

Unofficial translation of the

Bylaws of the

Arab Energy Club

(Lebanon's presidential Decree No. 2208 dated 10/06/2009)

Article 1: As per these bylaws, a non-governmental organization by the name Arab Energy Club (hereby referred to as AEC) is established with headquarters in Beirut, Lebanon and is subject to the prevailing laws as well as these bylaws. The AEC enjoys the privileges of a legal status set for it by law.

Article 2: The headquarters of the AEC is section 41 of real estate No 205 in Ras Beirut district

Article 3: Objective of the AEC

The AEC aims at:

- a. Enhancing dialogue and communication among the professionals and other interested parties in the field of energy in the Arab Countries
- b. Debate the status of the energy sector in the Arab Countries especially those related to oil and gas and ways and means of promoting their contribution to social and economic development
- c. Discussing international energy situation and relations including the prospects of renewable energy and the impact on the Arab region
- d. Deepen the understanding of energy matters and their interaction with environment and development
- e. Exchange information and analysis and communication with like centers and forums
- f. Encourage the establishment of specialized research centers in universities and institution of higher education in the Arab Countries

The above are to be carried out in accordance with the established laws and regulations and the required approvals from designated authorities

Article 4: The AEC meetings

The AEC meets at least once a year in a venue to be chosen by the Management Committee. Those attending the meetings are the members as well as those invited by the Committee

Article 5: The AEC financial resources

The AEC resources are as follows:

- a. Membership dues
- b. Contributions by companies and institutions suggested by the management Committee and approved by the General Assembly
- c. Returns from its functions

The resources of the AEC shall not be disbursed beyond the execution of its objectives

Article 6: The General Assembly

The AEC is composed of two organs: the General Assembly and the Management Committee

The Management Committee represents the General Assembly and manages the AEC in accordance with the laws and regulations of Lebanon. The functions and responsibilities of both organs are set in the internal rules of the AEC.

The General Assembly is composed of all members, who have paid their annual membership dues, and meets once a year and is entrusted to:

- a. Elect the AEC's Management Committee and Secretary General for a period of three years through secret ballots. The Assembly's meeting requires quorum of more than half of the members who paid their annual dues. The election process is conducted by three members who are running for election.
- b. Approve the membership dues, the AEC budget and its financial resources
- c. Approve the AEC's program suggested by the Management Committee
- d. Amend the bylaws of the AEC

Article 7: The Management Committee

1. The Management Committee is composed of five including the Secretary General one of them at least should be a Lebanese citizen
2. The Management Committee is entrusted to:
 - a. Coordinate the responsibilities among its members: deciding the date, venue and agenda of the meeting of the General Assembly
 - b. Suggest to the General Assembly the energy issues to be discussed in the annual and the specialized meetings
 - c. Follow up on the relations with like forums and institutions in the region and worldwide
 - d. Follow up on the financial matters of the AEC including membership dues collection, donations and the disbursement of the funds on the AEC's functions
 - e. Keeping the membership record and disseminating it to members periodically
 - f. Overseeing the publications and the events of the AEC
3. The Management Committee holds two meetings at least during the year
4. The founding committee of the AEC carries out the duties of the Management Committee for one year from the issuance of the presidential decree establishing the AEC

Article 8: The Political and Electoral Affairs section of the Department of Political, Parties and Associations Affairs in the General Directorate of Political and Migration Affairs shall receive the minutes of the meeting electing the Management Committee signed by the members of the General Assembly according to the simple majority rule including a list of the candidates and the voting count

Article 9: The Management Committee is elected and the positions of its members specified if the internal rules of the AEC states such, otherwise the elected Committee meets under the chairmanship of its eldest member and chose from its ranks the president, vice president, treasurer, secretary and coordinator with the government. More than one function might be assigned to one member except the disbursement of funds. The duties of the Management Committee should be specified in the internal rules of the AEC

Article 10: The General Assembly may amend these bylaws upon a recommendation from the Management Committee or upon a proposal from 20 per cent of members. Changes or amendments require the consent of two thirds of the paid members and informing the General Directorate of Political and Migration Affairs of such.

Article 11: The General Assembly may call for the election of new Management Committee before the end of its three years term, upon a request from one third of membership and the approval of two thirds of members.

Article 12: Besides the rules and regulations in the Associations' Law, the AEC might be dissolved upon its own request based upon a decision of the General Assembly and the consent of at least 75 per cent of its members.

Article 13: If the AEC is dissolved its financial and fixed assets shall be distributed equally between OXIMBILIA and ALMABARAT Charity Organization

Article 14: General Clauses

- a. These bylaws may be changed upon the approval of two thirds of the attending members based on proposal from the Management Committee or five of its members. The proposed change should be sent to members at least one month before the meeting
- b. Discussions and views presented in the AEC meetings should not be attributed to particular members in news media

Article 15: Membership in AEC

1. Membership of the AEC is open to professionals and interested individuals in energy issues such as oil and gas electricity and renewable energy, from the Arab Countries whether residing in their countries or elsewhere
2. Membership application is presented to the Secretary General with endorsement from two ongoing members and approved by the Management Committee
3. Any member wishing to terminate membership could do such upon a note to the Secretary General