



## **EUROCHAM'S SECTOR COMMITTEE**

### **RULES AND REGULATIONS**

#### **Mission Statement:**

**EuroCham aims at improving the business climate for its members in Vietnam. The Sector Committees serve as the specific voices of European business sectors in Vietnam, providing EuroCham members with a channel of communication with the Vietnamese Government agencies and institutions, and European political and economic circles, as well as a unified lobbying voice on trade-related issues in Vietnam.**

**Adopted on 10 June 2004,  
Amendments approved by Exco [Executive Committee] on April 16, 2009 and  
September 7<sup>th</sup>, 2010, 5 April 2012, and 13 February 2014**

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## **1. DEFINITIONS**

In these Sector Committee rules and regulations, the following words and expressions shall have the following meanings:

1.1 "Chairperson" shall mean the person elected in accordance with Article 5.3 below;

1.2 "Sector Committee" shall mean an internal working group of the European Chamber of Commerce in Vietnam (EuroCham), established in accordance with Article 4 below, subject to these Sector Committee Rules and Regulations and the Statutes; and "Sector Committees" shall mean all such groups collectively;

1.3 "EU" shall mean the European Union;

1.4 "EU Member States" shall mean any state which is at any time now or in the future a member of the EU or which has applied for membership;

1.5 "Executive Committee" shall mean the executive committee of the EUROPEAN CHAMBER OF COMMERCE IN VIETNAM;

1.6 "Executive Director" shall mean the Executive Director of the EUROPEAN CHAMBER OF COMMERCE IN VIETNAM.

1.7 "Member" shall mean any Ordinary Corporate Member, Ordinary Individual Member, Associate Corporate Member, Associate Individual Member or Honorary Member of the EUROPEAN CHAMBER OF COMMERCE IN VIETNAM;

1.8 "Statutes" shall mean the Statutes and the rules relating to the day-to-day management and operation of the EUROPEAN CHAMBER OF COMMERCE IN VIETNAM;

1.9 'EuroCham' shall mean the EUROPEAN CHAMBER OF COMMERCE IN VIETNAM;

1.10 "Vietnam" shall mean the Socialist Republic of Vietnam.

## **2. LEGAL BASIS, OBJECTIVES AND OBLIGATIONS OF SECTOR COMMITTEES**

2.1 The Sector Committees shall be established by the Executive Committee pursuant to Article 4.2 of the Statutes. The Sector Committees are not legal entities. The Sector Committees are internal working groups of EuroCham, and as such subject only to these Sector Committee rules and regulations or the provisions of the Statutes.

2.2 The objectives of the Sector Committees shall be to improve the business conditions and climate in Vietnam for Members of EuroCham and to promote and increase business between Vietnam and EU Member States for their mutual benefit and for the benefit of Members including:

2.2.1 to provide a forum in which Members can identify and discuss common commercial and other interests and – on behalf of EuroCham - bring them to the attention of Vietnamese and EU government agencies and institutions;

2.2.2 to provide a forum in which Members can discuss legislative issues and agree on ways in which legislation may be influenced in the best interests of the Sector Committee in particular and EuroCham in general;

2.2.3 to provide a vehicle for communicating on behalf of EuroCham with organisations and individuals both within and outside of Vietnam on issues relating to the interests of the Sector Committee;

2.2.4 To promote the development of trade, commerce and investment by Members and to engage in such lawful activities as may be incidental or conducive to the foregoing.

2.3 The Sector Committees shall promote EuroCham’s public profile in Vietnam. This is generally achieved by issuing an annual Position Paper on the main issues affecting the Sector Committee’s business in Vietnam. The Sector Committees are also encouraged to generate events (luncheons, seminars and dialogues) on behalf of EuroCham.

[Position Papers addressed to government bodies of Vietnam must be disclosed to third party with the prior approval of the Executive Director.]

[A summary of the Position Paper of each of the Sector Committee should be addressed to the Executive Director at least one month before each Vietnam Business Forum meeting, so that it may be included in the EuroCham Position Paper delivered by the Executive Committee Chairperson during the Vietnam Business Forum meeting. It is understood that such Position Paper could be disclosed to the Members including each of the national chambers, which in turn, will have the right to disseminate among their members.]

2.4 The Sector Committees shall not make any public statements and/or undertake official communications in the name of EuroCham without the prior written consent of the Executive Director.

2.5 The Sector Committees must promote EuroCham’s public profile by use of EuroCham’s logo and reference to EuroCham in any communications with external parties. Exceptions to this general rule may be granted on a case-to-case basis by the Executive Director.

### **3. MEMBERSHIP**

3.1 The members of the Sector Committees must be Members of EuroCham.

3.2 Those who are not Members of EuroCham may be allowed to attend meetings of the Sector Committees subject to invitation and as may be agreed by the Chairperson of the relevant Sector Committee and by the

Executive Director, but shall not be entitled to vote on matters to be decided by the Sector Committees.

#### **4. ESTABLISHMENT AND OPERATION**

4.1 Any Member who wishes to establish a Sector Committee shall make a written application to the Executive Committee via the Executive Director either in HCMC or Hanoi. The application shall include details of the nature of the common interest, the identity of the founding members of the proposed Sector Committee and the identity of the first Chairperson.

4.2 Minimum number of members required to establish a new Sector Committee is 2 members. These members must have significant presence in Vietnam, contribute to the Vietnamese economy and represent the interests of European investors.

4.3 The Executive Committee shall consider the application to establish a Sector Committee at the next Executive Committee Meeting following receipt of the application or so soon thereafter as may be practicable. The Executive Committee shall inform the applicant in writing of its decision regarding the establishment of a Sector Committee, which decision shall be at the sole discretion of the Executive Committee. No Sector Committee shall be established until the Executive Committee has agreed in writing to such establishment.

4.4 The Executive Committee shall have the power to terminate the operation of a Sector Committee by resolution of the Executive Committee if a Sector Committee has failed to comply with these Sector Committee rules and regulations, the Statutes or the laws of Vietnam.

4.5 The Sector Committees shall maintain and update on a regular basis, a register of its members and shall provide a copy of such register to the Executive Director.

4.6 Each Sector Committee may regulate its own internal proceedings as it sees fit in accordance with these Sector Committee Rules, the provisions of the Statutes and as may be directed by the Executive Director.

4.7 Each Sector Committee has full autonomy as long as it complies with EuroCham rules and regulations and the EuroCham Mission Statement and overall principles. In case of conflict between internal company proceedings and the Sector Committee rules and regulations or the provisions of the Statutes, the latter will prevail at all times.

4.8 The Sector Committees shall in no event generate any debts and liabilities, and must act within the scope of activities of EuroCham and each of the members of each of the Sector Committees agrees to be bound by the Sector Committee rules and regulations.

4.9 Any Sector Committee meeting at the Ministerial level must be notified to the EuroCham Executive Director in advance and have a EuroCham representative attending.

4.10 Meetings of the Sector Committees shall take place at such times and in such locations as the Chairperson may direct, but should preferably take place at least once per quarter at EuroCham premises.

4.11 Relevant information relating to constituting members, meetings, events and any other activities of the Sector Committees shall be regularly updated on the EuroCham website.

## **5. RIGHTS AND DUTIES OF MEMBERS**

5.1 Each member of a Sector Committee shall register as such with the Chairperson of the Sector Committee. A Member of EuroCham may apply to become a member of as many Sector Committees as he/she may choose. Exceptions to this rule may be granted on a case-to-case basis by the Executive Committee.

5.2 Each member of a Sector Committee shall be entitled to vote at meetings of the Sector Committee. Subject to Article 5.3 below, decisions of the Sector Committee shall be passed by a simple majority of those members present in person or by proxy at a meeting of the Sector Committee, and shall include matters such as the topics for discussion at the next meeting, the date and venue for the next meeting and communications with third party organisations.

5.3 Each Sector Committee shall elect from among its members a Chairperson by majority vote. The quorum for such election shall consist of not less than 75% of the registered members of the Sector Committee. The Chairperson will chair each meeting of the Sector Committee or, if the Chairperson is not available, appoint another member of the Sector Committee to chair the meeting.

5.4 The Chairperson will chair each meeting of the Sector Committee or, if the Chairperson is not available, appoint another member of the Sector Committee to chair the meeting.

5.5 The Chairperson shall provide reports of the Sector Committee on operations and press related statements at intervals and in a form to be decided by the Executive Director. Further, the Chairperson shall be responsible for the development and promotion of the Sector Committee and report to the Executive Director at least quarterly about the progress. Such reporting includes definition of the annual agenda, lobbying activities, EuroCham Annual General Meeting (AGM) reports, scope of Sector Committee activities and the drafting of the Position Paper no less than 3 months prior to the planned publication of the White Book. The Sector Committee shall finally assure communication with the EU Delegation, corporate and industry associations or other related institutions/academia (EU and /or Vietnamese). The Chairperson – or a representative of the Sector Committee – is obliged to be present at the annual EuroCham Whitebook Launch and/or ongoing Whitebook Delegations. Furthermore, they are expected to attend key meetings, such as with the European Delegation to Vietnam, upon request of the EuroCham Secretariat.

5.6 The Chairperson and other members of the Working Group may be invited to attend at the meetings of the EuroCham BOARD OF GOVERNORS in accordance with Article 12 of the Statutes.

**6. FINANCIAL ASPECT**

6.1 Each Sector Committee shall regulate its own finances as it sees fit, and may impose a membership fee subject to approval of the Executive Committee.

6.2 Each Sector Committee will be audited as part of the general EuroCham audit undertaken by PwC every year.

6.3 The Sector Committee secretariat fee, is determined at the beginning of every calendar year by the Executive Committee and will be applied based on the individual Sector Committee's budget, as follows:

6.3.1 For an annual budget below VND 100 million, Sector Committees will not pay the Secretariat fee

6.3.2 For budgets above VND 100 million but below VND 200 million, 50% of secretariat fee will be invoiced

6.3.3 For budgets above VND 200 million the full secretariat fee will be invoiced

6.4 Sector Committees may be granted a fee waiver during the first year of establishment, determined at the Executive Committee's discretion.

13 March 2014



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Chairman of the Executive Committee

Mr. Preben Hjortlund