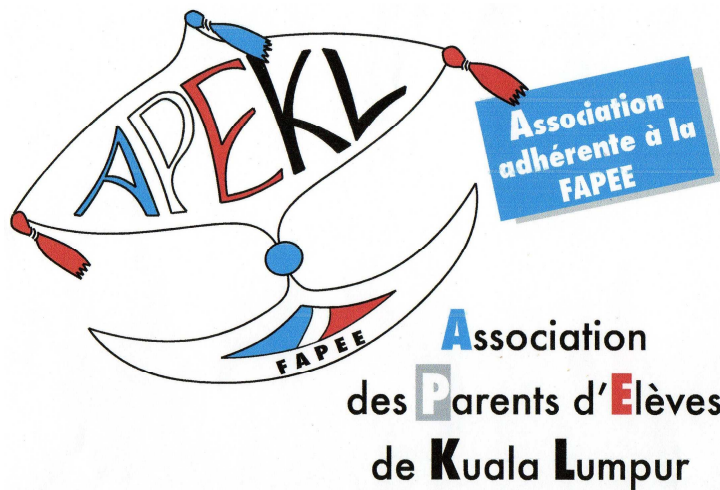


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## Constitution of Parents Association APEKL

Association des Parents d'Elèves du LFKL – Lycée Français de Kuala Lumpur

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## Constitution of Parents Association APEKL

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### ARTICLE I — NAME AND PURPOSE

*Section 1 — Name:* The name of the organization shall be Parents Association LFKL (hereafter called “APEKL”). It shall be a nonprofit organization incorporated under the laws of the Malaysia

*Section 2 — Purpose:*

APEKL is organized exclusively for charitable, scientific and educational purposes. The purpose of this corporation is:

- To support the Lycée Français de Kuala-Lumpur, 34 Jalan 1/38B, Jalan off Segambut KUALA LUMPUR 51200, Malaysia (hereafter called the “School”) in its educational objectives;
- to promote understanding and cooperation between the parents of the students attending the School and the School's administration and teachers;
- To submit a list of parents as “parent délégués” for the parents voting at the two different boards so called “conseil d'école” and “conseil d'établissement”;
- To maintain a permanent dialogue between the parents and the administration and teachers of the LFKL and represent the views of the parents before the School's Boards;
- To provide a forum of discussion among parents concerning issues related to the development of their children and of common interest; to promote cultural, artistic, social, recreational, athletic, fundraising or other activities for the benefit of the School's community;
- and to perform and do such acts as shall be related to the foregoing purposes.

*Section 3 — Affiliation:*

The APEKL is affiliated to the FAPEE (Fédération des Associations de Parents d'élèves des établissements d'enseignement Français à l'Etranger)

### ARTICLE II — MEMBERSHIP

*Section 1 — Eligibility for membership:* Application for voting membership shall be open to any parent/gardian whose child is enrolled at the School and supports the purpose statement in Article I, Section 2. Membership shall be limited by the number of child enrolled at the school; each parent or family can apply for one membership, irrespective of the number of child they have enrolled at the LFKL. Membership is granted after completion and receipt of a membership application and annual dues.

*Section 2 — Annual dues:* The amount required for annual dues shall be RM 30 each year, unless changed by a majority vote of the members at an annual meeting of the full membership. Continued membership is contingent upon being up-to-date on membership dues.

*Section 3 — Rights of members:* Each member shall be eligible to appoint one voting representative to cast the member's vote in APEKL elections.

*Section 4 — Resignation and termination:* Any member may resign by filing a written resignation with the secretary. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member can have their membership terminated by a majority vote of the membership.

*Section 5 — Non-voting membership:* The board shall have the authority to establish and define non-voting categories of membership.

### ARTICLE III — MEETINGS OF MEMBERS

*Section 1 — Regular meetings:* Regular meetings of the members shall be held at least three (3) times a year, at a time and place designated by the chair.

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*Section 2 — Annual meetings:* An annual meeting of the members shall take place as soon as possible during the first term of the School year, the specific date, time and location of which will be designated by the Committee. At the annual meeting the members shall elect the Executive Committee members, receive reports on the activities of the association, and determine the direction and objectives of the association for the coming year.

*Section 3 — Special meetings:* Special meetings may be called by the President or by a simple majority of the Executive Committee members. A petition signed by thirty (30) percent of voting members may also call a special meeting.

*Section 4 — Notice of meetings:* Printed or emailed notice of each meeting shall be given to each voting member, not less than one week prior to the meeting.

*Section 5 — Quorum:* The members present at any properly announced meeting shall constitute a quorum.

*Section 6 — Voting:* All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

### ARTICLE IV — Executive Committee Members (Board members)

*Section 1 — Committee role, size, and compensation:* The business and affairs of APEKL shall be managed by or under the direction of the Executive Committee Members, which may exercise all such powers of the corporation and do such lawful acts as are required. The Executive Committee Members may delegate certain of its duties to APEKL's sub-committees as described in Article V, provided however that such delegation shall not relieve the board of the responsibility for any action so taken. The Board Members shall assign hierarchy and roles to each Executive Committee Members. The Committee shall have up to six (6), but not fewer than four (4) members. The board members receives no compensation other than reasonable expenses.

*Section 2 — Terms:* All board members shall serve one-year terms, but are eligible for re-election.

*Section 3 — Meetings and notice:* The board shall meet at least quarterly, at an agreed upon time and place. Any action required or permitted to be taken at a meeting of the board may be taken without a meeting if a consent in writing, setting forth such action, is signed by all of the Members, and such written consent is filed with the minutes of the proceedings of the board. Such consent shall have the same force and effect as a unanimous vote. Signatures by means of email transmission shall be acceptable for purposes of this Section 3. Members of the board may participate in a meeting of the Executive Committee by means of a conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation by such means shall constitute presence in person at such meeting. When such a meeting is conducted by means of a conference telephone or similar communications equipment, a written record shall be made of the action taken at such meeting.

An official board meeting requires that each board member have written or emailed notice at least one week in advance; provided however, that whenever any notice of any meeting of the Executive Committee is required to be given under provisions of law or under the provisions of the certificate of incorporation or these by-laws, a waiver thereof in writing, signed by the person or persons entitled to such notice and filed with the records of the meeting, whether before or after the time stated herein, shall be equivalent to the giving of such notice. Attendance of a Board Member at a meeting shall constitute a waiver of notice of such meeting, except where a Board Member attends a meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.

*Section 4 — Board Members elections:* New Board members shall be elected or re-elected by the voting representatives of members at the annual meeting by a simple majority of association members present at the annual meeting.

*Section 5 — Election procedures:* the current Executive Committee shall be responsible for nominating a

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slate of prospective board members representing the associations diverse constituency. In addition, any member can nominate a candidate to the slate of nominees

*Section 6 — Quorum:* A quorum must be attended by at least 3 board members for business transactions to take place and motions to pass.

*Section 7 — Officers and Duties:* There shall be a minimum four (4) officers of the board and up to six (6) members, consisting of a President, a Vice-President, a secretary, a treasurer and two (2) members without pre-assigned role.

*The President,* shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-President, secretary, treasurer.

*The secretary* shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.

*The treasurer* shall make a report at each board meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

*Section 8 — Vacancies:* When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from present board members two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

*Section 9 — Resignation, termination, and absences:* Resignation from the board must be in writing and received by the Secretary. A board members shall be terminated from the board due to excess absences, more than two unexcused absences from board meetings in a year. A board member may be removed for other reasons by a majority vote of the remaining Board members and the heads of the committees as defined in the current organizational structure.

*Section 10 — Special meetings:* Special meetings of the board shall be called upon the request of the chair, or one-third of the board. Notices of special meetings shall be sent out by the secretary to each board member at least one day in advance.

### ARTICLE V — COMMITTEES

*Section 1 — Executive Committee (the Board itself):* The four officers and if any the two additional board members of the serve as the members of the Executive Committee. The Executive Committee as charity trustees have control of the Association and its property and funds. Except for the power to amend the Articles of Incorporation and Constitution, the Executive Committee shall have all the powers and authority in the intervals between meetings of the Committee, and is subject to the direction and control of the full board. The committee shall be responsible for ensuring that all property/money received by/for the Association shall be applied for the aims of the Association. It is important to keep accurate minutes to show how money raised has been used to fund specific items rather than recorded as an amount donated to the school. A report should be made to the parents at the AGM of what has been bought and spent.

*Section 2 — Sub-Committee formation:* The board may create sub-committees as needed, such as fundraising, membership, technology, social, public relations, survey and data evaluation, School Board Liaison, etc. The board President appoints all sub-committee President.

*Section 3 — Procedures:* All sub-committees appointed by the board pursuant to the Article V shall serve at the pleasure of the board. The board members shall set forth the rules of procedure for all

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committees and such committees shall meet where and as provided by such rules or by resolution of the board. A majority shall constitute a quorum, and in every case the affirmative vote of a majority of all the members of such committee shall be necessary for the adoption of any resolution. Each committee shall keep regular minutes of its meetings and shall provide monthly reports to the Executive Committee of its activities.

### ARTICLE VI — Other matters

*Section 1* — Amendments: This Constitution may be amended when necessary by a two-thirds majority of the board Members. Proposed amendments must be submitted to the Secretary to be sent out with regular board announcements.

*Section 2* — Dissolution: In the event that the Association ceases to exist any remaining funds should be distributed for the benefit of the children at the school to the LFKL Berahd.

### CERTIFICATION

This constitution was approved at the last AGM meeting of association members by a simple majority vote on October 6<sup>th</sup>, 2011.

Secretary

Date