

Update of the French Business Council Dubai & Northern Emirates Constitution

*Comparison between 2003 Constitution
and 2018 updated Constitution*



FRENCH BUSINESS COUNCIL
Dubai & Northern Emirates

- The French Business Council Dubai & Northern Emirates is **updating its constitution**. The former constitution of our organization **dated of 2003**.
- **These changes are submitted to approval to the FBC Members. If these changes are not approved by FBC Members, the current Constitution will stay.**

Why these updates of constitution?

- To move with the times and adapt our activities to the current business reality, as the former constitution is 15 years old (2003).
- To adapt FBC's activities to the new Dubai and UAE laws.
- To adapt FBC's governance to manage our organization efficiently and have more visibility in the long-terms actions, to reinforce FBC's governance, its efficiency and long term performances.

How these updates of constitution have been done?

- With a committee composed of lawyers, FBC board members and managing director.
- With further feedback from the FBC members.
- With the review and approval of the Dubai Chamber of Commerce and Industry.
- With a benchmark of best practices of other International French Chambers of Commerce in other countries.
- With the support and advices of "CCI France International", our HQ in Paris.



Changes - Updates – Quorum & Voting

2018 Updated Constitution

Quorum & Voting

- **General meetings:** Proxies may only be granted to other Members and shall be limited to two (2) proxies per Member.
- **Extraordinary meetings:** The quorum shall be fifty-one percent (51%) of the Members, present or represented through a proxy.

2003 Current Constitution

Quorum & Voting

- **General meetings :** ... at any annual general meeting, a member cannot hold more than three (3) proxies besides his own vote.
- **Extraordinary meetings:** The quorum for all extraordinary general meetings shall be sixty six (66%) of the FBC members eligible to vote.

Updates – Executive Committee and Permanent Team

2018 Updated Constitution

Executive Committee - Composition – Tenure :

- The Executive Committee shall be composed of twelve (12) directors elected for a tenure of two (2) years.
- It shall not be possible to be a Director more than four (4) consecutive Tenures (8 years maximum).

Officers :

- The President of the Executive Committee shall be francophone.
- Both vice-presidents have the same duties.

Permanent Executive Team:

- The Executive Committee may appoint a permanent team of employees including an Executive Director. They cannot be member of the FBC in any category of Membership.

2003 Current Constitution

Executive Committee - Composition – Tenure :

- The FBC shall be administrated ... at the annual general meeting to be held in October each year.
- The president's term can be renewed by the Executive Committee, twice at most – meaning a maximum of 3 annual terms.

Officers :

- The President of the Executive Committee shall be a French citizen.
- Differentiations of duties between the 1st Vice-President and the 2nd Vice-President.

Permanent Executive Team:

- The Executive Committee shall recruit a non-member Director. The Executive Committee shall establish his/her attributes as well as salary.

New elements

Establishment

- Creation of a “Code of Ethics”.
- Review of FBC liability.
- Affiliations with the Dubai Chamber of Commerce and the network of the French Chambers of Commerce and Industry abroad (CCI France International).
- Closer cooperation with other institutions and organizations.

Membership

- Three categories of Membership – Ordinary (Corporate and Individual Membership), Associated and Honorary.
- Honorary Membership includes the Chairman of the Dubai Chamber, the past FBC Presidents.
- Honorary President shall be appointed by the Executive Committee. Conditions of Membership for Honorary Members apply.

New elements

Council of Elders

- Creation of a “Council of Elders”.

Miscellaneous

- Introduction of the confidentiality and Personal data protection.
- Ability to use Smart Business, digitalization and blockchain.
- For some evolving topics, policies and regulations will be set internally to offer flexibility of operation.
- The Dubai Chamber might be consulted for non-objection of this updates of Constitution.
- A draft version of the constitution will be shared with members.

General Meeting

- A General Meeting can be totally or partially digitalized (under conditions).
- Notice for a General Meeting can apply.