



**PERSATUAN KEBANGSAAN INSTITUSI-INSTITUSI
PENDIDIKAN SWASTA, MALAYSIA**

Rules of

**NATIONAL ASSOCIATION OF
PRIVATE EDUCATIONAL INSTITUTIONS, MALAYSIA
(*ROS Registration No.PPM-001-10-15091987
formerly 606/87*)**

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**RULES OF NATIONAL ASSOCIATION OF
PRIVATE EDUCATIONAL INSTITUTIONS, MALAYSIA**

Rule 1.0.0 NAME AND PLACE OF BUSINESS

- 1.1.0 The Association shall be known as PERSATUAN KEBANGSAAN INSTITUSI-INSTITUSI PENDIDIKAN SWASTA, MALAYSIA (National Association of Private Educational Institutions, Malaysia) (NAPEI) hereinafter, referred to as NAPEI or THE ASSOCIATION.
- 1.2.0 The place of business shall be at *NAPEI Secretariat Office, A-1-3 Block A, 8 Avenue Business Centre, Jalan Sungai Jernih 8/1, Section 8, 46050 Petaling Jaya, Selangor D. E.* or at such other place or places decided on by the National Council from time to time. The place of business of the Association shall not be changed without prior approval of the Registrar of Society of Malaysia.

Rule 2.0.0 AIMS AND OBJECTS

- 2.1.0 To enhance and maintain the quality of education in the private sector.
- 2.2.0 To be a unifying representative body for all Private Educational Institutions and organizations in the country at national and international level.
- 2.3.0 To be a National Body to liaise with Government and Statutory bodies.
- 2.4.0 To provide research facilities, training, management and development programmes for members of the Association.
- 2.5.0 To provide educational information and services to Members.
- 2.6.0 To assist in the establishment of an INDEPENDENT NATIONAL ACCREDITATION COUNCIL OF PRIVATE EDUCATIONAL INSTITUTIONS and ORGANISATIONS.
- 2.7.0 To maintain a Register of all private educational institutions in Malaysia.

Rule 3.0.0 MEMBERSHIP

3.1.0 Eligibility for Institutional Membership

The following categories of organizations and institutions are eligible to apply for Membership:-

- 3.1.1 Institutions registered as educational or education related service-providing institutions or organizations by Ministry of Education or Ministry of Higher Education, Ministry of Human Resource or any other ministry deemed relevant to the field of education.
- 3.1.2 Institutions registered under the Companies Act or with the Registrar of Business as institutions or organizations that provide training or organize seminars, education exhibitions, examinations, student placement and education industry related services, products or functions but are exempted from registration by the Ministry of Education or Ministry of Higher Education, Ministry of Human Resource or any other ministry deemed relevant to the field of education

: **3.2.0 Application for Membership**

3.2.1 Every application for membership shall be forwarded to the General Secretary who at the earliest opportunity, shall submit it to the National Council for approval.

3.2.2 All new applications must be accompanied by:

A completed application form, memorandum and articles of association, copy of registration from the relevant education related authority, promotional leaflets, full entrance and subscription fees, and details of the official contact person from the institution.

3.2.3 The National Council may at its discretion reject any application without assigning any reason thereof.

3.2.4 Every applicant whose application has been approved as aforesaid shall be admitted as a Member of the Association and shall be issued with a Membership Certificate and be entitled to all privileges of Membership.

3.2.5 In the event of a transfer of ownership or a change of name of the institution, or a change of premises, the institution concerned shall inform the Association in writing of the change as soon as it has been approved by the relevant authorities.

3.2.6 Members may be admitted at any time of the year and applications must comply with the requirements in Section 3.1.0 and 3.2.2 above. New Members will pay full Entrance Fee and the proportionate subscription up to 31st December of the year.

3.2.7 Time of Application for membership

An institution intending to become an ordinary member of the Association shall fulfill the eligibility criteria defined in Rule 3.1 and submit a completed application with full entrance fees and full subscription fees and relevant supporting documents as prescribed in Rule 3.1 and 3.2 on or before 30th November of the year of submission or after the Annual General Meeting. Any application received during the notice period of AGM shall be considered but if approved shall only be admitted as members after the AGM.

3.3.0 Renewal, Non-Renewal, Suspension and Reinstatement

3.3.1 Membership is due for renewal on 1st January each year and any member whose annual subscription remains unpaid for a period of THREE MONTHS after the date of expiry shall not be entitled to attend or take part in the meetings of the Association or to receive the notices or publications of the Association until the dues are settled.

3.3.2 A member whose annual subscription remains unpaid for a period of 3 months after the due date for renewal shall be suspended from membership. During the period of suspension, the suspended member shall not be entitled to any rights or privileges accorded by membership.

- 3.3.3 A member whose membership has been suspended may have it reinstated upon payment of the subscription. The right to Notice period for AGM or EGM is not applicable for suspended members.

3.4.0 Deregistration and Re-registration and Non-Refund

- 3.4.1 The name of a Member whose annual subscription remains unpaid for SIX MONTHS after the date of expiry of Membership shall be removed from the Membership register and that Member shall cease to be a Member of the Association. Such removal shall not relieve the Member of the responsibility of the payment of the arrears of subscription due to the Association. The Council may at their discretion restore the name of such Member to the register upon such terms as they may think fit.
- 3.4.2 A Member whose membership has expired due to termination or the expiry of the 6 months grace period to settle all payments and issues, shall reapply to be reinstated by submitting a completed application with required payment and supporting documents to the Secretariat. The application shall be considered as a new application and Registration and Subscription Fees shall be paid in full. The Council shall consider the application for re-registration only after settlement of payments owing and issues pending. The application for reinstatement shall be forwarded to the National Council by the secretary at the next appropriate meeting.
- 3.4.3 A member leaving the Association shall not be entitled to a refund of entrance and subscription fees already paid.

3.5.0 Advertisement and Promotion

- 3.5.1 Members may state in their correspondence, advertisements, promotional activities and literature that they are members of NAPEI.
- 3.5.2 Any member or non-member shall not use the NAPEI Logo or name without the authorization of the National Council. The usage shall be restricted to the purpose of promotion of membership only.

3.6.0 Honorary Membership

An Honorary Membership may be conferred on a person who has contributed invaluable service to the Association.

- 3.6.1 Honorary Membership for a person may be proposed by an Institutional Member or by the National Council.
- 3.6.2 The conferment of Honorary Membership shall be approved by the National Council.
- 3.6.3 An Honorary Member shall not be required to pay entrance fee or subscription and shall not have any voting rights.
- 3.6.4 The status of the Honorary Membership may be withdrawn by the National Council for conduct detrimental to the Association.

3.7.0 Appointment of Institutional Representative

3.7.1 Each ordinary member shall appoint a representative from its institution to attend NAPEI AGMs or EGMs or to communicate and liaise with the secretariat. Such nomination must be informed to the secretariat in writing. In the event the representative has left the employment of the institution, the institution reserves the right to appoint an alternative representative and inform the secretariat in writing.

3.8.0 Associate Membership

Associate Membership is open to organizations or associations involved in providing education-related services either locally or internationally with the purpose of providing or receiving from institutional members assistance internationally and locally.

3.8.1 Eligibility

- 3.8.1.1 Associate Members must be registered under the Companies Act or Registrar of Companies or Registrar of Business and / or Registrar of Societies either in Malaysia or the equivalent bodies in their respective country of origin.
- 3.8.1.2 Associate Members must be involved in the education industry.
- 3.8.1.3 Associate Members are required to pay Entrance fees and Annual Subscription Fees as prescribed in the Rules of NAPEI (Rule 4.1.1 and Rule 4.2.1).

3.8.2 Rights and Duties

- 3.8.2.1 Associate Members shall have no voting rights.
- 3.8.2.2 Associate Members are not eligible for nomination to the Offices of National Council.
- 3.8.2.3 Associate Members shall observe all Rules of NAPEI.
- 3.8.2.4 Associate Members may attend and participate in all NAPEI activities, functions and meetings.
- 3.8.2.5 Associate Members shall be accorded the status of "OBSERVERS" only (may contribute ideas or suggestions but no voting rights) during National Council Meetings, AGMs and EGMs.
- 3.8.2.6 Associate Members shall receive all communication and invitations from NAPEI.
- 3.8.2.7 Associate Members may exercise their right to use NAPEI facilities or opportunities to promote their services or products without breaching the rights of ordinary members of NAPEI.
- 3.8.2.8 All other Rules of NAPEI governing Ordinary Members shall apply to Associate Members where there is an ambiguity in rules.

3.8.3 Specific Prohibitions or Restrictions

- 3.8.3.1 Associate Members shall not engage in any activities that will undermine the objectives and role of NAPEI.

3.8.3.2 Associate Members shall secure express permission to use NAPEI LOGO or name.

3.8.4 Termination or Cessation of Associate Membership

3.8.4.1 The membership of the Associate Member may be terminated on the grounds of:

3.8.4.1.1 Non payment of Entrance Fees or Annual Subscription.

3.8.4.1.2 Indulging in illegal activities or misusing NAPEI name for unauthorized purposes.

3.8.4.1.3 Acts against the objectives or purposes of NAPEI.

3.8.4.2 The cessation of the Associate Member may occur when :

3.8.4.2.1 The Associate Member submits an official resignation letter voluntarily.

3.8.4.2.2 The Associate Member is adjudged or declared a bankrupt by law.

Rule 4.0.0 ENTRANCE FEES AND ANNUAL SUBSCRIPTION FEES

4.1.0 The Entrance Fees for Institutional Membership shall be RM 1000.

4.1.1 The Entrance Fees for Associate Membership shall be RM 1000.

4.2.0 The Annual Subscription Fees for Institutional Members shall be RM 1000.

4.2.1 The Annual Subscription Fees for Associate Membership shall be RM 1000.

4.3.0 The General Treasurer shall notify Members on the payment of Subscription Fees.

Rule 5.0.0 DUTIES OF MEMBERS

5.1.0 It shall be the duty of each Member to see that subscriptions are paid promptly.

5.2.0 Any Member who attends an Association meeting or uses the Association premises must behave in an orderly manner, otherwise he may be instructed to leave by any responsible officer of the Association.

5.3.0 No document or circular concerning the Association shall be issued by any Member unless such document or circular has been approved by the National Council and no Member shall divulge the business or affairs of the Association to any Non-Member, other organizations, or the media without the approval of the National Council.

Rule 6.0.0 CONSTITUTION AND GOVERNMENT

6.1.0 The supreme authority of the Association shall be vested in the Members at an Annual General Meeting.

- 6.2.0 Subject to the foregoing provisions, the Association shall be governed by the National Council.
- 6.3.0 The official language shall be Bahasa Malaysia but English shall also be used widely in its administration.
- 6.4.0 Special subscriptions or levies for a particular purpose may be raised from Members by a resolution at an Annual General Meeting of the Association. If any Member fails to pay such subscription within such period as may be resolved the amount due shall be treated in the same way as arrears of annual subscription.

Rule 7.0.0 WITHDRAWAL from INSTITUTIONAL MEMBERSHIP

Any Member who wishes to withdraw from the Association shall give TWO MONTHS notice in writing to the General Secretary, assigning reasons and shall pay all dues and return the Membership Certificate which is the property of the Association.

Rule 8.0.0 AGM, EGM, SPEAKERS, ELECTIONS, AND ELIGIBILITY

8.1.0 Annual General Meeting (AGM)

- 8.1.1 The Association shall convene an Annual General Meeting (AGM).
- 8.1.2 A quorum shall be considered as having been achieved if a minimum of 15 Institutional Members are present.
- 8.1.3 If a quorum is not present half an hour after the time appointed for the Annual General Meeting, the AGM shall be postponed to a date not exceeding 30 days to be decided by the National Council, and if a quorum is not present half an hour after the time appointed for the postponed AGM, the Members present shall proceed with the business of the day but shall not have the authority to alter the rules of the Association or to make decisions affecting the whole Membership.
- 8.1.4. The AGM of the Association shall be held as soon as possible within 90 days after the close of each financial year on 31st December at a date and time and place to be decided by the National Council. The business of the AGM shall be:-
 - 8.1.4.1 To receive the National Council's report on the working of the Association for the previous year;
 - 8.1.4.2 To receive the General Treasurer's report and the audited accounts of the Association for the previous year;
 - 8.1.4.3 To elect **office-bearers** into the National Council and to appoint auditors for the ensuing year;
 - 8.1.4.4 To deal with such matters as may be put before it.
- 8.1.5. A preliminary notice of the AGM stating the date, time and place of meeting and calling for motions for discussion at the AGM, motion for the amendment of the rules, nominations for the election of the National Council and the names of representatives of Institutional Members shall be sent by the General Secretary to all Institutional

Members no later than the 60 days required for the AGM, and this notice shall be prominently displayed at the registered place of business of the Association.

- 8.1.6 Names of representatives, nomination for election of officers and motions for discussion at the AGM shall be sent to the General Secretary no later than 30 days after the date of the preliminary notice.
- 8.1.7 The General Secretary shall send to all Members at least 21 days before by the AGM an agenda including the copies of minutes and reports and the audited accounts of the Association for the previous year. Copies of these documents will be furnished to each Member and will be made available at the registered place of business of the Association for perusal of the Members.
- 8.1.8 The General Secretary shall forward to all Members a copy of the minutes of each General Meeting no later than the 30 days after the General Meeting.
- 8.1.9. In the event of unforeseen circumstances or circumstances of exigency which do not allow for the conventional, physical AGM to be held, the Association may hold a virtual or a hybrid of physical and virtual AGM.

8.2.0 Extraordinary General Meeting (EGM)

- 8.2.1 An Extraordinary General Meeting (EGM) of the Association shall be convened:-
 - 8.2.1.1 Whenever the National Council deems it desirable, or
 - 8.2.1.2 At the joint request in writing of ten or more Members stating the objects and reasons for such an EGM.
- 8.2.2 An Extraordinary General Meeting requisitioned by Members shall be convened at a date within 30 days of the receipt of such requisition.
- 8.2.3 The Notice and Agenda for an Extraordinary General Meeting shall be forwarded by the General Secretary to all Members at least 14 days before the date fixed for the EGM.
- 8.2.4 Sections 8.1.2 and 8.1.3 pertaining to the quorum and postponement of an AGM shall apply to the EGM, but with the proviso that if no quorum is present after half an hour from the time appointed for the postponed EGM no requisition for an EGM for the same purpose will be entertained until after a lapse of at least six months from the date hereof.
- 8.2.5 The General Secretary shall forward to all Members a copy of the minutes of each Extraordinary General Meeting no later than the 30 days after the Extraordinary General Meeting.
- 8.2.6. In the event of unforeseen circumstances or circumstances of exigency which do not allow for the conventional, physical EGM to be held, the Association may hold a virtual or a hybrid of physical and virtual EGM.

8.3.0 Speaker

- 8.3.1 A Speaker for the General Meeting shall be invited by the National Council to preside over the AGM. The Speaker so invited shall be assisted by two persons who will advise the Speaker on standing orders and NAPEI rules. These individuals shall have no voting rights and should be persons of integrity and impartiality.
- 8.3.2 The National Council may determine a Speaker to conduct the proceedings of an EGM. Such Speaker shall be determined after considering the matters for discussion at the EGM. The National Council may select either a member present or any person with presiding experience. The Speaker so invited shall be assisted by two persons who will advise the Speaker on Standing Orders and NAPEI rules. These individuals shall have no voting rights and should be persons of integrity and impartiality.

8.4.0 Elections

- 8.4.1 At the AGM, Office-Bearers shall be nominated and elected for a three-year term of office. The Deputy President, General Secretary and the General Treasurer shall act as Returning Officers of the Association.
- 8.4.2 Each Institutional Member shall be eligible to attend the AGM and to vote.
- 8.4.3 Candidates for the election must be Malaysian citizens of above 21 years of age.
- 8.4.4 The nomination paper shall indicate the post the candidate is contesting for. No candidate should be nominated for more than one position.
- 8.4.5 In the event of more than one nomination for any post, the Members will vote by secret ballot. The results shall be announced by the Speaker.
- 8.4.6 In the event of ballots yielding an equal number of votes, the Scrutineers shall request the President to exercise his casting vote.
- 8.4.7 The Ballots shall be conducted by three non-contesting persons nominated by the Members.

8.5.0 Eligibility for nomination to National Council

- 8.5.1 Any person in the employment of a member institution is eligible for nomination for the position of an Ordinary National Council member.
- 8.5.2 For the positions of President, Deputy President, General Secretary, Deputy General Secretary, General Treasurer and Deputy General Treasurer, a candidate must have served in the National Council for a minimum period of 3 years and be of good standing with an attendance of at least 80% in National Council Meetings during the course of that minimum period of 3 years.

8.6.0 Eligibility to nominate and/or vote in elections

8.6.1 An Institutional Member who has paid all fees due for the year of the AGM along with all arrears shall be eligible to nominate an individual in the employment of a member institution for the office of the National Council.

8.6.2 An Institutional Member who has paid all fees due for the year of the AGM along with any arrears shall be eligible to vote in elections or resolutions or any matter tabled at any AGM or EGM for voting.

8.7.0 Handing over of office

8.7.1 A Joint National Council consisting of the outgoing National Council members and the newly elected National Council members must hold a meeting within 21 days of the election AGM to officially hand over all documents and files.

Rule 9.0.0 NATIONAL COUNCIL

9.1.0 A National Council consisting of the following, who shall be termed the Office-Bearers of the Association, shall be nominated and elected by Members at the Annual General Meeting:-

A President

A Deputy President

A General Secretary

A Deputy General Secretary

A General Treasurer

A Deputy General Treasurer

Nine Ordinary Council Members

All office-bearers of the Association and every officer performing executive functions shall be Malaysian citizens

9.2.0 Candidates for the principal offices of the National Council will be nominated by the Members for election. All Office-Bearers shall be eligible for re-election except the General Treasurer and Deputy General Treasurer who each shall not hold office for a consecutive second term.

9.3.0 An Executive Committee shall be formed to carry out the day-to-day functions of the Association. It shall comprise the President, General Secretary, General Treasurer and two appointed Council Members. A quorum of three Members of the Executive Committee shall be deemed necessary for the Executive Committee to meet and make decisions.

9.4.0 The function of the National Council is to organize and supervise the day-to-day activities of the Association and to make decisions on matters affecting its running within the General Policy laid down by the Members. The National Council may not act contrary to the expressed wishes of the Members without prior reference to the Members and shall always remain subordinate to the Members at an AGM or EGM. It shall furnish a report at each Annual General Meeting.

9.5.0 The National Council shall meet at least once every four months, and 14 days notice of each meeting shall be given to the Members. The President acting alone or not less than three

Council Members acting together may call for a meeting of the National Council to be held at any time. At least half of the Council Members must be present for its proceedings to be valid.

9.6.0 Where urgent matters requiring the approval of the National Council arise and it is not possible to convene a meeting, the General Secretary may obtain such approval by means of a circular letter. The following conditions must be fulfilled before a decision of the National Council is deemed to have been obtained:-

9.6.1 The issue must be clearly set out in the circular and forwarded to all Members of the Council.

9.6.2 At least one half of the Members of the Council must indicate whether they are in favour of or against the proposal.

9.6.3 The decision must be by majority vote.

The decision obtained by circular letter shall be reported by the General Secretary at the next National Council meeting and recorded in the minutes thereof.

9.7.0 Any Member of the National Council who is absent from three consecutive meetings of the Council without explanation shall be deemed to have resigned from the Council.

9.8.0 In the event of a Council Member resigning from office, he shall conduct a proper handing over of all information, materials and powers to the National Council within 21 days of resignation.

9.9.0 The National Council shall give instructions to the General Secretary and other Office-Bearers for the conduct of the affairs of the Association. It may appoint an Ad-hoc Committee and such staff as deemed necessary. It may suspend or dismiss an Ad-hoc Committee or staff for neglect of duty, dishonesty, incompetence, refusal to carry out the decision of the Council for any reason which is deemed good and sufficient in the interest of the Association.

9.10.0 Between Annual General Meetings, the National Council shall interpret the rules of the Association and where necessary, determine any point which the rules are silent.

9.11.0 Except where they are contrary to or inconsistent with the policy previously laid down at the Annual General Meeting, the decisions of the National Council are binding on all Members of the Association unless and until countermanded by a resolution at an Annual or Extraordinary General Meeting.

Rule 10.0.0 DUTIES OF OFFICE-BEARERS

10.1.0 The President shall during his term of office, preside at all meetings of the National Council and the Executive Committee and shall be responsible for the proper conduct of all such meetings. He shall have a casting vote and shall sign the minutes at each meeting at the time when they are approved. He shall in conjunction with the General Secretary and General Treasurer, sign all cheques on behalf of the Association.

10.2.0 The Deputy President shall deputize for the President in the latter's absence.

- 10.3.0 The General Secretary shall conduct the business of the Association in accordance with its rules, and shall carry out the instructions of the National Council. He shall be responsible for conducting all correspondence and keeping all books including an up-to-date Membership register, documents, and papers except the accounts and financial reports. He shall, be responsible for recording proceedings of all meetings. In conjunction with the President and the General Treasurer he shall sign all cheques on behalf of the Association.
- 10.4.0 The Deputy General Secretary shall assist the General Secretary in all the administrative work of the Association and shall act for him during his absence. He shall also be responsible for promoting and organizing educational activities in such form and manner as the National Council may direct.
- 10.5.0 The General Treasurer shall be responsible for all moneys received and paid by him on behalf of the Association and for the proper posting of books of accounts as required under the Societies Act, 1966 (Act 335) & Regulations, 1984. He shall issue an official receipt for each sum of money received by him or an employee designated by him.
- 10.6.0 He shall be responsible for the safe custody of all books of accounts and subsidiary documents. He shall prepare a Statement of Accounts for each business meeting of the National Council and for the Annual General Meeting. He shall in conjunction with the President and the General Secretary sign all cheques on behalf of the Association. He shall prepare an annual budget for approval at the Annual General Meeting and ensure that expenditure incurred by the Association shall be within budget.
- 10.7.0 The Deputy General Treasurer shall assist the General Treasurer and act for him in his absence, exercising all the powers vested in the General Treasurer.
- 10.8.0 The Ordinary Council Members shall attend all National Council meetings and shall be eligible to vote. Council Members may take on portfolios designated by National Council for the smooth running of the Association.

Rule 11.0.0 FINANCIAL PROVISIONS

- 11.1.0 Subject to the proviso in these Rules, the funds of the Association may be expended for any purpose necessary for the carrying out of its objects, including the expenses of its administration, the payment of salaries, allowances and expenses to its Office-Bearers and paid staff and the audit of its accounts, but they shall on no account be used to pay the fine of any Member who may be convicted in a court of law.
- 11.2.0 The General Treasurer may hold a petty cash advance not exceeding One Thousand Ringgit at any one time. All money in excess of this sum shall within seven days of receipt be deposited in the bank approved by the National Council. The Bank Account shall be in the name of the Association.
- 11.3.0 All payment made or withdrawal notices on the Association's account shall be approved jointly by the President, General Secretary and General Treasurer, or in the absence of any one of the above officers, the respective Deputy Officer shall be appointed by the National Council as an alternative approval person.

- 11.3.1. Online banking from the Association's account can be used to make payments that are only repetitive and common in nature which shall include utility bills (electricity, water, telecommunication, quit rent, assessment), the Association's office rental payment, statutory payments (EPF, SOCSO), Council Members' meeting allowance and top-up of petty cash in respect of Rule 11.2.0. The request for online banking shall be the Association's Secretariat and the approval shall be the General Treasurer or in his absence, the Deputy Treasurer shall be the alternative approval person. However, prior approval by all the relevant office -bearers as stipulated in Rule 11.3.0 for an online banking request must be obtained and this can be done with written approval through email circulation.
- 11.3.2. Payments made with cheque or withdrawal notices on the Association's account shall be signed jointly by the President, General Secretary and General Treasurer, or in the absence of any one of the above officers, the respective Deputy Officer shall be appointed by National Council as an alternative signatory. Payment allowable here will include any form of payment except if the payment is already made through online banking or petty cash.
- 11.4.0 Any item of expenditure of less than Three Thousand Ringgit may be approved by the General Treasurer and the President or General Secretary. Any expenditure exceeding Three Thousand Ringgit must be approved by the National Council. Any expenditure exceeding Ten Thousand Ringgit must be approved at an Annual General Meeting.
- 11.5.0 At the end of each financial year, a statement of receipts and payments and a balance sheet for the year shall be prepared by the General Treasurer and adopted by the National Council for submission to the auditors.
- The audited accounts shall be submitted for the approval at the next Annual General Meeting and copies shall be made available at the registered place of business of the Association for the perusal of Members.
- 11.6.0 The financial year of the Association shall commence on 1st January of every year.

Rule 12.0.0 AUDIT

- 12.1.0 Two persons who are Institutional Members and who shall not be Office-Bearers of the Association shall be appointed at the Annual General Meeting as Honorary Internal Auditors. They shall hold office for a period of one year.
- 12.2.0 A paid Auditor who is a qualified accountant or from a registered accounting firm but who shall not be a Member of the Association shall be appointed at the Annual General Meeting. The External Auditor thus appointed shall hold this appointment until he resigns or until his appointment is otherwise terminated.
- 12.3.0 The Auditor shall be required to audit the accounts of the Association for the year and to prepare a report or certificates for the Annual General - Meeting. He may also be required by the President to audit the accounts of the Association for any period within their tenure of office, and to make a report to the National Council.

Rule 13.0.0 TRUSTEES

- 13.1.0 Three Trustees who must be over 21 years of age shall be appointed at the Annual General Meeting and shall hold office at the pleasure of the Association. They should have vested in them trusteeship of all immovable property whatsoever belonging to the Association and shall deal with it in such manner as directed by the National Council.
- 13.2.0 The Trustees shall not sell, withdraw or transfer any of the property of the Association without the consent and authority of the National Council.
- 13.3.0 Trustees may be removed from office by the Members for unsoundness of mind, absence from the country or if they are unable to perform their duties satisfactorily. In the event of the death, resignation or removal of a Trustee, the vacancy shall be filled by a new Trustee appointed at an Annual General Meeting.
- 13.4.0 The trustees shall exercise such powers as approved by the AGM and in accordance with the General Powers of trustees under the Trustees Act of Malaysia 1949.

Rule 14.0.0 PATRON

The National Council may invite a person of distinguished public service to be the Patron of the Association.

The outgoing Patron may be conferred an Honorary Membership.

Rule 15.0.0 DISSOLUTION

- 15.1.0 The Association may be voluntarily dissolved by a resolution of not less than three-fifths of the total Institutional Membership.
- 15.2.0 In the event of the Association being dissolved as provided above 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 at a General Meeting.
- 15.3.0 Notice of dissolution shall be forwarded to the Registrar of Societies within 14 days from its date of dissolution.

Rule 16.0.0 WITHDRAWAL, RESIGNATION AND TERMINATION

16.1.0 Withdrawal, Resignation or termination of Institutional Member or National Council Member

16.1.1 *Resignation or Termination of a National Council member from the National Council*

When a National Council member resigns or is terminated by death or dismissal, the National Council shall appoint any other representative from a member institution to undertake the duties of the office. Alternatively if the National Council determines that the period of time for the next elections is short, National Council shall delegate the duties to another existing National Council member.

16.1.2 *Withdrawal or Termination of Institutional Member from the NAPEI Association*

When an Institutional Member resigns or is terminated from NAPEI Association, the representative from such institution shall also resign or be terminated from the National Council. However if the representative has joined any other member institution, he shall continue to hold the office.

16.1.3 *Resignation or Termination of Council Member from the Member Institution.*

16.1.3.1 When a National Council Member resigns from the institution he/she is working with to join an institution which is not a member of NAPEI or to join an organization which is not related to the education and training industry, he/she shall be required to resign from serving as a Member of the National Council.

16.1.3.2 When a National Council Member resigns or is terminated by way of dismissal from the institution he/she represents after being elected to serve in the National Council, and who subsequently joins another institution or organization which is a Member of NAPEI, he/she would be deemed to remain a National Council Member.

16.1.3.3 When a National Council member is terminated by death from the member institution he/she was working with, the National Council shall appoint a representative from any member institution to undertake the duties of the deceased Council Member until the next election year.

16.1.4 *Resignation or Termination of the Institutional Representative from the Member Institution*

In the event of death, resignation or termination of employment of the representative of an institutional member, the member institution shall appoint another representative from the institution.

16.2.0 Procedures – Expulsion or Resignation of Institutional Members

16.2.1. *Expulsion of Institutional Member*

16.2.1.1 A Member who is in breach of the agreement to abide by the Constitution of the Association may be expelled from the Association by a resolution passed at a national council meeting.

- 16.2.1.2 The General Secretary shall, not later than 21 days before the date of the national council meeting at which the expulsion of a Member is to be considered, notify such Member of the time and place of such meeting and the intention of the National Council to consider such expulsion, whereupon the Member may in writing, show cause why the Member should not be expelled. The show cause letter should be submitted to the General Secretary at least seven days before the case is heard at the National Council meeting prior to the vote on the expulsion of the Member.
- 16.2.1.3 The General Secretary shall, within seven days from the date of expulsion of the Member by the National Council, send by Registered Post to the expelled Member's address for correspondence, notice of the Member's expulsion from the Association.

16.2.2.0 *Withdrawal of Institutional Member*

- 16.2.2.1 The General Secretary shall table the official resignation letter submitted by an Institutional Member at the earliest National Council Meeting for consideration.
- 16.2.2.2 Once accepted, approved or rejected, the General Secretary shall within 14 days convey the decision of the National Council in writing to the Institutional Member.
- 16.2.2.3 The General Secretary shall then revise the membership register accordingly.

16.3.0 Procedures for Resignation or Termination of National Council Members

16.3.1.0 *Termination of National Council member*

- 16.3.1.1 A National Council Member who is in breach of the agreement to abide by the Constitution of the Association may be expelled from the National Council by a resolution passed at a National Council meeting.
- 16.3.1.2 A National Council member may be expelled from office if:-
- 16.3.1.2.1 He has been absent for 3 consecutive National Council meetings;
 - 16.3.1.2.2 He is not in the employment of any institutional member;
 - 16.3.1.2.3 He is convicted of criminal acts;
 - 16.3.1.2.4 He is declared a bankrupt;
 - 16.3.1.2.5 He acts against the interest of the Association.
- 16.3.1.3 The General Secretary shall, not later than 21 days before the date of the National Council meeting at which the expulsion of a Council Member is to be considered, notify such Member of the time and place of such meeting and the intention of the National Council to consider such expulsion,

whereupon the Member may in writing, show cause why the Member should not be expelled. The show cause letter should be submitted to the General Secretary at least seven days before the matter is heard at the National Council meeting prior to the vote on the expulsion of the National Council Member.

16.3.1.4 The General Secretary shall, within seven days from the date of expulsion of the Member by the National Council, send by Registered Post to the expelled National Council Member's address for correspondence and his institution, notice of the Member's expulsion from the National Council.

16.3.1.5 The General Secretary shall cause all documents and materials in the possession of the expelled Council Member to be retrieved and kept at the Secretariat.

16.3.2.0 Resignation of National Council Member

16.3.2.1 The General Secretary shall table the official resignation letter submitted by a Council Member at the earliest National Council Meeting for consideration.

16.3.2.2 Once accepted, approved or rejected, the General Secretary shall within 14 days convey the decision of the National Council in writing to the National Council member.

16.3.2.3 The National Council shall then appoint a representative from another member institution to the office of the resigned National Council member.

16.3.2.4 The General Secretary shall then notify the change of Office-Bearer to the appropriate authorities and retrieve all documents and materials in the possession of the Council Member who has resigned to be kept at the Secretariat.

Rule 17.0.0 AMENDMENT OF RULES

These Rules may not be altered or amended except by resolution of Members at an Annual General Meeting. Any amendment to the rules shall be submitted to the Registrar of Societies within 28 days after the resolution has been approved by Members. Such alteration or amendment shall take effect from the date of their approval by the Registrar of Societies.

Rule 18.0.0 AD-HOC COMMITTEE

When the need arises, an AD-HOC Committee may be formed by National Council comprising between three and five Members; an Ad-Hoc Committee shall function within the framework set out by National Council and shall be dissolved as soon as an assigned task is completed.

Rule 19.0.0 PROHIBITIONS

- 19.1.0 Drugs and contraband on the premises and the introduction of persons socially and morally unacceptable are not allowed.
- 19.2.0 Gambling of any kind is prohibited.
- 19.3.0 The Association shall not attempt or restrict or in any other way interfere with trade or vices or engage in any trade union activity as defined in any prevailing written law relating to trade unions in force in Malaysia.
- 19.4.0 The Association shall not involve in any political activity or allow its fund and / or premises to be used for political purposes.
- 19.5.0 The Association shall not hold any lottery whether confined to its Members or not, in the name of the Association, or its Office-Bearers, Council Members, employees, committees or Members.

GLOSSARY

Ad-Hoc Committee	A committee comprising of representatives from various member Institutions headed by a National Council member to organize or conduct a specific task or project decided by the National Council.
AGM	The abbreviation for the Annual General Meeting called annually within 90 days of closing the Financial Year.
Constitution	The coming into existence of NAPEI through the authority of the Annual General Meeting.
Council Member	To be interpreted as a member of the National Council.
EGM	The short form for Extraordinary General Meeting called by institutional members to approve matters that were postponed by the AGM.
Elections	Elections held every three years once to elect the Office-Bearers for the National Council.
Entrance fees	Fees payable by a new member for admission as a member of NAPEI.
Executive Committee	A committee consisting of the President, General Secretary, General Treasurer and two Council Members.
Financial Year	The financial year of NAPEI shall be from 1 st January to 31 st December of each year.

Gender Reference “He”	Wherever the pronoun ‘he’ is used it shall also be applicable to ‘she’ and is in reference to a person.
Honorary Membership	Membership to the Association given to an individual for service rendered to the Association but without voting rights and without any payment of entrance or subscription fees.
Institutional Membership	Membership available to any institution providing education-related service or business.
Member	To be interpreted as Institutional Member according to the context in which it is used.
National Council	The body of representatives from Institutional members elected for a term of three years.
National Council meeting	The meeting of elected Office-Bearers of National Council.
NAPEI	The abbreviation ‘NAPEI’ stands for National Association of Private Educational Institutions.
Notice	Official notification other than the preliminary notice issued from the office of the General Secretary in relation to matters pertaining to the administration and operation of NAPEI or its activities.
Preliminary Notice	The notice issued by the General Secretary to inform institutional members 60days prior to the AGM.
Rules of NAPEI	Rules that govern NAPEI duly approved by the AGM and endorsed by the Registrar of Societies, Malaysia.
Registrar of Societies	The government-appointed Registrar of Societies in charge of the state of Selangor which regulates the activities of all societies and under whose office all societies will be registered as per Malaysian statutory law within whose jurisdiction NAPEI falls.
Subscription Fees	The administrative fees payable by a member institution annually 90 days prior to the end of the financial year.
Term of office	The term of office shall be from 1 st April to March 31 st of the following year for three years.