

**VISTA KOMANWEL**

**B**

**MANAGEMENT CORPORATION**

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**CONSTITUTION**

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**STRATA MANAGEMENT ACT 2013  
(ACT 757) & REGULATIONS  
(AS AT 15<sup>TH</sup> JULY 2015)  
CHAPTER 5 SECTION 70**

**(This Additional By-Laws is Adopted in Sixth AGM dated on 7<sup>th</sup> January 2017.)**

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## **CONSTITUTION OF VISTA KOMANWEL B MANAGEMENT CORPORATION**

### **1. Name**

**Vista Komanwel B Management Corporation (VKBMC)**, hereinafter referred to as "The **Corporation**" is formed under Strata Title Act 1985 and is under the governance of Strata Management Act 2013 (Act 757) & Regulations [As at July 2015].

The Strata Title Act 2013 extends the application of Strata Title Act 1985 to the Federal Territory of Labuan. Provisions in Strata Title Act 1985 are amended and harmonized with the National Land Code 1965. Strata Title Act 2013 has also carved out all the provisions regarding management of subdivided building under the Strata Title Act 1985 and placed it purely under the governance of Strata Management Act 2013. The implementation of the Strata Management Act 2013 is complemented by the Strata Management (Maintenance & Management) Regulations 2015 which duly came into force on 2nd June 2015.

### **2. Place of Business**

Its registered place of business shall be **Club House Parcel B, Vista Komanwel B, Bukit Jalil, 57700 Kuala Lumpur** on **Lot 38385, Hakmilik Geran 46833, Mukim Petaling, Kuala Lumpur** or at such other place as may from time to time be decided by the Committee with the prior approval of the Commissioner of Building.

### **3. Definition**

In this Constitution, unless otherwise stated:

- (1) "Act" means Strata Management Act 2013 (Act 757) & Regulations (As at 15<sup>th</sup> July 2015);
- (2) "Accessory parcel" has the meaning assigned to it in section 4 of the Strata Title Act 1985, i.e. means any parcel shown in a strata plan as an accessory parcel which is used or intended to be used in conjunction with a parcel;
- (3) "By-laws, means the by-laws which are in operation in respect of the building or land intended for subdivision into parcels or the subdivided building or land, and the common property as-
  - (a) prescribed by the regulations made under section 150 for regulating the control, management, administration, use of enjoyment of the building or land intended for subdivision into parcels or the subdivided building or land, and the common property; or
  - (b) provided for in any additional by-laws made under section 32, 70 or 71;
- (4) "Charges" means any money collected to be deposited into management fund account/maintenance account;
- (5) "Commissioner" means the Commissioner of Buildings appointed under subsection 4(1) of Strata Management Act 2013 (Act 757) & Regulations [As at 15<sup>th</sup> July 2015], and includes any Deputy Commissioner and other officers appointed under subsection 4(1) to exercise the power or perform the duties imposed on the Commissioner;

- (6) "Common property" means so much of the lot as is not comprised in any parcel (including any accessory parcel), or any provisional block as shown in an approved strata plan;
- (7) "Management Committee" in relation to a management corporation, means the Committee of that management corporation elected under section 56 of the Act;
- (8) "Management Corporation" means the management corporation which comes into existence under Strata Title Act 1985;
- (9) "Management Fund" also means charges collected and kept in the maintenance account for the purpose specified in Section 10 Subsection (4) (5) (6), Section 23 Subsection (3), Section 50 Subsection (2), Section 60 and Section 66;
- (10) "Minister" means the Minister charged with the responsibility for local government;
- (11) "Parcel", in relation to subdivided building, means one of the individual units comprised therein, which (except in the case of an accessory parcel) is held under separate strata title, and in relation to a subdivided land, means one of the individual units of land parcel;
- (12) "Property" means any land on the development area, and includes any building or part of a building that has been erected or is being erected on the land, and also includes a building or land intended for subdivision into parcels;
- (13) "Proprietor" refers to a parcel proprietor, that is to say, a person or body for the time being registered as the proprietor of a parcel, as well as to the proprietor of a provisional block, that is to say a person or body for the time being registered as the proprietor of a provisional block unless expressly provided otherwise;
- (14) "Purchaser" means the purchaser of a parcel and includes any person or body who has acquired an interest as a purchaser in the parcel or any person or for the time of being registered as a parcel owners in the register of parcel owners under subsection 30(1);
- (15) "Replacement value" means the value to replace the building in the case of fire or damage;
- (16) "Sinking fund account" means an account required to be opened and maintained by the management corporation under section 11, 24, 51, 61, or 67;

#### **4. Aim**

To manage and maintain the condominium complex.

#### **5. Duties and Powers of the Management Corporation**

Refer to the Act, Section 59.

#### **6. Register of Proprietors**

The Corporation, shall maintain a register containing the following particulars in respect of all the parcels.

- (1) The floor area of the parcel.

- (2) The name and address of **every** proprietor and if the proprietor is not a resident of Malaysia, the address in Malaysia at which notices may be served on the proprietor
- (3) The name and address of the solicitor acting for the proprietor in the sale and purchase of the parcel.

## **7. Duties of Proprietor**

Refer to the Act, Section 52, 68, 73, Third Schedule, Part 3.

## **8. Annual General Meeting**

Refer to the Act, Second Schedule, Subparagraph 10.

## **9. Extraordinary General Meeting**

Refer to the Act, Second Schedule, Subparagraph 11.

## **10. Management Committee**

- (1) The Management Corporation shall elect a Management Committee consisting of not less than three and not more than fourteen proprietors who shall be termed as the Committee Members of the Management Corporation headed by a Chairman. This Chairman, Secretary and a Treasurer shall be elected by the management Committee from among its members immediately after the conclusion of the annual general meeting.
- (2) The Management Committee, subject to any restriction imposed or direction given by the Management Corporation at a general meeting, may perform the Management Corporation's duties and conduct the Management Corporation's business on its behalf, and may for that purpose exercise any of the Management Corporation's powers. It is also to organize and supervise the day-to-day activities of the Management Corporation and to make decisions on matters affecting its running within the general policy laid down by the general meeting and the Act. The Committee shall not act contrary to the expressed wishes of the general meeting without prior reference to it and shall always remain subordinate to the general meeting. It shall furnish a report to each annual general meeting on its activities during the previous year.
- (3) Where any urgent matter requiring the approval of the Committee arises and it is not possible to convene a meeting, the Secretary may obtain such approval in writing by means of a circular letter or via e-mail. The following conditions must be fulfilled before a resolution is deemed to have been passed at a meeting of the Committee:
  - (a) All members of the Committee have been informed of the proposed resolution in writing, or reasonable efforts have been made to inform all members of the Committee of the proposed resolution; and
  - (b) The resolution in writing is signed by every member of the Committee indicating agreement with the resolution,
  - (c) And in the absence of such agreement by every member of the Committee, a meeting has to be held. Such resolutions shall be reported by the Secretary at the next Committee meeting and recorded in the minutes thereof.

- (4) The Committee may regulate its own procedure.
- (5) A person shall continue to be a member of the Committee until that person:
  - (a) Resigns;
  - (b) Dies;
  - (c) Becomes a bankrupt;
  - (d) Is no longer a proprietor;
  - (e) Fails to attend three consecutive meetings of the Committee without satisfactory explanation and shall be deemed to have resigned from the Committee.
- (6) Where any vacancy occurs in the Committee, the remaining members shall appoint another proprietor to be a member until the next annual general meeting of the Management Corporation.
- (7) The Committee shall give instructions to the Secretary and other officers for the conduct of the affairs of the Management Corporation. It may appoint such officers and such staff as it deems necessary. It may suspend or dismiss any officers or member of the staff for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the Committee, or for any other reason which it deems good and sufficient in the interest of the Management Corporation.
- (8) The Committee may appoint any sub-Committee for any purpose arising out of or connected with any of the duties, functions and aims laid down under the rules. Any proprietor can become a member of these sub-Committees for the purpose of advising or assisting the Committee on any matter under discussion, but any person so attending shall have no right to vote at the meeting or deliberation. A person so invited shall be paid such allowances as may be determined by the Management Corporation.
- (9) The Committee may invite any person to attend any meeting or deliberation of the Committee for the purpose of advising or assisting the Committee on any matter under discussion, but any person so attending shall have no right to vote at the meeting or deliberation. A person so invited shall be paid such allowances as may be determined by the Management Corporation.
- (10) The Committee may from time-to-time allow proprietors to observe the proceedings at Committee meetings. However, these proprietors are **not** allowed to air their views or disrupt the meeting in any way and shall have no right to vote. They are simply, observers.

## **11. Duties of Committee Members**

- (1) The Chairman
  - (a) Chairman shall during his/her term of office chair at all general meetings, meetings of the Committee and shall be responsible for the proper conduct of all such meetings. In the absence of the Chairman, the members of the Committee present at the meeting shall elect a chairman of the meeting among themselves. He/She (or chairman of

the meeting) shall have the casting vote in addition to his/her deliberative vote and shall sign the minutes of each meeting at the time they are approved.

- (b) The Chairman of the Management Corporation shall, in conjunction with the appointed members be a signatory to bank accounts on behalf of the Management Corporation.
- (c) The Committee may appoint a Vice-Chairman who shall deputize for the Chairman during the latter's absence and will chair any meeting on his/her behalf. He/She shall have the same powers as the Chairman at the meetings that he/she is chairing. He/She can be an alternate signatory for cheques,

(2) The Secretary

- (a) The Secretary shall conduct the business of the Management Corporation in accordance with the rules, and shall carry out the instructions of the general meeting and of the Committee. He/She shall be responsible for conducting all correspondence and keeping all books, documents and paper except the accounts and financial records. He/She shall attend all meetings, record all proceedings and sign the minutes of each meeting at the time they are approved. In the absence of the Secretary, the members of the Committee present at the meeting shall elect a secretary of the meeting among themselves to record all proceedings and sign the minutes of meeting at the time they are approved.
- (b) The Secretary of the Management Corporation shall keep a copy of strata roll consisting of details such as name, identity card number or passport number, condominium unit number, correspondence and e-mail addresses.
- (c) The Secretary shall file the certified true copies of the audited accounts of the corporation which has presented to the general meeting, the resolution passed at the general meeting and the minutes of general meeting within 28 days from the date of a general meeting to the Commissioner of Building.
- (d) The Committee may appoint an Assistant Secretary who shall assist the Secretary in carrying out his duties and shall act for him/her in his/her absence.

(3) The Treasurer

- (a) The Treasurer shall be responsible for the finances of the Body. He/She shall keep accounts of all its financial transactions and shall be responsible for their correctness. He/She shall in conjunction with the Chairman be a signatory of bank accounts on behalf of the Management Corporation.
- (b) The Committee shall appoint an Assistant Treasurer to act for him/her in his/her absence. He/She can be an alternate signatory for cheques. The Ordinary Committee Members shall carry out such duty as directed by the Committee.

## **12. Minutes**

- (1) The Secretary of the Committee shall cause minutes of all their meetings to be maintained and kept in a proper form.
- (2) Minutes of meetings of the Committee, if duly signed, shall be admissible in any legal proceedings as prima facie evidence of the facts stated in them without further proof.
- (3) Every meeting of the Committee in respect of the proceedings of which minutes have been so made shall be deemed to have been duly convened and held and all Committee members at the meeting to have been duly qualified to act.
- (4) A Committee shall cause copies of the minutes of all its meetings to be submitted to the Commissioner when requested.

## **13. Disclosure of Interest**

- (1) A member of the Committee having any interest in any matter under discussion by the Committee shall disclose to the Committee the facts of his interest and its nature.
- (2) A disclosure under sub-para. (1) shall be recorded in the minutes of the Committee meeting and, after the disclosure, the Committee member having an interest in the matter shall not take part nor be present in any deliberation or decision of the Committee.

## **14. Financial Provisions**

- (1) Subject to the following provisions in these rules, the funds of the Management Corporation may be expended for the purpose necessary for the carrying out of its objects, including the expenses of 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.
- (2) For annual recurrent administrative, operating and maintenance expenses, all financial instruments of the Management Corporation's account shall be executed according to the current resolutions and financial procedures approved and adopted by the Committee at its Committee meetings. The financial procedures so adopted shall not be subject to change unless approved by 2/3 (two-thirds) of the total number of Committee members.
- (3) For capital purchases and major expenses to be charged to the sinking fund account, any single item of expenditure exceeding RM50,000 (Ringgit Fifty Thousand only) must be approved by a simple majority of the proprietors present at a general meeting. In cases where a general meeting could not be convened, then a circular letter or e-mail must be issued by following the procedures below:
  - (a) The issue must be clearly set out in the circular letter or e-mail and forwarded to all proprietors to their last known and registered contact details. Record of proof must be kept to show that at least 51 proprietors



- have acknowledged receipt of the circular letter which may be delivered in person or circulated by e-mail, fax or surface mail.
- (b) At least 51 proprietors must indicate in writing whether they accept or reject the proposal within the time period stipulated in the circular letter or e-mail. Where such response is not forthcoming, then the motion proposed in the circular letter or e-mail is deemed to have been accepted if less than 25 of the responding proprietors reject the proposal.
  - (c) The decision must be by a majority vote if 51 or more replies have been received.
  - (d) Any decision obtained by circular letter or e-mail shall be reported by the Secretary at the next general meeting and recorded in the minutes thereof.
- (4) The financial year of the Association shall commence on the 1<sup>st</sup> January and end on the 31<sup>st</sup> December every year.

#### **15. Internal Audit**

- (1) Two persons, who shall not be Committee members of the Management Corporation, may be appointed by the annual general meeting as Honorary Auditors to conduct internal audit of the accounts in addition to competent licensed company auditor appointed by the Management Corporation. These internal auditors shall hold office for one year and may be re-appointed.
- (2) The Internal Auditors and company auditor shall be required to audit the accounts of the Management Corporation for the year, and to prepare a report or certificate for the annual general meeting. They may also be required by the Chairman to audit the accounts of the Management Corporation for any period within their tenure of office, at any date, and to make a report to the Committee.

#### **16. Interpretation of Constitution and Rules**

- (1) Between annual general meetings the Committee shall interpret the Constitution and rules of the Management Corporation and when necessary, determine any point on which the constitution and rules are silent.
- (2) Except where they are contrary to or inconsistent with the policy previously laid down by the general meeting, the decisions of the Committee shall be binding on all members of the Management Corporation unless and until countermanded by a resolution of a general meeting.

#### **17. Amendments to Constitution**

The first set of Constitution as Additional By-Laws shall be approved and adopted by the Committee and then tabled for general approval at the forth coming Annual General Meeting. Thereafter, the Constitution shall not be amended except by resolution of a general meeting. Any amendment to the Constitution shall be forwarded to the Commissioner within 28 days of being passed by the general meeting and to take effect after approval by the Commissioner.

Note:

- 1. The first House Rules was adopted in First AGM 21<sup>st</sup> July 2012.

2. The first Amended House Rules was adopted in AGM 28<sup>th</sup> November 2015.
3. This second amended House Rules is adopted in Sixth AGM dated on 7<sup>th</sup> January 2017.

## **18. Conflict Between the Act and Constitution**

If there is conflict with this Constitution and the Act, the Act shall prevail.

## **19. Prohibitions**

These are indicated under the House Rules and Regulations currently in force.

## **20. House Rules and Regulations**

- (1) The Management Corporation shall:
  - (a) Keep a record of the house rules in force from time to time;
  - (b) On receipt of an application in writing made by a proprietor or by a person duly authorized to apply on behalf of a proprietor for a copy of the house rules in force, supply to such proprietor or the person duly authorized by him, at a reasonable cost, a copy of the house rules; and
  - (c) On the application of any person who satisfies the Management Corporation that he has a proper interest in so applying, make such house rules available for inspection,
- (2) A copy of any house rules made by the Management Corporation and any amendment of any house rules for the time being in force, certified as a true copy under the seal of the Management Corporation, shall be lodged by the Management Corporation with the Commissioner of Building within fourteen days of the passing of the resolution by the Management Corporation approving the house rules.

## **21. Management Fund**

1. Any surplus moneys in the Maintenance Account after payment of all the expenditure which have been properly charged to the Maintenance Account which has been transferred to the Management Corporation by the Joint Management Body, and such moneys shall constitute a fund to be known as the " Management Fund " which shall be maintained by the Management Corporation.
2. The Management Fund shall be administered and controlled by the Management Corporation and shall consist of:
  - (a) All or any part of the maintenance charges for the building imposed by or payable to the Management Corporation under the Act;
  - (b) All moneys derived from the sale, disposal, lease or hire of, or any other dealing with, any property, mortgages, charges or debentures vested in or acquired by the Management Corporation;

- (c) All other moneys and property which may in any manner become payable to or vested in the Management Corporation in respect of any matter incidental to its functions and powers; and
- (d) All other moneys lawfully received by the Management Corporation, including interest, donation and trust.

3. The Management Fund shall be used solely for the purposes of:

- (a) Ensuring that the common property of the building is in a state of good repair and maintaining the common property;
- (b) Paying for the expenses incurred in providing cleaning services for the common property, security services and amenities for the occupiers of the building;
- (c) Paying any premiums for the insurance of the building against damage by fire and other risks;
- (d) Carrying out periodical inspection on the safety of the building in the manner as specified in and under the Street, Drainage and Building Act 1974 [Act 133];
- (e) Cleaning premises including white-washing, colour washing or painting of the common property;
- (f) Carrying out inspection of all electrical wiring systems of the common property and replacing any faulty wiring systems, if any;
- (g) Carrying out inspection, maintenance and repair of the main water tank;
- (h) Paying rent and rates, if any;
- (i) Paying any fee incurred for the auditing of the Building Maintenance Fund;
- (j) Paying all charges reasonably incurred for the administration of the Building Maintenance Fund as may be determined by the Commissioner;
- (k) Paying the remuneration or fees of the appointed managing agent;
- (l) Paying any expenditure lawfully incurred by the Management Corporation;
- (m) Paying for the allowances and other expenses of the appointed proprietors by the Committee of the Management Corporation and members of the Committee according to such rates as may be approved by the Management Corporation in a general meeting;
- (n) Paying any expenses, costs or expenditure in relation to the procurement of goods or services, including but not limited to the engagement of consultants, legal fees or costs and other fees and costs, properly incurred or accepted by the Management Corporation in the performance of the Management Corporation's functions and the exercise of its powers under the Act;
- (o) Purchasing or hiring equipment, machinery and any other material, acquiring land and any assets, and erecting buildings, and carrying out any other works and undertakings in the performance of the Management Corporation's functions and the exercise of its powers under the Act;

- (p) Paying any expenses for carrying into effect the provisions of the Act; and
- (q) Doing generally all things necessary for the maintenance and management of the common property.

## **22. Charges**

- (1) The proprietor shall pay the charges for the maintenance and management of the common property.
- (2) The apportionment of the charges to be paid by the proprietors shall be determined by the Management Corporation in proportion to the allocated share units.
- (3) Any written notice served on the proprietor requesting for the payment of the charges shall be supported by a statement of the charges issued by the Management Corporation, as the case may be, stating in detail the categories of expenditure in respect of which charges are to be paid.
- (4) The proprietor shall, within fourteen days of receiving a notice under sub-para. (3) pay the charges requested for.
- (5) If the charges remain unpaid by the proprietor at the expiration of the period of fourteen days specified in sub-para. (4), the proprietor shall pay interest at the rate to be determined by the Management Corporation but such interest shall not exceed 10 percent per annum.

## **23. Sinking Fund**

- (1) The Management Corporation shall open and maintain a sinking fund into which shall be paid such portion of the contribution to the Management Fund as may, from time to time, be determined by the Management Corporation for the purposes of meeting its actual or expected liabilities in respect of the following matters:
  - (a) The painting or repainting of any part of the common property;
  - (b) The acquisition of any movable property for use in relation to the common property;
  - (c) The renewal or replacement of any fixture or fitting comprised in any common property; or
  - (d) Any other expenditure as the Committee deems necessary.

## **24. Recovery of Charges by Management Corporation**

- (1) Where maintenance charges become recoverable by the Corporation from a proprietor, the Corporation may serve on the proprietor a written notice requesting payment of the sum due within such period, which shall not be less than fourteen days from the date of service of the notice, as may be specified in the notice,
- (2) If at the end of the period specified in the notice under sub-para. (1) above, the sum or part of the sum due remains unpaid, the Corporation may serve on the proprietor a further written notice demanding payment of the sum due within fourteen days from the date of service of the notice; and if upon the expiry of

the said period, the sum due still remains unpaid, the proprietor may institute proceedings in any court of competent jurisdiction for the recovery of the said sum or, in addition or as an alternative to recovery under this section, resort to recovery under the Act,

- (3) Where a managing agent has been appointed by the Commissioner of Building of the Act to maintain and manage a development area, a notice sent by the managing agent shall be deemed to have been sent by Corporation.

## 25. Recovery of Arrears of Charges

Refer to the Act, Section 77, Section 78, and Section 53A.

This Constitution By-Laws is approved and adopted by the Management Corporation in Sixth Annual General Meeting which is held on 7<sup>th</sup> January 2017.

This Constitution Additional By-Laws to be confirmed by:

Signature:

Name:

Position:

Chairman

Date:

This Constitution Additional By-Laws to be confirmed by:

Signature:

Name:

Position:

Secretary

Date:

The Signatures to be witnessed by:

Signature:

Name:

Position:

Property Manager

Company:

Raine, Horne & Zaki Property Management  
(Company No: 221595-P)

Date: