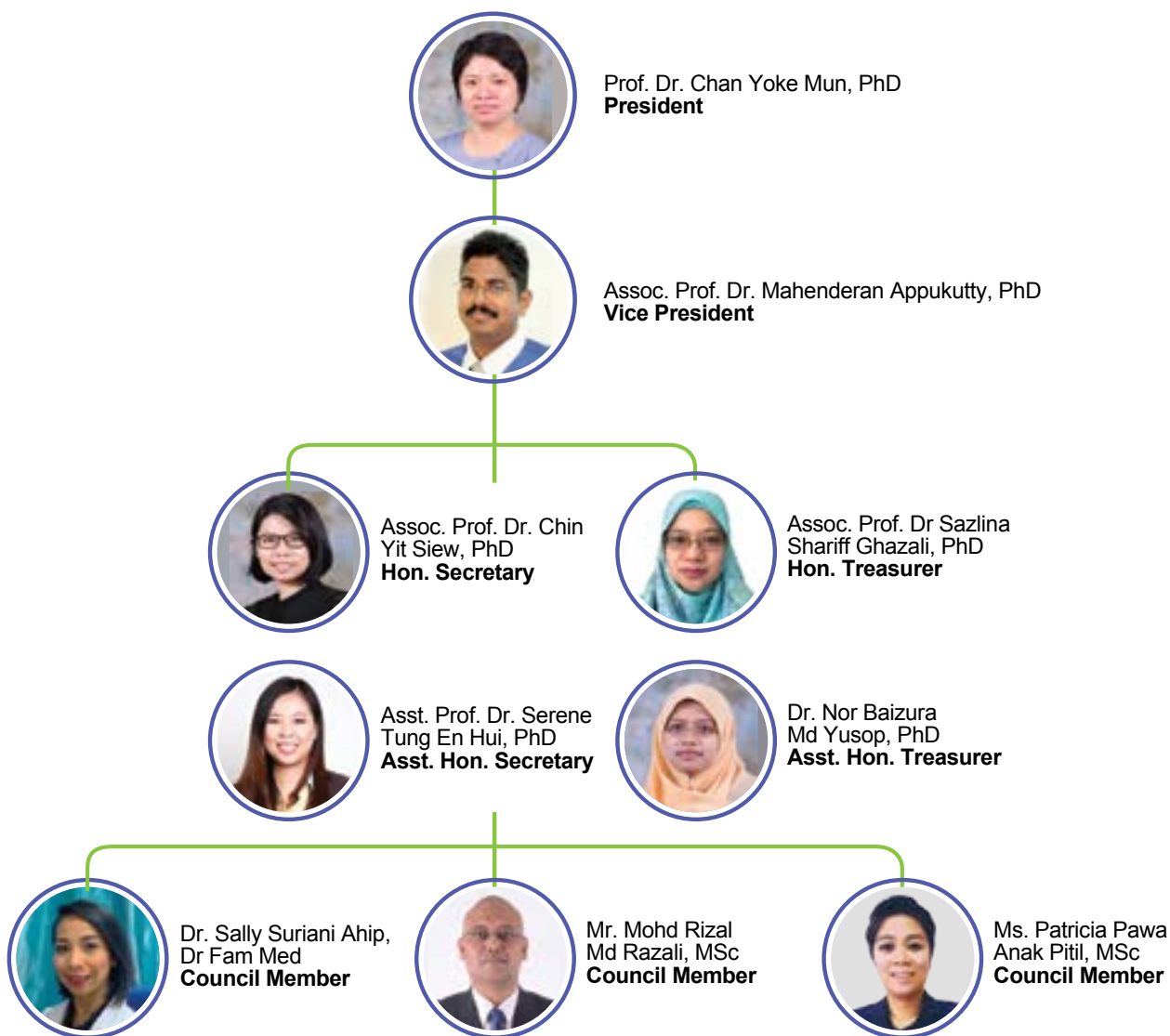
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www.msbc.org.my

ESTABLISHMENT OF SOCIETY

The idea of Malaysian Society of Body Composition (MSBC) establishment after the 1st Scientific Seminar on Body Composition and Nutrition on the 5th July 2019, which was a jointed effort of Research Centre of Excellence, Nutrition and Non-Communicable Diseases (RCoE NNCD) and Department of Nutrition and Dietetics, Faculty of Medicine and Health Sciences, Universiti Putra Malaysia (UPM). The objective of the seminar was to provide updates on body composition in the community and clinical aspect. The seminar was attended by 227 local and international participants, with overwhelming positive feedbacks. Majority of the participants have indicated high interest in body composition and requested for similar events to be organized such as conference, workshop and training, and also having a platform to discuss and exchange information on body composition. This had led to the idea of setting up a society that aimed as a platform to disseminate updated information, to standardize the skills and techniques in body composition measurement as well as on the interpretation of body composition.

PROTEM COMMITTEE OF MSBC



RULES OF
PERSATUAN KOMPOSISI TUBUH BADAN MALAYSIA
(MALAYSIAN SOCIETY OF BODY COMPOSITION)

1. NAME

The Society shall be called '*Persatuan Komposisi Tubuh Badan Malaysia*' (Malaysian Society of Body Composition), hereafter referred to as the Society.

2. PLACE OF BUSINESS

Research Centre of Excellence
Nutrition and Non-Communicable Diseases,
Faculty of Medicine and Health Sciences,
Universiti Putra Malaysia,
43400 UPM Serdang,
Selangor, Malaysia.

The registered office of the Society may be changed by the Council, with prior approval of the Registrar of Societies.

3. OBJECTS

The objects of the Society are:

- (a) To drive research and disseminate accurate information on body composition.
- (b) To conduct educational training on body compositions according to evidence-based practice.
- (c) To foster collaboration with other professional bodies, government agencies and private sectors locally and internationally.
- (d) To promote dynamic networks of health care professionals on body composition.

4. MEMBERSHIP

- (a) The Society shall consist of the following six categories of membership: Professional Member, Life Member, Associate Member, Corporate Member, Honorary Member and Fellow Member.

- i. **Professional Membership** shall be open to all persons of at least 18 years of age, residing in Malaysia and possess a professional certificate and qualification in healthcare (General Practitioners, Physicians, Nurses, Nutritionists, Dietitians, Occupational Therapists, Radiographers, Physiotherapists, Assistant Medical Officers) and other related science professions and educators who are actively involved in the area of body composition
 - ii. **Life Membership** shall be open to any active Professional member and has been on the Society's register for at least five years.
 - iii. **Associate Membership** shall be open to persons of at least 18 years of age trained in other disciplines and interested in the objects and goals of the Society.
 - iv. **Corporate Membership** shall be open to any locally and international incorporated organization, firm or company involved in body composition and interested in the objects and goals of the Society. Corporate members are entitled to nominate two representatives to the Society.
 - v. **Honorary Members** shall be elected with recommendations by the Council at a General Meeting for distinguished public service, or for meritorious contributions in the area of body composition.
 - vi. **Fellow Members** shall be elected with recommendations by the Council at a General Meeting for outstanding professional and meritorious contributions in the area of body composition. Fellows of the Society will be entitled to use the abbreviation, FMSBC, after their names.
- (b) An applicant for admission to membership of the Society, shall apply to the Council in writing in a form or online registration that approved by the Council. Applications for membership will be accepted subject to approval by the Council. The term active in the membership category refers to Members who pay the membership fees up to-date and take part in the Society activities, namely Annual General Meeting, seminars/symposium/conference or training/workshop.
- (c) Members are entitled privileges as stated below subject to payment in full of all subscription due and payable:
- i. To attend Society's Meetings
 - ii. To participate in activities organised by the Society
 - iii. The right to vote:
 - 1) Professional members and Life members have the right to vote.
 - 2) Honorary, Associate and Corporate members have no voting rights.

- iv. The right to hold office
 - 1) Professional and Life members who are Malaysians have the right to be part of the Council.
 - 2) Honorary, Associate and Corporate members shall not hold any positions.

5. RESIGNATION AND TERMINATION OF MEMBERSHIP

- (a) A member of the Society shall ipso-facto cease to be a Member
 - i. Upon his death, or
 - ii. Upon his conviction in a court of laws for a felony, or
 - iii. If he forfeits by misconduct any of the qualifications by virtue of which he became eligible for membership to the Society.

- (b) A member (Professional/ Associate/ Corporate Member) whose annual subscription is in arrears for two (2) calendar years and has been notified and has not replied within two (2) calendar months of such notice, shall ipso facto cease to be a Member of the Society. A Member of the Society shall be notified about the cessation of the membership.

- (c) A member of the Council who fails to attend three consecutive Meetings of the Council without satisfactory explanation shall be deemed to have resigned from the Council.

- (d) A member may resign or terminate his membership of the Society by making a written statement to the Honorary Secretary of the Society at least thirty (30) days from the date of the said resignation or termination. Such a Member shall be required to pay all debts owed and shall discharge all the responsibilities and agreements made to or on behalf of the Society. A Member who give such statement after the 30th of November in any year shall be liable to pay his dues to the Society for the following year, unless the Council agrees otherwise.

- (e) The Council shall have the power to expel any member who have breach any of the Articles of the Society or whose conduct shall be in the opinion of the Council render him unfit for membership of the Society. Before the Committee dismiss or suspend the said Member, the said Member shall be informed by a written statement of the reasons of being dismissed and suspended. The Council shall hold an inquiry at which the defending Member shall be given an opportunity to explain and defend himself. The decision of the termination shall be agreed by at least a two-third (2/3) majority of voting of the Council.

- (f) When a Member of the Council is resigned or terminated, the Council shall appoint a representative from a Professional or Life Member to undertake the duties of the deceased Council Member until the next election year.

6. SOURCE OF INCOME

- (a) Every applicant for Professional, Associate and Corporate members, whose application has been approved with the payment of the first annual subscription, shall pay a membership processing fee of RM50.00 (ringgit fifty only) which shall not be refundable.
- (b) An annual subscription fee of the Society for the following four categories of membership are:
- | | | |
|------|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
| i. | Professional Member | RM200.00 (ringgit two hundred only) per calendar year |
| ii. | Life Member | RM1,000.00 (ringgit one thousand only) payable at the time of his/her election as Life member |
| iii. | Associate Member | RM100.00 (ringgit one hundred only) per calendar year |
| iv. | Corporate Member | RM1,000.00 (ringgit one thousand only) per calendar year |
| v. | Honorary and Fellow members shall be exempted from payment of membership fees. | |
- (c) All subscriptions are due on the 1st of January of each year and are to be paid within one (1) month of the due date. In the case of a new member, subscription is due within one (1) month after the registration of membership.

7. ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

- (a) The Annual General Meeting (AGM) of the Society shall be held once each year before the end of June of each year and at a time and place to be decided by the Council.
- (b) The Honorary Secretary shall give at least thirty (30) days' notice of every Annual General Meeting.
- (c) The Honorary Secretary shall send to all members the Minutes of the previous Annual General Meeting, the Annual Report of the Council and the audited Annual Financial Report at least fourteen (14) days before the Annual General Meeting.
- (d) The Business to be transacted at the Annual General Meeting shall be: -
- i. to approve the Minutes of the last Annual General Meeting

- ii. to approve the Annual Report of the Council
 - iii. to approve the audited Annual Financial Report
 - iv. to elect Council Members and Auditors every two years
 - v. to discuss with any other matters as spelt out in the agenda
 - vi. to discuss any other matters, notice of which shall be given to the Honorary Secretary at least four (4) weeks before the date of the Meeting. This notice shall be proposed by one (1) Professional/Life Member and seconded by at least one (1) Professional/Life Member
- (e) The quorum of the Annual General Meeting shall be at least one-half of the total membership or twice the number of Council Members, whichever is the lesser for its proceedings to be valid.
- (f) In the event of a lack of quorum on the date fixed for the Annual General Meeting, the Chairman shall postpone the Annual General Meeting to a day not earlier than fourteen (14) days and not later than one (1) month from that day. At the postponed Annual General Meeting, the Members present (whatever their numbers) shall constitute a quorum, but they shall not have power to alter the rules of the Society or to make decisions affecting the whole membership.
- (g) An Extraordinary General Meeting shall be held by the Council when: -
- i. the Council deems it required; or
 - ii. written requisition to the Honorary Secretary by no less than twenty (20) of the professional members of the Society with clear objects and reasons for the Meeting.
- (h) The Honorary Secretary shall circulate to members the requisition of Extraordinary General Meeting within thirty (30) days from the date of receipt of such requisition.
- (i) Fourteen days (14) notice of an Extraordinary General Meeting shall be circulated by the Honorary Secretary before the fixed date for the Meeting with agenda specified.
- (j) Election of Council Members:
- i. Council Members shall be elected during an Annual General Meeting.
 - ii. The nine (9) candidates receiving the highest votes shall be considered elected as Council Members.
 - iii. In the event that the President is returned to Office, the post of Immediate-Past President shall remain vacant.
 - iv. The various office-bearers of the Society shall be elected from the nine (9) Council Members within one month after the Annual General Meeting.
 - v. Should there be less than nine Council Members elected at an election, then the remaining numbers of the Council Members may be co-opted as deemed

qualified and necessary by the elected Council for the two (2) year duration until the following election term.

- vi. A member who is not able to present at an AGM may also be eligible for election into the Council, provided he submits a signed written consent to stand for election, duly signed by a proposer and seconder.

8. COUNCILS / COMMITTEE

- (a) The Society shall be governed by the Council.
- (b) The Council of the Society shall consist of nine (9) Professional/Life Members who are elected biennially at the Annual General Meeting. Names for the above offices shall be proposed and seconded and biennial election will be by a simple majority vote of the delegates at every second Annual General Meeting. Provided that the Honorary Treasurer shall hold office for a period of not more than two terms consecutively, all office bearers shall be eligible for re-election each year. The Office Bearers are as follows:

- A President
- A Vice-President
- An Honorary Secretary
- An Honorary Assistant Secretary
- An Honorary Treasurer
- An Honorary Assistant Treasurer
- Three (3) Ordinary Council Members

The office bearers of the Society and every officer performing executive functions in the Society shall be Malaysian citizens.

- (a) The Council shall organize and supervise the day-to-day activities of the Society and make decisions on matters affecting its running within the framework of the Rules. The Council may not act contrary to the expressed wishes of the General Meeting without prior references to it and shall always remain subordinate to the General Meeting. It shall furnish an annual report, including an audited statement of accounts, to each Annual General Meeting on its activities during the fiscal year.
- (b) The Council shall meet at least once every three (3) months. The President or in his absence, not less than three (3) of the Council Members collectively may call for a Meeting of the Council to be held at any time. At least one half of the Council Members must be present for its proceeding to be valid and to constitute a quorum. Any Member of the Council who fails to attend three (3) consecutive Meetings of the Council without satisfactory explanation shall be liable to have his term of office terminated.
- (c) In the intervals between Council Meetings where any urgent matter requiring the approval of the Council arises, and it is not possible to convene a Meeting, the

Honorary Secretary may obtain such approval by means of a circular letter to enable a decision to be made from replies of at least six (6) Council Members.

- (d) Any vacancy arising between elections shall be filled by appointment of the Council.
- (e) The Council may co-opt members to serve in ad-hoc committees when necessary.

9. DUTIES OF COUNCIL MEMBERS

- (a) All members of Council shall perform duties as decided by Council. It shall be the duty of the members of Council to collectively administer the affairs of the Society within the guidelines as set out in the Constitution of the Society and the policies approved by the General Meeting.
- (b) The President shall preside at all General and Council Meetings of the Society. He shall have a casting vote in addition to his vote as member.
- (c) The Vice-President shall assume all duties, powers and responsibilities of the President in the absence of the latter.
- (d) The Honorary Secretary shall conduct all correspondence and keep all books, documents and papers except the accounts and financial records, and in consultation with the President, be responsible for calling all Council and General Meetings and for all external correspondence of the Society. He shall prepare an annual report of the Society's activities for presentation at the Annual General Meeting. He shall record the proceedings of all Meetings, make a summary record of all General Meetings and circulate copies of the Minutes of these Meetings to the Council Members within fourteen (14) days. Within twenty-eight (28) days after the holding of an Annual General Meeting, he shall submit the annual returns of the Society to the Registrar of Societies as required under section 14(1) of the Societies Act, 1966.
- (e) The Honorary Assistant Secretary shall assist the Honorary Secretary in all the latter's duties. In the absence of the Honorary Secretary, the Honorary Assistant Secretary shall deputise for him and assume his responsibilities.
- (f) The Honorary Treasurer shall keep accounts of all financial transactions of the Society and shall be responsible for their correctness. To be a signatory for the Society and with the President and Honorary Secretary to be responsible for the final approval and signing of all financial contracts. Honorary Treasurer is to ensure clear lines of accountability through the budget holders and clear financial control as decided by Council. At the end of the financial year, he shall prepare an annual balance sheet and statement of accounts to be audited by the Honorary Auditors for presentation at the succeeding General Meeting. The Honorary Treasurer is authorised to expend up to ringgit one thousand (RM 1,000.00) at any one (1) time for petty expenses.

- (g) In the absence of the Honorary Treasurer, the Honorary Assistant Treasurer shall deputise for him and assume his responsibilities. The Honorary Assistant Treasurer shall provide assistance to the Honorary Treasurer and operate treasury in line with existing accounting procedures. Honorary Assistant Treasurer is to participate in various committees as member and provide assistance to prepare budgets.
- (h) The Ordinary Council Members shall carry out such duty assist as decided by the Council.

10. FINANCIAL PROVISIONS

- (a) Subject to the following provisions in this rules, the funds of the Society may be expended for the purpose necessary for the carrying out of its objects, including expenses of its administration, the payment of salaries, allowances and expenses to its office bearers and paid staff, and the audit of its accounts, and expenses for scientific talks and seminars, but they shall on no account be used to pay the fine of any member who may be convicted in a court of law.
- (b) The Honorary Treasurer may hold a petty cash advance not exceeding ringgit one thousand (RM 1,000.00) 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.
- (c) All cheques or withdrawal notices on the Society's account shall be signed jointly by the President, the Honorary Secretary and the Honorary Treasurer. In the absence of the President, the Honorary Secretary or the Honorary Treasurer for a long period, the Committee shall appoint one of its members to sign in his place.
- (d) The President, the Vice-President, and the Honorary Treasurer or the Honorary Secretary, are authorised to approve expenditure of not exceeding ringgit five thousand (RM5,000.00) for the management of the Society and shall seek endorsement for such expenditure at the ensuing Council Meeting.
- (e) The Council shall authorise and approve every item of expenditure above ringgit five thousand (RM5,000.00) and below ringgit two hundred thousand (RM200,000.00) from the funds of the Society. A General Meeting shall approve by at least a two-third (2/3) majority of the voting members, every item of expenditure equal or exceeding ringgit two hundred thousand (RM200,000.00).
- (f) The Society may from time to time receive donations in the form of cash or kind from any person or group of persons so disposed on behalf of the Society and also to raise money and to invest and deal with money so derived for the purpose of enhancing scientific study on body composition.
- (g) 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 Honorary

Treasurer and audited by the Auditors appointed under the rule 13. The audited accounts shall be submitted for the approval of the next Annual General Meeting, and copies shall be made available at the registered place of business of the Society for the perusal of members.

- (h) The financial year of the Society shall commence on the 1st January and end on the 31st December every year.
- (i) The income and the asset/property of the Society whomsoever derived shall be applied solely towards the promotion of the objects of the Society as set forth in this Constitution and no portion thereof shall be paid or transferred directly by way of dividend, bonus or otherwise howsoever by way of profits, to members of the Society. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or servant of the Society or to any member of the Society in return for any service actually rendered to it or of allowances and travelling expenses to a member of the Society when engaged on any business connected with or arising out of the carrying out of any of the objects of the Society.
- (j) Education Grant
 - i. Only Professional and Life Members who has been an active Member for more five (5) years and paid up all membership subscriptions shall be eligible to apply for the grant.
 - ii. Applicants should have the acceptance letter/document from local or international organiser and award only will be granted for workshop, training, conference presentation either oral or poster that are relevant to body composition related area of interest.
 - iii. Each applicant may be awarded up to a maximum of ringgit one thousand (RM1,000.00) for each application upon Council decision.
 - iv. A successful applicant shall not be considered for more than one (1) grants each year. A grant shall not be given to a Member who has benefited from the grant in the previous year.
 - v. All applications for the grant shall be made in prescribed forms approved by the Council with the declaration of additional financial support and submitted together with relevant document.
 - vi. Applications shall be received by the Honorary Secretary at least two (2) months before the date of the course, seminar, workshop or conference.

11. AUDIT

- (a) One (1) or two (2) Members, who shall not be office-bearers of the Society, shall be appointed by the Annual General Meeting as Honorary Auditors. The Honorary Auditors shall hold office for one year and shall be eligible for re-appointment.
- (b) The Auditor/Auditors shall be required to audit the accounts of the Society for the year, and to prepare a report or certificate for the Annual General Meeting. The Honorary Auditors may also be required by the President to audit the accounts of the Society for any period within their tenure of office at any date, and to make a report to the Committee.

12. PROPERTY ADMISTRATORS/ TRUSTEES

- (a) Three Trustees, who must be over 21 years of age, shall be appointed by the Society at the Annual General Meeting. They shall have vested in them all immovable properties whatsoever belonging to the Society upon execution of a Deed of Trust. Council shall fill vacancies, as and when they arise, subject to approval at the Annual General Meeting. All moveable property shall be vested in the Council.
- (b) No documents of purchase of sale or mortgage of immovable property of the Society shall be certified or signed by the Trustees unless a Resolution to purchase, sell or mortgage the property has been adopted by a two-third (2/3) majority of voting members present at an Annual General Meeting or Extraordinary General Meeting of the Society. Resolutions adopted at a postponed General Meeting shall not be binding on the trustees if the quorum present at that postponed Meeting was less than the quorum prescribed in Article 9a(ii) of the Constitution.
- (c) The Trustees shall sign all lease Agreements for any land or building owned by the Society.
- (d) Any or all the Trustees may be removed from office by a resolution passed by a two-third (2/3) majority of voting members present at a General Meeting. A Trustee may be removed from office by a General Meeting on the ground 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.
- (e) In the event of the death, resignation or removal of a Trustee the vacancy shall be filled by a new Trustee appointed by a General Meeting as soon as possible.

13. INTERPRETATION

This Constitution shall be cited as the Constitution of the Malaysian Society of Body Composition (PERSATUAN KOMPOSISI TUBUH BADAN MALAYSIA) registered by the Registrar of Societies under the Societies Act, 1966.

- (a) The Society means the body corporate called “Malaysian Society of Body Composition” (PERSATUAN KOMPOSISI TUBUH BADAN MALAYSIA) of which the articles hereunder are the Constitution.
- (b) Council means the Council of the Malaysian Society of Body Composition
- (c) Office means the registered office, for the time being, of the Society or as determined by resolution of Council.
- (d) A member means a Professional Member, Life member, Associate Member, and Corporate Member.

14. ADVISOR/PATRON

The Council shall if it deems fit and necessary appoint qualified persons to be the Advisor or Patron of the Association. The person appointed must give his consent in writing.

15. PROHIBITION

- (a) Neither the Society nor its members shall attempt to restrict or in any other manner interfere with the trade or prices or engage in any Trade Union activities as defined in the Trade Union Ordinance 1959.
- (b) The Society shall NOT indulge in commercial trade nor involve itself in any political or trade union activities and shall NOT allow its members and staff, assets, premises and properties to be used for such activities.
- (c) The Society shall NOT hold any lottery nor permit any kind of unlawful activities on its premises
- (d) All the members of the Council and any other officer performing executive functions on behalf of the Society MUST be citizens of Malaysia.
- (e) The income and property of the Society shall be applied solely towards the promotion of the objectives of the Society as set forth in the rules and regulations and no portion shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profits to the Members of the Society and Council.
- (f) The objectives of the Society shall NOT be exploited for the benefits of the Council and Members of the Society and their immediate family members.
- (g) The Council and Members of the Society performing executive functions shall not abuse their position and authority for personal benefits.
- (h) The funds of the Society shall NOT be used to bail or pay fines of the trustees or any other member implicated in the court of law.

16. AMENDMENTS OF CONSTITUTION

- (a) The Constitution may be amended by resolution at an Annual General Meeting with appropriate written notice has been given to the Honorary Secretary.
- (b) All proposed amendments to the Constitution shall require to be passed by a two-third (2/3) majority of voting Members being present at a General Meeting.
- (c) The amendments shall not come into force without the approval of the Registrar of Societies, Malaysia. Any amendment to the Constitution shall be forwarded to the Registrar of Societies within 60 days of being passed by the General Meeting.

17. DISSOLUTION

- (a) The Society may be voluntarily dissolved by a resolution of not less than a two-third of voting members.
- (b) In the event of the Society being dissolved as provided all debts and liabilities legally incurred on its behalf shall be fully discharged, and the remaining funds shall be disposed in such manner as may be decided upon by a General Meeting.
- (c) Notice of the resolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.

18. LOGO



- (a) Red
 - Represents fearlessness and energy that stimulates the body composition. It is

a physical stimulant.

(b) Blue

- Represents accountability, credibility, trust, knowledge, professionalism, calm, and focus. These qualities are valued in medical and healthcare fraternity.

(c) Black

- Represents boldness, and firmness.

(d) Circle

- Represents the need to interpret body composition from a holistic approach.

(e) Human Figure (male and female)

- Symbolizes human as the subject for the body composition study. It is illustrated in the circle which means wholeness in measuring the body composition.

(f) Figure 2020

- Represents the year of establishment.

Main activities of the MSBC

Seminar / Conferences / Workshop

- Technical Workshop (national / regional level)
- Seminar/ Scientific Updates

Courses / Educational Training

- Certification Training Program on body composition (Basic, Intermediate, Advance)

Community Outreach Program

Research

Research Centre of Excellence
Nutrition and Non-Communicable Diseases,
Faculty of Medicine and Health Sciences,
Universiti Putra Malaysia,
43400 UPM Serdang,
Selangor, Malaysia.

