

**To the Regulation on the MCCI Association Committees**

**STATUTE  
of the MCCI Association Committee for Business Investment Framework**

**4. GENERAL PROVISIONS**

4.1. This Statute defines a general procedure for setting up and functioning of the Moscow Chamber of Commerce and Industry Association's committee named Business Investment Framework Committee (hereinafter – the Committee).

4.2. The Committee is a cross-industry consulting public entity created with the aim of developing proposals that address topical issues of promoting efficient and effective interaction between the business community and investors by means of raising investment, designing new and assessing current investment programs and involving businesses in their implementation.

4.3. The Committee is set up by an MCCI Board decision based on the MCCI President's presentation following MCCI members' initiative. This public entity is established on the initiative of the following MCCI members:

1. OOO National Distribution, Anna M. Vovk, General Director
2. ZAO Arkada Consult, Julia V. Chulkova, General Director
3. OOO Gurman Product, Stanislav A. Glukhov, General Director
4. OOO Raduga Media, Sevil A. Efendiyeva, General Director
5. OOO Egida CIC, Mikhail A. Kuprin, Managing Partner
6. OOO Altera Logistic Services, Olga B. Vaschenko, General Director
7. OOO MC Construction, Consulting, Finances, Philipp M. Laguta, General Director
8. OOO Tri Solntsa, Mikhail M. Milyavsky, General Director
9. OOO Alternativa, Alexei M. Veselov, Managing Partner

4.4. This Statute is approved by the MCCI Board.

4.5. The Committee will not be a legal entity and shall carry out its activities on a voluntary basis under the guidance of a Committee chair and co-chair.

4.6. Decisions made by the Committee shall be binding for committee members and of advisory nature for MCCI members, once the MCCI Board approves them.

4.7. The Committee shall be governed by the Russian Constitution, RF Law On Commerce and Industry Chambers in the Russian Federation, the Moscow City Law On The Moscow Chamber of Commerce and Industry and other federal laws and regulations, the MCCI Charter, MCCI management decisions, the Regulation on MCCI Committees and this Statute.

**5. OBJECTIVES, TASKS AND KEY AREAS OF THE COMMITTEE ACTIVITIES**

5.1 The main objectives of the Committee shall be to support the MCCI charter activities, in particular, to support the Moscow City's economic development, the latter's integration in the country's economy and global business environment, build-up of an up-to-date industrial, financial and trade infrastructure; to create a favourable business environment, regulate entrepreneur-social partner relations, promote all kinds of entrepreneurship as well as trade, economic and scientific and academic ties between the Moscow business community and entrepreneurs across Russia and abroad; to involve the MCCI structural entities in implementing the MCCI mission, objectives and functions under the guidance of the MCCI President.

5.2. Within its scope, the Committee shall implement the following tasks:

- 2.2.1. Review and expert assessment of investment projects and programs;
  - 2.2.2. Development of recommendations on reviewed projects (recommendations on including investment projects on a list of projects with high investment potential);
  - 2.2.3. Assessment of a business from the perspective of its investment attractiveness and recommendations for its enhancement;
  - 2.2.4. On the basis of the Committee, creation of a platform enabling direct interaction between members of the business community and investors (membership to be granted on a prior screening);
  - 2.2.5. Creation of a single information environment providing all stakeholders with complete and accurate details of a project's structure and investment potential;
- (Specify the objectives the Committee will pursue in line with the tasks set by the Regulation # 4-1 On the MCCI Committees and approved by the MCCI Board on 2 November).
- 5.3. The Committee's core activities will include the following: promoting efficient interaction between the business community and investors through raising investments, designing new and assessing current investment programs and involving businesses in their implementation (specify the Committee core activities carried out in line with the Committee expertise).

## **6. THE COMMITTEE SET UP PROCEDURE. THE COMMITTEE MEMBERSHIP, TERMS AND PROCEDURE FOR JOINING AND EXITING THE COMMITTEE**

- 3.1. The Committee members shall include representatives of organizations and the business community, who are MCCI members, and representatives of business associations, Moscow City Government, Moscow scientific and research, public and business communities.
- 3.2. The MCCI Committee shall be created upon application of at least ten organizations, eight out of which should be MCCI members. Only MCCI members may be permanent committee members representing entrepreneurs.
- 3.3. The Committee will be set up under the following procedure:
  - An action group formed of business representatives shall put forward a proposal on setting up the committee to the Department for Public Entities Relations. The action group shall define key objectives, functions and tasks of the proposed committee and present to the MCCI President a list of potential committee members out of MCCI members and potential MCCI member candidates;
  - The action group will draft a statute of the Committee by the area of competence as provided for by Annex 1 to the Regulation on the MCCI Committees. It will also draft the committee program, hold a kick-off meeting to form the committee management bodies and adopt the committee program and its action plan;
  - The MCCI President will reserve the right to decline chair candidates proposed by a Committee organizational meeting and recommend his own committee chair candidate.
- 3.4. The Department for Public Entities Relations will provide the following documents to the MCCI Board meeting:
  - A list of potential new committee members out of the current MCCI members, and also a list of those who are willing to join MCCI and become members of the committee;
  - Arguments supporting the necessity and relevance of creating the new committee;
  - A draft Committee Statute;
  - A draft Committee Program;
  - A resume of a candidate for the role of the Committee chair;
  - If necessary, a resume of a candidate for the role of a Committee co-chair;
  - The Committee action plan;
- 4.5. Upon the MCCI President's decision, action group representatives may take part in the MCCI Board meeting addressing the committee's creation.
  - 4.5.1. The MCCI Board meetings that make decisions on the Committee's creation will be required to address an issue of MCCI membership in respect of organizations that are not MCCI members but that are included in a list of potential committee members. Upon MCCI

Board approval of the documents set out in p 3.4 of this Statute, the Committee shall be deemed established and formally included in the list of the MCCI public entities.

4.6. An agreement shall be signed between the MCCI President and the approved Committee chair (Annex 2 to the MCCI Committee Regulation).

4.7. The following procedure shall apply to joining and exiting the Committee:

4.7.1. Any MCCI member may join the Committee, if they are interested in the Committee's professional agenda.

4.7.2. An MCCI member may belong to only one current or newly created MCCI public entity.

4.7.3. The Committee may accept members at any stage. The committee membership will be granted upon the committee chair's decision following an applicant's written request. Decisions to refuse a committee membership shall be taken only at a committee meeting. Applications shall be reviewed within 10 calendar days from the date of their submission.

4.7.4. Grounds for exiting (exclusion from) a committee:

- A notice of voluntary withdrawal from a committee,

- A committee meeting decision by a qualified majority to exclude a member from the committee. A committee member whose exclusion is voted upon shall not be allowed to vote.

3.7.5. Within five days from the date of a decision specified in p. 3.7.4, the Committee chair shall notify the MCCI President thereof attaching minutes of the committee meeting and setting out the grounds for said decision.

3.7.6. A committee member may be excluded from the committee based on a committee meeting decision in the following cases:

- Breaches of Russian competition laws,

- Violations of business ethics and conduct in doing business,

- Damage to the committee's, MCCI and/or their members' business reputation,

- Repeated failure to comply with this Regulation, statute of the committee by the competence area, other MCCI regulations and decisions of the committee and MCCI management bodies.

3.7.7. Based on a committee meeting decision to exclude a committee member under p. 3.7.6 and Statute of the Committee, a decision may be made to appeal to the MCCI President that the MCCI Board resolve to exclude such a member from the MCCI.

4.8. The Committee may engage experts from among enterprises and organizations that are not MCCI members. Said experts may become fully-fledged committee members upon joining the MCCI.

## **5. THE COMMITTEE RIGHTS. THE COMMITTEE MEMBER RIGHTS AND RESPONSIBILITIES**

4.1. The Committee shall be entitled to:

- Upon agreement with the MCCI President, invite representatives of governmental authorities; at its own discretion, invite representatives of diverse businesses and public associations that are not committee members to take part in its meetings;

- Form subcommittees, working groups from among Committee members and engaged experts; such subcommittees and working groups will act on their own within the framework of agreed action plans and programs, pursuing the Committee's general objectives and tasks. Said units' leaders will be appointed by the Committee chair and co-chair;

- Propose to the MCCI management bodies that, for the purposes of familiarizing themselves with business activity patterns, Committee members and engaged specialists visit businesses, enterprises and associations of the City of Moscow and other Russian regions;

- Upon agreement with the MCCI President, put forward proposals to governmental authorities, public associations and business entities;

- Request and obtain information required for their functioning from public entities and MCCI departments;

- Issue their own Committee letterhead, agreed with the MCCI President.

4.2. The Committee members, on their own behalf or as authorized representatives of the Committee, shall be entitled to:

- Take part in discussing issues addressed by the Committee meetings;
- Submit for the MCCI President's consideration proposals pertaining to their area of expertise;
- Receive from the MCCI assistance in resolving issues related to the Committee activities;
- Have access to the MCCI and MCCI organizations' services on beneficial terms, determined by the MCCI management bodies;
- Upon agreement with the MCCI President, defend the Committee members' interests through interaction with governmental authorities of the Russian Federation and the City of Moscow;
- On the President's invitation, attend MCCI Board meetings;
- Voluntarily withdraw from the Committee membership.

4.3. Committee members shall be obliged to:

- Use their best endeavour to promote the MCCI charter objectives and tasks;
- Act in accordance with civilized and fair partnership principles and avoid unfair competition;
- Pay membership and other fees approved by the MCCI Board in a timely manner;
- Take part in the Committee activities;
- Timely and fully meet their obligations assumed in respect of their Committee and the MCCI;
- Provide information required to solve issues related to the Committee activities;
- Carry out their business activity in good faith, provide accurate and fair information on their operations, support local producers and strengthen their positions on the domestic and foreign markets.

4.4. The Committee members may also have other rights and bear other responsibilities under Russian laws, other Committee and MCCI regulations, and under agreements signed between the Committee and governmental authorities.

## 5. THE COMMITTEE MANAGEMENT BODIES

- 5.1. The Committee meetings shall be a higher Committee management body.
- 5.1.1. The Committee meetings shall be held at least once every quarter. At the year-end, the Committee will hold meetings to sum up results of a reporting period.
- 5.1.2. Ad-hoc Committee meetings may be held to solve urgent issues, either upon an MCCI President's decision, or on the initiative of the chair (co-chair), or at the request of at least one-third of the Committee members.
- 5.1.3. The Committee meetings in absentia may be held to address issues related to denial of entry to new members and/or exclusion from the committee membership.
- 5.1.4. The Committee meetings will:
- Elect chair and co-chair candidates and propose them for the MCCI President's consideration,
  - Elect deputy (deputies) of the committee chair and the committee secretary,
  - Approve the committee program,
  - Review reports of the committee chair (co-chair), reports of the committee working group leaders and make decisions thereon,
  - Discuss issues related to suspending, resuming or terminating the Committee's activities and amending the Committee statute (followed by a subsequent approval by the MCCI Board), and
  - Refuse to accept new members and exclude members from the Committee.
- 5.1.5. A Committee meeting will be empowered if at least one-half of its members attend it, provided that all Committee members have been duly notified of the date of the meeting. A committee meeting decision will be taken by a simple majority of the committee member votes. Minutes of the meeting will be

taken. The Committee secretary will ensure that every committee member be familiarized with the minutes of a meeting.

- 5.1.6. Committee member-organization leaders will represent the Committee member interests. Organization leaders are entitled to delegate the right to represent their interests to third parties based on a power of attorney. A power of attorney may be a simple written statement bearing the organization's stamp and signed by the organization's leader.
- 5.1.7. Only one committee member representative will have a voting right at a committee meeting. Each committee member has only one vote.
- 5.2. The Committee will be run by its chairperson. A Committee meeting elects a chair candidate to be approved by the MCCI President and MCCI Board. An MCCI Committee chair will be elected for a one-year term. Once this term is over, a Committee meeting will either suggest to the MCCI President that the current committee chair's term should be extended or will propose a new candidate.
- 5.3. The Committee chair will run the Committee working in close contact with the MCCI President and the Department for Public Entity Relations and will ensure that the Committee objectives and tasks are efficiently addressed. The chairperson will also represent the Committee at federal and regional legislative and executive authorities, local governments and public organizations.
- 5.4. The Committee chairperson shall:

- Organize and steer the Committee activities, define the scope of issues for Committee meetings, and instruct Committee members on implementation of the Committee's objectives and tasks;
- Run the Committee in compliance with Russian laws, MCCI Charter, MCCI Committee Regulation, Statute of an MCCI Committee by the area of competence, Committee meeting and MCCI President's decisions and in accordance with the Committee action plans and programs;
- Ensure implementation of Committee meeting and MCCI President's decisions;
- Approve rules, procedures and other internal documents adopted by the Committee, except documents approved by Committee meetings;
- Organize collection, processing and presentation of accurate and fair information about the Committee activities to Committee members and the MCCI President;
- Organize safe-keeping of the Committee Statute, Committee internal documents, minutes of Committee meetings, reports, communications and other documents related to the Committee activities and ensure access to the above said documents to Committee members and MCCI administrative staff;
- Take necessary measures to protect confidential information;
- Organize preparation and holding of Committee meetings;
- Solve other current Committee issues.

- 5.4.1. The Committee chairperson shall be obliged to act reasonably and in good faith in the interests of the Committee and the MCCI.
- 5.4.2. If there is a conflict of interest or a threat of said conflict, the Committee chair shall notify the MCCI President thereof immediately. Until a decision is made in his/her respect, the committee chair shall refrain from any actions that lead to a conflict of interest.
- 5.4.3. At any time, the MCCI President will be entitled to request that the Committee chair (co-chair) provide information about the Committee activities.
- 5.4.4. A decision on the Committee chair's resignation shall be made in the following cases:
  - If the Committee chair expresses a willingness to resign,
  - If a majority of Committee members issue a written request citing the following facts:
    - The Committee chair's breach of Russian competition laws in respect of a Committee member (members) and the MCCI;
    - The Committee chair's breach of ethics and business conduct rules in his/her business dealings with a Committee member (members) and MCCI;
    - Damage to Committee members and the MCCI's business reputation;
    - Failure to comply with this Statute, other MCCI regulatory documents and Committee management bodies and MCCI's decisions.

- Repeated failure to hold Committee meetings (in accordance with the approved Committee action plan);
- The Committee's lack of sustained efforts in the Committee's core areas as specified by the Statute of the Committee by the area of competence, and also lack of control over implementing decisions made by the Committee management bodies and the MCCI;
- Low membership fee payment rate, Committee member drop-out rate by over one-third;
- Failure to hold regular Committee events (at least quarterly) and meetings with governmental authorities (at least once every six months);
- Breach of the agreement between the Committee chair and the MCCI.

The MCCI President shall be entitled, following a Department for Public Entity Relations' request, to hold an ad-hoc Committee meeting to review a report of the Committee supervisor (an MCCI employee), of the Committee chair and Committee working group leaders on their activities. Based on a Committee meeting decision (to regard the Committee's activities as unsatisfactory), the MCCI President will initiate an MCCI Board meeting to address the issue of early termination of the Committee chair's tenure. The MCCI Board shall be entitled to decide on liquidating the Committee if it has identified the Committee's obvious and complete incapability to implement its activities.

5.4.5. In the absence of the Committee chair, a deputy chair will perform the chair's functions as well as other functions identified by the Committee chair.

5.4.6. The Committee secretary will perform the following:

- Summarize submitted proposals on the Committee action plans;
- Participate in discussing and drafting analytical documents and recommendations;
- Inform Committee members of planned events; communicate information related to the Committee activities;
- Oversee and monitor implementation of Committee meeting decisions;
- Ensure that Committee meetings are convened, inform Committee members of the date, venue and agenda of a regular Committee meeting, organize dissemination of materials to Committee members and stakeholder organizations, document Committee meeting minutes and decisions.

5.5. The Committee activities shall be supervised by the MCCI Department for Public Entity Relations.

## **8. THE COMMITTEE OPERATIONAL PROCEDURES**

8.1. The Committee will carry out its activities based on programs and six-month action plans.

8.2. The Committee will work in the interests of MCCI members in accordance with the objectives and tasks set out in Section 2 of this Statute and the Regulation on MCCI Committees.

8.3. The Committee will carry out its activities according to approved six-month action plans. Committee meetings will make decisions.

8.4. The Committee action plans will be provided to the Department for Public Entity Relations at least 15 days before half a year begins, in a table format (Annex 3 to the Regulation on MCCI Committees). The same procedure will apply to agreeing a change of date of an event included in a Committee's action plan. Any changes may be made to a plan no later than the 25<sup>th</sup> day of the month preceding the month in which an event is to take place.

8.5. Reports on the Committee activities in an established format (Annex 4 to the Regulation on MCCI Committees) will be submitted to the Department for Public Entity Relations twice a year: no later than 10 June for the first six months of the year and 15 January for the year ended. Reports on events (workshops, round-table discussions and conferences) will be provided to the Department for Public Entity Relations within five business days from the date they took place.

8.6. The Committee will agree the contents of communications containing proposals, recommendations and requests addressed to state legislative and executive authorities with the MCCI President and send them either on the MCCI letterhead under the MCCI President's signature, or on the Committee letterhead under the Committee chair's signature.

- 8.7. If necessary, the Department for Public Entity Relations will provide organizational and technical support to the Committee's activities.
- 8.8. The Committee subcommittees, sections, working groups and other public entities may join relevant current MCCI committees, commissions and guilds as industry (professional) sections and take part in their work.
- 8.9. The Committee may use the MCCI name and logo on its letterhead and business cards only upon the MCCI President's agreement.
- 8.10. The Committee shall not be allowed to use the MCCI letterhead for its correspondence.

## **9. THE COMMITTEE'S FINANCIAL ACTIVITY**

- 9.1. The Committee's funds that are a source of financing its activities will be accounted for on separate subaccounts by the MCCI. The Committee will be entitled to issue a request to the MCCI President that such a subaccount be opened.
- 9.2. The Committee's use of funds and property allocated thereto by the MCCI will be monitored by the Department for financial-economic and business activity.
- 9.3. A Committee meeting must approve a list of payments from the Committee's subaccount to be made automatically.
- 9.4. Settlement operations made from the MCCI bank accounts for the purposes of supporting the Committee activities shall be made upon agreement with the Department for financial and economic activity upon relevant requests. If said requests are not in line with the Committee's objectives, settlements shall not be made.
- 9.5. The Committee revenues shall be generated from the following:
- Contributions in the form of cash or property as well as property and not-property rights made by the Committee member organizations and other business entities for the purposes of supporting the Committee's activities and implementing approved programs (projects);
  - Other sources allowed by Russian laws.