



Kuwait – 2015

In the name of Allah the beneficent, the merciful

“And hold firmly to the rope of Allah ,
all together and do not become divided”

Aal Imran - 103



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Union of Automobile Agents – Kuwait

Bylaws



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Chairmen of the Boards of the Union

**Naser Mohamed Naser Al Sayer
1978-1980**

**Abdullah Abdullatif Al Shaya
1981-2000**

**Sayer Bader Al Sayer
2000-2007**

**Omar Suleiman Al Kazi
2008-2014**

**Yousuf Abdullatif Al Shaya
2014-**



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Members of the Union of Automobile Agents

1. Kuwait Automotive Imports Co. W.L.L
2. Ali Alghanim & Sons Automotive Co. W.L.L.
3. Al Maseelah Trading Company W.L.L
4. Mohamed Saleh & Reza Yousuf Behbehani Co.
5. Kuwait Automobile & Trading Co.W.L.L.
6. Al-Qurain Automotive Trading Co.
7. Mutawa Alkazi Company
8. Abdul Rahman Albisher & Zaid AlKazemi Co.
9. Abdul Mohsen Abdul Aziz Al Babtain Co.
10. Mohamed Naser Al-Sayer & Sons Est.Co. W.L.L.
11. Mustafa Karam & Sons Gen . Trad & Cont. Co.W.L.L
12. Yusuf Ahmed Al Ghanim & Sons W.L.L
13. Arabian Motors Group W.L.L.
14. Northern Gulf Trading Co.
15. Behbehani Motors Company
16. Fouad Alghanim & Sons Automotive
17. Alghanim International for the Sale & Purchase of Cars Co.W.L.L
18. Al Babtain Trading & Contracting Co.
19. Al Mulla & Behbehani Motor Co. W.L.L.
20. Bahrah Trading Company W.L.L.
21. Alamana Industries
22. National Agencies Group W.L.L.
23. Naser International Gen.Trading & Contracting Co W.L.L.
24. First Trading Company



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**Bylaws of the Union of Automobile Agents
Kuwait – 2014**



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CHAPTER ONE **Formation of the Union**

Article (1)

There was formed on 23.08.1978 in accordance with the law No. (38/1964) an organizing authority under the title " Union of Automobile Agents" in Kuwait.

Article (2)

The headquarters of the Union is the State of Kuwait.

CHAPTER TWO **Objects of the Union**

Article (3)*

- a) The Union shall organize and care for the benefits of the employers who are members of the Union. It shall also achieve the cooperation between them and protect them and represent them.
- b) It shall develop the resources of the Union to achieve its objects.

CHAPTER THREE **Conditions for Accepting the Members, their Withdrawal and Dismissal**

Article (4)

Shall be accepted as a member in the Union:

- a) Every agent or distributor who is adopted, of Kuwaiti nationality, whether a natural person or moral person, in accordance with the contract concluded between it and the manufacturing company directly, and registered at commercial agencies division at the Ministry of Commerce and Industry in Kuwait;

*Margin: (clause b) of article (3) was added by the decision of the assembly No. (15) on 28.11.1995



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- b) The applicant who is a moral person shall have executed the works of the agency effectively through exhibitions allocated for the vehicles, spare parts, and workshop for the said agency, while taking into consideration that the exhibition and workshop area is not less than (3000 m²) three thousand square meters. The capital of the agency shall not be less than KD 500,000 (five hundred thousand Kuwaiti dinars) to be paid in full . * (2-4)
- c) May be accepted as associate member to the Union of Automobile Agents all those who meet the membership conditions set forth above, except for clause (b). The agency shall be owned fully or partially to one of the members of the Union . * (1)
- The member may benefit from the Union services and membership benefits fully, save for participating in the membership of the Board and elections and nominations for election. The member shall pay a membership fee of KD 250 and the annual participation fee of KD 500. * (3)

Article (5)

The employer who wishes to join the Union shall present a request to the Board. The Board may accept the request or refuse it. The request for joining the Union may only be refused by the majority of two thirds of the members while indicating the reasons. The applicant employer whose request is refused may object to the same before the general assembly during its first meeting. The assembly shall have the right to issue a final judgment in the request with approval or refusal.

***Margin:**

- 1- this amendment was added to article (4) by virtue of the decision of the Board of Directors No. (1) on 20.02.2003
- 2- this amendment was added to article (4) by virtue of the decision of the extraordinary general assembly No. (28) on 12.06.2006
- 3- this amendment was added to article (4) by virtue of the decision of the extraordinary general assembly No. (30) on 18.03.2008
- 4- the present article was amended and the term condition thereof was amended by virtue of the decision of the extraordinary general assembly of the Union No.(38) on 28.10.2013;



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Article (6)

Every member may withdraw from the union at any time. The Union shall only request the dues there from for membership until the end of the year when the withdrawal was completed.

Article (7)

Shall be dismissed from the Union all members who meet the following conditions:

- a) Loss of any membership condition;
- b) Failure to pay the annual membership participation fee during two months from the commencement of the financial year without valid reason;
- c) If the member shall harm the reputation of the Union or led another member to withdraw there from or violated the legal decisions issued by the Union;
- d) If the member embezzled the funds of the Union or violated his commitment or committed a breach of moral code or public regulations;

Article (8)

No member of the Union can be dismissed without completing an investigation by the Board. The dismissal shall occur only with the approval of two thirds of the members of the Board.

The member who was dismissed may object to the dismissal decision before the general assembly during its first meeting. The general assembly shall have the right to issue a final decision concerning the objection by refusal or approval.



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CHAPTER FOUR

Participation and Fees

Article (9) *

The value of annual participation to the membership of the Union shall be KD 5000 (five thousand Kuwaiti dinars).

Article (10) *

The fee for joining the Union shall be KD 5000 (five thousand Kuwaiti dinars) to be paid once upon joining or re-registering the same.

Article (11)

The Board of Directors may suggest other fees if it shall deem the same necessary. The same shall apply to the members if the general assembly shall agree to the same.

CHAPTER FIVE

Services and Aids

Article (12)

Every member in the Board may benefit from the aids, services and other benefits presented by the Union.

*Margin: article (9) was amended by the decision of the general assembly No. (13) of 31.01.1993

*Margin: article (10) was amended by the decision of the extraordinary general assembly No. (28) on 12.06.2006



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CHAPTER SIX

Finances of the Union

Article (13) *

The finances of the Union are formed of:

- a) Annual participations paid by members;
- b) Fees for joining the Union;
- c) Profits obtained by the Union from investing in profitable investments, such as service projects for vehicles and issuing printable material;
- d) Donations to the Union; the board shall decide whether to accept the same and the same shall be approved by the Ministry of Social Affairs and Labor;

Article (14)

The Union funds shall be used in actions that achieve the objects, interests, and investments that are profitable and which do not coincide with the provisions of article (73) of the labor code in the civil code.

Article (15)

The funds of the Union shall be deposited in the name of the Union in the following bank :

Commercial Bank of Kuwait. The withdrawal therefrom shall be completed in accordance with the provisions and conditions set forth in the present bylaws.

Article (16)

The financial year of the Union shall commence on the first of January and expire in the end of December of every year. The first financial year shall commence on the date of registration of the Union until the end of December of the same year.

***Margin:** clause (c) of article (13) was amended by the decision of the general assembly No. (15) on 28.11.1995



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CHAPTER SEVEN

General Assembly

Article (17)

The General Assembly is considered the supreme authority in executing the functions of the Union. It shall be formed of all members who paid their fees until the date of the meeting thereof.

Article (18)

The general assembly shall be held at least once per year in its regular capacity during two months from the expiration date of the financial year.

Article (19)

The extraordinary general assembly may convene if so requested by one third of members at least or at the request of the majority of members of the Board. The General Assembly shall convene within two weeks from the date of the request, while indicating the matters to be discussed during the same. If the Board shall not invite the assembly to convene within this term, it shall convene on its own.

Article (20)

The meeting of the general assembly shall be considered valid if attended by at least half of the members. If the said amount shall not be met, the meeting shall be delayed for two hours. After the said time, the meeting shall be considered valid no matter the number of attendants, provided that the number thereof shall not be less than one fourth of the members; otherwise, the meeting shall be delayed for two weeks at most.



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Article (21)

The decisions issued by the general assembly of the Union shall be considered final as long as they do not contradict with the provisions of the law and the decisions issued with regard to the same. The decisions of the Assembly shall be issued by the majority of votes of the members present save in the conditions which require a special majority.

Article (22)

Only members of the general assembly may attend the meetings. The Union shall have the right to delegate the party it shall deem appropriate from those who have experience and expertise, provided that the opinion thereof is advisory .

Article (23)

The General Assembly shall peruse the following matters in particular:

- a) The report of the Board of Directors concerning the works of the ended year;
- b) Balance sheets, closing statement for the ended year, which is certified by the legal accountant and approval of draft budget for the coming year;
- c) Electing members of the Board by secret ballot;
- d) Perusing the reports and suggestions of members presented by the Board at least one week prior the convention thereof;
- e) Settling the objections presented by employers whose membership requests to the Union were refused or who were dismissed there from;



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Article (24)

The Extraordinary General Assembly shall peruse the following matters in particular:

- a) Amendment of the bylaws of the Union with the approval of at least two thirds of vote from the members present. The amendment shall be presented to the Ministry of Social Affairs and Labor;
- b) Important and urgent matters which the Board or members deem important to present as indicated in the present bylaws;
- c) Dissolution of the board or annulment of the membership of one of the members;
- d) Dissolution of the union by choice or merging it with others by the decision of at least two thirds of the members present;

CHAPTER EIGHT

Board of Directors

Article (25) *

The Board of the Union shall be formed of seventeen members elected by the General Assembly for a term of two years provided that a new Board is elected once every two years.

Article (26)

The nominations for the membership at the Board of the Union shall be accepted from members who paid their full subscription fees. The nomination deadline shall be one week prior the meeting. The said dates shall be published in the advertisement board of the Union.

***Margin:** article (25) was amended by virtue of the decision of the General Assembly No. (21) dated 24.04.2000 .



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Article (27)

The Board of Directors is the executive authority for the legal decisions issued by the General Assembly by the Union. The authorities thereof include:

- 1) Internal relations of the Union and executing its works;
- 2) Establishing the main policy of the Union and presenting its full message;
- 3) Perusing the membership requests and executing what it shall deem adequate in this regard;
- 4) Preparing the annual report of the activities of the Union in different fields;
- 5) Perusing the complaints of the members and completing investigations;
- 6) Concluding contracts and agreements in the name of the Union and representing it at authorities;
- 7) Inviting the general assembly to convene and prepare the closing statements;
- 8) Perusing the suggestions of the members;
- 9) Delegating one of the members to represent it before the official and judicial bodies in specific functions;

Article (28)

The members of the Board of Directors elect from amongst them the "office authority" during their first meeting. The said authority shall include a chairman, deputy chairman, secretary and trustee.



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Article (29)*

The chairman of Board is the legal representative of the Union before the official, judicial and other bodies. He shall preside over the sessions and invite the general assembly of the Union to convene. He shall sign the checks after obtaining the approval of the Board and sign contracts and agreements concluded with the Union. The deputy chairman shall replace the chairman with all his authorities when the latter shall be absent.

Article (30) *

The secretary of the Union shall execute all the deeds of the Union and decisions of the Board of Directors. He shall be delegated to keep the printed material, correspondence, and records of the Union. He shall sign with the chairman on the minutes of the meetings of the general assembly and the board of directors. He shall receive the nomination for membership in the Board and write for the Board the annual report of the works of the Union.

Article (31)

The trustee shall collect the subscription fees or other funds of the union and execute the decision of the Board of Directors from the financial aspect. He shall present the purchase and salary lists and supervise the account of the Union .

***Margin:** article (29) was amended by virtue of the decision of the general assembly No. (20) dated 03.05.1999 .

***Margin:** article (30) was amended by virtue of the decision of the General Assembly No. (20) dated 03.05.1999 .



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He shall keep the accounting documents. He shall complete the closing account of the ended financial year. He shall prepare the draft budget for the following year in cooperation with the secretary.

Article (32)

The Board shall convene once every three months. The same shall be valid if attended by more than half of the members. If the said number shall not be available, the meeting shall be delayed for three days and the members of the Board shall be informed of the second meeting. The said meeting shall be valid if attended by at least half of the members of the Board.

Article (33)

The decisions of the Board shall be issued by the majority of those present save those exempted in a special text in the bylaws. In case of a tie, the chairman shall cast the decisive vote.

Article (34)

The Board of Directors may be invited to an extraordinary meeting if so requested by the majority of members.

Article (35)

Every member who shall be absent for three consecutive sessions without presenting a valid excuse shall be considered as resigned.



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Article (36)

The member following the winning the members at the last elections for the membership of the Board shall replace the resigning, dismissed or deceased member. The membership term shall be for the remaining term of his predecessor.

Article (37)

The Board may form committees for organizing the affairs of the Union. One or more members of the Board shall participate in these committees.

The Board shall set forth the number of members per committee and its authorities. It shall set forth a system for its works provided that it shall be informed of the result of its studies and works for taking the due measures.

Article (38)

The Board of Directors shall appoint a legal consultant for the Union and set forth his bonus.



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CHAPTER NINE

Accounting

Article (39)

The Union shall have the following accounting books at least:

1. Book for the revenues and expenses;
2. Book of the bank accounts with the deposited or withdrawn amounts based on the dates;
3. Book for the sustainable credit account;
4. Book of receipts that is numbered and sealed with the seal of the Union;
5. Book of subscriptions with the names of participants based on their organization in the register of members; the same shall indicate the amounts paid per member;
6. Book of accounts of members with the amounts paid by each member;
7. Book for registering real estate or movables or sustainable properties; the same shall include a concise description of each of them, its price, the name of the person holding the same and every change thereto;



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