



Metro D.C. Area – Shenzhen Chamber of Commerce

Constitution

Chapter I General Provisions

Article 1 The official name of the Chamber of Commerce is Metro D.C. Area - Shenzhen Chamber of Commerce. The acronym is: DCSZCC. The metropolitan area covers Washington DC, five counties in southern Maryland, and nine counties in Virginia.

Article 2 The DCSZCC Address: 932 Hungerford Drive, Suite 32B, Rockville, MD 20850, USA.

Article 3 Nature of the DCSZCC: the DCSZCC consists of overseas Chinese enterprises and institutions that promotes exchanges and contacts between Shenzhen and the metropolitan area, Chinese-invested companies and institutions in the United States, a group of business professionals who have studied or worked in Shenzhen, and talents who are interested in promoting exchanges and contacts between Shenzhen and the metropolitan area. The DCSZCC is registered in the Maryland State Government and it is a non-profit and non-political organization with corporate capacity.

Article 4 The mission of the DCSZCC: To build a platform for friendly exchanges between institutions and talents in various industries in Metro D.C. area and Shenzhen, to promote long-term commercially in-depth cooperation and communication between the two places, and to facilitate mutual benefits for innovation and entrepreneurship projects in various industries.

Chapter II Business Scope

Article 5 The business scope of the DCSZCC is as follows:

- (1) Organizing talents from various industries in the Greater Washington area to participate in the innovative exchange activities of talents and projects in Shenzhen;
- (2) Organizing talents from various industries in Shenzhen to participate in scientific and technological exchanges and innovation activities in the Greater



Washington area;

- (3) Promoting various other economic and trade exchanges between Shenzhen enterprises and US companies in the Greater Washington area;
- (4) Organizing corporate delegations from the Greater Washington area to visit and exchange in Shenzhen;
- (5) Promoting the development and talent introduction of the Greater Washington and Shenzhen regions;
- (6) Carrying out other activities in the overseas Chinese community that are conducive to the exchange and development of the two places.

Chapter III Chamber of Commerce Members

Article 6 The members of the DCSZCC include:

- (1) Units and individuals who do business, work, study, and reside in the Greater Washington area;
- (2) Frequent exchanges between social groups, units and individuals in the Greater Washington and Shenzhen regions;
- (3) Scholars and professionals in university study and research;
- (4) Groups, institutions, corporate representatives and individuals who are interested in promoting the exchange of business culture between the Greater Washington area and Shenzhen.

Article 7 Anyone who confesses to the Articles of Association and voluntarily joins the DCSZCC with the purpose of non-political and non-profit intentions and is willing to do a good job for the development of the DCSZCC shall submit an application to the Secretariat and recommend it to the Board of Directors. Can join the meeting.

Article 8 The rights of the DCSZCC members:

- (1) The right to vote, to be elected and to vote in the DCSZCC;
- (2) The right to participate in the activities of the DCSZCC;
- (3) or the priority of the services of the DCSZCC;
- (4) The right to criticize and supervise the work of the DCSZCC;



- (5) You can apply to become a director and executive director according to your own wishes.

Article 9 The obligations of the DCSZCC members:

- (1) Recognize and abide by the statutes of the DCSZCC and implement the resolutions of the DCSZCC;
- (2) consciously safeguarding the legitimate rights and interests of the DCSZCC;
- (3) Actively participate in the work of the DCSZCC;
- (4) Compliance with laws and regulations in the Greater Washington area and Shenzhen.

Article 10 Members of the DCSZCC are equal in each other within the Organization, regardless of their current status in the company or school.

Article 11 The DCSZCC will create a membership roster based on the member's name and address, and set up relevant venues. If a member has a serious violation of the Constitution of the DCSZCC or local laws and regulations, the member shall be removed by the vote of the general meeting.

Chapter IV Organizational Structure

Article 12 The DCSZCC shall have an honorary president, president, secretary-general, vice-president, executive director and director. Each term shall be three years and may be re-elected for a maximum of two consecutive terms. All the presidents, vice presidents and directors are part-time and have no salary.

Article 13 The members of the DCSZCC are elected from members of the DCSZCC. Members submit their applications to the DCSZCC on a voluntary basis and become members of the Board of Directors with the consent of more than half of the members of the Association.

Article 14 The executive director of the DCSZCC shall be elected from the board of directors. The directors submit their applications to the Board of Directors on a voluntary basis and become a member of the Standing Council upon approval by more than half of the directors. The number of standing councils is not more than one quarter of the total number



of councils (singular).

Article 15 The president and vice president of the DCSZCC shall be elected from the standing directors and nominated by the Standing Council. After the approval of more than half of the standing directors, they shall become the president and vice president. The honorary president is nominated by the president and vice president.

Article 16 The highest authority of the DCSZCC is the Board of Directors, and its functions include:

- (1) Formulating and amending the articles of association;
- (2) Election and removal of the president, vice president, standing director and director;
- (3) Convening a general meeting from October to December each year;
- (4) Three elections are elected every three years to form an election panel to prepare for the election of the president. This cannot include those who are interested in the election. The team is responsible for setting the details of the election and submitting a list of candidates to the council.
- (5) Convening a temporary general meeting if necessary;
- (6) Deciding to remove the member;
- (7) Deciding to establish offices, branches, representative bodies and entities;
- (8) Deciding the appointment of the principal responsible persons of the various institutions of the DCSZCC;
- (9) Leading the DCSZCC to carry out work and organize activities;
- (10) Formulating an internal management system;
- (11) Decide on other major issues.

Article 17 The functions and powers of the president of the DCSZCC include:

- (1) Convening and presiding over the Standing Council, the Council and the General Assembly;
- (2) Examining the implementation of the resolutions of the Standing Council and the Council;
- (3) Signing relevant important documents on behalf of the DCSZCC;



- (4) attending major events on behalf of the DCSZCC;
- (5) For the special circumstances of personnel in the general assembly, the president and the vice president nominate a special committee. The Special Committee will present a handling opinion to the Council Resolution.
- (6) Do an annual work report at the general assembly.

Article 18 The Vice President of the DCSZCC assists the President in carrying out his work. When the president is unable to perform his duties for a short period of time (not more than three months), the vice president shall act as the chairman and continue to retain his position. After more than three months, the vice president needs to hold a standing council to re-elect the president.

Article 19 The DCSZCC establishes a secretariat, which shall be nominated by the president and the deputy secretary-general, and may be approved only after the approval of more than half of the directors. The Executive Body of the DCSZCC is the Secretariat, responsible for the implementation of the resolutions and actual work of the Standing Council and the Council, and is accountable to the Council.

Article 20 The functions and functions of the Secretary General of the DCSZCC include:

- (1) Conducting daily work and implementing the annual work plan of the DCSZCC;
- (2) Funding and accounting management;
- (3) Coordinating the work of the various offices, branches, representative bodies and entities;
- (4) Nominating the principals of the agencies and submitting them to the Board of Directors for voting on the results of the appointment;
- (5) Decide on the appointment of full-time staff of each agency;
- (6) Publish the annual income and expenditure accounts in the general meeting;
- (7) Handling other daily affairs.

Article 21 The General Assembly of the DCSZCC shall be composed of representatives or individual members of each unit.

Article 22 The DCSZCC establishes a professional talent development committee to provide policy consulting services for Shenzhen recruiting talents and introduce Shenzhen to



various professionals in the Dahuaifu area.

Article 23 The DCSZCC establishes a project investment service guidance committee. Provided policy advice, investment consultants, Shenzhen, and Dahuaifu services for the advanced technology in education, biomedicine, and information technology in the Greater Washington area.

Article 24 All general meetings shall be held from November to December each year (the election of the president shall be presided over by the election panel every three years). The members of the General Assembly shall be no less than 30 members.

Article 25 The resolutions of the General Assembly shall take effect on the basis of the presence and full consultation of more than one-half of the members of the General Assembly, and more than two-thirds of the resolutions of the Standing Council shall be effective if the voting exceeds the simple majority. On the basis of the presence and full consultation of the members of the Standing Council, a three-quarters majority vote will be effective.

Chapter V Board of Supervisors

Article 26 The DCSZCC shall establish a board of supervisors. The board of supervisors, as the supervisory body of the DCSZCC, shall supervise the development of the work of the DCSZCC, the standing council, the board of directors and the secretariat in accordance with local laws and regulations and the statutes of the DCSZCC.

Article 27 The members of the board of supervisors shall be composed of one supervisor and two supervisors, each of whom shall serve for a term of three years and shall not be re-elected. Members of the Board of Supervisors are nominated by members of the DCSZCC and elected by the General Assembly.

Article 28 If a member of the board of supervisors fails to perform his duties or resigns as a supervisor during his term of office, the supervisory board shall recommend the candidate. After the examination and approval of the chairman of the board of supervisors, the new supervisor shall continue to complete the term of the resignation supervisor.

Article 29 The functions and powers of the board of supervisors include:



- (1) Supervising the organization and election procedures of the Council and the General Assembly;
- (2) Inspecting and supervising the financial work of the Secretariat, having the right to review the financial books and related documents, and if necessary, entrust the audit department to conduct audits on behalf of the DCSZCC, and its right to know shall be fully guaranteed;
- (3) When the actions of the chief executives, vice presidents, standing directors, directors, secretary generals, deputy secretary generals and other key management personnel harm the interests of the DCSZCC, the board of supervisors has the right to ask them to correct them and decide whether to go to the general assembly or the board of directors. Will report for review;
- (4) The chairman of the board of supervisors may temporarily convene a meeting of supervisors according to special circumstances to discuss relevant urgent matters and vote on solutions;
- (5) Participating in the procedures for the revision of the constitution of the DCSZCC with the Council;
- (6) At the general meeting, the chairman of the board of supervisors shall be the annual work report of the board of supervisors.

Chapter VI Asset Management

Article 30 Sources of funding for the DCSZCC: social donations, corporate, institutional and individual funding; income from activities or services within the approved business scope; other legal income.

Article 31 The president, the vice president and the standing director of the DCSZCC, the membership fees of the directors and members may request to pay the membership fee after the operation of the DCSZCC for one year. The specific membership fees and requirements shall be formulated separately.

Article 32 The DCSZCC shall be a financial settlement year from January 1 to December 31 of each year. The daily finance is managed by the Secretariat and is supervised and



guided by the General Assembly. The DCSZCC establishes an account separately, independent accounting, and self-support.

Article 33 Everything purchased by the Dahua Fu Chamber of Commerce shall be owned by the DCSZCC. The financial revenues and expenditures of the DCSZCC are produced by professional financial personnel in strict accordance with the regulations. No one may misappropriate or misappropriate the funds of the DCSZCC.

Article 34 The DCSZCC shall have a strict financial system, which shall be implemented by more than half of the standing directors.

Chapter VII Supplementary Provisions

Article 35 The amendments to the Articles of Association shall be submitted by the Secretariat and submitted to the General Assembly for deliberation and voting after being jointly reviewed and voted by the Council and the Board of Supervisors.

Article 36 The DCSZCC may be dissolved in accordance with the resolutions of the General Assembly and relevant laws and regulations. The remaining funds and property at the time of dissolution shall be submitted to the government agencies or donated to the public welfare organizations in accordance with relevant laws and regulations.

Article 37 The right to interpret the Articles of Association shall be vested in the Greater Washington Province-China Shenzhen Chamber of Commerce.

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Preparatory Committee

March 21, 2018