

ইস্যু নং ৬৬৬০
স্ট্যাম্প, কোর্টফি ও
স্বাক্ষর নগদায়িত।



MEMORANDUM OF ASSOCIATION

AND

RULES & REGULATIONS

OF

BANGLADESH ENERGY SOCIETY

Incorporated and Registered
under

The Societies Registration Act 1860 (Act No. XXI of 1860)



মোঃ রাকিব আহমেদ রনি
সহকারী রেজিস্ট্রার
রেজিস্ট্রারের পক্ষে
লেখক ও পাঠক



BANGLADESH ENERGY SOCIETY
under
The Societies Registration Act, 1860
(Act No. XXI of 1860)

MEMORANDUM OF ASSOCIATION

I. NAME :

The Name of the Society is '**Bangladesh Energy Society**.'


HEAD OFFICE / REGISTERED ADDRESS :

The Head Office / Registered Office of the Society shall be situated at Dhaka, Bangladesh or at such other place in Bangladesh as the Council may deem to be the best fitted from time to time.

II. OBJECTS :

The Objects for which the Society is established are:-

- (1) To promote the Energy Sector of Bangladesh;
- (2) To arrange and hold seminars, symposia, webinars, lectures, trade fairs, exhibitions, trade delegations, advertising campaigns at such places as may be considered advisable for the purpose of promotion and advancement of the Energy Sector of Bangladesh;
- (3) To collect and disseminate information as regards organisation, procedure and regulation of Energy Sector in Bangladesh and introduce and explain these to interested parties;
- (4) To collect, process, analyse, preserve and disseminate data, statistics and information on energy sector at home and abroad;
- (5) To arrange and conduct policy dialogues with various stakeholders to facilitate investment, planning, implementation and operation of energy facilities;
- (6) To prepare policy papers, standards, guidelines, rules and regulations for energy sector when called upon or whenever deemed expedient;
- (7) To provide guidances and policy advices to interested energy utilities;
- (8) To support transfer of knowledge, know-how, experiences and expertises in energy sector to interested energy utilities;
- (9) To conduct research and/or survey on development (inclusive of adaptation of advance technologies and new energy sources) and improvement of Energy Sector;
- (10) To organize and implement courses and programs of training for energy sector personnel;
- (11) To obtain and maintain affiliation and/or liaison with any organization with similar objectives at home and abroad;
- (12) To subscribe to or otherwise co-operate with or take over other associations whose objects are, in whole or in part, similar to those of the Society;
- (13) To undertake arbitration, if required and agreed to by the parties concerned, in the settlement of disputes arising out of business contracts between them in any area of energy sector;

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প্রত্যয়ন করা হইল।

(মোঃ রশিদ আলম)
সহকারী রেজিষ্টার
রেজিস্ট্রারের দপ্তর।
লেখক ও পাঠক।



(14) To establish or support or aid in the establishment of associations, institutions, funds and trusts to benefit employees or ex-employees of the Society or their dependents and grant them pensions and other allowances;

III. MEMBERS & GENERAL BODY :

There shall be individual and corporate members in accordance with provisions of the Rules & Regulations of the Society.

All Individual Members and one representative each (appointed in writing) from Corporate Members together shall constitute the General Body of the Society.

Members shall not be entitled to any dividend in any form from the income or surplus derived by the Society and all income or surplus will be spent only for promotion and fulfillment of the objects as set forth in this Memorandum of Association.

IV. GOVERNING BODY :

There shall be an Executive Council of the Society to perform as its Governing Body [herein referred to as "the Council"] upon whom the management of the affairs of the Society shall be entrusted. The Council shall consist of not less than 9 (Nine) and not more than 21 (Twenty One) Council Members.

The First Council of the Society shall comprise the following individuals :

Sl.	Name	Address	Nationality	Designation
1	Md. Abul Kalam Azad	Flat-3F, Building-2, NHA Apartment Complex, Lalmatia, Dhaka-1207	Bangladeshi	President
2	Monowar Islam	Flat-C2, House-12, Road-15 (New), Dhanmondi R/A, Dhaka-1209	Bangladeshi	Vice President-1
3	A.S.M. Alamgir Kabir	10M, Digonta, 3-3A Poribagh, Shabagh, Dhaka	Bangladeshi	Vice President-2
4	Md. Mizanur Rahman	Flat-5D, House-16, Road-4, Dhanmondi, Dhaka	Bangladeshi	General Secretary
5	Sakib- Bin- Amin	A-6 Century Estate Apartment, Boro Mogbazar, Dhaka-1217	Bangladeshi	Assistant General Secretary-1
6	Mohammed Faisal Karim Khan	House-68, Road-7, Dhaka Cantonment, Dhaka	Bangladeshi	Assistant General Secretary-2
7	Md. Mofazzel Hossain	8/14, Sir Syed Road, Mohammadpur, Dhaka-1207	Bangladeshi	Treasurer
8	Ijaz Hossain	House-1, Road-8C, Nikunja 1, Dhaka-1229	Bangladeshi	Council Member
9	Mollah M Amzad Hossain	Apt-6A5, Kakoli, 301, Holy Lane, Shyamoli, Adabor, Dhaka	Bangladeshi	Council Member
10	Moin Uddin	Flat-A2, House-26C, Road-4, Dhaka Cantonment, Dhaka-1206	Bangladeshi	Council Member
11	Rahman Murshed	House-80, Road-9A, Dhanmondi R/A, Dhaka-1209	Bangladeshi	Council Member
12	Dipal Chandra Barua	Flat-A5, House-11B, Road-36, Gulshan-2, Gulshan, Dhaka-1212	Bangladeshi	Council Member
13	Sk M Shafiqul Islam	Ena South View, 57/3-4, Flat-A6, Lake Circus, Kalabagan, Panthapath, Dhaka-1205	Bangladeshi	Council Member

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প্রত্যয়ন করে
সহকারী রেজিস্ট্রার
রেজিস্ট্রারের পক্ষে
লেখক ও পাঠক

মোঃ রকিব আহমেদ রনী
29/11/22



V. MEMORANDUM OF ASSOCIATION AND RULES & REGULATIONS :

The Rules & Regulations of the Society shall always be attached with this Memorandum of Association and these two documents shall constitute a single document titled "Memorandum of Association and Rules & Regulations".

No alteration to this Memorandum of Association or to the Rules & Regulations of the Society which are for the time being in force shall be made and effective unless such alteration is approved by the General Body and an amended version of Memorandum of Association and Rules & Regulations is submitted to and duly recorded by the Registrar in accordance with the provisions of Section-12(a) of The Societies Registration Act, 1860.

VI. DISSOLUTION OR WINDING UP :

In the event of dissolution or winding up of the Society, the assets of the Society remaining on the date of dissolution or winding up shall be transferred to other organization(s) having any of similar objects.

VII. CONSENT TO FORM INTO A SOCIETY :

We, the several persons, whose names, addresses and descriptions are mentioned below, are desirous of being formed into a Society under The Societies Registration Act, 1860 and in accordance with this Memorandum of Association :

Name and Particulars of Subscriber	Position	Photo	Signature
Name: Md. Abul Kalam Azad Father's Name: Late Md. Zahurul Hoq Mother's Name: Akhtarun Nessa Address: Flat-3F, Building-2, NHA Apartment Complex, Lalmatia, Dhaka-1207 Date of Birth: 07-JAN-1957 E-mail: azad2113@gmail.com Phone: 01713489666 TIN: 466285275755 National Id: 1471375400 Nationality: Bangladeshi	Founding Member & President		
Name: Monowar Islam Father's Name: Late Mofiz Ullah Mother's Name: Sakina Khatoon Address: Flat-C2, House-12, Road-15 (New), Dhanmondi R/A, Dhaka-1209 Date of Birth: 15-DEC-1957 E-mail: mislam.mac@gmail.com Phone: 01720213927 TIN: 285760359084 National Id: 8657415504 Nationality: Bangladeshi	Founding Member & Vice President-1		

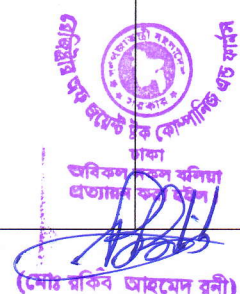


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প্রত্যয়ন করা হইল।

সহকারী রেজিস্ট্রার
মেজিষ্ট্রারের পক্ষে
স্বাক্ষর ও পাঠক



Name and Particulars of Subscriber	Position	Photo	Signature
<p>Name: Md. Mizanur Rahman Father's Name: Md. Sakhawat Ullah Mother's Name: Jamshed Ara Begum Address: Flat-5D, House-16, Road-4, Dhanmondi, Dhaka Date of Birth: 28-NOV-1956 E-mail: mizan9948@yahoo.com Phone: 01757071193 TIN: 649618911148 National Id: 19562696829650020 Nationality: Bangladeshi</p>	<p>Founding Member & General Secretary</p>		
<p>Name: Sakib- Bin- Amin Father's Name: S. M. Aminur Rahman Mother's Name: A. J. Selima Aziz Address: A-6 Century Estate Apartment, Boro Mogbazar, Dhaka-1217 Date of Birth: 02-AUG-1981 E-mail: sakibamin@yahoo.com Phone: 01758871668 TIN: 149223479152 National Id: 415 914 0526 Nationality: Bangladeshi</p>	<p>Founding Member & Assistant General Secretary-1</p>		
<p>Name: Md. Mofazzel Hossain Father's Name: Hazi Mokbul Ali Akond Mother's Name: Jarina Khatun Address: 8/14, Sir Syed Road, Mohammadpur, Dhaka-1207 Date of Birth: 05-MAY-1961 E-mail: md.mofazzel@yahoo.com Phone: 01711117880 TIN: 762531265966 National Id: 7915843294748 Nationality: Bangladeshi</p>	<p>Founding Member & Treasurer</p>		
<p>Name: Ijaz Hossain Father's Name: Kemal Uddin Hossain Mother's Name: Sultana Begum Address: House-1, Road-8C, Nikunja-1, Dhaka-1229 Date of Birth: 09-MAR-1956 E-mail: ijazhossain@gmail.com Phone: 01611083248 TIN: 727159762190 National Id: 2374394837 Nationality: Bangladeshi</p>	<p>Founding Member & Council Member</p>		

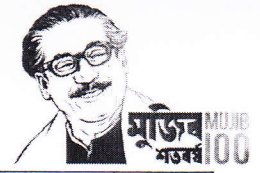


(মোঃ সাকিব আহমেদ রনী)
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 রেজিস্ট্রারের শাখা
 ঢাকা ও পাঠক



Name and Particulars of Subscriber	Position	Photo	Signature
<p>Name: Mollah M Amzad Hossain Father's Name: Late M. Boyen Uddin Mollah Mother's Name: Ayesha Khanam Address: Apt-6A5, Kakoli, 301, Holy Lane, Shyamoli, Adabor, Dhaka Date of Birth: 25-AUG-1962 E-mail: ep@dhaka.net Phone: 01713211444 TIN: 191889973233 National Id: 5982814633 Nationality: Bangladeshi</p>	<p>Founding Member & Council Member</p>		
<p>Name: Moin Uddin Father's Name: Late Abdus Salam Mia Mother's Name: Late Mahmuda Akter Address: Flat-A2, House-26C, Road-4, Dhaka Cantonment, Dhaka-1206 Date of Birth: 02-JAN-1961 E-mail: moinmist@yahoo.com Phone: 01818250440 TIN: 542580102461 National Id: 550 854 8004 Nationality: Bangladeshi</p>	<p>Founding Member & Council Member</p>		
<p>Name: Rahman Murshed Father's Name: M. R. Khan Mother's Name: Rokeya Begum Address: House-80, Road-9A, Dhanmondi R/A, Dhaka-1209 Date of Birth: 01-DEC-1952 E-mail: rahman.murshed@gmail.com Phone: 01711590137 TIN: 762166302956 National Id: 956138347 Nationality: Bangladeshi</p>	<p>Founding Member & Council Member</p>		
<p>Name: Dipal Chandra Barua Father's Name: Late Putin Bihari Barua Mother's Name: Protiva Barua Address: Flat-A5, House-11B, Road-36, Gulshan-2, Gulshan, Dhaka-1212 Date of Birth: 31-DEC-1954 E-mail: dipal@dipalbarua.com Phone: 01713500500 TIN: 436964772501 National Id: 4608666964 Nationality: Bangladeshi</p>	<p>Founding Member & Council Member</p>		

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 শেখ ও পাঠক



Name and Particulars of Subscriber	Position	Photo	Signature
<p>Name: Sk M Shafiqul Islam Father's Name: Md. Shahabuddin (Late) Mother's Name: Sufia Begum Address: Ena South View, 57/3-4, Flat-A6, Lake Circus, Kalabagan, Panthapath, Dhaka-1205 Date of Birth: 05-NOV-1956 E-mail: skmshafique@yahoo.co.uk Phone: 01715010341 TIN: 894305388331 National Id: 19563923608197984 Nationality: Bangladeshi</p>	<p>Founding Member & Council Member</p>		
<p>Name: A.S.M. Alamgir Kabir Father's Name: Abdul Mannan Miah Mother's Name: Sayeeda Khanam Address: 10M, Digonta, 3-3A Poribagh, Shabagh, Dhaka Date of Birth: 07-JUL-1952 E-mail: asm.kabir@gmail.com Phone: 01966673388 TIN: 357306347862 National Id: 2692619465797 Nationality: Bangladeshi</p>	<p>Founding Member & Vice President-2</p>		
<p>Name: Mohammed Faisal Karim Khan Father's Name: Muhammed Farid Khan Mother's Name: Shayera Khan Address: House-68, Road-7, Dhaka Cantonment, Dhaka Date of Birth: 29-JUL-1985 E-mail: faisal.khan@summit-centre.com Phone: 01730000119 TIN: 289612415127 National Id: 2650898496937 Nationality: Bangladeshi</p>	<p>Founding Member & Assistant General Secretary-2</p>		

<u>Witness 1 :</u>	<u>Witness 1 :</u>
<p>Nazrul Islam, LL.B (Hon's) Company Law Consultant SARashid & Associates 55/2, Purana Paltan, Dhaka Mobile : 01710330259</p>	<p>S. Abdur Rashid FCS SARashid & Associates 55/2, Purana Paltan, Dhaka. Mobile : 01726533655</p>

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 অধিবক্তা মহল্লায়
 প্রত্যয়ন করা হইল।
 (মোঃ রকিব আহমেদ রনী)
 সহকারী সেক্রেটারি
 রেজিস্ট্রারের কার্যালয়।
 লেখক ও পরিচালক।



BANGLADESH ENERGY SOCIETY
under
The Societies Registration Act, 1860
(Act No. XXI of 1860)

RULES & REGULATIONS

A. DEFINITIONS & INTERPRETATION :

1. Definitions :

In these Rules & Regulations unless there be something in the subject or context inconsistent therewith :

- (i) "Act" means The Societies Registration Act, 1860 (Act No. XXI of 1860);
- (ii) "Council" means the Executive Council being the Governing Body of the Society for the time being;
- (iii) "Corporate Entity" means an entity of energy sector including public and private undertaking duly incorporated under the laws of Bangladesh;
- (iv) "Energy" means all types of energy including gas, coal, oil, nuclear, renewable energy and electricity;
- (v) "Energy Sector" means and includes all sectors and sub-sectors (utilities, entities, sources, establishments, etc.) of energy;
- (vi) "Society" means Bangladesh Energy Society;
- (vii) "Council" means the Executive Council of the Society;
- (viii) "Council Member" means a Member of the Executive Council and includes any of President, Vice President, General Secretary, Assistant General Secretary and Treasurer of the Society;
- (ix) "Member" means a person whose name has been duly entered in the Register of Members in accordance with these Rules & Regulations and who has not been ceased to be a Member;
- (x) "Memorandum" means the Memorandum of Association of the Society and any amended version thereof;
- (xi) "President" means the President of the Society;
- (xii) "Register" means a Register of Members of the Society.
- (xiii) "Registrar" means the Registrar of Societies or the Registrar of Joint-stock Companies as specified in Section-1 of the Act.
- (xiv) "Rules & Regulations" means the Rules & Regulations of the Society being its Bye-Laws and any amended version thereof.
- (xv) "General Secretary" means the General Secretary of the Society.
- (xvi) "Treasurer" means the Treasurer of the Society.
- (xvii) "Year" means the financial year of the Society beginning on the 1st day of July and ending on the 30th day of June of the English Calendar.



2. Interpretation :

- (1) In these Rules & Regulations unless there be something in the subject or context inconsistent therewith:
 - (i) Words importing Person shall include bodies (incorporated or unincorporated) and also the Government.
 - (ii) Words importing the masculine gender shall include feminine gender.
 - (iii) Words importing the singular number shall include the plural, and vice-versa.
 - (iv) "Written" or "in writing" shall include printing, typewriting, and any other mode of representing or reproducing words in a visible form, and shall include communication through email.
- (2) In case of any doubt or dispute relating to the interpretation of any clause or provision contained in the Memorandum or in the Rules & Regulations, decision of the Council shall be final.

B. NATURE AND FUNCTIONS OF THE SOCIETY :

3. Bodies of the Society :

There shall be a General Body of the Society while there shall be an Executive Council to perform as its Governing Body as specified in Section-4 of the Act.

4. Criteria of the Functions of the Society :

Being a public welfare oriented and not-for-profit organization, this Society shall work in the areas mentioned in the Memorandum.

5. The Extent of Functions of the Society :

The Society may have concern(s), institution(s), organization(s) and/or regional or sectoral committee(s) aiming to function any legal form of operations all over the country.

C. GENERAL BODY :

6. Formation of the General Body :

- (1) All Individual Members and the Representatives of Corporate Members together shall constitute the General Body of the Society.
- (2) For the purpose of this clause, a Corporate Member shall generally be represented by its Chief Executive Officer, otherwise shall appoint or nominate an appropriate person, by communicating a resolution of its governing body (whatever name called) to act as its authorised representative who shall be entitled to exercise all powers on behalf of the Corporate Member which he represents as if he were an individual member of the Society.
- (3) An appointment or nomination of a person as authorised representative of a corporate member to act as a member of the General Body may at any time be withdrawn or cancelled or replaced with any other appropriate person by communicating a resolution of its governing body.

7. Meetings of the General Body :

- (1) Meetings of the General Body may be Ordinary General Meeting (OGM), Annual General Meeting (AGM), or Extra-ordinary General Meeting (EGM) or Special Meeting.

A Meeting of the General Body may be held physically or virtually through video conferencing or by using any other electronic modes.



- (2) A Meeting of the General Body shall be held within three months from the date of incorporation of the Society as OGM, and thereafter once in every calendar year at such time not being more than six months after closing of a financial year as AGM, twenty one days' notice shall have to be given for an OGM or an AGM.
- (3) An AGM shall be held to transact the following business and such other business as may be placed by the Council :
 - (i) To receive, consider and adopt the Council's Report for the year ended 30 June YYYY.
 - (ii) To receive, consider and adopt the Financial Statements of the Society together with the Auditor's Report thereon for the year ended 30 June YYYY.
 - (iii) To appoint / re-appoint Auditor and fix their Remuneration
- (4) At an OGM or an AGM, one-tenth members with voting rights (but not less than five members) of the General Body shall form the quorum and a resolution, shall be passed by simple majority of members present.
- (5) An EGM may be held at any time by the Council, thirty days' notice shall have to be given for an EGM. At an EGM, one-tenth members with voting rights (but not less than five members) of the General Body shall form the quorum and a resolution shall be passed by simple majority of members present.
- (6) An EGM may be held upon requisition of one-tenth of the members voting rights, thirty days' notice shall have to be given for an EGM. At such EGM, one-fifth members with voting rights (but not less than five members) of the General Body shall form the quorum and a resolution shall be passed by two-thirds majority of members present.
- (7) A Special Meeting of the General Body may be held for making any amendment to the Memorandum or to the Rules & Regulations in compliance with the provisions of Section-12(a) of the Act.
- (8) If an OGM, AGM or EGM called by the Council has to be adjourned for want of quorum, the members with voting rights present at the adjourned meeting shall form the quorum. If in an EGM called upon requisition cannot be held for want of quorum, the meeting shall be cancelled.
- (9) A meeting of the General Body shall be presided over by President; and in his absence, by Vice President-1; in absence of President and Vice President-1, by Vice President-2; and in absence of President and Vice Presidents, by any Council Member present selected among themselves.
- (10) The proceedings of each meeting of the General Body shall have to be recorded under signature of the chairperson of the meeting.

D. MEMBERSHIP :

8. Membership Categories :

Membership of the Society will be of the following categories-

- (i) Individual Membership as-
 - (a) Member,
 - (b) Life Member, andwho will be called as "Individual Members", and
- (ii) Corporate Membership as-
 - (a) Corporate Member,
 - (b) Corporate Life Member, and
 - (c) Special Corporate Memberwho will be called as "Corporate Members".

9. Founding Members :

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সহকারী রেজিস্ট্রার
রেজিস্ট্রারের পক্ষে।
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The Subscribers to the Memorandum shall be considered as Founding Members.

10. Rights and Privileges of Membership :

- (1) The rights and privileges of membership shall ordinarily be exercised by members in accordance with applicable laws. A corporate member shall exercise its rights and privileges through its duly appointed or nominated representative.
- (2) All members shall have voting rights to exercise in a meeting of the General Body, unless annual subscription is unpaid by specified timeline.

11. Eligibility for Membership :

(1) Eligibility for Individual Membership :

Any Resident or Non-resident Bangladeshi National having reasonable working experience in or reasonable working affiliation with energy sector in Bangladesh and having full commitment to work for the objectives of the Society, shall be eligible to apply for Individual Membership.

(2) Eligibility for Corporate Membership :

Any corporate entity (whether it is a public sector undertaking or a private sector undertaking duly incorporated under applicable laws) and operating in energy sector in Bangladesh and having full commitment of its Governing Body to work for fulfillment of the objectives of the Society and also to appoint or nominate an appropriate representative for this purpose, shall be eligible to apply for Corporate Membership.

- (3) Any applicant who fails to obtain admission for any unavoidable reason will not be eligible to re-apply for membership within one year from the date on which the application was last considered.

12. Application for Membership & Admission :

- (1) An individual or a corporate entity eligible for membership and interested for admission as a Member will be required to submit application in prescribed form (to be available in the website of the Society) along with all required information and document(s).
- (2) Every Application for Admission as Member shall have to be granted by the Council, and the decision of the Council regarding acceptance or rejection of any application shall be final.
- (3) Upon granting of an application for membership, the applicant shall be notified in writing and requested to make payment of admission fees and annual subscription within a specified date.
- (4) An applicant if notified about granting of an application for membership will have to make payment of admission fees and annual subscription within a due date for being entitled to have been entered in the Register and to have the rights, responsibilities and liabilities of membership of the Society.
- (5) Any Member or any Corporate Member may become a Life Member or a Corporate Life Member upon making payment of requisite fees.

An individual who intends to be a Life Member shall first have to get admitted as Member; similarly, a corporate entity intending to be a Corporate Life Member shall first have to get admitted as Corporate Member.

13. Register and Enrollment of Members :

- (1) The Society will maintain a Register or several Registers of Members and record the names, descriptions and addresses of all members and all changes thereof which may take place from time to time.
- (2) Each member shall be assigned a distinctive membership number which cannot be changed or transferred to any other person.

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রেজিস্ট্রারের পক্ষে।
মোঃ রাকিব আহমেদ রনী
সহকারী রেজিস্ট্রার
মেম্বার ও পার্টনার



- (3) For the purpose of maintaining the register(s) in improved way, the Council may re-assign membership numbers (corresponding to original distinctive numbers and maintaining proper tracking) to existing members.

14. Cessation, Cancellation and Withdrawal of Membership :

(1) Cancellation of Membership :

At any time after admission of an individual or a corporate entity as a member, if any statement or information in the submitted application form for membership is found incorrect in some material respect, or if the activities of a member are prejudicial to the interest and/or reputation of the Society, or if a member is found guilty of misconduct, the Council may cancel the membership after giving the member an opportunity to explain. For the purpose of this Clause, misconduct shall include a person being convicted of any criminal offence by a court of competence.

(2) Withdrawal of Membership :

Any member may withdraw membership from the Society by giving a written notice to the General Secretary within the 31st May of a year, otherwise the member concerned shall be liable to pay the annual subscription for the following one year.

(3) Liabilities after Cessation of Membership :

Any person who ceases to be a member shall nevertheless remain liable for, and shall make payment to the Society, all monies which at the time of ceasing such membership may remain due.

15. Notice to Members :

- (1) Any notice may be given by the Society to any member (individual or corporate entity), by sending email or by post to the address available with the Society.

- (2) When a notice is sent by email, service of the notice shall be deemed to be effected at the date and time of email sent.

When a notice is sent by post, service of the notice shall be deemed to be effected at the date and time at which the letter would be delivered to the post office.

16. Membership Fees :

- (1) The Council from time to time will determine admission fees and annual subscription for membership, and these will be made available in the website of the Society. Annual Subscription for membership shall be payable within the 31st July each year and failing to make payment within this period shall cause a delay fine as may from time to time be fixed by the Council and published on the website of the Society.

- (2) Until otherwise determined by the Council, admission fees and annual subscription for membership shall be as follows :

(a) Admission Fees and Annual Subscription for Individual Members :

Category	Admission Fee	Annual Subscription
Founding Member	BDT 20,000/-	BDT 10,000/-*
Member	BDT 10,000/-	BDT 10,000/-
Life Member	BDT 1,00,000/-	Nil

* Annual Subscription shall not be applicable for a Life Member

(b) Admission Fees and Annual Subscription for Corporate Members :

Category	Admission Fee	Annual Subscription
Corporate Founding Member	BDT 5,00,000/-	BDT 50,000/-*
Corporate Member	BDT 5,00,000/-	BDT 50,000/-



Corporate Life Member	BDT 10,00,000/-	Nil
Special Corporate Member	To be fixed by the Council	

* Annual Subscription shall not be applicable for a Corporate Life Member

E. HONOURARY MEMBERS :

17. Eligibility for Honourary Membership :

Distinguished Individuals engaged in public service or Eminent Personalities engaged in production, transmission, distribution, trading or exchange of energy or in providing consultancy in Energy Sector at home or abroad shall be eligible for enrollment as Honourary Members of the Society.

18. Enrollment of Honourary Members :

- (1) The Council shall make offer to eligible persons and take necessary arrangements for their enrollment as Honourary Members.
- (2) Honourary Membership may be awarded for maximum 3 (three) years with renewal provision at the discretion of the Council.

19. Entitlements of Honourary Members :

- (1) An Honourary Member will not be required to pay any admission fee or any annual subscription.
- (2) Honourary Members shall be entitled to attend all meetings of the general body or of working groups and to receive all written communications apart from participating in all the activities and services of the Society.
- (3) An Honourary Member shall have no voting right or right to hold any position on the Council, however may hold an advisory position as per the desire and due approval by the Council.

F. EXECUTIVE COUNCIL :

20. The Council :

As specified in Section-4 of the Act, there shall be an Executive Council to perform as its Governing Body upon whom the management of the affairs of the Society shall be entrusted.

21. Number of Council Members on the Council :

Number of Council Members on the Council shall be not less than 9 (Nine) and not more than 21 (Twenty One) but such number shall preferably be uneven or odd at all times.

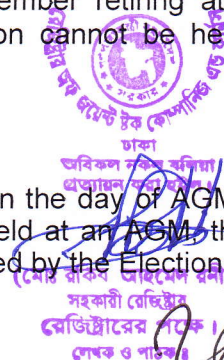
22. Tenure of Council Members and the Council :

The First Council of the Society as stated in the Memorandum shall continue until conclusion of the First AGM at which all the Council Members shall retire and the 1st Election of Council Members shall take place. Thereafter, Election of Council Members shall be held once in every alternate year on the day of the AGM at which the existing Council Members shall retire. Every Council Member retiring at an AGM shall be eligible for re-election. If in any case an election cannot be held at an AGM, the existing Council shall prevail.

23. Election of Council Members :

(1) Frequency and Time of Election :

Election of Council Members shall be held on the day of AGM in every alternate year. If in any case an election cannot be held at an AGM, the election shall be held at any date (as soon as possible) declared by the Election Commission.





(2) Rights of Members in Election :

At an Election of Council Members, all Members of the General Body having voting rights shall be entitled to contest election and cast votes to elect the Council Members of a number as shall be specified by the Council before the notification for an election.

(3) Formation of Election Commission :

For conducting the Election of Council Members, the Council shall form an Election Commission comprising one Chief Election Commissioner and two Election Commissioners who will be from among the Members of the General Body not interested to contest election.

(4) Functions of Election Commission :

The Election Commission shall finalize the voter list; prepare and announce the voting procedures inclusive of campaigning, filing and withdrawal of nomination form; prepare ballot papers; conduct election and declare election results.

(5) Election using Online Voting Platform :

Election may be held virtually using online voting platform under close supervision of an Independent Scrutinizer appointed by the Council.

24. Office Bearers :

(1) Selection of Office Bearers :

The elected Council Members at their First Meeting shall select the Office Bearers of the Society from among themselves. The Office Bearers of the Society shall be-

- President
- Vice President-1
- Vice President-2
- General Secretary
- Assistant General Secretary-1
- Assistant General Secretary-2
- Treasurer

(2) Duties, Functions and Responsibilities of Office Bearers :

The Office Bearers shall be responsible for performing the duties, functions and responsibilities expressly assigned by these Rules & Regulations. Moreover, immediately after constitution of a Council and selection of Office Bearers, the Council may assign or delegate or distribute such duties, functions and responsibilities as the Council may think fit.

However, in addition to other duties, functions and responsibilities, the Office Bearers shall have the following responsibilities :

(i) Responsibilities of President :

President shall be responsible as the Institutional Head and for leading the Council, presiding over all meetings of the Council and of the General Body, and for performing any other functions as the Council may assign from time to time.

(ii) Responsibilities of Vice President-1 :

Vice President-1 shall be responsible for performing any functions as the Council may assign from time to time, and also for discharging the responsibilities of President at the time of his absence or incapacity.

(iii) Responsibilities of Vice President-2 :

Vice President-2 shall be responsible for performing any functions as the Council may assign from time to time, and also for discharging the

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responsibilities of President at the time of absence or incapacity of both President and Vice President-1.

(iv) Responsibilities of General Secretary :

General Secretary shall be responsible for convening meetings of the Council and of the General Body (in consultation with the President), coordinating the activities of the Society, and performing any other functions as the Council may assign from time to time.

(v) Responsibilities of Assistant General Secretary-1 :

Assistant General Secretary-1 shall be responsible for performing any functions as the Council may assign from time to time, and also for discharging the responsibilities of General Secretary at the time of his absence or incapacity.

(vi) Responsibilities of Assistant General Secretary-2 :

Assistant General Secretary-2 shall be responsible for performing any functions as the Council may assign from time to time, and also for discharging the responsibilities of General Secretary at the time of absence or incapacity of both General Secretary and Assistant General Secretary-1.

(vii) Responsibilities of Treasurer :

Treasurer shall be responsible for overall financial administration of the Society, and also for performing any other functions as the Council may assign from time to time.

(3) Resignation of Office Bearers :

At any time any of the office bearers may resign from his position by communicating a letter in writing to the Council and such resignation shall take into effect upon due acceptance or approval by the Council. If such resignation is accepted or approved by the Council the Council Members shall select any other person from among themselves to fill the casual vacancy in the position.

25. Resignation, Co-option and Filling Vacancy of Council Members :

- (1) At any time a Council Member may resign from the Council by communicating a letter in writing to the Council and such resignation shall take into effect creating a casual vacancy upon due acceptance or approval by the Council.
- (2) The Council at any time and from time to time shall have the power to decrease the number of Council Members (not filling a casual vacancy) or to co-opt any person as a Council Member either to fill casual vacancy or to increase the number of Council Members by a resolution of two-thirds majority of Council Members for the time being.

26. Meetings of the Council :

- (1) The Council shall hold its meetings as often as it may think fit (but at least once in every three months and at least four such meetings shall be held in a year) and shall make such procedures as it considers proper to summon and hold its meetings, and cause minutes of all meetings of the Council Members to be recorded under signature of the chairperson of the meeting or of the following meeting.
- (2) A meeting of the Council shall be presided over by President; and in his absence, by Vice President-1; in absence of President and Vice President-1, by Vice President-2; and in absence of President and Vice Presidents, by any Council Member present selected among themselves.
- (3) Any resolution at a meeting of the Council shall be made upon having consent by majority of members of the Council present, however, all resolutions shall be



considered as adopted unanimously unless any note of dissent is duly recorded in the minutes.

Provided that passing of any resolution on membership, admission or cancellation shall require consent of at least two-thirds of the Council Members present.

- (4) Majority of the Council Members shall form the quorum for a Council Meeting. If any meeting is adjourned for want of quorum, the members present at the adjourned meeting shall form the quorum.

27. Powers, Functions and Duties of the Council Members :

- (1) Council Members shall exercise their power collectively (unless specific power is delegated otherwise to any of the Council Members) but each shall be responsible for discharging his duties personally.
- (2) All assets and properties of the Society, Movable or Immovable or of any other kind, shall vest in the Council; the Council Members shall manage the whole assets and properties and affairs of the Society and shall have all powers, duties and functions necessary, proper and incidental to the promotion and carrying out of the objects of the Society.
- (3) The Council at any time and from time to time may delegate its power to any Council Member or any Council Committee(s) constituting with Council Members or to any other Committee(s) or Work Group(s) constituting with Council Members and Members or with Members only.

Every Council Committee shall consist of at least 3 (three) Members including a Chairman and a Member Secretary to be assigned by the Council.

Every other Committee or Work Group shall consist of any number of Member(s) to be led by a Convenor who may select one Member to act as Member Secretary.

- (4) The Council shall have the power(s) to :
- determine from time to time, to commence or to take up any of the objects and purposes for which the funds of the Society shall be used and to allot or allocate to each of the objects such portion of the funds, as it deems fit, and distribute all or any of the assets and fund of the Society in species or kind, to fulfill the objects of the Society;
 - do the needful to supervise and manage the day to day affairs and funds of the Society;
 - take all necessary steps to realize any arrears of money due to the Society and to write off as irrecoverable any sums which, in the opinion of the Council, cannot be realized;
 - purchase and acquire any moveable or immovable property(ies) of any kind for the objects of the Society or as a source of income for the Society;
 - take appropriate decision to sell, lease, mortgage or dispose of any property(ies) belonging to the Society;
 - incur all expenditure necessary, useful or incidental for carrying out the objects and administration of the Society;
 - open one or more bank accounts of the Society with any scheduled bank or banks as it may deem fit and deposit monies of the Society in the bank accounts;
 - borrow for and on behalf of the Society with or without security from;
 - take all such legal steps as may be deemed proper and beneficial for the Society and institute, conduct, defend, compound, withdraw, compromise, adjust, refer to arbitration, or do such things as are incidental and necessary, concerning the affairs of the Society, and assign, to sign and verify vakalatnamas, pleadings, affidavits and other powers,



- (x) delegate all or any of the powers vested in the Council Members to 'anybody' to frame rules, regulations, bye-laws or other codes for the conduct of the affairs of the Society and its transactions and establishing;
- (xi) lay down terms of reference of all committee(s) and work group(s) mentioning roles, duties and responsibilities and timeline;
- (xii) appoint required employees and fix their salary and allowances and place, train, promote, transfer, retain or terminate, retrench, discharge or dismiss them for the purpose of the Society;
- (xiii) take initiatives and necessary steps to make, amend, supersede and alter Rules, Regulations or by-laws for conducting the affairs of the Society;
- (xiv) accept contributions in cash or in kind either by way of addition to the funds generally or for any one or more of the specified objects of the Society;
- (xv) determine the Common Seal any other seals of the Society and to ensure custody as well as usage thereof;
- (xvi) approve Annual Plan, Annual Budget and Annual and Periodic Financial Statements of the Society;
- (xvii) take any lawful step for any purpose of the Society; and
- (xviii) ensure compliance with the requirements of all applicable laws.

28. Filing of Returns :

- (1) As specified in Section-4 of the Act, once in every year, on or before the fourteenth day succeeding the day on which, according to these Rules & Regulation, the Annual General Meeting of the Society is held, a list of the names, addresses and occupations of the Council Members (i.e. the Members of Council) shall have to be filed with the Registrar.
- (2) As specified in Section-12(b) of the Act, any change in the list of the names, addresses and occupations of the Council Members (i.e. the Members of Council) shall be intimated to the registrar for record within twenty one days from the date of such change.

G. FUNDS, FINANCIAL TRANSACTIONS, ACCOUNTS AND AUDIT :

29. Funds of the Society :

- (1) Funds of the Society shall primarily accrue from admission fees and annual subscriptions and also from the services to be rendered by the Society.
- (2) All members of the Society and persons other than members and organizations from home and abroad are welcomed to donate and make contributions to the funds of the Society. All such donations and contributions can be made by account payee cheque(s) or through any bank transfer(s) with prior information to the management of the Society.
- (3) All monies of the Society shall be deposited in bank account(s) of the Society and all disbursements shall be made by means of cheques upon expressed consent of the President.

30. Accounting & Financial Statements :

- (1) The Council shall cause to maintain accounts of all monies, receipts, payments, expenditures and investments on accrual basis in proper books of accounts in accordance with applicable International Accounting Standard (IAS) so that annual and periodical financial statements show true and fair view of the affairs of the Society. The Treasurer shall be responsible to ensure maintaining all books of accounts of the Society.



- (2) The Treasurer shall arrange to receive all payments to the Society and to issue a machine numbered printed receipt from bound receipt book for the time being in use. Only one receipt book shall be in use at a time.
- (3) The accounting year shall be the financial year commencing on 01 July and ending on 30 June. However, the first accounting year shall cover the period commencing on the date of incorporation of the Society.
- (4) The financial statements shall be prepared in accordance with applicable with applicable International Accounting Standard (IAS) and International Financial Reporting Standard (IFRS).
- (5) Annual Financial Statements of the Society shall be approved by the Council and authenticated by the President, the General Secretary and the Treasurer before they are supplied to the Auditor for their independent opinion thereon.

31. Audit :

- (1) The accounts of the Society shall be audited every year by a Firm of Chartered Accountants who shall be appointed as the Auditor of the Society. The audited financial statement together with the Auditor's Report shall be laid before the Members for approval in the AGM.
- (2) The First Auditor shall be appointed by the Council for a period until conclusion of the First AGM. The General Body in the AGM, considering the recommendation of the Council, and the Audit Committee (if any), shall re-appoint the existing auditor or appoint a new Audit Firm as the Auditor of the Society to continue until conclusion of the next AGM. The Auditor of the Society shall be entitled to attend each AGM and EGM.

32. Bank Account(s) :

- (1) The Council shall decide to open account(s) with one or more scheduled bank(s) and also about closing of existing bank account(s).
- (2) The bank account(s) will be operated jointly by President, General Secretary and Treasurer or, if decided by the Council, jointly by any three signatories (including or excluding any of the office bearers or Council Members), while signatures of two among the three signatories shall be sufficient to make any transaction.

33. Remuneration or Payment to a Member :

- (1) Subject to the approval of the General Body, a member of the Council or of any Council Committee may be entitled to receive meeting attendance fee.
- (2) Subject to the approval of the Council, every member of the Council or of any Council Committee shall be entitled to be paid out-of-pocket expenses incurred by them in the course of discharging the functions of the Society.
- (3) Subject to the approval of the Council, Sectoral or Regional Committee(s) or Work Group(s), if any, may be entitled to receive remuneration as meeting attendance fee and to be paid out-of-pocket expenses incurred by them in the course of discharging the functions of the Society.
- (4) Subject to the approval of the Council, any member of the General Body may be entitled to remuneration for any special type of engagement with the functions of the Society.
- (5) No portion of Society's income, funds, assets or properties shall be paid or transferred directly or indirectly by way of dividend, bonus or profit to the persons who are or at any time were members of the Society. Provided that nothing herein contained shall prevent the payment, in good faith, of remuneration in return for any services rendered to the Society.

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মেজিস্ট্রারের পক্ষে
স্বাক্ষর ও পাঠক



H. SUITS, LEGAL PROCEEDINGS, ETC.

34. Suits & Legal Proceedings :

The Society may sue or be sued in the name of President or of General Secretary as provided under Section-6 of the Act.

35. Execution of Documents :

All Deeds, Documents etc. shall be executed by the President or by the General Secretary as may be decided from time to time by the Council.

36. Applicable Laws :

The Societies Registration Act, 1860 (Act No. XXI of 1860) as well as all other related laws of the land shall apply to this Society.

37. Indemnity :

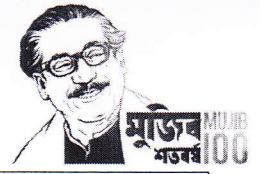
Every Council Member shall be indemnified out of the fund in respect of any loss arising from or contingent upon any investment made out of the monies of the Society unless such loss shall have been occasioned by own negligence and also in respect of all proceedings, suits, claims, costs, damages and expenses occasioned by any claim in connection with the matters or affairs relating to the Society created by these presents or in the exercise of powers or discretions vested in them by virtue of these presents.

38. Dissolution :



In the event of dissolution or winding up of the Society, there remain, after satisfaction of all its debts and liabilities, any assets or property whatsoever, the same shall not be parted with or distributed among members of the Society but shall be given or transferred to some other organization(s) having objective similar to the objective of the Society to be determined by the members of the Society at or before the time of dissolution and in default by any Court of Law in Bangladesh as may have or acquired jurisdiction over the matter.

Certified to be the true copy of the Rules and Regulations of the Society.

Sl.	Full Name & Address	Designation	Signature
1	Md. Abul Kalam Azad Flat-3F, Building-2, NHA Apartment Complex, Lalmatia, Dhaka-1207	Founding Member & President	
2	Monowar Islam Flat-C2, House-12, Road-15 (New), Dhanmondi R/A, Dhaka-1209	Founding Member & Vice President-1	
3	Md. Mizanur Rahman Flat-5D, House-16, Road-4, Dhanmondi, Dhaka	Founding Member & General Secretary	
4	Sakib Bin Amin A-6 Century Estate Apartment, Boro Mogbazar, Dhaka-1217	Founding Member & Assistant General Secretary-1	
5	Md. Mofazzel Hossain 8/14, Sir Syed Road, Mohammadpur, Dhaka-1207	Founding Member & Treasurer	
6	Ijaz Hossain House-1, Road-8C, Nikunja 1, Dhaka-1229	Founding Member & Council Member	
7	Mollah M Amzad Hossain Apt-6A5, Kakoli, 301, Holy Lane, Shyamoli, Adabor, Dhaka	Founding Member & Council Member	
8	Moin Uddin Flat-A2, House-26C, Road-4, Dhaka Cantonment, Dhaka-1206	Founding Member & Council Member	



9	Rahman Murshed House-80, Road-9A, Dhanmondi R/A, Dhaka-1209	Founding Member & Council Member	
10	Dipal Chandra Barua Flat-A5, House-11B, Road-36, Gulshan-2, Gulshan, Dhaka-1212	Founding Member & Council Member	
11	Sk M Shafiqul Islam Ena South View, 57/3-4, Flat-A6, Lake Circus, Kalabagan, Panthapath, Dhaka-1205	Founding Member & Council Member	


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অধিকার সুরক্ষা কমিশন
প্রত্যয়ন করা হল।

(মোঃ রাকিব আহমেদ হান্না)
সহকারী রেজিস্ট্রার
রেজিস্ট্রারের পক্ষে।
স্বাক্ষর ও মসদা
