

**RULES AND CONSTITUTION FOR THE
PERSATUAN JURUTERA PETROLIAM BRUNEI
(SOCIETY OF PETROLEUM ENGINEERS BRUNEI)**

RULE I
NAME

- Sec 1. The Society shall be known as Persatuan Jurutera Petroliam Brunei, (Society of Petroleum Engineers Brunei), hereinafter referred to as "The Section".
- Sec 2. The registered place of business of the section shall be provisionally at Brunei Shell Petroleum Company Sdn. Bhd. Offices, Seria 7082 Negara Brunei Darussalam. The registered address and postal address may be changed from time to time subject to the Executive Committee of the section.

RULE II
AIMS AND OBJECTS

The aim of the section, shall be the promotion of mutual cooperation by providing regular meetings for the free discussion of technical subjects relating to the extraction of any energy sources from subsurface formations that is based on the production of fluids from wells.

RULE III
JURISDICTION

The jurisdiction of the section shall encompass all the districts in Negara Brunei Darussalam.

RULE IV
MEMBERSHIP

- Sec 1. The Society of Petroleum Engineers refers to the Society of Petroleum Engineers, whose postal address is P.O. Box 833836, Richardson, Texas 75083-3836, USA.
- Sec 2. All members, associate members, and student members of the Society of Petroleum Engineers in good standing and residing in the territory of the section shall be members of the section.
- Sec 3. Ordinary members shall be defined as individual members of the Society of Petroleum Engineers in good standing, residing in the territory of the section, and not full time engineering or science students. All ordinary members will be accorded voting rights

in section business and may stand for election as officers or executive committee members.

RULE V
ENTRANCE FEES, DUES AND SECTION FINANCING

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| Sec 1. | Entrance Fees. | There shall be no entrance fees for any class of membership. |
| Sec 2. | Annual Dues. | There shall be no annual dues for any class of membership. |
| Sec 3. | Financing. | <p>Financing requirements for the section, which is a non-profit organization, are small. Operating revenue shall be derived from:</p> <ul style="list-style-type: none">a. Voluntary contributions of members.b. Voluntary contributions of the Society of Petroleum Engineers.c. Voluntary contributions of member's employers.d. Fund raising endeavors approved by the Executive Committee that are not in violation of the prohibitions in Negara Brunei Darussalam. |

RULE VI
MEETINGS

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| Sec 1. | The annual general meeting of the section shall be held in the month of May of each year. The election of officers and committee members shall be held at every alternative year. At least 30 days prior to the May election meeting, ballots for the election of candidates, agenda for the meeting and other particulars shall be posted to all members of the section. The meeting shall include reports from the chairman, the treasurer, and all standing committees. At least one half of the total ordinary memberships or twice the number of members in the executive committee, whichever is the lesser must be present at a general meeting for its proceedings to be valid and to constitute a quorum. |
| Sec 2. | Ordinary members who wish to place other items on the agenda of the general meeting may do so provided that they give notice to the section secretary 14 days prior to the May general meeting. A notice of the general meeting, stating time, and place, and soliciting other business for the meeting, must be distributed in the same manner as the normal procedures for advising of meetings at least 30 days in advance of the meeting. |

- Sec 3. Extraordinary general meetings may be called by the chairman of the section or by written request of one quarter of the total ordinary membership. Notice of these meetings and their proposed agenda must be served by post to all members of the section 14 days prior to the day of the extraordinary general meeting. The extraordinary general meeting must be held within thirty (30) days of receipt of a written request of one quarter of the total ordinary membership. Rules regarding the quorum shall also apply to extraordinary general meetings.
- Sec 4. Regular meetings of the section shall be held at least once every 4 months. The chairman with approval of the executive committee may cancel, for just and adequate reason, any regular meeting except the general meeting.
- Sec 5. The secretary shall notify, by postal card or other convenient means, each member in good standing other interested parties of forthcoming meetings, including the date, time, subject, and location of the meeting at least (14) days in advance of the meeting.
- Sec 6. Special meetings of the section or of the executive committee to consider important business or to hear technical papers or discussion that cannot be scheduled at regular meetings may be called by the chairman, with approval of the executive committee.
- Sec 7. The executive committee of the section shall meet at least once in 3 months to examine the accounts and the affairs of the section.

RULE VII

QUORUM

- Sec 1. In the event of there being no quorum, the meeting shall be adjourned to the same day in the following week at a place and time to be appointed and should the number then present be sufficient to form a quorum, those present shall be considered a quorum, but they shall have no power to alter, amend or make additions to any of the existing rules.
- Sec. 2. A quorum at any regular or special meeting of the section shall consist of one-half the ordinary membership or two times the total number of the executive committee, whichever is less.
- Sec. 3. A quorum at a meeting of the executive committee shall consist of five members of the executive committee.

RULE VIII
OFFICERS

- Sec 1. The officers of the section shall be a chairman, two vice chairmen, a secretary, and a treasurer, who shall be elected at the general meeting to hold office for a period of two years. The chairman shall not succeed himself. At least three of the officer-bearers of the section executive shall be citizens or permanent residents of Negara Brunei Darussalam.
- Sec 2. The executive committee shall be composed of the present officers, the immediate past-chairman, and four other ordinary members of the section. The executive committee may, at its discretion, increase the number of positions for ordinary members up to a maximum of eight as deemed necessary.
- Sec 3. All officers and executive committee members must be ordinary members of the section and eligible to vote on business affairs.
- Sec 4. A vacancy in any office occurring between bi-annual elections shall be filled by appointment by the executive committee.

RULE IX
ELECTION OF OFFICERS

- Sec 1. The chairman, with the approval of the executive committee, shall appoint, in March of every alternate year, a nominating committee composed of a minimum of three ordinary members of the section to canvass the members of the section to determine those qualified to serve as officers and executive committee members. The nominating committee shall present the name(s) of at least one but not more than two candidates for each office at the April meeting of the section. Additional nominations may be made from the floor at the April meeting. Each nomination must be accompanied by the name of a nominator and seconded.
- Sec 2. The officers of the section shall be elected at the May meeting of every alternate year and take office on July 1 of the same year. The election shall be conducted by secret ballot of the ordinary members of the section. The chairman shall appoint tellers who will count the ballots and announce the results. The May meeting shall be known as the general meeting.

RULE X
DUTIES OF OFFICERS

- Sec 1. The chairman shall preside at all meetings of the section and of the executive

committee. He shall appoint all committees and perform all other duties that pertain to the direction of the section. He shall hold the casting vote, and shall sign the minutes when they are approved. He shall, in conjunction with the treasurer, sign all checks on behalf of the section.

- Sec 2. The first vice chairman shall be responsible for the arrangement of programs, entertainment and incidental details relating to meetings. In the absence of the chairman, he shall serve as chairman.
- Sec 3. The second vice chairman shall be responsible for membership activities.
- Sec 4. The secretary shall record the proceedings of the meetings of the section and of the executive committee, attend to all correspondence, and issue all calls for announcements of meetings, including canceled meetings.
- Sec 5. The treasurer shall receive and disburse all money received by the section, with the approval of the executive committee. The treasurer shall submit his records for an annual audit by a committee to be named by the chairman, and he shall submit all financial reports required by other interested parties.

RULE XI

FINANCIAL PROVISIONS

- Sec 1. The section financial year shall commence on 1 December and end on 30 November of the following year.
- Sec 2. Subject to the following provisions in this rule, the funds of the section may be expended for any purpose necessary for the carrying out of its objects, but they shall on no account be used to pay the fine of any member who may be convicted in a court of law.
- Sec 3. The treasurer may hold a petty cash advance not exceeding 200 Brunei ringgit at any one time. All money in excess of this sum shall within seven days of receipt be deposited in a bank approved by the executive committee. The bank account shall be in the name of the section.
- Sec 4. All checks or withdrawal notices on the section's account shall be signed jointly by the chairman, and the treasurer. In the absence of the chairman or the treasurer, the executive committee shall appoint one of its members to sign in his place.
- Sec 5. Expenditures other than dinner meeting and newsletter expenditures shall be subjected to the following limits.

- 200 Brunei ringgit at any one time except with prior sanction of the executive

committee. This is also subject to a cumulative maximum of 2000 Brunei ringgit in any given month without the prior sanction of the executive committee.

Expenditures of 200 Brunei ringgit, or less, must be approved by the chairman together with the treasurer.

Sec 6. As soon as possible after the end of each financial year, a statement of income and expenditure, receipts and payments and a balance sheet for the year shall be prepared and audited by the audit committee appointed under RULE XII. The audited accounts shall be submitted for the approval of the next annual general meeting, and copies shall be made available at the registered office or place of meeting of the section for the perusal of members.

Sec 7. Excess Funds. Should funds accrue in the treasury beyond those reasonably required for operation of the section, then the executive committee shall be obligated to use these excess funds to aid deserving Bruneian engineering or science organizations, individuals, or full time engineering or science students at universities or colleges in Negara Brunei Darussalam.

RULE XII

AUDIT

The nominating committee mentioned in RULE IX shall nominate a minimum of 2 and a maximum of 4 ordinary members of the section, not members of the executive committee nor officers of the section, to be elected as an audit committee at each annual general meeting. The audit committee will consist of two members. The members will hold office for one year and may not succeed themselves. They will be required to audit each year's accounts and present a report to the annual general meeting of the section.

RULE XIII

DISPOSAL OF FUNDS ON DISSOLUTION

Sec 1. The section shall not be dissolved except by a resolution of not less than 3/5 of all ordinary members of the section expressed, either in person or by proxy, at a general meeting convened for this purpose.

Sec 2. In the event of the section being dissolved as provided above, all debts and liabilities legally incurred on behalf of the section shall be fully discharged and the remaining funds will be disposed of in accordance with the decision of the members expressed at the general meeting and in accordance with the Laws and Bylaws of Negara Brunei Darussalam.

- Sec 3. Notice of dissolution shall be given within 14 days of dissolution to the Registrar of Societies Negara Brunei Darussalam and to other interested parties.

RULE XIV
AMENDMENTS TO RULES

Amendments to these rules with the exception of RULE XIII shall be made by a two-thirds vote of all ordinary members present, providing that all ordinary members of the section have been notified at least two (2) weeks in advance of a meeting to consider amendments. These amended Rules shall then be submitted to the Registrar of Societies Negara Brunei Darussalam.

RULE XV
EFFECTIVE DATE

- Sec 1. These Rules shall become effective immediately after approval by the Registrar of Societies Negara Brunei Darussalam.
- Sec 2. Temporary officers and executive committee members will serve until a regular election can be held under RULE IX of these rules.