

## Overview of Proposed amendments to the APTLD Constitution

<u>Art</u>	<u>Amendments</u>	<u>Nature of amendments</u>	<u>Comments</u>
2.1	The registered address of the Association shall be <u>Suite 9B.03, Level 9B, Wisma E&amp;C, No.2 Lorong Dungun Kiri, Damansara Heights, 50490 Kuala Lumpur</u> or such place as may be decided by the Board and approved by the Registrar of Societies from time to time. <u>The registered address of the Association shall not be changed without the prior approval of the Registrar of Societies.</u>	To change the registered address of APTLD and to fulfill the formal requirements of the Registrar of Societies	Application for change of name and place of business shall be made to the Registrar of Society <u>within sixty (60) days</u> from the date the decision to make the changes. (s11 of the Societies Act)
3.1	The logo of the Association is an oval shaped emblem with the words “Asia Pacific Top Level Domain Association” placed in the middle of the emblem. The words “Asia Pacific”, in larger font, are placed above the words “Top Level Domain Association”. The colour of the emblem is a blend of red and black, whilst the words “Asia Pacific Top Level Domain Association” are white in colour. <u>The acronym of the name of the Association, “APTLD”, is placed immediately below the emblem and is red in colour. The logo is shown below:</u>	To fulfill the formal requirements of the Registrar of Societies	
6.3	<u>Each application for admission shall come before the Board and shall be subject to the approval of a majority of the Board present and voting at the Board Meeting in question.</u>	To further clarify the process of approving applications for membership	
6.4	<u>Names of approved applicants shall be circulated to the Membership after each Board meeting and after two (2)</u>	To further clarify the process of approving applications for	

	<u>weeks of such circulation, the applicants will be deemed eligible for Membership provided that there are no objections from one or more of the Members. In the event of objections being raised the decision on whether to admit an applicant to Membership of the Association will rest with the Board.</u>	membership	
6.5	<u>Every applicant deemed eligible for Membership shall thereafter be notified in writing and shall thereafter confirm their acceptance of Membership in the form and manner as prescribed by the Board from time to time.</u>	To further clarify the process of approving applications for membership	
7.2	Subject to the by-laws of the Association, any Ordinary or Associate Member which is a firm, organisation or any other body, may in writing, <u>authorise such person as it thinks fit to act</u> as its nominated Representative at any meeting of the Association for any period of time, and the person so appointed shall be entitled to exercise the same powers on behalf of the firm, organisation or body he represents as that firm, organisation or body could have exercised if it were an individual person who was a Member of the Association.	To widen a member's choice as to its nominated Representative	Amended to reflect that nominated Representatives should be anyone that member wishes to appoint as stated in the APTLD minutes of meeting
8.1	The annual subscription fee shall be fixed at such rate and payable in such mode and at such time prescribed by the Board from time to time, <u>subject always to the approval of Ordinary Members and Registrar of Societies in accordance with Article 24 hereof.</u>	To clarify the rules and approvals required pertaining to varying and reducing the annual subscription fees	
8.2	Until otherwise prescribed by the Board <u>in accordance with Article 8.1 above</u> , the rate of the annual subscription fee for Ordinary Members shall be based on the category of membership of an Ordinary Member, as follows:	To vary the annual subscription fees payable by Ordinary Members	

	<u>Category of Membership Annual Subscription Fee (US\$)</u> <u>Band 10 25,000</u> <u>Band 9 20,000</u> <u>Band 8 15,000</u> <u>Band 7 10,000</u> <u>Band 6 7,500</u> <u>Band 5 5,000</u> <u>Band 4 3,000</u> <u>Band 3 1,500</u> <u>Band 2 750</u> <u>Band 1 150</u>		
8.4	<p>Until otherwise prescribed by the Board <u>in accordance with Article 8.1 above, the rate of the annual subscription fee for Associate Members shall be based on the category of membership of an Associate Member, as follows:</u></p> <u>Category of Membership Annual Subscription Fee (US\$)</u> <u>Band 10 25,000</u> <u>Band 9 20,000</u> <u>Band 8 15,000</u> <u>Band 7 10,000</u> <u>Band 6 7,500</u> <u>Band 5 5,000</u> <u>Band 4 3,000</u> <u>Band 3 1,500</u> <u>Band 2 750</u> <u>Band 1 150</u>	To vary the annual subscription fees payable by Associate Members	
8.7	Notwithstanding the above, the Board may, at the written request of a Member, waive or <u>reduce</u> any necessary	To enable the Board to reduce the annual subscription fees	



	<u>to membership of the Association, then the new body shall be substituted for the original Member and shall accede in all respects to the prevailing Constitution and by-laws of the Association as if it had been the original Member.</u>		
10.1.9	If based upon a complaint made by any Member or in the opinion of the Board, a Member has refused or neglected to comply with the provisions of the Constitution <u>or and the by-laws of the Association</u> or whose conduct renders such Member to be unfit to be a Member of the Association, the Board may submit the question of expulsion to a General Meeting. At such General Meeting, the Member in question shall be allowed to offer its explanation in relation to the matter, verbally or in writing, and if thereupon three-quarters (3/4) of the Ordinary Members present and voting at such General Meeting vote for the expulsion of the said Member from the Membership of the Association, it shall cease to be a Member as at the said General Meeting.	To incorporate a reference to the by-laws of the Association and thereby clarify the rules pertaining to the expulsion of members	
10.1.1 0	<u>An expelled Member may reapply to be a Member of the Association after a lapse of not less than a year from the date such Member ceased to be a Member of the Association and the decision on whether to re-admit the applicant to Membership of the Association will rest with the Board.</u>	To provide rules for when an expelled Member may reapply for Membership	
11.2	The Association shall hold once every calendar year an Annual General Meeting <u>in the month of June or at any time before June</u> in addition to any other meetings in that calendar year, and shall specify the meeting as such in the notice calling it.	To make clearer when the Annual General Meeting is to be held	
13.1	Subject as provided herein, every Ordinary Member shall	To enable the Board to further	

	have one (1) vote which must be exercised by its Representative or by proxy executed in writing in the manner and form prescribed by the Board <u>from time to time whether in the by-laws or otherwise.</u>	specify the manner and form relating to the exercise of each Member's vote and/or the appointment of proxies	
14.3	<u>The Board may exercise its discretion to allow non-members to be observers and to attend any of the Association's General Meetings.</u>	To formalise the Board's powers relating to observers and their attendance at General Meetings	
14.6	The Association may from time to time by resolution passed by at least three-quarters (3/4) of the Ordinary Members present and voting at a General Meeting, change the number of Board Members, <u>subject always to the approval of the Registrar of Societies in accordance with Article 24 hereof.</u>	To fulfill the formal requirements of the Registrar of Societies	
14.7	<u>Subject to Article 14.8, the Board will be elected by a majority of votes of the Ordinary Members present and voting at the Annual General Meeting.</u>	To provide for the online nomination and election of Board Members	
14.8	<p><u>The Board may at its sole discretion resolve to allow online nominations and elections to be conducted prior to the holding of an Annual General Meeting provided that:</u></p> <p><u>14.8.1 Such online nominations and elections shall be conducted in accordance with such means procedures and timelines as stipulated in the by-laws and/or as determined appropriate by the Board from time to time;</u></p> <p><u>14.8.2 The election results of any online election shall be endorsed by a majority of votes of the Ordinary Members present and voting at the related Annual</u></p>	To specify the process relating to online nominations and elections to the Board	Detailed procedures are laid out in the By-laws.

	<p><u>General Meeting the election results will be deemed conclusive of the election of the Board Members so elected;</u></p> <p><u>14.8.3 Where there is a failure to obtain such endorsement, the Board will be elected by a majority of votes of the Ordinary Members present and voting at the related Annual General Meeting.</u></p>		
14.14	<p>The office of a Board Member shall be vacated, if :</p> <p><u>14.14.8 he/she is substituted by another officer of the Member;</u></p> <p><u>14.14.9 he/she or the Member he/she represents is removed by the Ordinary Members at a General Meeting</u></p>	To further clarify when the office of a Board Member shall be vacated	
15.2	<p>The Secretary shall summon a Board Meeting in the event a Board Member requests it <u>by giving reasonable notice to the Board Members, specifying the location, the day and the hour of the Board Meeting.</u></p>	To address the requirement for notice in relation to Board Meetings	
15.3	<p>The non-receipt of such notice by any Board Member entitled to receive notice thereof, shall not invalidate any resolution passed, or proceeding had, at any Board Meeting.</p>	To address the requirement for notice in relation to Board Meetings	
17	<p><u>The Register</u></p> <p><u>17.1 The Secretariat shall cause to be kept a register of Members containing particulars of:</u></p> <p><u>17.1.1 their names, relevant registration numbers, dates and places of incorporation/establishment,</u></p>	To fulfill the formal requirements of the Registrar of Societies	

	<u>registered and business addresses;</u> <u>17.1.2 in the case of a firm, the names of all partners;</u> <u>17.1.3 in the case of a company the name of its secretary;</u> <u>17.1.4 in the case of an organisation, the name of the principals; and</u> <u>17.1.5 the current nominated Representative of the Member.</u>		
21.2	<u>Notice of every General Meeting shall be given in the same manner hereinbefore stated to :</u> <u>21.2.1 every Member; and</u> <u>21.2.2 the Auditors for the time being of the Association.</u>	To fulfill the formal requirements of the Registrar of Societies	