



Law No. (27) of 2005

On
The Re-Organization Of
Abu Dhabi Chamber of
Commerce & Industry
and its modifications



غرفة أبوظبي
ABU DHABI CHAMBER



We Khalifa Bin Zayed Al Nahyan, Ruler of the Emirate of Abu Dhabi

Having reviewed:

Law No. (1) of 1974 on re-organization of the Abu Dhabi government structure and its amendments;

Law No. (2) of 1971 on the National Consultative Council and its amendments;

Law No. (7) of 1998 on the Abu Dhabi Chamber of Commerce and Industry; and

Law No. (2) of 2000 on Civil Retirement Pensions and Benefits in the Emirate of Abu Dhabi and its amendments;

and based on a presentation made to the Executive Council, and the assent of the said Council;

We enact the following Law:

PRELIMINARY CHAPTER ON
DEFINITIONS

Article (1)

In implementation of this law, the following terms and wordings shall have the meanings as stated on the right-hand side, unless it is otherwise suggested by the purport of text.

The State	: The United Arab Emirates.
The Emirate	: Abu Dhabi Emirate.
The Chamber	: Abu Dhabi Chamber of Commerce & Industry.
The Government	: The Government of Abu Dhabi.
Government Departments	: The departments of which the Government Structure in Abu Dhabi Emirate is formed.
The General Assembly	: The General Assembly of Abu Dhabi Chamber of Commerce & Industry.
The Board	: The Board of Directors of Abu Dhabi Chamber of Commerce & Industry.

CHAPTER ONE

THE CHAMBER, HEADQUARTERS, OBJECTIVES & JURISDICTION

Article (2)

The Chamber shall be viewed as a legal entity seeking public interest. It shall be fully capacitated to act and shall enjoy financial and administrative autonomy in respect of running all its affairs.

Article (3)

The Chamber shall have its headquarters based in Abu Dhabi City. However, in a decision by the Board, branches or offices may be opened for the Chamber in the Emirate of Abu Dhabi or outside of it. ¹

Article (4)

The Chamber aims at establishing cooperation with the Government; as well as with other competent parties on promoting and organizing the Emirate's commercial and industrial affairs. Thus, generally seeking advancement through fulfillment of the following duties:

1. In dealing with potential obstacles, the Chamber shall represent the private sector vis-à-vis local and foreign official or non-official agencies.
2. Comment on bills and draft regulations if referred by respective official authorities. All laws and regulations relevant to commerce and industry shall also be pursued, collected and classified by the Chamber.
3. Review whatever economic projects may referred to it to Give opinion, propose or advise its members and different competent authorities on various industrial, commercial, economic, financial and production affairs. This may include presentation of recommendations or proposals on the set-up of economic projects, particularly on whatever may conduct to the development, promotion and protection of trade and industry.

¹ Article (3) has been amended under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on Re-Organization of Abu Dhabi Chamber of Commerce and Industry.

4. Cement ties of joint cooperation with other UAE chambers of commerce and industry so as to initiate a common federation of chambers among them. Such a federation shall have to organize member chambers affairs and to establish cooperation with Arab and foreign chambers, as well as with other parties. Cooperation shall be intended to involve all business, industrial and economic fields, in addition to exchange of relevant information. It may also enter into joint chambers agreements or join other federations. It may further hold joint conferences and seminars with chamber counterparts, and receive or send out delegations to take part in such functions.
5. Using the most modern technical and academic techniques and advanced technology to avail and render ideal services and precise information for members and the business community at large. This may be achieved through the establishment of centers or institutes for studies, collection of information and statistics. Also through the organization of conferences, seminars and lectures in addition to the issuance of books, magazines, publications and other printed matters.
6. Provide national people with training programs that may help them perform their duties more efficiently and skillfully. This may be achieved through the establishment of training and rehabilitation centers, as well as through the organization of training courses.
7. Present to relevant competent authorities whatever suggestions deemed appropriate to develop means and methods, as well as procedures required to upgrade and facilitate the practice of trade and industrial activities within the Emirate.
8. Contribute to avail specialized services for the business community in the Emirate.
9. Promote and protect trade and industry, and also work to avail more investment opportunities.
10. Encourage investments among businessmen and with all interested parties.
11. Contribute to the study and orientation of Quality Standards.
12. Encourage and establish export promotion & development centers.
13. Support the activity of foreign economic relations and contribute, in cooperation with other competent parties, to the enhancement of foreign trade.
14. Provide more protection to national businessmen against cheating or fraud operations and international piracy through necessary orientation programs.
15. Contribute to private sector job emiratization within the Emirate through availing required training, orientation and re-qualification for national job seekers. Firms or companies in the said sector should also be briefed on the significance of employing and training national cadres.

Article (5)

The Chamber shall have the following powers and capacities:

1. Registration of businessmen and commercial, industrial, professional and vocational proprietorships or companies. Relevant membership certificates shall be issued by the Chamber to prove such a registration.
2. Issuance of certificates of origin or source, as well as all other associated certificates.
3. Representation of commercial, industrial and economic bodies or organizations in committees and councils in which participation may serve its interests, or in those namely provided for in any law to have such a Chamber representation.
4. Owning, investing, selling, mortgaging or purchasing any movable or immovable property, as well as whatever deems required to run its businesses.
5. Granting and receiving gratuities and donations.
6. Authentication of members' signatures and attestation of deposited and documents usually kept therewith.
7. Add Attestation to certificates of origin or source, as well as to commercial invoices and all other commercial, industrial and professional certificates.
8. Organization of exhibitions and festivals inside or outside the Emirate and participation in similar events held abroad.
9. The Chamber may also nominate experts and representatives upon request of government departments or courts or other individuals, and to inspect goods subject matter of disputes.
10. Motivate and encourage the Emirate's private sector firms and companies to comply with international quality and excellence standards through availing the mechanisms required for that.
11. Promote the concept of e-commerce among the Emirate's private sector circles.
12. Conducting any other duties or tasks deemed necessary or required for the realization of its purposes and interests.
13. " Providing Chamber members with advice and consultation in legal, commercial, economic, or technical matters, and providing them with the information available therewith.
14. Working to realize the interests and vision of the Emirate's strategies through collaboration with specialized regional international organizations, receiving visiting business delegations and missions, sending business delegations abroad and organizing seminars and conferences.
15. Authentication of signatures, seals, papers, certificates, contracts, and other documents related to the commercial transactions that Chamber members need to complete their works.

16. Forming business groups, councils and associations and granting them the necessary approvals in coordination with the Department of Economic Development and in accordance with the regulation adopted by the Council in this regard to practice their activities.
17. Contribute to the settlement of commercial and industrial disputes through reconciliation, conciliation, or arbitration by establishing reconciliation and arbitration centers and issuing their articles of association and procedure regulations.
18. Owning movable and immovable properties, managing, and investing them, and lending, borrowing, renting, leasing, and mortgaging.
19. Establishing companies and institutions and entering into partnerships for investing its funds and developing its revenues.”¹

Article (6)

The Chamber shall be prohibited from practicing the following activities:

1. Any activity that may incur market instability or confidence-shaking.
2. Any form of involvement in politics.
3. Any activity seeking illegal purposes or may not fall within the range of the purposes sought by virtue of the provisions of this law.
4. Any share in financial markets shall never absorb more than (25%) of the Chamber credit in the banks.

¹ Powers from Item 13 -19 have been added under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

CHAPTER TWO

RUNNING THE CHAMBER

Article (7)

The general assembly shall be formed of all duly registered Chamber members. However, only those members with a paid-up annual subscription may present themselves to poll as far as vote-casting is concerned.

Article (8)

The General Assembly may convene upon the request of at least (10) members of the Board of Directors or (20%) of the members of the General Assembly if need be to discuss limited topics in the presence of at least (50%) of the applicants. If the first meeting is short of the quorum, a fresher call shall be addressed for a second meeting to be held after the lapse of at least (10) days, which shall be deemed valid irrespective of the number of attendees. ¹

Article (9) ²

Repealed.

Article (10)

The general assembly shall be presided over by the President of the Chamber's board of directors or by either vice-president of the board. In case both of them are absent, the general assembly shall nominate one of the members to head that meeting.

¹ Article (8) has been amended under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

Article (11)

The General Assembly shall be concerned with the following:

1. Discussing reports issued by the Board, whenever submitted to it.
2. Discussing the Chamber budgets and accounts.
3. Whatever other commercial or industrial-related topics presented to the General Assembly by the Board of Directors or by any Chamber member. ¹

Article (12) ²

Repealed.

Article (13) ³

Repealed.

Article (14)

Decisions issued in the meetings of the Chamber general assembly, shall usually be taken by the absolute majority of attending members. In case of equality, the chairman in the meeting shall have the casting vote.

Article (15)

The decisions issued by the general assembly in accordance with the provisions of this law, shall be binding to all members, regardless of the number of attendees.

¹ Article (11) has been amended under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

² This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

³ This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

Article (16)

The Chamber is run by a Board of Directors comprising at least (15) members appointed by a decision made by the Chairman of the Executive Council, whose decision shall determine the Chairman of the Board of Directors, his two Vice-Chairman, Treasurer and his Deputy.

- The Board's term is three years renewable.
- The Board continues to exercise its terms of reference (TOR) at the end of its term until a decision is issued to restructure it.
- If the number of the Board members is less than two thirds, a decision is issued by the Chairman of the Executive Council to complete the number or to restructure the Board.
- In any case, the term of the Board shall be deemed expired if the number of members at any time is less than a half. ¹

Article (17) ²

Repealed.

Article (18) ³

Repealed.

Article (19) ⁴

Repealed.

Article (20)

The board of directors shall regularly convene once a month at least, or whenever necessary. President of the board of directors shall call the members to meet. In extraordinary cases, such a call shall be addressed in response to a formal request made in writing by one third of the members at least.

The meeting shall not be valid unless upon presence of 11 members minimum. Failing to achieve such a quorum, a fresher call shall be addressed after five days at least, a case in which the second meeting shall be valid irrespective of the number of present members.

Board decrees shall be decided by absolute majority vote of present members. In case of equality, the President shall have the casting vote.

¹ Article (16) has been amended under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

² This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

³ This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

⁴ This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

Article (21)

Whoever member absents himself from three consecutive board meetings held in a year span, yet fails to present a justifiable excuse that may be acceptable to the board, shall be notified by the president in writing once in a later session a hearing of the reasons behind absence is held, whereas the notification must be effected down in the session's minute. In case of reiterated absence in further two meetings without a justifiable excuse, the member in question shall be considered as resigned and the decision shall be effected down in the session's minute sheet as well.

Article (22) ¹

Repealed.

Article (23) ²

Repealed.

Article (24)

A board member shall lose his membership, once he commits any act of disgrace that may impair his position as a chamber board member or distort the chamber's image or reputation. Membership dropping shall be made upon a decision to be taken by two thirds of the board members at least.

Article (25)

The board of directors shall set a date for its first meeting within a period of not more than a fortnight, maximum as from its date of formation.

The president or a vice president or whoever so authorized shall, through written notices, call the members to meet at a specified time and venue. The said notices shall also have the meeting agendum enclosed therewith.

Each meeting of those held by the board of directors shall have its own minutes in which all discussions, presentations, adopted procedures, decisions and recommendations shall have to be effected down in details. The names of member attendees and absentees shall also be written therein.

The decisions and recommendations issued by the board of directors shall be kept in a special record.

In case the treasurer is absent, or if it turns difficult for him to do his job, the deputy treasurer shall substitute him and act as treasurer.

It shall not be permissible for a board member to attend a board meeting or participate in any of its committees if he has, in the viewed subject matter, a direct or an indirect interest involving him personally, or associated with his delegated person, or his guardian or custodian.

¹This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

²This Article is repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

Article (26)

The Board of Directors shall have the capacity of a general supervisor over the Chamber. It shall also set its plans and policies and further organize the Chamber performance. Furthermore, it shall nominate the Chamber's representative to other parties, and shall have the following powers and authorities:

1. Specify how to invest the Chamber's assets and the limits of disposal.
2. Appoint a Director General and specify his powers.
3. Repealed ¹
4. Fix the member's monthly bonuses.
5. Approve the Chamber's budget and final account of elapsed fiscal year, as well as a similar draft budget for a new fiscal year.
6. Select the Chamber auditor and fix his bonus.
7. Issue required executive rules and regulations.
8. Form standing or interim committees from among the board members or non-members. The committees shall exercise specialties to be provided in the relevant decision of formation provided such committees report their recommendations to the Board to take what it deems appropriate. ²
9. Invite specialists from competent government departments, or whoever deemed appropriate from any other party to attend its meetings so as to get clearer vision through their opinions on the issues broached for discussion.
10. Grant and accept donations and gratuities.
11. Drop membership in favor of public interests. Determine on petitions submitted due to the drop of membership by virtue of clauses (3) and (4) of article (34) hereinafter.
12. Conduct whatever may help to realize the Chamber objectives or protect its interests. However, the Board may authorize the Executive Office or its Chairman some of its powers.

Article (27)

The Chamber President of the board of directors shall have the following jurisdictions:

1. Represent the Chamber towards others. However, he may authorize whoever deemed appropriate to do so.
2. Represent the Chamber before the courts of law. However, he may empower attorneys and may fix charges. He may also appoint, nominate and dismiss arbitrators, counselors and experts.

¹ This item has been repealed under Law No. (19) of 2018 by amending some Provisions of Law No. (27) of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

² Item No. (8) has been amended under Law No. (10) of 2018 by amending some Provisions of Law No(27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry.

3. Sign contracts, financial instruments, expenditure orders and any other financial matters or documents.
4. Call the board of directors, the executive board members and the committees for meetings.
5. Sign all types of documents, letters, certificates and deeds, or authorize whoever deemed appropriate to do so.
6. The president shall have the right to second or deputize either vice president to do whatever job he may specify.
7. The first vice president shall act on behalf of the president if the latter is absent or if he resigned, or if his post became vacant for any reason. In case of absent first vice president, the second vice president shall act on behalf of both.
8. Do any other duties assigned by the board of directors.

Article (28)

The Executive Office is a panel formed of certain board members to supervise and follow up the overall Chamber affairs and performance. It shall, particularly conduct the following tasks and duties:

1. Follow up the execution of the decisions taken by the board of directors.
2. Present proposals to the board of directors on whatever deemed appropriate to achieve the Chamber goals.
3. Supervise the Chamber administration and financial affairs and departments.
4. Tackle any occurrences or developments and report the same to the board of directors.
5. Supervise the final account of elapsed fiscal year and present it to the board of directors for approval.
6. Supervise the draft budget of every new year.
7. Determine on petitions against refusal of membership applications and reconsider approval of such applications in conformity with clauses (1) + (2) of article (34) hereinafter.
8. Any other subjects or duties assigned by the board of directors.

Article (29)

The Executive Office of the Chamber shall be formed of:

1. President of the board of directors.
2. Vice president (I) of the board of directors.
3. Vice president (II) of the board of directors.
4. Treasurer.
5. Deputy Treasurer.
6. Director General or deputy director general to act as a rapporteur having no right to vote.
7. However, the executive board may invite whoever board member deemed necessary to attend its meetings so as to be familiar with his opinion whenever it is so required.

Article (30)

The board of directors shall appoint a full-time director general for the Chamber. The Chamber director general shall be empowered to manage the Chamber and run its businesses. He shall also have the right to attend the meetings of both the board of directors and the executive board as well. However, he may take part in the discussions held in such meetings, but without having the right to vote. The director general shall take upon himself the responsibility of directing and supervising the Chamber performance, and shall perform his job, tasks and duties. He shall also implement the decisions taken by the board of directors under the directives and supervision of the executive board.

Article (30 Repeated) ¹

- The Board of Directors shall form a council of business leaders in the Emirate and of wise opinions, status and various economic sectors called the “Businessmen Advisory Council”. This council shall have the following terms of reference (TOR):
 1. Serve the interests of traders and businessmen in the Emirate and strengthen the ties between them.
 2. Develop proposals for traders’ affairs and study the irregularities arising between them.
 3. Study negative business phenomena.
 4. Assist traders cope with the crises they encounter.
 5. Any other terms of reference assigned to council by the Board of Directors.
- The regulations specify the number of the council’s members, the manner in which its chairman and vice-chairman are elected, how its decisions are made, the validity of its convening and its capacities.

¹ Article (30 Repeated) has been added under Law No 2018 by amending some Provisions of Law No. (27) of Law No. (27) of 2005 on re-organization of Abu Dhabi Chamber of Commerce and Industry

CHAPTER THREE

PROVISIONS ON CHAMBER MEMBERSHIP

Article (31)

It shall be obligatory, for all nationals and foreigners practicing any commercial, industrial, professional or vocational activities in the Emirate, whether they are companies or establishments and whether having their headquarters inside the Emirate or simply having a branch, branches or a representation office, to join the Chamber and get its membership.

Nevertheless, the Membership Certificate shall be considered a necessary supporting document that must be presented whenever an entry license or a license renewal is sought in the Emirate.

Article (32)

Chamber membership applicants shall have to meet the following terms and conditions:

1. Be able to practice commercial, industrial, professional or vocational activity and have the potentials and capability to exercise such activities.
2. Be fully and legally capacitated in conformity with relevant law provisions.

Article (33)

Membership application shall be submitted as per the form prepared for the purpose by the Chamber. The said form shall be attached to other required documents as specified by the Chamber. A special register shall be kept by the Chamber to effect application forms serially. In case of a refused application, the applicant in question shall, however, have the right to appeal against refusal through a petition to be submitted to the Board's Executive Office within (60) days from the date of notification on refusal. Determination on the petition shall be made within (30) days from the date of submission. The decision issued in this regard shall, however, be considered final and shall be duly notified to the applicant in question.

Article (34)

A Chamber member Membership shall be dropped in any of the following cases:

1. If he is declared insolvent by the court of law which shall have to issue a relevant decree of insolvency.
2. If he fails to pay the Chamber membership fees after the lapse of one year from the date of fee maturity.
3. If any of the membership terms and conditions is no longer fulfilled.
4. If he is dismissed for reasons associated with the public interest. Dismissal, in this case, shall be effective upon a decision to be taken by the majority of two thirds of the Chamber's board members.
5. However, whoever has his membership dropped by the force of clauses (1) and (2) of the aforementioned cases may apply to the Chamber Executive Office requesting to regain his membership once the reasons that conducted to the drop have been eliminated.
6. Yet, those having their membership dropped by the force of clauses (3) and (4) of the aforementioned cases may submit a petition against dismissal within (60) days from the date of notification. Petitions in such cases should be addressed to the Chamber board of directors via its director general.
7. The Chamber's board of directors or the Executive Office shall, as to the case, decide on a submitted petition in their earliest meeting after the date of submission. The relevant decision issued in that regard shall be considered final and may not be reconsidered again unless upon the lapse of one year, at least, from the date of issuance.

CHAMBER FOUR

CHAMBER FINANCE

Article (35)

The Chamber financial resources shall be formed of:

1. The fees of membership applications and issuance of certificates and attestations.
2. Whatever is charged against its activities and rendered services.
3. The revenues of sold books, magazines, publications and any other printed matters regularly or usually issued by the Chamber.
4. Donations, financial aids, gratuities, in-cash and in-kind gives by the force of wills.
5. The revenues of whatever it owns, or whatever estates and property granted, or whatever investment profits it earns.
6. Any other revenues.

Article (36)

The Chamber board of directors shall choose one bank or more from among the national banks operating within the Emirate in order to deposit the Chamber's money.

The executive by-law shall specify the terms and capacities for money withdrawal, the terms and values of money borrowed in advance to meet urgent expenditures.

Article (37)

The Chamber may invest its available assets for the sake of serving the purposes for which it was established, and in the way deemed appropriate by the board of directors to realize its objectives.

Article (38)

The treasurer shall have to supervise the Chamber assets; draft budget, expenditures and revenues. He shall also make sure that all operations have been properly and legally conducted. However, in case of absent treasurer, the deputy treasurer shall act on his behalf. In case of absent treasurer and deputy, the board of directors shall assign an acting treasurer from among members.

Article (39)

The Chamber shall hire one auditor or more from among competent certified chartered accountants. The board of directors shall appoint the auditor for a period of one renewable year, and shall fix his charges as well.

Article (40)

The Chamber auditor shall have to audit the Chamber accounts over the fiscal year for which he was appointed. For the sake of properly doing his job, the auditor may:

1. Have access to all Chamber books and records.
2. Define the Chamber financial obligations.
3. Conduct inventory on the Chamber assets.

The Chamber administration shall, however, enable the auditor to conduct his job properly and to give whatever clarification or explanation he requests or deems it necessary to be known for proper fulfillment of his duties.

The Chamber auditor, in his turn, shall be personally liable. In case of more than one auditor, they shall be severally and jointly responsible towards the board of directors and others for any misconduct of his/ their assigned duties.

Article (41)

It shall not be permissible for a Chamber auditor to be member in its board of directors, nor to participate continuously in any technical, administrative or advisory job in the Chamber.

Article (42)

The Chamber fiscal year shall start on the first of January and shall end by the last day of December of every year.

Article (43)

The Chamber shall be exempted from Customs charges, judicial fees and from all other fees or tariffs.

CHAPTER FIVE

CONCLUSIVE PROVISIONS

Article (44)

The law concerning retirement and pensions effective in Abu Dhabi Emirate shall be passed on the Chamber’s national senior staff and other employees.

Article (45)

The Chamber board of directors shall, within three months from the date this law becomes into force, issue the executive by-law and the resolutions required in implementation of the provisions herein.

The executive by-law shall fix the fees of membership, as well as those charged against whatever certificates or documents are issued or attested and whatever activities practiced or services rendered by the Chamber.

Article (46)

Law No. (7) Of 1998 concerning Abu Dhabi Chamber of Commerce & Industry, shall become null and void. However, this law shall supersede any other contravening provision, order or decree.

Article (47)

This law shall come into force and shall be effective as from the date of issue hereunder. It shall also be promulgated in the official gazette.

Khalifa Bin Zayed Al Nahyan
Ruler of Abu Dhabi

Issued by us in Abu Dhabi

On October 8, 2005 A.D.

Corresponding to 5 Ramadan, 1426 A.H.