

Constitutions of KNX Userclub Kuwait

1. Name

This Association should be known as “KNX Userclub Kuwait”.

2. Place of Business

2.1. The place of business shall be:

KNX Userclub Kuwait

C/o Public Authority for Applied Education & Training

[Address to be added]

2.2. In case of any change in place of business, place of business must always be within the jurisdiction of Kuwait. Any decision in respect of changes in place of business shall be made by a simple majority of the Board Members.

3. Objectives

The objectives of the Association are:

- To represent and promote KNX in Kuwait;
- To assist in the development and application of technology, infrastructure and manpower skills for KNX;
- To promote the development and applications of KNX Systems for the expansion of Intelligent Building Control;
- To advance, and actively promote and support education and technical training to include KNX in the local teaching curricula and to enhance productivity, skills and product quality for consultants and electrical contractors;
- To act as the advisory, consultative and coordinating body for KNX Systems;
- To acquire new members for the KNX Association International
- To promote the usage of the Engineering Tool Software (ETS)
- To act as a negotiating body for members of the association concerning intelligent building control systems and technology with users, specifiers and relevant regulators;
- To organize and/or participate in exhibitions, conferences;

- To promote trade, friendly relations and contacts;
- Generally to do all lawful things as the association may consider incidental or conducive to the attainment of objects of the association or any of them.

4. Membership

4.1. Board Membership:

The Board Membership is open to all members of KNX Association International, respectively to only one of their official representatives in Kuwait or one of the Gulf Cooperation Council (as followed GCC) countries. All applicants must have ordinary domicile in GCC countries and comply with applicable Kuwait regulations. Board Members are decision makers for all activities of KNX Userclub Kuwait (hereafter referred to as "KNX Kuwait") during the Board meetings (2-3 / year). Board Members have a weighted vote of 5 in the annual General Assembly (hereafter referred to as "GA").

4.2. Ordinary Membership:

The Ordinary Membership is open to all members of KNX Association International, respectively to only one of their official representatives in Kuwait or one of the GCC-countries. All applicants must have ordinary domicile in GCC countries and comply with applicable Kuwait regulations. Ordinary members are invited to the GA (1/year) in order to approve the common budget for the next financial year. Ordinary Members have a weighted vote of 2 votes in the GA.

4.3. Integrator Membership:

The System Integrator Membership is open to persons, involved in the integration of KNX Solutions in home and buildings (like contractors, system integrators, consultants, specifiers and architects) with basis in Kuwait or one of the GCC-countries. Integrator Members are invited to the GA in order to approve the common budget for the next financial year. Integrator Members have a weighted vote of 1 vote in the GA.

4.4. Associated Membership:

The Associated Membership is open to companies, institutions, statutory bodies and relevant regulators of national standings, supporting the aims of the association. Associated Members have no votes in the GA

4.5. *Educational Membership:*

The Educational Membership is open to educational institutions, like universities and (vocational) schools that are directly linked to the KNX Technology (by either Scientific Partnership, certified KNX Training Centre or any other belonging to the KNX community) and based in in Kuwait or one of the GCC-countries. Educational Members have no Votes in the GA.

4.6. *Student Membership:*

The Student is open to students of educational institutions, like universities and (vocational) schools that are directly linked to the KNX Technology (by either Scientific Partnership, certified KNX Training Centre or any other belonging to the KNX community) and based in in Kuwait or one of the GCC-countries. Student Members have no votes in the GA.

4.7. Members may put forward candidates to be nominated as spokesmen at a KNX Kuwait GA according to the rules as set out in the articles of KNX Kuwait.

5. Request for Membership

- 5.1. Potential new members shall complete the application form addressed to KNX Kuwait whereby they express their commitment to abide by the articles of KNX Kuwait and the constitution.
- 5.2. Candidates must commit to promote the joint goals as given in the articles of KNX Kuwait.
- 5.3. The decision whether or not to grant membership is taken by the board members by simple majority.
- 5.4. In case the membership candidate's application is rejected, the candidate may appeal against this rejection to the GA by letter within a period of four weeks after the Board Member's decision. Reconfirmation of such the original decision requires a majority of the weighted votes. The decision of the GA is final and cannot be appealed.

6. Resignation

- 6.1. KNX Kuwait membership is terminated by resignation. Any voluntary resignation shall be forwarded to KNX Kuwait by registered letter at the latest six months before the end of the corporate year.
- 6.2. Such resignation becomes effective as from the first day of the following fiscal year. Up to this time, the member concerned has to meet any commitments resulting from this agreement and, in particular, the financial charges incumbent on the members.
- 6.3. Any member who has not paid his contribution, despite the reminders and a written warning by registered letter, is automatically considered as having resigned after expiration of the time provided for payment. In spite of this resignation, legal steps will be taken against the member for the outstanding debts.
- 6.4. Resigning members have no claim to the assets of KNX Kuwait.
- 6.5. Resigning members could remain bound by obligations as may be set out in contracts concluded between them and KNX Kuwait.

7. Expulsion

- 7.1. Expulsion of a member may be declared only for serious reasons by a decision of the Board for which at least two-thirds present or represented must have voted in favour.
- 7.2. Such expulsion becomes effective on the date set by the Board with the member expelled having the same status as a resigning member as far as his rights and commitments in relation with the statutes and internal rules are concerned. Both KNX Kuwait and its members are released from any liabilities for possible damages resulting directly or indirectly from any expulsion declared in conformity with these internal rules.
- 7.3. An expelled member has the right to appeal against this expulsion to the GA by registered letter within a period of four weeks after the decision of the Board. Reconfirmation of such a Board's decision requires a majority of the weighted votes. The decision of the GA is final and cannot be appealed.

8. Entrance Fee, Annual Subscription

- 8.1. The entrance fee of KWD 1.000 for the Board, Ordinary, System Integrator and Associate Membership is payable within two weeks of election to membership.
- 8.2. The entrance fee will be waived for the founding Members of KNX Kuwait.
- 8.3. The annual subscription shall be determined time to time by the GA on recommendation.
- 8.4. As of date, the Annual Subscriptions are payable as follows:
 - Board Membership: KWD 1.500
 - Ordinary Membership: KWD 1.000
 - Integrator Membership: KWD 500
 - Associated Membership: KWD 750
 - Student Membership: KWD 5
- 8.5. Annual subscriptions are payable in advance within the first month of the financial year. If a member falls into arrears with his subscription or other dues, he shall be informed immediately by the Secretary. If he fails to settle his arrears within 4 weeks of their becoming due, the President may order his name be posted on the societies notice board and he be denied the privileges of membership until he settles his account. If he falls into areas for more than two months' dues, he will automatically cease to be a member and the Committee may take legal actions against him provided that they are satisfied that he received due notice of his debts.
- 8.6. Any additional fund required for special purposes may only be raised from members with the consent of the general meeting of the members.

9. Offices of KNX Kuwait

- 9.1. KNX Kuwait shall be represented by an official spokesperson. Also activities shall be coordinated by the spokesperson
- 9.2. Candidates for the office of the spokesperson shall be chosen among the members of KNX Kuwait.
- 9.3. Names for the spokesman shall be proposed and seconded at the GA and election will follow on a simple majority vote of the members. The spokesman

may be re-elected at the same or related post for a consecutive term of office. The term of office is 2 years.

- 9.4. Election will be either by show of hands or, subject to the agreement of the majority of the voting members, by a secret ballot.

10. Visitors and Guests

Visitors and guests may be admitted into the premises of the Society but they shall not be admitted into the privileges of the Society. All visitors and guests shall abide by the Society's rules and regulations.

11. Prohibitions

- 11.1. Gambling of any kind, whether for stakes or not, is forbidden on the Society's premises. The introduction of materials for gambling or drug taking and of bad characters into the premises is forbidden.
- 11.2. The funds of the Society shall not be used to pay the fines of members who have been convicted in court of law.
- 11.3. The Society shall not engage in any trade union activity as defined in any written law relating to trade unions for the time being in force of Kuwait.
- 11.4. The Society shall not attempt to restrict or interfere with trade or make directly or indirectly any recommendation to, any arrangement with its members which has the purpose or is likely to have the effect of fixing, controlling the price or any discount, allowance or rebate relating to any goods or service which adversely affect consumer interests.
- 11.5. The Society shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
- 11.6. The Society shall not held any lottery, whether confined to its members or not, in the same name of the Society or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.
- 11.7. The Society shall not raise funds from the public for whatever purposes without the prior approval in writing to the Head, Licensing Division, Kuwait Police Force and other relevant authorities.

12. Amendments to Constitution

No alteration/deletion to this constitution shall be made except to the GA and with the consent of two-thirds of the voting members present at the GA, and they shall not come into force without the prior sanction of the Registrar of Societies.

13. Interpretation

In the event of any question or matter arising out of any point which is not expressly provided for in this constitution, the Board shall have the power to use their own direction. This decision of the Board shall be final unless it is reversed by the GA.

14. Disputes

In the event any disputes arising amongst members, they shall attempt to resolve the matter at an Extraordinary GA in accordance with this Constitution. Should the members fail to resolve the matter, they may bring the matter to a court of law for settlement.

15. Dissolution

15.1. The Society shall not be dissolved, except with the consent of not less than 3/5 of the total voting membership of the Society for the time being resident in Kuwait expressed, either in person or by proxy, at a GA convened for the purpose.

15.2. In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds will be disposed of in such matter as the GA may determine or donated to an approved charity or charities in Kuwait.

15.3. A Certificate of Dissolution shall be given within seven days of the dissolution to the Registrar of Societies.

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