

Law No. 9640, dated 11/09/2006

ON CHAMBERS OF COMMERCE AND INDUSTRY

Based on articles 78 and 83, paragraph 1 of the Constitution, as well as the proposal of the Council of

Chamber of Commerce & Industry of

Tirana (CCIT)-Albania **THE ASSEMBLY OF THE REPUBLIC OF ALBANIA DECIDED**

"CORRESPONDING TO THE ORIGINAL"

CHAPTER I

GENERAL PROVISIONS

**Article 1
Object of the Law**

The object of this Law is the defining of standard rules that will regulate organization, functioning and activities of the Chamber of Commerce and Industry and the Union of the Chambers of Commerce and Industry.

**Article 2
Definitions**

In this law, the following terms mean:

1. "Chamber" stands for the Chamber of Commerce and Industry that is organized and operates according to this law.
2. "Union of Chambers" stands for the Union of Chambers of Commerce and Industry that is organized and operates according to this law.
3. "Chambers" stands for the chambers of commerce and industry and the Union of Chambers of Commerce and Industry that are organized and act according to this law.
4. "Minister" stands for the Minister that is responsible for the commerce.
5. "Supervisory Organ" stands for the ministry that is responsible for commerce.

CHAPTER II

CHAMBER OF COMMERCE AND INDUSTRY

**Article 3
Legal Status and Organization**

The Chamber of Commerce and Industry is a legal entity that carries out non-profit activity.

The Chamber is created and operates in the territory of the Republic of Albania, in every region, with its headquarters located in the capital.

The Chamber can set up its representative offices even in the regional administrative territory units,

when such a thing is foreseen in the statute.

Article 4 Scope of Activity



The Chamber's scope of activity is to:

1. Represent and protect the legal economic interests of its members.
2. Enhance the commercial and industrial business activity countrywide.
3. Enhance the economic and commercial cooperation with other countries.
4. Exchange information with the public administration aiming at enhancing and developing the business activity in the territory that the chamber operates.
5. Promote and accomplish services of overall interest to the benefit of its members.
6. Accomplish any other activity or service provided for in the law.

Article 5 Competencies

The Chamber of Commerce and Industry has the following competencies:

1. Undertakes any activity that contributes to the enhancing and protection of commerce and industry, in accordance with the scope of its activity and the applicable legislation.
2. Informs respective state authorities on various issues in order to prevent unfair competition.
3. Oversees the implementation of participation rules outside country in international fairs by commercial entities representing our country.
4. Organizes and/ or participates in fairs and exhibitions organized locally, nationally or international level.
5. Sets up advisory commissions to resolve disputes between its members.
6. Encourages and assists the members of the Chamber to resolve any commercial & civil dispute, through mediation and arbitration.
7. Maintains a membership database.
8. Makes suggestions, proposals and assessments regarding legal initiatives or public policies undertaken by the central or local government administration and other public institutions if their content harms the interests of its members.

Article 6 Membership

Membership in the Chamber is voluntary for individual and legal persons, registered in commercial register, according to applicable legislation.

The chamber's member pay the annual fee.

The amount and fee collection procedures are established by the Assembly of Chamber.

Article 7 Register of the Chamber

The Chamber maintains a membership register. The type of the register and the way data are recorded in it are determined by the Assembly of the Union of Chambers.

The register data should be maintained in the electronic version, as well as on hardcopies and archived according to the rules defined by the statute, in accordance with the legislation on recorded archives.

Article 8 Statute

The Chamber overall activity, the rules of election, functioning and organization of its bodies,



relations between them, as well as the acts they develop are regulated by the statute of the Chamber, which must be in accordance with the provisions of this law provisions and applicable legislation and contains:

1. The address of the Chamber's Headquarters, the scope of activity, the entities membership, the membership required criteria and fee, the rights and responsibilities of its members.
2. The organization approach, functions, composition and responsibilities of its leading organs
3. Regulations on operation of leading organs, including rules and procedures for electing and discharging the leading organs of the Chamber and the auditing commissions.
4. Defines the quorum necessary for render valid the meetings and the decision-making Chamber's organs.
5. Financial sources, their administration and control, the Chamber's representation and relationship towards third parties.
6. The rules for meetings organization, notification, participation, procedures for voting in case decisions are made.
7. The approval approach for amendments done to the statute
8. Rules related to bonus provision for the personnel staff employed by the Chambers
9. The relations with the Supervisory Body

Article 9 Approval of the Statute

The Assembly, by a majority of its overall members, approves the Statute of the Chamber and submits it to the Minister for approval, within 30 days.

The statute enters into force after the approval by the minister, who within 30 days after the submittal of the request, has to approve it or request the Chamber to amend the provisions that are not in compliance with the legislation in power.

The statute is considered approved In case the minister does not respond within 30 days from the submittal of the request .

Provisions in this article hold value even for amendments in statute.

Article 10 Chamber Organs

The Organs of the Chamber are:

1. Assembly
2. Presidency
3. President
4. Secretary general
5. Auditing Commission

Article 11 Assembly

The assembly is the highest decision-making authority of the Chamber. It has a 4-year long mandate and is voted by all the Chamber members. The overall number of its members is not less than 21 and not more than 101.



The Chamber's Assembly provides representation of each economic activity in accordance with the percentage membership each group comprises out of the overall Chamber membership.

The Chamber Secretary organizes and leads the election of each representative group as a member of the Chamber's assembly. The election process for each group is held separately.

Members of the assembly are persons fully capable to commit, with good reputation in business community they represent and have not been convicted by a final court decision for criminal acts.

The members of the assembly should be authorized by the commercial entity they represent, to exercise their voting right in the Chamber's assembly. Each commercial entity has the right to be represented in the Chambers assembly only by one member.

Article 12 Assembly Competencies

The assembly has the following competencies:

1. Reviews and defines the main directions of the Chamber's activity.
2. Approves the statute with its amendments and forwards it for approval to the minister.
3. Selects from the members, by secret & special voting, , the assembly, the Chamber's Presidency, President, the Chamber's representative to the assembly of Chambers Union, as well as the auditing commission, according to Article 20 of this Law, as well as establishes the rewarding type and procedure for the President of the Chamber and the Auditing Commission.
4. Approves the program and budget
5. Reviews and approves the activity annual report in general, as well as the Chamber's financial activity, in particular.
6. Approves the rate of the membership annual fee.
7. Approves various acts that enable the functioning and organization of the Chamber.

Article 13 Convening of the Assembly

The assembly convenes usual and unusual meetings.

The assembly convenes to its usual meeting at least once a year by the President, upon the request of the Chamber's Presidency, which develops also the agenda for the meeting of the assembly. When the President fails to convene the assembly within 15 days after the request was filed, than the Chamber Presidency has the authority to convene the assembly instead, notifying its members on the date, time, location and the meeting agenda.

The Chamber's President conducts the representative assembly meetings.

The assembly convenes to an unusual meeting upon the request of the President and/or the Presidency, or the request of 1/3 of its members. The agenda of the unusual assembly meeting is imposed by the meeting requester.

When the President fails to convene the assembly within 15 days from the date the request was filed by the above mentioned entities, the requester has the right to convene the assembly himself to a meeting, by notifying its members about the date, time, location and the meeting agenda.



The statute establishes the procedure to be applied with regard to notification and organization of the usual or unusual meeting of the assembly.

The meeting of the assembly is valid when participates more than the half number of its members. The decisions made in the meeting are valid if voted by more than half of the members present, but for the case when the assembly is convened to approve the statute or its amendments.

The decisions of the assembly are recorded in a report that is signed by the President of the Chamber and the Secretary of the meeting assembly.

Article 14 Presidency and its Competencies

The Presidency represents the Chambers executive organ. It has the following competencies:

1. Approves the work programs related to tasks and objectives of the Chamber.
2. Approves the organizational structure for the administration levels of the Chamber, the functions and salaries for employees of this level.
3. Approves the internal regulation for the administration structure of the Chamber.
4. Reviews the annual financial program and budget before submitting them to the assembly for approval.
5. Sets bonuses for services offered by outside experts.
6. Defines rules for fund usage and their administration.
7. Proposes necessary amendments to the Chamber's statute.
8. Develops the agenda for the meeting of the Chambers assembly.
9. Takes decisions on all issues raised for consideration to presidency by Chairman and / or Secretary of the Chamber.

The Presidency is responsible for:

- The implementation of the decisions of the assembly
- Maintenances of the Chamber's activity.

Article 15 Composition of the Presidency

The Chamber Presidency is composed of a total number of members which may not be less than 5 and not more than 15 persons. The Presidency total number of members is defined in the statute.

The Presidency has a 4-year mandate. The Presidency members have the right to be re-elected.

As a rule, the Presidency is convened at a minimum of once per month by the Chamber President or upon request of 1/3 of its members.

Over half of the Presidency members need to be present so that a meeting is rendered valid.

The meeting is chaired by the President and, in his absence, by one of the Presidency members appointed by the Presidency.

Article 16 Presidency and its Decision-Making

The decisions of the Presidency are signed by the President or, in his absence, by one of its



members, designated by the Presidency to conduct the meeting, in accordance with article 15 of this law. The decisions of the Presidency are valid when more than half of the member participants in the meeting vote in favor.

Article 17 **President**

The President leads the activity of the Chamber and its Presidency. He is responsible for the administration and operation of the Chamber.

The President represents the Chamber in the relations with third parties. He is an official employee of the Chamber and the latter pays his salary.

President of the Chamber can be elected by any Albanian citizen, who is fully capable to act, has higher education background and completes the required criteria defined in the Chamber's statute.

Article 18 **Chamber's General** **Secretary**

The Chamber ' s General Secretary is appointed and dismissed by order of the Minister.

The Chamber's Secretary must be an Albanian Citizen, with higher education background and clean court records.

The Chamber's Secretary is a full time official employee and his/her salary is paid from the Chamber's budget.

The role, function and responsibilities of the Chamber's General Secretary are defined in this law, in the sub- normative acts and the Chamber's statue.

Article 19 **Competencies of the Chamber's General Secretary**

The Chamber's General Secretary has the following competencies;

1. Periodically reports to the Supervisory Body about the Chamber's activity.
2. Monitors the implementation of the provisions of this law, as well as of applicable laws.
3. Monitors the implementation of decisions made by the Presidency and the Chamber's Assembly.
4. Monitors the membership registration procedures defined in Article 7 of this Law
5. Exercises any other competencies provided by this Law

In case, any law violation is noticed in the decisions made by the Chamber organs, he/she informs the Supervisory Body, which within 30 days from notification, asks these organs to reconsider the decisions made.

Article 20 **Auditing Commission**

The Auditing Commission has a 4-year mandate and consists of 3 members, of whom one is an accounting expert and is authorized and appointed by the Minister of Economy. The other two, one a lawyer and the other an economist, are elected by the Chamber's Assembly.



The Auditing Commission has the responsibility to continuously control the Chamber's economic & financial activity and report in the annual meeting of the assembly about the administration of Chamber's financial resources.

Once approved by the assembly, the report of the auditing commission is forwarded for information to the Supervisory Organ.

Upon request of the President of the Assembly and that of the Chamber's Secretary, the Auditing Commission can exert thematic control.

Article 21 Budget-Chamber Financing

Each calendar year, the Chamber drafts its annual budget.

Chamber's income comes from:

1. Chamber's annual membership fees;
2. Services from the Chamber's activity;
3. Domestic and foreign donors' contributions;
4. Other sources, which are not inconsistent with this law and with other applicable laws.

CHAPTER III

UNION OF THE CHAMBERS OF COMMERCE AND INDUSTRY

Article 22 Mission

The Union of Chambers of Commerce and Industry coordinates the activity of chambers in country level.

The mission of the Union of Chambers is to:

1. Represent and promote the overall interests of the chambers for the development of commerce & industry in country level.
2. Promote the relationship between chambers, as well as their relationship with similar entities in other countries.
3. Collect, to process and disseminate trade information countrywide, creating in this way its own system of information on commerce & industry.
4. Continuously update the information from the court about the status and any changes in the traders' register.
5. Organize, administer and finance exhibitions and fairs, training courses at country level, as well as any other activity in interest of the Chambers of Commerce & Industry in accordance with the provisions of this law and other applicable laws.
6. Make suggestions, proposals and assessments of legal initiatives or public policies undertaken by the government, the content of which is related to the interests of its members.

The Union of Chambers may exercise even other functions delegated to it by the state organs, other laws or international agreements in which the Republic of Albania is one of the parties.



Article 23

Location and Status

The Headquarter of the Union of the Chambers of Commerce & Industry is located in Tirana. The Union of Chambers is a legal entity exercising non-profit activity.

Article 24

Membership

Membership in the Union of the Chambers is obligatory to all the Chambers. The Chambers have the obligation to pay the annual Union of Chambers membership fee, the rate of which is determined by the General Assembly decision in proportion with the total number of the member entities of each chamber and is approved by the Supervisory body.

Article 25

Statute

The activity of the Union of Chambers, the rules for electing, functioning and the organization of its organs, the relations among them, and acts they develop, are regulated by the statute of the Union of Chambers. The statute should be in accordance with the provisions set by this law, and the applicable legislation, and contains:

1. The address of the headquarters of the Union of Chambers, its activity field, membership, the membership required criteria and fee, the rights & responsibilities for its members;
2. The organization structure, the functions, the composition and the responsibilities of the leading organs;
3. Operation regulations for the leading organs, where are included policies and procedures for the election and dismissal of the leading organs of the Chamber and the Auditing Commission;
4. The quorum needed to render valid the meetings and the decision-making of the organs of the Union of Chambers;
5. The financial resources, rules for their administration & control, Chamber's representation and relations with third parties;
6. Rules for organization of meetings, notification, for participation, voting ways and procedures in cases of decision-making;
7. Procedures for approval of amendments in the statute;
8. Rules for giving bonuses to the Chamber's employees;
9. The relationship with the Supervisory Body;

The Assembly, with the majority of the overall number of its members, approves the statute for the Chambers of Commerce Union and then submits it to the minister for the latter's approval within 30 days.

The statute comes into effect once approved by the minister, who, within no later than 30 days from the reception of the request, must approve it or request the Chamber to amend the provisions that are not in accordance with the applicable legislation.

The statute is considered approved, if the minister does not respond in 30 days of receiving the request.

Provisions set in this article hold value even for the statute amendments.



Article 26 Organs of the Union of Chambers

The leading organs of the Union of Chambers are:

- The General Assembly;
- The Presidency of the Union of Chambers;
- The President;
- The General Secretary;
- The Auditing Commission.

Article 27 Composition of the General Assembly

The General Assembly of the Union of Chambers is elected once in every 4 years. It has 121 members. The number of members representing each Chamber in the General Assembly is determined in proportion with the total number each Chamber has.

The members of the General Assembly are persons with full capabilities to act; they enjoy a good reputation in the business community of the zone they represent and have not been convicted by a final court decision for criminal acts.

The Chamber members should be authorized by the Chamber they represent to exert their voting right in the assembly.

Article 28 Competencies of the General Assembly

The General Assembly has the following competencies:

1. Reviews and defines the major activity directions of the Union of Chambers .
2. Approves the statute and its amendments and forwards it to the minister for approval.
3. Elects its members, by secret and special voting, by simple majority of ballots, its Presidency, the President, Auditing Commission, according to article 20 of this law, whose criteria are even for the Union of Chambers.
4. Approves the program and the budget.
5. Reviews and approves the annual report of activity on general and that of the financial activity of the Chamber, in particular.
6. Defines the rate of the annual fee contribution for the Chambers in proportion with their member's number, the collection procedure of the contributions and submits it for the approval to the Supervisory Body .
7. Approves various sub-normative acts for the functioning and organization of the Chamber's Union.

Article 29 Calling of the General Assembly

The General Assembly is summoned minimally once a year. The right to summon the Assembly belongs to the President of the Union of Chambers, presidency, or when it is requested by 1/3 of its members.

The President of the Union of Chambers leads the General Assembly meetings.



When the president fails to summon the assembly within 15 days from the date the authorities defined in the above paragraph file a request, then the requesting party has the right to summon the Assembly itself defining the date, time, location and the meeting agenda. The statute defines the rules for the ways of notification and organization of the assembly's meeting.

The Assembly's meeting is valid when more than half of its members participate. Except the cases when the Presidency, the President and the members of the Auditing Commission are elected, the assembly's decisions are valid when more than 3/5 of participating members vote in favor. The assembly's decision are written in record and signed by the president and the secretary of the meeting.

Article 30 Competences of the Presidency

The Presidency is the executive organ of the Union of Chambers, exercising the following competences:

1. Approves the work programs related to objectives and competencies of the Union of Chambers.
2. Approves the organization structure and the technical- administrative personnel of the Union of Chambers, as well as the functions and employees wages
3. Approves the internal regulation of the Union of Chambers administration functioning.
4. Proposes amendments to the Union of Chambers statute.
5. Reviews the annual financial program and budget, before being forwarded to the assembly for approval.
6. Defines the rewards for services offered by outside experts.
7. Establishes the rules for funds usage and their administration.
8. Takes decisions on issues raised for consideration in Presidency by the President and/or the General Secretary of the Union of Chambers.
9. The Presidency is responsible for:
 - Implementation of the assembly decision;
 - Maintenance of the activity of Chambers Union.

Article 31 Calling of the Presidency

The Presidency of the Union of Chambers is elected by the Assembly and has a 4-year mandate. It is composed by the President and the members, whose total number can't be less than 7, but not more than 21.

As a rule, the Presidency is met at least once per month and is requested by the President, General Secretary or 1/3 of its members.

The meeting of the Presidency is valid when more than half of the members participate in. Its decisions are valid when are voted by more than 3/5 of the members attending the meeting.

The Presidency develops any other sub-normative act that is deemed necessary for its proper functioning, as well as accomplishment of its activity provided by the law or statute, as long as they do not violate the competencies of the assembly or the President.



Article 32 President

The President is a full-time official employee. He leads the activity of the Union of Chambers, its Presidency and has the right of one single vote.

The President represents the Union of Chambers in any relationship with third parties, in accordance with the provisions of this law and the statute of the Union of Chambers.

The criteria set in article 17 of this law are valid for the President of the Union of Chambers.

The function of the President of the Union of Chambers is irreconcilable with the function of the President of the Chamber of Commerce and Industry.

Article 33 Secretary General

The Secretary General of the Union of Chambers is appointed and discharged by order of the minister. He/she enjoys the same competencies set in article 19 of this law, within the activity field of the Union of Chambers.

Article 34 Budget and Financing of the Union of Chambers

Each calendar year, the Union of Chambers drafts its annual budget. The revenue of the Union of Chambers comes from :

1. The annual membership fee of the members of the Union of Chambers;
2. Services offered from the activity of the Union of Chambers;
3. Domestic and foreign donors' contributions;
4. Other resources which are inconsistent with this law or other applicable laws.

CHAPTER IV

SUPERVISORY BODY

Article 35 Supervisory Body

The supervisory body for the Chamber's activity is the Minister responsible for Commerce.

The supervisory organ monitors implementation of the provisions of this law by the Chambers and Union of Chambers, as well as controls the legacy of the chambers statute and the amendments done to the decisions made by the Assemblies of Chambers and Union of Chambers.

The oversight organ has the authority to send back for reconsideration the sub-normative acts developed by the Chambers or the Union of Chambers when they are inconsistent with the law and, that even after being reviewed the sub-normative acts still contradict the law, it will address the competent court and demand the repeal of them.

The supervisory body, through a specific instruction, defines the rules for participation of trading

entities that represent our country, in international fairs abroad.



CHAPTER V

FINAL AND TRANSITIONAL PROVISIONS

Article 36

Prohibition

The Chamber of Commerce and Industry and the Union of Chambers of Commerce and Industry, within the scope of this law, are not allowed to undertake the protection of interests in social policies field.

Chambers or the Union of Chambers can't participate in the process of negotiation or signing of collective employment agreements.

Article 37

Mandate loss

The mandate of people elected in the leading organs of the Chambers or Union of Chambers is lost when the provision of this law or other applicable laws are violated, as well as the statute of the Chamber or when they are convicted with a final court decision. Mandate loss is declared by the organ that has elected them.

Their replacement procedures are defined in the statute.

Article 38

Use of labels

Use of labels 'Chamber of Commerce' , "Chamber of Commerce and Industry" and "The Union of Chamber of Commerce and Industry" is copyrighted to entities that are created in accordance with the provisions of this law.

Membership of this Chambers in the Union of Chambers is obligatory.

The above inscriptions can be used even by those associations of voluntary businesses union which aim to provide services to their members, as well as promote trade between the Republic of Albania and another country in which:

- they are officially acknowledged by counterpart respective institution of that country;
- their total number of members is above 100;
- its members altogether have a considerable annual turnover of import and export with the respective country.

Membership of all chambers in the Union of Chambers is obligatory.

Article 39

Transitory Provisions

The rights, obligations, movable or immovable property, owned or administered by the Chambers of Commerce and Industry, established in each region and that have operated according to Law No.



7804, dated 10.03.1994 "On Chambers of Commerce and Industry", are transferred to the Chamber that cover the territory in which they carried out their activity organized according to this law.

The rights, liabilities, tangible and intangible assets, property or simply administered by the Union of chambers of Commerce and Industry, organized according to Law No. 7804, dated 10.03.1994" On Chambers of Commerce and Industry", are transferred to the Union of Chambers of Commerce and Industry where they exert activity organized according to this law.

Article 40
Sub-normative act

The Minister responsible for the trade, within 30 days from the date this law comes into force, formulates the necessary orders and instructions for the creation and election of Chamber's and Union of Chambers' organs in accordance with this law and charges the secretaries of the Chambers and the General Secretary to follow up with their implementation.

Article 41
Repeals

Law No.7804, dated 10.03.1994 "On Chambers of Commerce and Industry", and any other provisions that is inconsistent with this law, repealed.

Article 42
**Entry into
force**

This law enters into force 15 days after its publication in the Official Gazette.

Promulgated by Decree No. 5130, dated 01/12/2006 of the President of the Republic of Albania, Alfred Moisiu.

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VE R T E T I M P E R K T H I M I

e Tirane, sot date 21/05/2015 (dymije e pesembedhjete), Une, Notere Alma I. POSHI. Notere e Dhomes se Notereve Tirane, me seli ne Tirane, Rr. "S. Delvina", Nr. 57, Ve r t e t o j ne baze te Nenit 65 te Ligjit "Per Noterine" se Une, note lja e per ktheva nga gjuha shqipe ne gjuhen angleze sipas origjinalit dokumentin bashkangjitur.



NOT ERE
Alma POSHI!

REPUBLIC OF ALBANIA
MINISTRY OF JUSTICE
CHAMBER OF NOTARIES TIRANE

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ATTESTATION OF TRANSLATION

In Tirana, today on 21/05/2015 (two thousand and fifteen) I, the Notary Alma POSHI!, Notary of the Chamber of Notaries, with seat in Tirana, Rr. "S. Delvina", No. 57, hereby certify pursuant to Article 65 under Law "On Notary", that I, Notary translated from Albanian into English according to the original the attached document.

NOTARY
Alma POSHI!
(seal - signature)