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## Environment Society of Oman

### Constitution

\*1 This Constitution was amended for the first time during the Extraordinary General Meeting (EGM) which took place on 2006 to reduce the individual membership fees from RO 15 to RO 10 and to reduce executive board members from 10 to 8 members.

\*2 This Constitution was amended for the 2<sup>nd</sup> time during the Extraordinary General Meeting (EGM) which took place on 2008 to increase the corporate membership fee from RO 250 to RO 1000 and to increase executive board members from 8 to 10 members.

\*3 This Constitution was amended for the 3<sup>rd</sup> time during the Extraordinary general Meeting (EGM) which took place on 2016 to allow for only one non-Omani person to join the Executive Board, provided that the effective date for the amendment is the beginning of 2017.

\*4 This Constitution was amended for the 4<sup>th</sup> time during the Annual general Meeting (AGM) which took place on 30<sup>th</sup> March 2020 to change the following articles: **a)** Nominated proxy members shall have voting rights in decisions concerning the AGM, **b)** Reducing the minimum period for members to be elected for the Executive Board to six months.

### Chapter One – General Rules

#### Article 1 Founding of the Society

The society was funded in response to the directive of establishing of clubs and civil societies in the Sultanate of Oman based on His Majesty Sultan Qaboos Bin Said Royal Decree No 14/2000 of the year 2000. The name of this Society shall be the Environment Society of Oman (ESO). The activities of the Society may extend to cover all the Sultanate regions.

#### Article 2 Establishing other Branches

Branches of the Society could be established in other regions of the Sultanate whenever deemed necessary.

#### Article 3 Legal Identity

The Society shall have an independent legal character that has independent custody.



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#### Article 4 Legal Representation of the Society

The Society shall be legally represented by the Executive Board Chairperson or whoever shall be deputized with the approval of the Executive Board.

#### Article 5 Prohibition of involving in politics

The Society must not get involved in politics, form politics parties or interfere in religious matters. It must distance itself from being associated with any tribal or sectarian groups as stated in the rules and regulations governing the Civil Societies. The Society must not, particularly, get involved, in the following activities:

- a. Perform any activities other than those mentioned in the constitution.
- b. Affiliate with or become a member of or associate with any other organization, body, or club outside Oman without obtaining prior approval from the Ministry of Social Development.
- c. Hold public events, festivals or deliver public speech without obtaining prior approval from the Ministry of Social Development.
- d. Send or receive delegates to or from outside the country without obtaining prior approval from the Ministry of Social Development.
- e. Provide facilities for gambling activities or consuming spirits in its premises.
- f. Invest and deal with the funds and money of the Society in stock securities.

The society must abide by the code of ethics, rules and traditions of the Omani Society. The Society should refrain from violating the security of the country or the form of the government identity.

#### Article 6 placing the name of the Society on its stationary, records and publications

The name, Headquarter address, registration number and the logo of the Society should be placed in all its stationary, records and publications.

### **Chapter Two – Objectives and means of implementation and Activities of the Society**

#### Article 7 Goals and Mission & Vision

The Society mission & vision are:



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## **Our Vision**

To help protect and conserve Oman's natural heritage.

## **Our Mission**

To be a non-profit organisation helping to protect Oman's natural heritage and influence environmentally sustainable behaviour through education, awareness and conservation

The Society shall aim to:

- a. Operate in the field of conserving and protecting the environment, promotion of knowledge and awareness and performing scientific activities for the benefit of the general good of the local community, especially in regard to conserving and protecting the Omani environment.
- b. Promote greater environment awareness of all classes of the people in all matters related to environment.
- c. Enable the citizens to play an active role and volunteer for the working in schemes related to protecting nature and preserving environment.
- d. Promote an environment that provides opportunities to express and exchange of views and information on issues affecting environment preservation in Oman.
- e. Cooperate with local, regional and international authorities sharing common objectives and also in the areas of research and scientific organizations on issues and activities of mutual interests related to the environment.
- f. Coordinate with statutory, local and other authorities with similar aims through the exchange of information. Draw attention to issues and concerns of common interest and offer due advice.
- g. Propose projects and assist in scientific fields studies whenever appropriate and foster study and research into preserving environment whenever deemed appropriate.
- h. Establish close relationships with other societies of common interest.

## **Article 8 Means of Achieving the Goals**

The Society may undertake the following activities to achieve its goals:

- a. To periodically convene conferences, give lectures, conduct symposia, launch campaigns, hold meeting and organize environmental exhibitions.



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- b. To organize and provide scientific programs to train and develop its members' skills.
  - c. To organize technical lectures and arrange field visit for its members.
  - d. To prepare and distribute any bulletins, circulars, leaflets, documents, studies or any related material to its members.
  - e. To provide financial and moral support to carry out training and development programs within the available capabilities of the society.
  - f. To conduct informational and awareness activities to inform the members and the public about the Society's activities through issuing a magazine about its membership. To publish the Society's news in daily papers, magazine and any available mass media.
  - g. To provide opportunities for exchange of environmental information through various channels.
  - h. To established a data bank for membership purposes.

### **Chapter Three - Membership**

#### Article 9 Minimum age of membership

The membership of the society shall be open to all Omani and non Omani individuals who are at least 18 years and legally competent and have a desire to join the Society provided they abide by the terms and rules and regulations of its constitution.

#### Article 10 membership Categories

There are six types of membership:

1. founding members
2. Ordinary members
3. Corporate members
4. honorary members
5. Student members
6. Support members

#### Article 11 Ordinary and Student members

If it is not otherwise mentioned, the term (members) shall mean only the founding members, the ordinary members and the student members.



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## Article 12 General Definition

- **Ordinary members**  
They are those individuals who have shown interest in participating in the activities related to protection of environment and preserving of natural resources. Those members shall operate according to and be guided by the Royal decree # 14\2000 (Civil society Regulations), the constitution and internal rules and regulations of the Society. Each member of the Society has the following duties:
  - a. To take part in all the activities of the society according to their own capability.
  - b. To be of good moral character and shall possess desirable qualities.
  - c. To encourage and promote various activities of the society.
  - d. To Persuade and inspire other individuals and establishment to join the Society.
  - e. To be committed not to abuse the name of the Society for personal gains.
  - f. To respect the resolutions and decisions made by the Society's Executive Board.
  - g. To be keen on voluntarily participating positively in the activities of the society.
  - h. To pay the annual membership fees.

Members can be elected for the Executive Board six months after the date of becoming members of the Society.

- **Corporate members**  
Corporations willing to demonstrate and uphold the goals of the Society and promote its activities in preserving nature and protecting natural resources are eligible to hold (corporate membership) in the Society. A corporate member shall appoint a representative to attend all the society's meeting on its behalf, but such appointee shall not have the right to vote or nominate for election, however they have the right to discuss and express views.
- **Honorary Members**  
The Executive Board of the Society may select and grant honorary membership to those individuals who have rendered distinguished services in the field of environment protection and preserving Omani nature. However, these members are not eligible for voting or nominating themselves for election.
- **Students Members**  
Students currently pursuing a full-time course of study at a tertiary level can apply for membership in the Society and take part in its various



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activities. These members have the right to vote and nominate for election.

- Support Members

They are the individuals who are not able to attend to the activities of the Society but willing to support its activities financially.

- Membership fees

- Ordinary members RO 10 annual fee
- Student members RO 5 annual fee
- Corporate members RO 1000 annual fee

### Article 13 Termination of Membership

Membership in the Society shall terminate when the member:

- a. Becomes deceased.
- b. Resigns in writing to the Council.
- c. Loses one of membership requirements stated in articles (12) of the Society constitution.
- d. Is expelled in accordance with the Society constitution.
- e. Has not paid the current membership fees.

### Article 14 Regaining Membership

The members who shall have lost membership due to failure to pay the annual subscription may regain it provided they pay up owing amount within the year following the termination of their membership.

### Article 15 Reclaiming Membership Fees or any Donations or Gifts

Any member of the Society whether in place or expelled shall not have the right to reclaim membership fees or any donations or gifts he had paid or given to the Society.

### Article 16 Members' Duties

The Society members' duties are:

- a. To commit themselves to the constitution of the Society and abide by the internal rules and regulations therein and adhere to the resolutions of the General Assembly and the Executive Board.
- b. To pay annual membership fees.



- c. To do all such thing deemed necessary for the attainment of the objectives of the Society through participation in its programs and activities.
- d. To promote friendly atmosphere and mutual respect among the members and colleagues.

### Article 17 Members' Rights

All members have the right to:

- a. To attend the General Assembly meetings and discuss the agenda items.
- b. To receive a membership card carrying his/her name, membership, registration, number, validity date and any other relevant information.
- c. To receive a copy of the constitution of the Society.
- d. To receive a copy of the internal rules and regulations of the Society.
- e. To receive a copy of all the bulletins and publications of the Society.
- f. To have access to all the records documents, correspondence of the Society upon a written request. This can happen at the specific times allotted by the Executive Board, provided that viewing such documents occurs in the premises of the Society and in the presence of the person in charge of the documentary department.
- g. To participate in all activities of the Society.
- h. Omani members living abroad are eligible to exercise all the rights of their membership according to their membership category with the exclusion of the right to nominate for the Executive Board.
- i. To have the right to vote and nominate for election and be part of quorum.
- j. To make use of their membership title whenever and wherever deemed necessary.

## **Chapter Four - General Assembly**

The General Assembly is the supreme authority with powers to endorse and determine the politics of the Society and to undertake any measures to ensure its effective implementation on all its members and committees.

### Article 18 Membership Requirements

The General Assembly shall be formed from within all the members of the Society who have paid up the subscription fees of the past year and fulfilled



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their obligations in accordance with the constitution and the internal regulations of the Society.

#### Article 19 Ordinary General Meeting of the General Assembly

The General Assembly shall conduct its ordinary general meeting every calendar year during the first three months following the end of its fiscal year in the headquarters of the Society.

The Executive Board can call for the meeting in different place other than the headquarters.

Date, venue and agenda of the general meeting shall be decided by the Executive Board. The Board shall send out a notice of the general meeting at least 15 days prior to the meeting being held, this notice should include a draft agenda of the meeting. The General Assembly is not entitled to consider any other items other than stated in the agenda without obtaining approval from the majority of its present members.

#### Article 20 Legal Procedures of General Assembly meeting

The meeting of the General Assembly shall not be considered legal unless attended by the absolute majority of the members. In such cases, where the number of the members is not sufficient, the meeting will have to be postponed and an alternate date to convene another meeting shall be specified which shall not be earlier than 8 days and not later than 15 days from the date of the postponed meeting. The second meeting shall be legal if attended by two thirds of the members of the General Assembly. Is after the time appointed for the commencement of the meeting a quorum is not present; another date will be specified for the meeting within half an hour. The meeting shall be considered legal if attended in person by only ten percent of the members present. If there is a quorum of members, the withdrawal of less than half of the present members at the commencement of the meeting will not invalidate the resolutions passed at the meeting.

#### Article 21 the General Assembly Extraordinary Session

The General assembly can convene an extraordinary meeting in the following circumstances:

- a. Requisition of the Executive Board.
- b. Written requisition signed by not less than one third of the members eligible for attending the General Assembly meeting.
- c. Requisition of the Ministry of Social Development.





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The requisition for the meeting shall specify the purpose and draft agenda. The extraordinary meeting should follow the same procedures used in the ordinary meetings in respect to the date, venue and legal measures .....etc.

#### Article 22 Notifying the Ministry Concerned with the date of the General Assembly meeting

The Ministry of Social Development should be notified of each and all the General Assembly meetings at least fifteen days prior to the meeting date. A copy of the request of the meeting is to be sent to the Ministry along with the agenda of the meeting and related documents. The Ministry may designate representative to sit as observer at meeting. The Ministry should also receive a

copy of the minutes of the meeting including all the resolutions passed within fifteen days after the meeting.

#### Article 23 General Assembly Resolutions

The resolutions of the General Assembly should be passed by the majority of members present at the meeting. Decisions concerning the amending of the constitution, dissolution of the Society, dismissal of Executive Board members from office, merging of the Society with another, partition of the Society or opening other branches are not considered legal unless approved by two third of the members of the General Assembly.

#### Article 24 Nominating other Members to Represent Members at General Assembly Meeting

Any member of the General Assembly can nominate member to represent him/her at the meeting. No members can deputize more than one member and the request of nomination should be submitted in writing. Nominated members shall have no voting rights in decisions concerning the amending of the constitution, dissolution of the Society, dismissal of Executive Board members from office, merging of the Society with another, partition of the Society or opening other branches.

### **Chapter Five – Society Administration**



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## **Executive Board (EB)**

The Executive Board is the executive authority of the Society which implements the policies and resolutions passed by the General Assembly in order to achieve the general goals and objectives of the Society.

### Article 25 Election of the Executive Board

One year following the official establishment of the Society, The General Assembly shall elect the Executive members, upon the request of the Executive Board, in accordance with the rules and regulations stipulated in the constitution, through free secret ballot and under the supervision of the Ministry of Social Development.

The term of the elected board shall be for two calendar years. A committee shall be formed to take charge of the preparation for and supervision of ballot process of the Executive Board. It will also be in charge of ensuring the integrity of the voting process and announcing the results as soon as votes counting process has been finalized under the supervision of the Ministry.

### Article 26 Powers and Functions of the Executive Board

Powers and functions of the Society shall be conferred upon the Executive Board that shall consist of the 10 members elected by the General Assembly.

### Article 27 Duties of the Executive Board

The day to day administration and management of the executive activities of the Society; these activities shall include, but shall not be restricted to the following:

- a. Specify the venue and date of the annual meeting of the General Assembly.
- b. Supervise election and filling vacant post.
- c. Manage employees of the Society's headquarters.
- d. Take such steps as may be necessary of the purpose of procuring contributions to the funds of the Society in accordance with the constitution and internal regulations of the Society.
- e. Select the secretaries who shall be held responsible for managing these funds.
- f. Devise an annual budget that includes the channels and purposes of expenditures and the needs and means of responding to them.



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- g. Generally perform such managerial and administrative duties as may be necessary to fulfill the overall aim and objectives of the Society.
  - h. Look into and investigate and take necessary actions to resolve the disputes received from the members and establishments.
  - i. The Executive Board shall be the only authority that is entitled to correspond and communicate with other associations outside Oman.

#### Article 28 Meeting Dates of the Executive Board

The Executive Board shall hold a minimum of meeting every two months in a date and venue specified by the Board chairperson or whoever is deputized to do so.

#### Article 29 Members of the Executive Board

Executive Board members should:

- a. Enjoy all his/her civil rights.
- b. Be an Omani national.
- c. Not be from among those Executive Board members who had been found responsible for violations which led to dissolving of the Society five years prior to its dissolution.
- d. Have at least six months valid membership in the Society.

#### Article 30 Prohibition of Holding another Membership at an Executive Board of the Society

The members of the Executive Board of the Society are not allowed to hold another Board membership in a different similar Society prior to obtaining permission from the Ministry of Social Development. Executive Board members are not allowed to hold a paid post in the Society.

#### Article 31 Duties of the Executive Board Members

The Executive Board shall consist of the President, the Vice President, the Executive Board Director, the Secretary, the Treasurer and three administrative officers elected in accordance with Article 25 of this constitution. The duties of the Executive Board members are:

##### **The President:**

Shall act as the Society's legal representative to others. The President shall direct the Executive Board and General Assembly and chair their meetings.



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She/he, along with the secretary, shall sign the meeting minutes, pay cheques, money orders, bills and financial documents. The president shall also supervise all the operations of the Society. She/he shall sign decisions of dismissal of members and shall have the authority to take decisions in urgent and emergency matters provided that the matter to be discussed at the Board of Directors in the next immediate meeting.

**The Vice President:**

The Vice President shall perform the duties of the President in her/his absence and perform any other duties (financial, administration and technical duties) assigned by the Executive Board.

**Executive Director:**

The Executive Director shall perform such activities to implement all the policies and decisions passed by the Executive Board. She/he shall take charge of general administration of the headquarters and supervise the employees of the Society as decided by the Executive Board.

The Executive Director shall be the person who receives all the correspondence of the Society and she/he shall keep custody of the documents and correspondence sent from and received by the Society. The Executive Director shall report to the President of the Society. She/he will assist in the operations of all the general committees as assigned by the Board to ensure that activities of the Society are carried out effectively and efficiently.

The Executive Director shall be the chief administrative officer of the Society and she/he shall be authorized to enter into any contracts on behalf of the Society.

**The Secretary:**

The Secretary shall make the necessary arrangement for preparing the agenda of the Executive Council and General Assembly meeting and record the minutes and get them signed by the President. She/he shall also take charge of all the clerical jobs, correspondences, files, records and contracts of the Society.

**The Treasurer:**

The Treasurer shall perform the duties of administrating the funds of the Society and maintaining proper financial records of its expenditures and revenues. She/he will also be responsible for depositing the funds in a bank approved by the Executive Board. She/he shall be authorized to cash any amounts approved and signed by the Treasurer and the President. She/he shall be responsible for collecting and recording the funds generated by



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subscription and maintains the custody of financial documents of the Society. She/he shall be also responsible to maintain the balance between revenues and expenditure in accordance with the financial by-law of the Society. She/he shall also present a monthly report to the Executive Board indicating the current balance of revenues and expenditure. She/he will also be entitled to keep specified amount of money as petty cash in accordance with the financial by-law of the Society.

### **Membership Officer:**

The Membership Officer shall:

Act in consultation with the President and Executive Director with regard to the creation of a positive atmosphere contributing to growth and progress of the Society. Such a positive atmosphere should enable the current members to perform their duties efficiently and effectively and inspire other skilled individuals to join the Society.

The duties of the Membership Officer shall include preparing a list of the current members of the society and attracting other individuals to become members. The success of the Society shall rely on the hard work of its members and its ability to pave the road for continually accepting new members.

The duties of the Membership Officer shall be:

- a. Prepare the objectives of a plan to expand membership on the long run.
- b. Form a membership committee in the Society.
- c. Provide data base of the names of the new members (showing the membership category).
- d. Publish materials on the benefits and importance of the Society's services rendered to its members and to the whole society.
- e. Maintain custody of name lists of all members and organize activities and launch campaigns to attract individuals to join the Society.
- f. Keep the Society members informed with the most recent events and statistics of the members (the total number, the new members, etc).
- g. Pinpoint the problematic areas related to membership and suggest ways of remedy.
- h. Communicate with members who are irregular in paying their membership subscriptions and persuade those who quit the Society to rejoin.
- i. Allocate a special budget for activities of the members.
- j. Award Certificates of appreciation to active members and as an incentive to other.



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### **Awareness and Information Officer:**

The duties of the Awareness and Information Officer shall be:

To generally supervise and have the authority to approve, accept and disapprove materials for publication related to the Society. With the approval of the Executive Board, the Awareness and Information Officer is authorized to appoint, replace or reappoint assistants selected from volunteering members to perform the required duties. She/he shall be responsible for preparing and presenting to the Executive Board an annual report including all information and public relation activities.

### **Other Administrative Members:**

They shall perform any duties may be assigned by the Executive Board.

### Article 32 Form subcommittees Executive Board

The Executive Board has the authority to form subcommittees from the members of the Society or others.

The Board shall specify the number and duties of each committee and devise a plan for its activities. The results of studies and research conducted by each committee shall be presented to the Board for approval whatever seems appropriate.

### Article 33 Executive Board monthly meetings

The Executive Board must regularly convene a monthly meeting of its members. These meetings are considered legal if attended by the majority of members (Five members) and by the President or the Vice President. The Secretary shall prepare the agenda of the meeting and present it to the Board Chairperson for approval. Following that, the Secretary must inform the members about the agenda and the date of the meeting at least a week prior the date of meeting.

The resolutions taken shall be deemed passed if they receive the affirmative vote of a simple majority of the members. In the event of an equality of voting, the motion shall be in favour the group representing the opinion of the President.

### Article 34 Extraordinary Meeting

The Executive Board may convene an Extraordinary meeting upon directive of the President or a request signed by at least two third of the members to



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discuss urgent matters. No business other than that specified in the agenda of the meeting shall be discussed.

The Ministry of Social Development may call for a Board meeting whenever deemed necessary.

#### Article 35 Election of Executive Board Members

The Executive Board members shall be elected by the secret ballot in accordance with the following provisions:

Nominations for positions detailed in Article (30) shall be evoked by written application which includes 10 members from within the Society members who have valid membership. A committee shall be formed to coordinate and prepare for the process and announce the results afterwards.

### **Chapter Six - Sources of Funds**

#### Article 36 Sources of Funds

The major sources of funds of the Society shall be:

- a. Membership fees.
- b. Donations, gifts and wills, provided approved by the Ministry of Social Development.
- c. Subsidies, aids and any other resources as may be acceptable to the Executive Board and after obtaining permission from the Ministry of Social Development.

#### Article 37 the Fiscal Year

The fiscal year of the Society shall start on January 1<sup>st</sup> of each year and shall expire on December 31<sup>st</sup> of the same year.

#### Article 38 Bank Account of the Society shall have its Official Name

Bank Account of the society shall carry its official name. The society shall stipulate having two signature appended to all financial documents, (signature of the president and the Treasurer). Alternatively the members and officials of the Society who are eligible to have access to the financial accounts may be authorized an access.





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### Article 39 Opening a Bank Account at a Local Bank

The Society shall open a bank account at a local bank, through which, it shall run all financial dealing relating to the revenues and expenditures. This serves the purpose of record keeping and surveillance activities. The Treasurer shall ensure the conformity of the the account report with the monthly financial report and present a copy of the report to the President.

### Article 40 Keep Custody of its Financial Records of at Least Five Successful Years

The Society shall maintain the custody of all financial records for, at least, the preceding five successive years.

## **Chapter Seven - Dissolution of the Society**

### Article 41 In the Case of Failing to achieve its aims and objectives

The Society may be dissolved, if the Executive Board is of the view that the Society has failed to achieve its aims and objectives. The Board shall call for an Extraordinary meeting by the General Assembly to consider the dissolution of the Society. If two third of its Executive members approve the proposal of dissolution, the Ministry of Social Development shall make a decision for dissolution.

The decision shall also include an appointment of a liquidator, who shall be responsible for the auditing the capital and assets and pay off the outstanding commitments.

### Article 42 dissolution of the Society and its Remaining Funds

Any remaining funds of the Society shall be passed on to registered societies specified by the Ministry of Social Development.