

PERSATUAN BADMINTON MALAYSIA

(BADMINTON ASSOCIATION OF MALAYSIA)

CONSTITUTION

**PERSATUAN BADMINTON MALAYSIA
(BADMINTON ASSOCIATION OF MALAYSIA)**

CONSTITUTION

1. NAME

The Association shall be called the PERSATUAN BADMINTON MALAYSIA (BADMINTON ASSOCIATION OF MALAYSIA) hereinafter referred to as the "B.A.M."

2. REGISTERED ADDRESS

The registered address of the Association shall be at:

Stadium Juara
Kompleks Sukan Bukit Kiara
Jalan 1/70 D, Bukit Kiara
60000 Kuala Lumpur

or at other place or places as may from time to time be decided on by the Council. The registered address of the Association shall not be changed without the prior approval of the Sports Commissioner.

3. The Official Crest of the B.A.M shall be circular ring surrounding a globe over which shall be mounted a yellow shuttlecock. The globe signifies B.A.M.'s worldwide affiliation and international brotherhood in sports. The shuttlecock symbolises the Badminton sport. The surrounding border with the words "PERSATUAN BADMINTON MALAYSIA" symbolises B.A.M.'s strong links with world Badminton. Red, white and yellow – the colours of Malaysian Flag symbolise patriotism.

4. PATRONS

The Council may invite distinguished persons to be patrons of the B.A.M.

5. OBJECTS

The objects of the B.A.M. shall be :-

- i) To encourage, promote and control the game of Badminton in Malaysia.
- ii) To be affiliated to the Badminton World Federation, Olympic Council of Malaysia and any other suitable organisation.
- iii) To take such measures as may be deemed necessary for the management and control of championships and competitions organised by B.A.M. or by any other approved body on behalf of the B.A.M.
- iv) To ensure the observance of all rules and regulations in all State, National or International Badminton competitions or championships organised in Malaysia.
- v) To formulate, implement and enforce such Rules, Standing Orders, By-Laws and Regulations made under the Constitution.
- vi) To settle or adjudicate all disputes of affiliates.

- vii) To ensure the enforcement of penalties imposed on or by affiliates and associates on any of its members.
- viii) To further and maintain close co-operation with the National Sports Council or similar organisations.
- ix) To acquire by purchase, lease, or otherwise any land or property and to build or enter into agreements to develop or manage as otherwise provided, Badminton halls, hostels, schools and other facilities in connection therewith and to furnish, modify and maintain the same.
- x) To manage, improve, maintain all or any part of the lands and other property and to sell, exchange, lease or otherwise deal with and dispose of the land and/or buildings hereon either together or in portions, for such considerations as it may think fit and for such purpose to appoint attorneys by giving a Power of Attorney.
- xi) To borrow or raise and give security for money by assignment, charge or otherwise upon all or any part of its property.
- xii) To establish, maintain and conduct a Badminton Academy and an Educational Institution or other facilities in connection with incidental to or to promote the game of Badminton.
- xiii) To invest and deal with the monies and assets of the B.A.M. in such manner as may from time to time be determined.

6. DEFINITION

In this Constitution, unless otherwise stated –

“affiliate” or “affiliate member” means a State Association or Federal Territory of Kuala Lumpur affiliated to the B.A.M.;

“Appointed member” means a member appointed by the President, to serve in the Council of the B.A.M. for a term similar as the prevailing Council, after consultation with the Council and shall have power to vote in the meetings of the Council but not in General Meetings. Any appointed member may be reappointed for a further term or terms with the approval of the Council on an annual basis;

“approved body” means any organisation affiliated to the B.A.M or organisation with which the B.A.M. is affiliated;

“associate” or “associate member” means a Malaysian National Organisation associated to the B.A.M. who shall enjoy the privileges and amenities and also abide by the duties and obligations to the B.A.M. like an affiliate and shall be represented at the General Meetings of the B.A.M. by two observers who shall have no power to vote;

“by-laws” means the laws subordinate to this Constitution which govern the conduct of Sub-Committees and ad-hoc Committees and have been brought into force with the prior approval of the Council;

“delegate” means the accredited representative of an affiliate;

“qualified affiliate” means an affiliate which has paid its annual affiliation fee and all other dues to the B.A.M. in full and conduct of the General Meeting or the Council as the case may be;

“regulations” means the regulations subordinate to the by-laws and approved by the Council to empower a Sub-Committee or ad-hoc Committee to discharge its mandate;

“rules” means the rules as spelt out in this Constitution;

7. MEMBERSHIP

- i) The membership of the B.A.M. shall be limited to the following that are registered or deemed to be registered under the Sports Development Act 1997.
 - a) State Badminton Associations or Federal Territory Badminton Association;
 - b) National organisation whose interest among other things, include Badminton.
- ii) Application for membership shall be made in writing to the General Secretary and/or the General Manager and it shall be within the jurisdiction of the Council to approve or reject any application without assigning any reason thereof.

8. FEES

An affiliate or associate member shall pay annually on or before the date of the Annual General Meeting a fee of RM50-00 in order to :

- i) qualify the affiliate for voting rights at the aforesaid meeting;
- ii) permit representatives of associate members to attend the aforesaid meeting as observers.

9. OFFICIALS OF THE B.A.M. AND THEIR DUTIES

- i) President
 - a) The President shall be elected at an Annual General Meeting for a term of four years and shall be eligible for re-election.
 - b) The President shall preside at all General and Council meetings and ensure that the affairs of the B.A.M. are conducted in a correct and democratic manner.
 - c) The President shall have a vote in the Council as well as in the General meetings.
- ii) Deputy Presidents
 - a) The AGM shall elect Deputy President I, amongst the Vice-Presidents to serve as Deputy President I in the BAM Council. He / She shall hold the position for a term of four (4) years.
 - b) The AGM shall elect a Deputy President II from either amongst the Vice Presidents or any person deemed fit to hold the position of Deputy President II in the BAM Council. He / She shall hold the position for a term of four years only.
 - c) The Deputy President shall act for the President in the latter's absence.
 - d) The Deputy Presidents shall not simultaneously hold the position of official delegate of any affiliate.
- iii) Honorary Life President

- a) The President in consultation of the BAM Council, may appoint an ex-BAM President to become an Honorary Life President.
 - b) The Honorary Life President is an advisory position, and the person shall be invited to all Council and General Meeting but without voting rights.
- iv) Vice-Presidents
- a) The President of every affiliate shall be Vice-President of the B.A.M.
 - b) Vice-Presidents shall have the right to vote in the Council as well as in the General Meetings of the B.A.M.
- v) General Secretary
- a) The General Secretary shall be appointed by the President after consultation with the Council.
 - b) He shall hold office at the pleasure of the incumbent President.
 - c) The General Secretary shall carry out the duties on behalf of the B.A.M. under the directions of the Council and the President.
 - d) He shall attend all General and Council Meetings and shall have a vote at all such meetings.
 - e) He shall keep a membership register.
 - f) He shall not simultaneously hold the position of official delegate of any affiliate.
- vi) Assistant General Secretary: -
- a) The Assistant General Secretary shall be appointed by the President after consultation with the Council.
 - b) He shall hold office at the pleasure of the incumbent President.
 - c) The Honorary General Secretary shall assist the General Secretary in his duties. The Council may decide that the B.A.M. provide a monthly stipend to the Assistant General Secretary.
 - d) He shall attend all General and Council Meetings and shall have a vote at all such meetings.
 - e) He shall not simultaneously hold the position of official delegate of any affiliate.
- vii) Treasurer:-
- a) The Treasurer shall be appointed by the President after consultation with the Council.
 - b) He shall hold office at the pleasure of the incumbent President.
 - c) The Treasurer shall carry out the duties on behalf of the B.A.M. under the directions of the Council and the President. The Council may decide that the B.A.M. provide a monthly Stipend to the Treasurer.

- d) He shall attend all General and Council Meetings and shall have a vote at all such meetings.
- f) He shall not simultaneously hold the position of official delegate of any affiliate.

10. COUNCIL AND ITS' DUTIES

- i) The Management of the B.A.M. shall be vested in the Council.
- ii) The Council shall consist of:-
 - a) The President
 - b) The Deputy President
 - c) The Vice President
 - d) The General Secretary
 - e) The Assistant General Secretary
 - f) The Treasurer
 - g) The Honorary Secretary from each affiliate
 - h) Up to five appointed members to be appointed by the President after consultation with the Council.
- iii) Subject to the directions of the General Meeting the Council shall:-
 - a) Conduct all the affairs of the B.A.M. in accordance with the Constitution.
 - b) Formulate such rules, standing orders, by-laws and regulations as may be necessary for the efficient and proper conduct of the affairs of the B.A.M.
 - c) Direct the General Secretary and Treasurer in the proper discharge of their duties.
 - d) Employ and direct employees as may be deemed necessary to carry out the objectives of B.A.M
 - e) Appoint delegates to represent the B.A.M. in other organisations.
 - f) Make regulations governing the application for membership.
 - g) Fix dates for its meetings and General Meetings.
 - h) Allot duties for various other officials of the B.A.M.
 - i) Collect and disburse all monies and maintain proper accounts thereof.
 - j) Compile reports and maintain proper records of all properties of the B.A.M.
 - k) Take such measures considered necessary to further the aims and objects of the B.A.M. and in the interest of Badminton in Malaysia within the meaning of this Constitution.
- iv) The Council shall appoint committees for

- a) Finance
- b) Tournaments
- c) Coaching and Training
- d) Development
- e) Technical Officials
- f) Rules & Discipline
- g) Welfare
- h) Building and Facilities

and may appoint such further committees as may be deemed necessary. The Chairman of each committee shall be appointed by the President in consultation with the Council.

- v) There shall be established an executive committee which shall consist of the President, the Deputy Presidents, the General Secretary, the Treasurer, the Assistant General Secretary and all Chairman of the Committees.

The President shall act as the Chairman. The Executive Committee shall have the power to meet and deal with any matters which may arise between meetings of the Council and to act under instructions specifically delegated to it by the Council.

- vi) The President shall in consultation with the Executive Committee, appoint a General Manager who shall be responsible for the effective management of the B.A.M. within the policies and objectives approved from time to time by the Annual General Meeting, the Council and the Executive Committee. The General Manager shall be a full time employee of B.A.M. and shall subject to the following terms and conditions:-

- a) Entitled to such remuneration as may be decided by the President;
- b) Employ such other staff as are deemed necessary within the approved cadre and budget;
- c) Carry out the duties on behalf of the B.A.M. under the directions of the Council and the President;
- d) Attend all General, Council and Executive Committee Meetings and other B.A.M. meetings but shall not have a vote at all such meetings; and
- e) Shall not simultaneously hold the position of official delegate of any affiliate.

- vii) In the event of vacancy of the position of the General Manager, the President may appoint any person to be the acting General Manager and such Acting General Manager shall have the authority and be authorised to carry out all the duties of the General Manager.

11. MEETINGS

- i) Annual General Meeting
 - a) The Annual General Meeting shall be held before the end of May each year. In exceptional cases the Council may postpone the AGM to a date not later than the end of July but notice of such postponement shall be given to all affiliates before the end of March.
 - b) At least twenty-one days written notice shall have been given of such meeting.

- c) The President, the Deputy Presidents, the Vice Presidents, the General Secretary, the Treasurer and the Assistant General Secretary shall be eligible to attend the Annual General Meeting and shall be entitled to a vote each.
 - d) Each qualified affiliate shall be eligible to send two delegates and each shall have one vote.
 - e) The quorum for an Annual General Meeting shall be fifteen voting members.
 - f) The Annual General Meeting shall among other things:
 - 1) Receive and if approved adopt the Annual Report and Statement of Accounts of the Financial Year immediately preceding.
 - 2) Elect the Council members in accordance with the provisions of this Constitution.
 - 3) Elect an approved firm of Auditors to audit the accounts of the B.A.M.
 - 4) Discuss such other matters of which due notice shall been given in writing to the General Secretary and/or the General Manager not later than seven days before the date of the Annual General Meeting.
- ii) Extraordinary General Meeting
- a) An Extraordinary General Meeting may be convened at the discretion of the Council or upon a written request to the General Secretary and/or the General Manager signed by not less than one third of the qualified affiliates.
 - b) At least twenty one days notice shall have been given of such a meeting.

At least fourteen days notice shall have been given of such a meeting provided the President may in his discretion call for such a meeting at shorter notice.
 - c) The President, the Deputy Presidents, the Vice Presidents the General Secretary, the Treasurer and the Assistant General Secretary shall be eligible to attend the Extraordinary General Meeting and shall be entitled to a vote each.
 - d) Each qualified affiliate shall be eligible to send two delegates, and each shall have one vote.
 - e) Only specific matters concerned with the subject for which the Extraordinary General Meeting is convened shall be discussed.
 - f) The quorum for an Extraordinary General Meeting shall be fifteen voting members.
- iii) Council Meeting
- 1) The Council shall meet upon the written notice of the General Secretary and/or the General Manager at least once in three months.
 - 2) At least seven days notice shall have been given of such a meeting.
 - 3) The quorum for a meeting shall be seven voting members.

12. VOTING

- i) Any resolution put to a meeting shall be decided by a show of hands and a simple majority shall suffice, provided that a ballot may be called for by the majority of the members present.
- ii) The Chairman shall have a casting vote in addition to his own vote.
- iii) No proxy voting shall be permitted.

13. FINANCE

- i) The financial year of B.A.M. shall begin on the 1st day of January and end on the 31st day of December, of the year.
- ii) The income of the B.A.M. shall be from the following sources:-
 - a) Affiliation fees
 - b) Associate membership fee
 - c) Receipts from tournament and competitions
 - d) Rentals
 - e) Donations
 - f) Any other source
- iii) The Council shall lay down the by-laws and regulations to control the finance of the B.A.M.
- iv) No loans shall be incurred without the prior sanction of the Council.

14. DUTIES AND OBLIGATIONS OF AFFILIATES AND ASSOCIATES

- i) The Council shall be empowered to make by-laws and regulations pertaining to relations between affiliates and associates and the B.A.M.
- ii) The Council shall have the power to suspend for any period it may deem suitable the affiliation or associates membership of any affiliate or associate member that fails to carry out its duties and obligations as contained in the by-laws and regulations. During such period of suspension the affiliate or associate member shall cease to enjoy the privileges of an affiliate or associate member.
- iii) An affiliate that fails to settle its due to the B.A.M. within the stipulated period shall cease to have representation in the B.A.M.

15. BORROWING

B.A.M., with the consent of the Council, may borrow or raise money for the purposes of the B.A.M. upon the security by assignment charge or otherwise upon all or any part of its property or assets and the officials stipulated in Article 16 (iii) hereunder shall have the power to execute all deeds or other documents which may be required for that purpose.

16. IMMOVABLE PROPERTIES

- i) B.A.M. may own, purchase, sell, accept a lease, lease, charge or mortgage immovable properties.

- ii) No immovable properties of B.A.M. shall be sold, charged, mortgaged, leased, transferred or dealt in any manner whatsoever except with the authority of a resolution of a General Meeting.
- iii) The immovable properties of B.A.M. shall be registered in the name of B.A.M. and all instruments of dealings and/or documents in relation to such properties shall be executed by the President, one of the Deputy President appointed by the Council, and the General Secretary in office at the time of execution. Such execution shall be valid and effective as if it has been executed by a registered proprietor.
- iv) The persons executing as the President, the appointed Deputy President and the Honorary Secretary in office at the time of execution shall be sealed with a rubber stamp of the Association.

17 ALTERNATE DISPUTE RESOLUTION

- i) If a dispute or issue arises whether provided by this Constitution or otherwise in relation to the sport of Badminton, membership or any other obligation between BAM and affiliates/associate members, between affiliates/associate members or between members of affiliates/associate members (whether club, organisation or individual) either by affiliation, membership, associate, tournament participation, a party to the issue shall not commence arbitration and/or court proceedings relating to the issue or dispute unless that party has participated in a mediation in accordance with paragraph (ii) and (iii) of this article.
- ii) A party claiming that a dispute or issue has arisen whether contractually or otherwise including any issue or right or relief provided for or otherwise in this Constitution (“the Dispute”) must give a written notice to the Alternate Dispute Resolution Committee of Olympic Council of Malaysia (“OCM”) and/or other committee designated by OCM (“ADRC”) with a copy to the office of the B.A.M. in the name of the General Secretary and/or the General Manager, specifying the nature of the Dispute (“the Notice”) to the other party or parties to the Dispute. The parties shall then participate in mediation in accordance with this Article unless the dispute is of such nature that the ADRC may refer direct to arbitration provided in this Constitution.
- iii) Within seven working days of receipt of the Notice or shorter period agreed in writing by them on, the parties to the Dispute shall agree on:-
 - (a) the procedures to be adopted in a mediation of the Dispute;
 - (b) the timetable for all the steps in those procedures; and
 - (c) the identity and fees of the mediator.
- iv) Then ADRC shall appoint the mediator, who shall be determined from a panel of mediators approved by ADRC, determine the mediator’s fees and determine the proportion of those fees to be paid by each party (to be in equal shares unless otherwise agreed by the parties).
- v) The parties must mediate the Dispute:-
 - (a) with the mediator appointed under paragraph (iv);
 - (b) in good faith; and
 - (c) in accordance with the Constitution, By-laws and Mediation Rules of OCM and B.A.M. respectively and/or other statutory law as the case may be (“the Rules”).

- vi) If a party commences proceedings relating to the Dispute for urgent interlocutory relief, that party must consent to an order that:-
 - (a) the proceedings relating to the Dispute be referred to mediation by a mediator in accordance with this Article; and
 - (b) if the parties do not agree on a mediator within seven days of the order referred to in paragraph (a), the mediator appointed by ADRC will be deemed to have been appointed by the Court.
- vii) If a party :
 - (a) refuses to participate in a mediation of the Dispute to which it earlier agreed; or
 - (b) refuses to comply within paragraph (v) of this article, a notice having been served in accordance with paragraph (ii); then
 - (1) that party is not entitled to recover its cost in any court proceedings or arbitration relating to the Dispute, even if that party is successful; and
 - (2) that party is deemed to have consented to an order of the High Court of Malaya that it will specifically perform and carry into execution paragraph (v) of this Article.
- viii) If the mediation fails, and/or is terminated either by the provisions of this Article or pursuant to the Rules, then parties shall automatically proceed to the process of arbitration pursuant to the Arbitration Act of 2005 Malaysia or any similar amended laws thereto.
- ix) Any dispute arising from or related to either by or as an appeal from the mediation process, will be submitted exclusively to one (1) Arbitrator appointed from the panel of arbitrators appointed by ADRC and in accordance with the guidelines provided by OCM and/or Badminton World Federation and in accordance with the Codes of the Sports Related Arbitration by the Court of Arbitration for Sports, Lausanne, Switzerland.
- x) The process of Arbitration in accordance with the Arbitration Act shall commence within thirty days of the Notice being submitted which shall not be later than seven days from the date of the failure of mediation or reference from ADRC. Any extension of time shall be at the sole discretion of ADRC but in any case cannot exceed six months from the date of Notice.
- xi) All contracts with affiliates, associate members, players and/or other related parties shall carry the foregoing Mediation and Arbitration clause which shall be issued by ADRC as its standard guidelines in accordance with the sections of this Constitution.

18 DISCIPLINE

The Council shall be empowered to make by-laws and regulations governing the discipline of an affiliate, associate member or its member.

19 INTERPRETATION AND ALTERATION TO CONSTITUTION

- i) All questions relating to the meaning, interpretation and construction of this Constitution shall be binding unless otherwise decided by a General Meeting.

- ii) No amendment to this Constitution shall be made except at a General Meeting and such amendment shall require a two-third majority of members present and voting.

20 DISSOLUTION

- i) The B.A.M. shall not be dissolved except with the consent of not less than four-fifths of the membership of the B.A.M. present and voting at a General Meeting specially convened for the purpose.
- ii) In the event of the B.A.M. being dissolved in accordance with this Constitution any remaining funds after the settlement of its debts and liabilities shall be transferred to such charitable institutions as may be decided by the General Meeting.
- iii) Notice of dissolution shall be given to the Sports Commissioner within fourteen days of its dissolution.

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