



By-laws of the Middle East Solar Industry Association

1 Membership dues

1.1 Membership dues shall be established on an annual basis by the Executive Committee. The membership dues are as follows:

1.1.1 Categories of membership

- a) Founding Member – AED 17,000. Each Founding Member shall be entitled to appoint two (2) persons to represent it at MESIA. A Founding Member shall have four (4) votes on any matter voted on at the Annual General Meeting.
- b) Partner Member – AED 17,000. Each Partner Member shall be entitled to appoint two (2) persons to represent it as MESIA. A Partner Member shall have four (4) votes on any matter voted on at the Annual General Meeting.
- c) Corporate Member – AED 8,000. Each Corporate Member shall be entitled to appoint two (2) persons to represent it at MESIA. A Corporate Member shall have two (2) votes on any matter voted on at the Annual General Meeting.

1.1.2 The Executive Committee shall endeavour to enlist Honorary Members who are worthy individuals and/or active in government and regulatory departments in charge of promoting solar power or otherwise involved in the solar industry in the Middle East.

1.2 New members who join MESIA in the first half of the membership year shall pay the full amount of the annual membership dues. New members who join MESIA in the second half of the membership year shall pay half of the amount of the annual membership dues.

2 Membership applications

2.1 Every applicant for membership shall apply by appropriate application form as approved by the Executive Committee.

2.2 Every applicant for Founding Member, Partner Member or Corporate Member status shall provide the MESIA with a copy of a valid trade, professional, industrial or similar licence as well as a passport copy of each individual falling under such membership. Every applicant for Basic Member status shall provide the MESIA with a copy of their passport.

3 Determination of membership

3.1 For the purpose of determining eligibility under section 3.1.1 of the Constitution, “solar companies” shall be understood to include entities lawfully engaged in the conduct of solar business activities or related services in furtherance or support of the goals of MESIA, and which are:

3.1.1 Solar corporations, limited liability companies, partnerships, sole proprietorships, associations, institutions and other solar organizations and entities;

3.1.2 Branch offices of solar organizations and entities; and

3.1.3 Controlled foreign subsidiaries of the foregoing solar organisations or entities, or branch offices of the foregoing solar subsidiaries.

4 Membership lists and information

4.1 The Executive Committee shall maintain an up-to-date list of MESIA members.

4.2 The Executive Committee shall be required to distribute circulars to Members containing information or news considered to be of interest to members.

5 Duties of Executive Committee members

The duties of the officers of the Executive Committee shall be as follows:

5.1 The Chairman shall exercise general supervision over the affairs of the MESIA and shall represent the MESIA in all external relations. The Chairman will set the vision for the association and ensure that the actions undertaken by MESIA are in-line with its vision.

5.2 The President shall provide leadership in achieving MESIA’s mission. He or she shall preside over all meetings of the MESIA and the Executive Committee and shall be responsible for implementing the decisions of the Executive Committee.

5.3 The Vice President shall deputise for the President on all MESIA matters. He or she shall be responsible for implementing the decisions of the Executive Committee.

5.4 The Secretary General shall assist the President and Vice President in the performance of their duties and will be responsible in the absence of the Vice President. In addition, will support the policy related initiatives while keeping a strong tie with the policy makers in the region. Make policy recommendation in solar / renewables, and support research report to that endeavour.

5.5 The Treasurer shall be responsible for all financial receipts, disbursements, accounts, financial records and reports.

5.6 The Marketing & Communications Director shall be responsible for the events and programs organised by MESIA. He or she shall also be responsible for liaising with all forms of media and with like-minded business and community organisations. He or she shall also be responsible for the MESIA website and any internal or external publications of the MESIA.

5.7 The Membership Director shall be responsible for membership development and services with the goal of increasing the membership base and the retention thereof.

5.8 The Legal Counsel shall be responsible for all legal matters related to contracts signed by MESIA and for ensuring that MESIA complies with all relevant rules and regulations as well as the Constitution and By-Laws.

5.9 The Research Director shall be responsible for all the research publications and white paper reports by MESIA as well as all matters of a policy research nature, such as technical reports, market analyses, and policy recommendations.

5.10 The International Cooperation & Development Director shall be responsible to develop relationships as well coordinate and liaison with other leading solar associations, event management associations, and international organization (i.e. IRENA, WWF, IFC, World bank) to share best practices as well as establish MESIA as a leading solar association / voice of MENA solar sector.

6 Agents and representatives

6.1 The Executive Committee may appoint any persons needed to assist in achieving the objectives of MESIA. Appointments which extend beyond the next Annual General Meeting must be approved by the newly elected Executive Committee.

6.2 The Executive Committee shall appoint a Marketing Coordinator to manage the day-to-day affairs of the MESIA, and shall determine his or her duties. The salary and other terms and conditions of employment of the Marketing Coordinator or any other employee of MESIA shall be fixed by the Executive Committee (and may be amended from time to time).

7 Minutes of meetings

Minutes of each General Meeting of the Executive Committee shall be recorded and made available to all members upon request.

8 Nomination of candidates for the Executive Committee

8.1 The Executive Committee shall appoint a nominating committee from among the Members (“Nominating Committee”).

8.2 The Nominating Committee shall review all nominations received from the membership and shall ensure that the constitutional requirements are met; specifically, that a prospective nominee be a Full Member.

8.3 The names of all candidates nominated shall be announced to the Members of MESIA not later than two weeks before the date fixed for the Annual General Meeting. No person may be nominated for two elective positions. Nominations shall be closed following the announcement of candidates by the Nominating Committee.

9 Election of the Executive Committee

9.1 In case of competition, an election shall be held by secret ballot with respect to each position competed for in such manner as the Executive Committee may reasonably prescribe.

9.2 Election shall be by simple majority of the Members voting. Ballots may be cast in advance of the Executive Committee meeting.

10 Financial control

10.1 Within one (1) month of the election of the Executive Committee, three (3) officers of the Executive Committee, which shall include the President and the Treasurer, shall be authorised to sign cheques on behalf of the MESIA.

10.2 The signatures of any two (2) authorised signatories shall be required on all cheques issued in the name of the MESIA.

10.3 Notwithstanding the above restrictions but subject to any further limitations that may be imposed by the Executive Committee, the Marketing Coordinator shall be permitted to authorise individual expenditures in the amount of AED 2,000, up to a maximum of AED 5,000 during any one (1) week period.

11 Insurance

The Executive Committee may maintain a suitable amount of insurance which is necessary for the prudent conduct of the affairs of the MESIA.

12 Indemnification

MESIA shall indemnify and keep fully and effectively indemnified all officers of the Executive Committee against and in respect of any and all losses, liabilities, costs (including without limitation, legal costs), charges, expenses, actions, proceedings, claims and demands arising out of the performance of their duties.

13 Executive committee action

The Executive Committee may approve any action with respect to any issue properly before it according to the following conditions:

13.1 the vote of a simple majority of the members present at an Executive Committee meeting (at which a quorum is present) shall be sufficient to approve such action, subject to the proviso that in the event of deadlock, the Chairman shall have a casting vote;

13.2 unless otherwise restricted by the Constitution or the By-Laws, any action required or permitted to be taken at any meeting of the Executive Committee or of any committee thereof may be taken without a meeting;

13.3 with respect to any action taken by the Executive Committee without a meeting, the vote of a majority of the members of the Executive Committee shall be sufficient to approve such action unless the Constitution or By-Laws shall otherwise require the vote of a greater number;

13.4 any action taken by the Executive Committee outside of any meeting may be undertaken by any reliable means of communication which shall provide a verifiable record of such voting and which shall ensure that all votes have been validly cast solely by the members of the Executive Committee; and

13.5 the Marketing Coordinator shall maintain a verifiable record of the voting for any action taken by the Executive Committee outside of any meeting.