

**ARTICLES OF ASSOCIATION
OF
PAKISTAN ALTERNATIVE ENERGY ASSOCIATION**

(Licensed under the Trade Organizations Act, 2013)



1. The regulation contained in table "A" in the first-schedule to the Companies Act, 2017 shall not apply to the Association except the compulsory regulations.

a. DEFINITIONS:

In these Articles unless there is anything repugnant in the subject or context:-

- i. "Articles" means articles of **Pakistan Alternative Energy Association.**
- ii. "Association" means the **Pakistan Alternative Energy Association.**
- iii. "Committee" means the Executive Committee of the Association.
- iv. "Alternative Energy" means energy fueled in ways that do not use up the earth's natural resources or otherwise harm the environment and it includes sunlight, water, wind, biomass geothermal resources whatever form and its products.
- v. "Regulator" means Regulator of the Trade Organizations appointed by the Federal Government and includes an officer empowered by the Federal Government to perform the functions Regulator.
- vi. "General Body" mean all members of the Association.
- vii. "General meeting" means the meeting the General Body of the Association. Whether Ordinary or Extraordinary.
- viii. "Member" means a firm and includes a proprietorship, an association of persons, a partnership, a company or a multinational corporation, engaged in trade, industry or services enrolled with the Association.
- ix. "Members of Executive Committee" means elected members of EC including Chairman, Vice Chairman, and elected Members of the Association.
- x. "Membership Period" means membership of the Association Which shall be granted for a period of one year and shall expire on 31st day of March every year irrespective of the date of grant of membership
- xi. "Office" means the registered office of the Association.



- xii. "Office Bearers" means Chairman, Senior Vice Chairman & Vice chairman of Association.
- xiii. "Ordinary Resolution" means a resolution passed at a general Meeting by a simple majority of votes of Members present in person.
- xiv. "Act" means the Trade Organization Act, 2013.
- xv. "Rules" means the Trade Organization Rules, 2013.
- xvi. "Companies Act" means the Trade Companies Act, 2017.
- xvii. "Chairman" means the Chairman of Association.
- xviii. "Senior Vice Chairman" means the Senior Vice chairman of the Association.
- xix. "Vice Chairman" means the Vice chairman of the Association.
- xx. "Register" means the register of Members of the Association to be kept in pursuance of the Companies Act, 2017.
- xxi. "Secretary General" means the Secretary General of the Association appointed for the time being under these Articles.
- xxii. "Words" indicating the singular number shall include plural number and vice versa, words signifying persons shall apply, mutates mutandis to firms, corporations or joint stock companies.

2. CLASSES OF MEMBERSHIP

The Association shall consist of two classes of Membership, namely:-

a. Corporate Member

A Member which is either a body corporate or a multinational corporation with its Head Office or branch office in Pakistan or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs.50 million or above

b. Associate Member

A Member which is not a body corporate or a multinational or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs.50 million or above.

3. Membership Not Limited

The number of Members of the Association is declared to consist of unlimited number of Members.



4. Subscription by Members

The Association is formed for the attainment of the aims and objects contained in its Memorandum of Association, and every Member of the Association shall be deemed to have subscribed to the same.

5. Registered Office and jurisdiction of the Association

a. The registered office of the Association shall be in the Islamabad Capital Territory and the business of the Association shall be carried out within its territorial jurisdiction.

b. The territorial jurisdiction of the Association shall Pakistan.

6. Membership of the Association

Any business concern who is involved in the Alternative Energy , shall be eligible for grant, renewal/re-admission of membership of the Association if such business concern meets the following conditions, namely:-

A. Membership Eligibility Conditions

- (a) the prospective member is a sole proprietorship or a partnership firm or an association of persons or a company holding valid national tax number and sales tax registration, if applicable, in the name of the business concern;
- (b) The prospective member is either permanently domiciled In the Pakistan or has a substantial business interest such as an industrial concern, a corporate business entity or is being assessed for the purposes of income tax and sales tax in the territorial jurisdiction of the Association.
- (c) The application for grant of membership has been proposed and seconded by existing members of the Association
- (d) The prospective member has no criminal conviction.

B. Membership period and renewals

- (a) The membership of the Association shall be granted for a period of one year and shall expire on the 31st day of March every year irrespective of the date or grant of membership on payment of prescribed membership subscription.
- (b) The membership shall be renewable on annual basis subject to fulfillment of following conditions, namely:-

1. Payment of prescribed annual subscription by 31st of March each year; and



2. Proof of filing return of income tax and sales tax, if applicable, for the preceding year.

7. Admission Fee and Annual Subscription

- a). Every member will be required to pay an admission fee at the rate determined by the Executive Committee from time to time. Any member firm of the Association shall have, on changing the Firm's name or on change of the Firm constitution, to put in a new application for Membership. However, no admission fee shall be charged, provided the Applicant has taken over the assets and accepted the original Firm's liabilities. In any case, the Executive
- b). Committee shall be the competent to decide such issues on merit. Every member shall annually pay Membership Fee by 31st March each year at the rate of Rs. 25,000/- for (Corporate Class) and Rs. 15,000/- for (Associate Class) for the year. The Membership fee may be varied from time to time by the Executive Committee with the approval of the Regulator (TOs).
- c). If a Member fails to pay the membership subscription at the latest by the 31st March "each year, the name of such Member shall be deemed to have been automatically struck off from the register and shall cease to be a Member of the Association with effect from 1st April, of that year. Provided that a Member who has thus ceased to be a Member shall not be re-admitted unless the admission fee is paid afresh, besides the annual subscription.

8. Application for Membership

- a. An eligible business concern desirous of becoming a Member of the Association and agreeing to abide by the Memorandum and Articles of Association shall submit an application in the prescribed form to the Secretary General. The application form shall be accompanied by the prescribed admission fee and annual subscription for the particular class of membership to which the applicant desires to be enrolled along with other relevant documents as laid down by the Federal Government and Association.
- b. Every application for membership shall be placed by the Secretary General before the next meeting of the Executive Committee and the Committee may accept or reject the same. In case an application for membership is rejected by the Committee, no fresh application from that prospective member shall be entertained for a period of one year from the date of such rejection. If the applicant is not admitted as a Member, the admission fee and annual subscription shall be refunded while communicating decision/reasons for rejection on the application after deducting 10% as services/processing charge from the admission fee.



9. Register of Members

- a. A computerized and online register of Members shall be maintained at the registered office of the Association in which business name, authorize representative name, addresses and other relevant information about all Members shall be entered class wise and all changes shall be recorded in this regard whenever it takes place.
- b. Every Member shall have the right to have the name of authorize representative changed whenever so desired, but no such change shall be effected after 3 days of the announcement of the Election Schedule. This restriction shall not to apply to members who are not eligible to vote.

10. Certificate of Membership

Every Member shall be entitled to obtain a certificate of membership under the seal of the Association.

11. Resignation from Membership

- a. Any Member may resign from the Association membership by giving 30 days' notice in writing to the Committee and upon expiration of the notice; the Member shall cease to be a Member. The Member who has resigned or who has been removed under Trade Organizations Act, 2013 from the membership of the Association, shall remain liable to pay all outstanding dues, if any to the Association.
- b. Any Member Who has resigned or who has been removed from the membership of the Association shall not be entitled to refund of any money excluding loans paid to Association.

12. Removal from Membership

A Member shall be liable to be fined up to one hundred thousand rupees or liable to be removed from the membership of the Association for any of the following reasons by a resolution of the Committee passed in a meeting or a specially convened meeting for the purpose by two-third majority of the Members present In person:-

- i. Neglect of or refusing to submit to or abide by, or carry out any decision of the Committee, taken within limits laid down in Articles of Association.
- ii. Indulging in unethical practices in the field of trade, industry, services and commerce
- iii. Misappropriation of funds of the Association



- iv. Intentional violation of Articles, rules, regulations or bye-laws of the Association
- v. Brings the Association into disrepute by the Member's action ordered.
- vi. Becomes a defaulter of a bank/financial institution.

13. Cancellation of membership of the Association

Membership of the Association shall be liable to cancellation or such Member shall be disqualified, in addition to the grounds provided under these Articles, if the Member breaches any provision of the Act and Rule-of the Federal Government.

Appeal

- a. A Member shall not be removed or membership shall not be cancelled by the Executive Committee unless the Member has been given an opportunity of explaining the position in writing and/or in person. The Member so removed/cancelled shall have the right to appeal, within one month from the date of expulsion to the General Body of the Association.
- b. In case an appeal is made by the Member, the Executive Committee shall convene a meeting of the General Body within 30 days from the date of receipt of the appeal, and the decision of the General Body in the matter shall be final.

14. CEASURE OF MEMBERSHIP

In addition to the forgoing provisions, a Member shall cease to be a Member of the Association any of the following reasons:-

- a. If a Member fails to pay prescribed annual subscription for renewal of membership.
- b. If any change is made in the line of business, its management, name of the sole proprietorship, firm, company or corporate body which substantially alters the composition of that firm, company or corporation; or
- c. If he is found to be a unsound mind by a court of competent jurisdiction, or
- d. If he is adjudged in solvent; or
- e. If he is convicted on a criminal offence, or an offence involving moral turpitude; or



- f. If he closes or transfers his business to any place outside the jurisdiction of the Association.

15. CEASURE EXEMPTED

No firm, company or concern, shall cease to be a Member of the Association, if a change in its constitution caused by the admission, retirement or death of a partner provided that the business of the firm, company or concern is carried on in the conventional name in which such firm, company or concern was enrolled as a Member of the Association.

16. Re-Enrollment/re-admission

- a. A Member whose name has been removed from the register due to resignation or non- payment of annual renewal subscription shall be eligible for re-enrolment/re-admission on payment of admission fee and annual subscription afresh.
- b. Notwithstanding any order issued under the provisions of the Act a Member who has been removed from the Association under Article 12 shall not be eligible for re-admission before the expiry of three year from the date of removal. However, this, concession shall not be available to the Member, removed from the Association on account of misappropriation of the - Association funds or is convicted on criminal charge by a competent court of law.

17. Rights and privileges of members

Every Member of the Association shall be entitled:-

- a. To take advantage of the business related information available with the Association with such limitations as the Executive Committee may determine.
- b. To obtain a copy of the annual Report.
- c. To obtain a copy of all the publications of the Association either free of, cost or at such price as may be fixed by the Executive Committee from time to time.
- d. To participate In the General meeting of the Association.
- e. To stand or propose or second members for election to the Executive Committee of the Association.
- f. To stand for election as a representative of the Association on any non-political public or private body with the permission of the Executive Committee.
- g. To seek assistance of the Association for the development of made/industry.
- h. To be entitled to such other privileges as may be specified by the Executive Committee from time to time.



18. Duties and Obligations of Members

Every Member shall have the following duties and obligations:-

- a. To make every effort to carry out the aims and objects of the association as set forth in the memorandum of Association.
- b. To carry out and abide by the rules and regulations of the Association as laid down in these Articles or in the bye-laws framed there under from time to time.
- c. To pay the annual subscription of the Association regularly.
- d. To bring to the notice of the Executive Committee any matter likely to cause any loss or harm to the interest of the Association in any manner whatsoever.
- e. To accept and abide by the decisions of the Executive Committee.
- f. To convey to the Executive Committee all information that may be considered necessary for promoting the aims and objects of the Association.
- g. To take part in the deliberations of the meetings of the Association, which he is entitled to attend and to abide by the rules framed for the conduct of the business of the meeting from time to time.
- h. To assist and co-operate with the Executive Committee in the eradication of unethical business practices from the field of trade, industry, services and commerce.

19. Organizational Structure of the Association

The Association shall comprise of the following:-

- i. Chairman/Chairperson
- ii. Senior Vice Chairman/Chairperson
- iii. Vice Chairman /Chairperson
- iv. Executive Committee
- v. General Body



20. Election and tenure of Chairman/Chairperson, Senior vice chairman/Chairperson & Vice chairman/Chairperson

1. Chairman, Senior Vice chairman and Vice Chairman shall be elected by the Executive Committee from amongst its members.
2. The tenure of the chairman, Vice Senior Chairman and Vice Chairman shall be two years.
3. On completion of the term, the chairman, Senior Vice chairman and Vice Chairman shall not be eligible to contest election or co-option in any representative capacity for the next one year.
4. No Member shall hold office of the chairman / Senior Vice chairman / Vice chairman for more than one term consecutively.
5. In case the General Body of the Association comprises at least fifty percent members from Associate Members, there shall be rotation of office of chairman between the Associate and Corporate Members.
6. For rotation of office of President, the President-and Senior Vice-President shall not be from the same class of members.

21. Strength, election and tenure of the Executive Committee

Executive Committee shall comprise persons elected by the General Body from amongst its members, subject to the following:

- a. There shall be a minimum of ten and maximum of thirty seats of Executive Committee.
 - b. The strength shall be determined by the Committee keeping in view total strength of membership.
 - c. At least fifty per cent of the members of Executive Committee shall be from the Corporate Class.
 - d. The Electoral College for each class of members of Executive Committee shall be the members of General Body from the respective class.
 - e. In addition to the seats provided in clause (a), the immediate past Chairman shall be an ex-officio member of the Executive Committee without voting right.
1. In addition to the number of seats mentioned in clause (a), two seats on the Executive Committee shall be reserved for women entrepreneurs who shall be elected by the Executive Committee-



2. In addition to the above mentioned seats, one seat shall be reserved for nominee of each town association affiliated with Association.
3. If any seat reserved for any of the stipulated categories remains vacant, it shall not be filled with members from other category

Provided that any seats remaining vacant in any category shall not be counted towards determination of quorum.

4. The tenure of members of Executive Committee shall be two year., (i.e. from 1st day of October to 30th day of September) subject to the following:
 - a. Fifty percent members of Executive Committee shall retire every year.
 - b. After first election of Executive Committee under the Act, a draw shall be made to determine the fifty percent members who shall stand retired after expiry of first year.
5. On completion of the term, the members of the Executive, Committee shall not be eligible to contest election or co-option in any representative capacity for the next one year.

22. Retirement of chairman and Vice chairman

The Chairman and Vice chairman shall deem to have automatically ,tired from their respective offices on completion of their annual term of office and shall handover charge of their respective offices to the newly elected chairman and Vice chairman Provided that in some extra ordinary circumstances like war, force- de-majeure or when it's not possible to hold election or When ordered by Regulator or the Federal Government, the existing office bearers and Executive Committee shall continue in office till elections are held.

23. Vacation of the Office of Executive Committee Member

Office of a member on the Executive Committee shall Ipso-facto be vacated if:-

- a. He remains absent from three consecutive meetings of the Committee without leave of absence from the Committee; or
- b. He remains on the leave continuously for four months.
- c. he becomes ineligible to remain Member of Association; or
- d. Proprietorship or the firm, or company or concern which he represents ceases to be Member of Association.



24. FUNCTIONS AND DUTIES OF THE OFFICE BEARER AND EXECUTIVE COMMITTEE

a. CHAIRMAN

- I. He shall be the Chief Executive of Chamber and will preside over meetings of the Executive Committee and the General Body of Chamber, and may lead all deputations and delegations abroad.
- II. He shall perform such other duties as may be incidental to the office of the President.
- III. He shall have the power to sanction an expenditure not exceeding Rs.100, 000/- per month at a time prior to consultation or approval of the committee from the funds of Association, provided that approval of the committee shall be obtained at its meeting held immediately after the grant of such sanction.
- IV. He shall direct to summon all meetings of the Executive Committee and the General Body of Chamber.
- V. He shall take votes of the Members at a meeting of Association, if required, and declare the result of such counting of votes and, in the case of equality of votes, shall have a casting or second vote, except on the occasion of an election of Association.
- VI. Delegates his powers/functions to vice chairman or any member of the Executive committee.

b. SENIOR VICE CHAIRMAN

- I. In the absence of chairman, one of the Senior Vice chairman. Shall perform duties of the Chairman as acting chairman.

c. VICE CHAIRMAN

- I. One of the Vice chairman shall be responsible to supervise the Research and Development functions of the Association.
- II. He shall handle affairs of the sub-committees constituted for specific purposes and as entrusted to him by the Executive Committee.

Note: The chairman shall keep informed the Executive Committee through the Secretary General of his absence, if it is to prolong beyond a week then chairman shall depute one of the Vice chairman to perform the duties of chairman as acting chairman till his return.



III. In case when all office bearers for reasons happen to be not present, then Executive Committee shall elect one from amongst them to act as Acting chairman during period of such absence.

d. **POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE**

Executive Committee shall have the following powers and duties:-

- a. to fix/alter from time to time admission fee and annual subscription of membership and other fees for the services rendered/forms.
- b. to follow and ensure implementation of out all the rules, bye-laws, regulations, aims and objects of Association.
- c. to continue and manage all affairs of Association until next properly constituted Committee takes over the charge in accordance with these Articles.
- d. to look after and manage all the properties, moveable and immoveable, held by Association.
- e. to appoint Sub-Committees, Special Committees or Standing Committees to deal with problems relating to any particular trade or industry or any issue having a bearing on the trade, industry, services & commerce, or economy of the area covered by Association.
- f. to delegate any of its powers to any Sub-Committee, Special Committee or Standing Committee.
- g. to constitute delegations to represent Chamber at various meetings, conferences, committees, etc. nationally and internationally.
- h. to appoint Secretary General and such other paid staff as may be considered necessary for the efficient functioning of Association and to lay down or regulate the terms and conditions of their, services as pee-kid down procedures under Trade Organizations Rules2013.
- i. to keep proper books of accounts as prescribed under the Companies Act, which shall reflect, true and complete, accounts of the monetary affairs and transactions of Association.
- j. to frame and enforce rules, regulations and bye-laws for the office administration, elections, trade practices, arbitration etc. and in like



manner- rescind, add or alter such rules, regulations and by-laws for the time being in force and in conformity with the Act.

- k. to represent the point of view of Association on any matter relating to objects of Association at appropriate forums.
- l. to convene Ordinary and Extraordinary General Meeting of Association.
- m. to defray, wherever necessary, expense of the delegates or nominees of Association to Conferences and meetings convened anywhere in Pakistan or abroad which are likely to promote objects of Association.
- n. to sanction an expenditure from the funds of Association.
- o. to organize, hold or participate in any exhibitions, conferences, meetings or seminars for the interests of Association.
- p. to remove any member from the membership of Association. Or to restore such removed members in accordance with these Articles.
- q. to fill any vacancy caused by resignation or removal of any member of the Committee in accordance with these Articles.
- r. to approve or reject membership applications.
- s. to commence, institute, and defend all such actions and/or suits as the Committee may deem necessary and to compromise or submit to arbitration any action, dispute/or difference as the Committee may think fit.
- t. and generally, to adopt and carry out such measures, not inconsistent with the Memorandum and Articles of Association as may be necessary from time to time for achievement of objects of Association.

25. Proceedings of the Executive Committee Meetings

- a. The meetings of the Committee shall be held as often as business of Association. Requires but at least once a month.
- b. Notice of at least seven (7) days specifying the place, date and time of every such meeting, as well as the nature of the business to be transacted shall be given. Non- receipt of notice by any member due to miscarriage of post or otherwise shall not invalidate the proceedings of any meeting. In case of an emergent meeting, shorter notice may be given. Absence from such an emergent meeting shall not be counted as an absence for the purposes of Article 23 (a) &(b).
- c. One-third Members shall form a quorum. No business shall be transacted



unless the quorum is complete at the commencement of the meeting. If within half an hour from the time appointed for the meeting, quorum is not complete, the meeting may be adjourned by the Executive Committee to the same day and the same time during next week.

- d. The Executive Committee in the meeting in which the quorum is complete, may adjourn the meeting for any valid reason for a time period as it may deems fit.
- e. The Chairman shall preside over every meeting of the Committee. if he is not present, then one of the Vice-chairman shall preside over and if none of them are present, the Member present shall elect one from amongst themselves to preside over the meeting.
- f. In case of equality of votes at a meeting of the Committee, the person presiding over the meeting shall have the second or casting vote. Presence of Secretary General In such meeting shall be mandatory to record the proceedings.
- g. Minutes of all meetings shall be recorded regularly and properly by the Secretary General In a minute's book of Association. The minutes shall be got confirmed in the next meeting.

26. Casual Vacancies

No any casual vacancy of a Member of the Executive Committee shall be filled by co-option.

27. Elections of Association

Subject to the section 11 of the act, the Association shall hold the annual elections according to the procedure laid down in the Articles of Association well before the 30th day of September each year.

28. Announcement of election schedule of the Association

The election of Association shall be held on annual basis according to the procedure laid down in these Articles between the first day of July and 30th day of September of the year subject to the following:-

- a. Election schedule shall be approved by the Executive Committee and issued by the Secretary General in the first half of July.
- b. Within two days of approval of the, Schedule it shall be displayed on the notice board at the office of Association, and shall be also displayed at its website and also be submitted to the Regulator.



29. Members eligibility to vote

1) A Member shall be eligible to vote at the elections subject to following conditions:

- a. the member has completed two years of valid membership as on the date of announcement of election schedule by the Executive Committee; and

Provided that old members shall be eligible to vote on completion of one year of their enrollment and payment of all dues; and

- b. the member has fulfilled the conditions of membership and renewal thereof as laid down in these Articles.
- c. the change of class of membership has been notified by the Secretary General with the approval of the Executive Committee at least three months prior to announcement of election schedule.

2) Every member eligible to vote shall deposit with the Secretary General, the specimen signature card along with photograph indicating the status in the firm, company or concern. The right to vote shall be allowed only to the proprietor, partner or the director of the member firm or company, or a person not below the rank of General Manager authorized by the Board of Directors of a public limited company or a multinational corporation, as the case maybe.

3) the proprietor, partner or director of the member firm or company, concern or a person not below the rank of General Manager authorized by the Board of Directors of public limited company or a multinational company shall be entitled to cast vote at the time of election only if name of such person has already been registered with the Secretary General and his name appears on the list of voters.

30. Embargo on representation of two Classes of Members

Not more than one representative of a Member shall be eligible to cast vote or stand for election to any office of Association, nor shall any individual seek election from two different classes of membership or from two different firms at two different times.

31. One vote for one position

Every Member shall have one vote for one position against each National Tax Number. Provided that at the time of election the Member shall be entitled to use the right of vote in



favour of as many candidates as the number of vacancies to be filled by the class of membership to which he belongs.

32. Contesting of election

Election for various offices of the Association shall be held as per procedure laid down in these Articles. A Member desirous to contest election to the office of Chairman, Senior Vice chairman, Vice chairman and to a seat of the Executive Committee shall submit the nomination on prescribed

Form along with an affidavit that he has not been convicted in any criminal or banking offence.

33. Election procedure

1) Ballot

- a. The election of the members of the Executive Committee and office bearers shall be held by secret ballot
- b. Neither postal ballot nor proxy shall be allowed

2) Polling

The polling shall be held at the head office. Provided that for want of space in office premises it is not possible to establish the polling booth, the polling may be held at a public place such as a Community Hall or hotel as the Executive Committee may decide.

3) Change of representative

Within three (3) days of the announcement of the election schedule member firms desiring to change their representative shall intimate change regarding name of representative to the Secretary General along with necessary proof of eligibility.

4) Display of provisional list of voters

The Secretary General shall display within seven (7) days of the announcement of election schedule the provisional list of all members eligible to vote along with their national tax number, sales tax registration number, if applicable, the name and national identity card number of their representative. The list shall be displayed at the notice board of the Association office and at its website.

5) Members objections to the voters list

1. The Members who is eligible to vote and have any objection to the entries in the list of voters shall send their objections in writing to the Secretary General within seven (7) days of the issuance of the voters list.



2. The Secretary General will intimate action on the objections or changes sent by members within five (5) days from the last day under preceding clause.
3. Any person aggrieved by the decision of the Secretary General may make a representation, within three (3) days to the Election Commission which shall decide the case within three (3) days.
4. Within three (3) days of decision by the Election Commission or in case the Commission fails to decide within the stipulated time in sub-Article (iii) above, any person aggrieved by the decision of the Commission may appeal to the Regulator under written intimation to Secretary General of the Association of his intention of filing an appeal to the Regulator, who shall decide the case within 10 days and his decision in this regard shall be final.

6) Display of Final voters list

Within two (2) days of the decision of the Regulator, the final voters' List shall be:

- a. Displayed at the notice board of the Association office.
- b. displayed at the website of the Association; and
- c. submitted to the Regulator:

Provided that if no appeal has been filed to the Regulator, the final list of voters shall be displayed within fifteen (15) days of the decision of the Election Commission under clause 5(iii) above.

7) Filing of nominations papers and supply of voters list

- I. Within four (4) days of the display of the final list of voters, any person who is eligible to contest the election for the vacant post of the Executive Committee, shall send his nomination duly proposed and seconded by a duly registered voter and signed by the candidate to the Secretary General on the prescribed form.
- II. Within twenty four hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.

8) Scrutiny of nomination papers, objections, appeal and issue of candidates' finalist

- I. The nomination papers shall be scrutinized by the Election Commission and list of candidates shall be displayed within twenty four hours of the last date of receipt of nomination papers.



- II. The objections, if any, to the nomination of the candidates can be filed to the Election Commission within twenty four hours of issuance of the list of candidates, which shall be decided by the Election Commission within two days.
- III. Within two days of decision of the Commission or in case the Commission fails to decide within the stipulated time provided in clause (ii), any candidate aggrieved by the decision of the Commission may file an appeal to the Regulator under written intimation to Secretary General of the Association of his intention of filing an appeal to the Regulator, who shall decide within 7 days and his decision in this regard shall be final.
- IV. Within two (2) days of the decision of the regulator, the Election Commission shall issue the final list of candidates:

Provided that if no appeal has been filed with the Regulator, the final list of candidates shall be issued within eleven (11) days of the decision of the Election Commission under clause (ii) above.

9) Holding of polls for the election of Executive Committee Members and Office Bearers

- I. Within five (5) days of display of final list of candidates, the polling for election of members of Executive Committee shall be held.
- II. Within 2 days of the polling as provided above, any person elected as member of Executive Committee, shall send his nomination for election as an office bearer duly proposed and seconded by an elected Executive Committee member and signed by the candidate to the Election Commission.
- III. The nomination papers shall be scrutinized by the Commission and list of candidates shall be displayed within 24 hours of the last date of receipt of nomination papers.
- IV. Within 2 days of display of final list of candidates, the polling for election of office bearers shall be held.

10) Announcement of official results

- I. The final result of the election of members of Executive Committee and office bearers shall be officially announced at the annual general meeting called for this purpose within fifteen days of the polling but not later than 30th September of the year.



- II. The final election results announced in the annual general meeting in accordance with sub-Article (i) above, shall be:
 - a. Displayed at the notice board of the Association within two (2) days.
 - b. displayed at the website of the Association within two (2) days; and
 - c. Submitted to the Regulator within seven (7) days.

34. Conduct of elections

1. Numbering of ballot papers

The ballot papers shall be duly numbered and have counterfoils and the voter shall sign or affix thumb impression thereon in the presence of polling agents of the candidates and the polling officer before the Issuance of ballot papers to the voter.

The ballot papers will be as per prescribed format

2. Verification of identity of voter

- I. It shall be the duty of the polling officer to verify the identity of the voter.
 - II. The only acceptable forms of Identification shall be the computerized national identity card, the original identity card Issued by the Association, the passport and the driving license.
 - III. The polling officer shall enter the number of identification document on the counterfoil,

3. Handing over of the ballot paper to the voter

- I. After comparing the signatures and photograph with the specimen signature card, the polling officer shall hand over the Wet paper to the voter.
- II. The ballot paper shall be signed by the Secretary General or an officer of Association duly authorized by the Election Commission In this behalf and shall also be signed by the polling officer at the time when it is Issued.
- III. Once the ballot paper has been issued to a voter, he shall not be allowed to leave the polling booth without casting in the ballot box.
- IV. Adequate arrangements shall be made to maintain the secrecy of the polls.



4. Record of balloting papers

- I. Proper account shall be maintained by an officer designated by the Commission In respect of ballot papers including used, unused, tendered, challenged spoiled ballot papers.
- II. The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.
- III. The Commission or an officer designated by the Commission shall decide about the challenged votes after verification of necessary information before the official announcement of the results.
- IV. No ballot paper shall be invalid for failure to have cast all votes on all seats contested for in the said election.

5. Counting of votes

Counting of votes shall take place immediately after the polling hours under the supervision of polling officer in the presence of candidates or their polling agents, if any, at the designated sites.

6. Declaration of Provisional results and draw in the event of equality of votes

- I. Provisional results may be declared by the Election Commission immediately after the counting of votes is completed.
- II. In the event of equality of votes between two or more candidates the result shall be decided on the basis of a draw conducted by the polling officer In the presence of candidates or their polling agents and a record of the result thereof shall be made.

7. Record of election

- I. Having completed the counting and compilation of results, the record pertaining to the elections shall be sealed and signed by the Commission or any officer designated by the Commission and the Secretary General and shall be handed over to the Secretary General for safe custody.
- II. The record of elections shall be opened for inspection upon an application made in this behalf by the candidates within seven (7) days of the date of polling and with the approval of the Regulator.



35. Appointment of returning officer, polling officer and scrutinizers

- a. The Election Commission after approval of the election schedule appoint polling staff comprising of a returning officer, scrutinizers and polling officers who shall be other than those contesting the election.

b. Election In-charge

The Returning Officer as appointed shall be in charge of all arrangements connected with such elections, including counting of votes and announcement of results.

36. Appointment of Election Commission

Simultaneously with the approval of the election schedule, the Executive Committee shall appoint an Election Commission subject to the following conditions:

- (a) Commission shall comprise of three members;
- (b) the members so appointed shall submit their consent in writing to their appointment as such;
- (c) the members 5 the Commission, so appointed, shall have not held any office of Association for the preceding two years;
- (d) the member of the commission shall not be entitled to become a candidate in the election, he is conducting.
- (e) the members of the Commission shall be independent, impartial and non- partisan; and
- (f) the members of Commission shall not canvass for any of the candidates or panels contesting the elections, they are conducting.

37. Functions of Election Commission

The Election Commission shall be in-charge of all arrangements connected with the conduct of elections including but not limited to:

- (a) Appointment of polling staff.
Ensuring display of the provisional voters' list by the Secretary General for the purpose of inviting objection; sub-clause (4) of clause 33.



- (b) examination of and decision on the objections received on the voters list
- (c) supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, transparent and fair manner in accordance with the provisions of Articles and instructions of the Federal Government or the Regulator in this regard; and
- (d) Counting of votes and announcement of results.

38. Annual General Meetings

The Annual General Meeting of the Association shall be held once at least in every Calendar year within a period of three months following the close of financial year and not more than fifteen months after the holding of the preceding annual general meeting.

39. Business in Annual General Meeting.

The following business shall be transacted at the Annual General Meeting

- (a) confirmation of minutes of the last Annual General Meeting,
- (b) presentation and adoption of Annual Report of Association,
- (c) Presentation and confirmation of duly audited statement of accounts and passing of budget for the ensuing year.
- (d) Announcement of the names of office bearers and executive Committee members for the ensuing term.
- (e) Appointment of auditor or auditors for the ensuing year and to fix his/their Remuneration.
- (f) to transact any business other than Agenda with permission of chair.

40. Extra Ordinary General Meeting

Meeting of General Body of Association other than the Annual General Meeting shall be called Extra-ordinary General Meeting and shall be held at such time and place as the Executive Committee may deem convenient for disposal of the business Of Association.



41. Convening of the Extraordinary General Meeting

- a. The Secretary General shall, upon requisition in writing by at least one tenth of total number of Members, convene an Extra-ordinary General meeting and such meeting shall be called within 21 days from the date of receipt of requisition and a notice of such meeting, signed by the Secretary General or, In his absence, by an official of Association duly authorized to perform the duties of the Secretary General, shall be circulated among all the Members for their Information at least 21 days before the date fixed for meeting.
- b. If the Secretary General does not proceed within 21 days from the date of requisition to call a meeting, the requisitionists or a majority of them may themselves call a meeting but in either case the meeting so called shall be held within three months from the date of requisition. Every such meeting called by requisitionists, shall follow the manner, as Secretary General takes recourse to.

42. Objects of Requisition

Any requisition for an Extraordinary General meeting shall express the specific object of the meeting and must be signed by the requisitionists and shall be sent to the Secretary General at the office of Association.

43. Decision by Majority Votes

Every question submitted to a General Meeting shall be decided by a majority of votes of the Members present in person. In the event of difference of opinion, between the Corporate Members and the Associate Members in a matter which concerns either of them as a class exclusively, no ordinary resolution shall be deemed to have been adopted unless it is carried by a majority vote of each class of the Corporate Members and Associate Members present in person and entitled to vote on such resolution.

44. Quorum in General Meeting

No business shall be transacted at any General Meeting unless a quorum of Members representing not less than 1/3 of the total Members.

45. Notice of General Meetings

Notice for an Annual General Meeting as well as an Extraordinary General Meeting shall be sent to the Members at least twenty one (21) days before the date fixed for the meeting specifying place, date and time of meeting. Non receipt of such notice by any Member shall not invalidate



the proceedings at such meetings.

46. Chairman-Presides over Meetings

The Chairman shall preside over every General Meeting of Association and in his absence one of the Vice-chairman will preside over the meeting. Chairman and the Vice-Chairman, if not present at the time of meeting, the Members present may elect one from among executive committee members to chair the meeting.

47. Desolation/Adjournment of General Meeting

If within one hour from the time appointed for a General Meeting quorum is not complete, the meeting, if convened upon requisition, shall be dissolved and in any other case it shall stand adjourned to the same day next week at the same time and place, and if at such adjourned meeting the quorum is not complete, the Members present, being not less than five percent (5%) of the total Members, shall form quorum.

48. Chairman to have Casting Vote

In the case of any equality of votes, whether on a show of hands or on a ballot, the Chairman, of the meeting at which the show of hands takes place or at which vote by secret ballot takes place, shall have the right to exercise a second or casting vote.

49. Minute Book - A Conclusive Evidence

Minute of the proceedings of all meetings of Association and Executive Committee shall be recorded by the Secretary General in minute's book kept for the purpose.

Entries in the minutes book of Association and Committee shall be conclusive evidence regarding adopting or non-adopting a resolution at such a meeting.

50. Management of Association

- 1) Association shall appoint a Secretary General who shall be in charge of the secretariat of Association.
- 2) The Secretary General shall be appointed through a Human Resources Committee formed under and consisting of three members of the Executive Committee.
- 3) The signatures of the Secretary General shall be mandatory for operation of all single or jointly operated bank accounts of the Association.



- 4) The termination of services of the Secretary General shall be through a resolution of the Executive Committee.
- 5) Any management employees who shall report directly to the Secretary General alone shall be appointed jointly by the Secretary General and the Human Resources Committee.
- 6) Any other staff or professional management shall be appointed through a process to be defined in the Association Human Resource Policy.

51. Functions of Secretary General

Subject to the supervision, control and orders of the Association, the duties and functions of the Secretary General, who shall be a whole time paid employee of Association shall be as follows:-

- i. to handle day to day operations of the Association.
- ii. to carry out and hold charge of all correspondence of Association.
- iii. to hold charge of all documents, papers, furniture and all other properties, moveable and immovable belonging to Association.
- iv. to issue notices of all meetings of Association, its Executive Committee and General Body.
- v. to keep and maintain accurate minutes of meetings of Association, Executive Committee and General Body.
- vi. to assist in the preparation of Annual Report of Association in consultation with and approval of the Executive Committee.
- vii. to circulate among the Members of the Executive Committee minutes of its meetings.
- viii. to circulate among the Members of the Association the Annual Report, notices and other information intended for circulation.
- ix. to ensure collection of all dues of Association and grant receipt thereof.
- x. to supervise maintenance of accurate accounts of Association and of the fund connected with or in any way controlled by it.
- xi. to ensure that all payments are in conformity with the decision of the Executive Committee.
- xii. to sign all cheques jointly issued on behalf of Association which shall also be signed by the Chairman.
- xiii. to sign all visa recommendation letters jointly with the Chairman.



- xiv. to represent Chamber for all purposes whenever action arises before a Court of Justice in any suit or proceeding instituted by or against Association he shall not be competent to comprise any suit without the sanction of the Committee.
- xv. to maintain administrative and disciplinary control over all staff of Chamber in accordance with the rules and regulations, which may be framed in this behalf by the Executive Committee.
- xvi. to do and perform all acts and deeds that he may expressly be required to do by the Association and Executive Committee and generally all such other deeds as are incidental to his office.

52. Finances

- i. The funds of Association shall be applied in defraying the expenses and shall be applicable in or towards the acquisition by purchase, lease or otherwise and furnishing, and maintenance of suitable premises and assets for the use of the Association and shall be subject to the general control and direction of Association.
- ii. The funds of Association shall be deposited in a schedule bank or banks approved by the Executive Committee. The accounts in the bank shall be operated by cheques signed by the Association and the Secretary General or any other paid officer of Association duly authorized by the Executive Committee.
- iii. No account in any other name than the Association shall be authorized or open wherein Secretary General is excluded as signatory. Any contravention of this will be construed as blatant violation liable to prosecution in a court of law.
- iv. The Accountant shall keep an imprest account of Rs.10, 000/- to meet day to day expenses of the Association.

53. Accounts and Custody of Records

- a) The Executive Committee shall cause true accounts to be kept of the sum of money received and expended by Association and the matters in respect of which such receipt and expenditures take place and of all the assets and liabilities of Association.
- b) The books of account, all other papers relating to the financial transactions, and all documents, records, registers, minutes book etc., of Association shall always be kept at the office of Association.



- c) Without prejudice to the provisions made in this behalf in the Companies Act the Executive Committee shall from time to time determine whether and to what extent and at what time and under what conditions or regulations the books and other documents of Association shall be open to inspection by Members. No Member shall have the right to inspect any such books or documents except as conferred by the said Companies Act or authorized by the Committee or by a resolution of Association in a General Meeting.

54. Audit

- a. Accounts of Association shall be examined and correctness of the Balance Sheet ascertained by one or more auditors at least once a year. A copy of report shall always be sent to the Regulator.
- b. Association at the Annual General Meeting each year shall appoint auditors to hold office until the Annual General Meeting in the following year and shall fix his/their remuneration, provided that the Committee shall have the power to fill any casual vacancy in the office of auditor/auditors and fix his/their remuneration.
- c. The duties of auditor(s) shall be regulated in accordance with the Companies Act, 2017 or any statutory modification thereof in force.
- d. Every account of Association when audited and approved by a General Meeting shall be conclusive, except any error discovered therein within three months after the approval thereof. Whenever any such error is discovered within that period the account shall forthwith be corrected and thenceforth shall be conclusive.
- e. The auditor or auditors shall be entitled to receive notice of and to attend any General Meeting of Association at which any account, which have been examined or reported by him or them are to be placed before the meeting.

55. Seal

- a. The Association shall have a Common Seal which shall be in the custody of the Secretary General and it shall be affixed on all documents and all such documents shall be signed by the Secretary General and/or any officer authorized by the President. Any document bearing the Seal of Association and issued for a valuable consideration shall nevertheless be binding on Association.
- b. Deeds, bonds and other contracts, under the Seal made on behalf of Association signed by the Chairman and the Secretary General or one Member of the Executive Committee shall be deemed to have been duly executed by Association.

56. Indemnity



- a) Every Chairman, Senior Vice Chairman, Vice-Chairman, Secretary General, Member of the Executive Committee and other officers or servants of Association shall be indemnified by Association against, it shall be the duty of the Executive Committee to pay out of the funds of Association all costs, losses, responsibilities and expenses which any such office bearer, officer or servant may incur or become liable for, by reason of any contract entered into, act or deed done or committed by any such office bearer, officer or servant acting in good faith or in any way in the discharge of his duties including traveling expenses, and the amount for which such indemnity is provided shall immediately be a charge on the property of Association and shall have priority as between the Members over all other claims.
- b) No Chairman, Senior Vice-Chairman, Vice-Chairman, Secretary General, Member of the Executive Committees, or other officer of Association shall be liable for the acts, receipts, neglects or defaults of any other Member of the Executive Committee or officer or for joining in any receipt or the other act for conformity or for any loss or expense happening to Association through the insufficiency or deficiency of title to any property acquired by order of the Executive Committee for or on behalf of Association or for the insufficiency or deficiency of any security in or upon which any money of Association shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with money, securities or effects shall be deposited or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of duties of his office or in relation thereto unless the same happens through his own dishonestly or will full neglect.

57. Winding up

The provisions of the Companies Act, as amended from time to time, regarding the winding up of a company shall apply to winding up or dissolution of Association.

58. Amendment in the Memorandum and Articles of Association

- a) No amendment in the Memorandum and Articles of Association shall be made unless it has been approved by three-fourth of Members present in person at a General Meeting. In the event of difference of opinion between two classes of Members, no such resolution shall deem to have been passed unless it is adopted by three-fourth majority of Corporate Members and Associate Members separately present in person. Special or Ordinary resolution particularly concerning amendments to the Memorandum and Articles of Association shall not be passed in a meeting adjourned due to lack of quorum.
- b) All rules, regulations or bye-laws effecting Members of am, alterations or additions thereto, shall be submitted by the Executive Committee to a meeting of the General Body for confirmation within a maximum period of 90 days from the date of approval by the Executive Committee. Such rules shall not be effective until they are approved by the General body in a General Meeting called in accordance with the provisions of the Companies Act.



- c) Notwithstanding anything containing in clause (b) above amendments to these Articles shall be subject to the prior approval of the Federal Government and shall also be made when required by the Federal Government.

59. GENERAL

In respect of any matter for which no provision has been made in these Articles, the provision of the Trade Organizations Act 2013 or the Companies Act, as the case may be, or both, shall apply.






60. Interpretation of Articles

Any dispute or difference of opinion in regard to the interpretation or scope of application of these Articles of Association which cannot be resolved by Association, itself, shall be referred to the Regulator, and ruling given by the Regulator shall be binding on Association, its office bearers and Members.

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We the several persons whose names and addresses are given below, are desirous of being formed in an Association in pursuance of this Articles of Association.

Name and Surname (Present & Former) in Full (In Block Letters)	CNIC No.	Father's /Husband's Name in Full	Nationality with any former Nationality	Occupation	Residential Address	Signature
1. MUHAMMAD WAQAS AZFAR	38403-7113794-5	MUHAMMAD SARWAR	PAKISTANI	Alternative Energy Products Business	House no.46 - C, Architect Engineers Housing Society, Lahore	
2. AAMIR HUSSAIN	61101-1975128-7	MUHAMMAD IQBAL HUSSAIN	PAKISTANI	Alternative Energy Products Business	Police Foundation Main Double Road House no. B-679, Sector E-11/3, Islamabad	
3. ZIA ULLAH KHAN	32103-0299302-1	SAIF ULLAH KHAN	PAKISTANI	Alternative Energy Products Business	House No. 904-A, Street No. 41, Sector G-10/4, Islamabad	
4. ABDUL NASIR REHMAN	38302-1144946-1	MALIK ABDUL REHMAN	PAKISTANI	Alternative Energy Products Business	IbnaSinaRoad, House no.5, Sector G-10/3, Islamabad	
5-MUHAMMAD SHAHZAIB	61101-1579296-5	MUHAMMAD ARIF	PAKISTANI	Alternative Energy Products Business	House No. 28, Street No. 8, Sector G-13/3 Islamabad	

Dated this 10th day of FEB, 2023

Nationality: Pakistani

1- Witness to the above Signatures:

Occupation: Private Service

Full Name: Syed Ali Abbas

Full Address: Spina Warri, Sherkot, Tehsil

Father's Full Name: Syed Shabab Hussain

District Kohat.

CNIC. No. 14301-2048014-7

Signature.....

2- Witness to the above Signatures:

Occupation: Private Service

Full Name: Muhammad Ali Muzaffar

Full Address: House No. 57/2-A, Street No. 43

Father's Full Name: Raja Muzaffar Ali

G-7/4, Islamabad

CNIC. No. 61101-8983587-5

Signature.....

