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Organizational Regulations of the Chamber of the Natural Gas Industry

§ 1. Basic definitions

- 1) Chamber – Chamber of the Natural Gas Industry with the headquarters in Warsaw
- 2) Regulations – these organizational regulations

§ 2. General provisions

A. Legal basis for the functioning of the Chamber

- 1) The Chamber is a voluntary organization of the economic self-government representing interests of entrepreneurs associated in it and running business in the gas industry.
- 2) The Chamber operates on the basis of the Act of 30 May 1989 on economic chambers, as well as on the basis of the Statute of the Chamber approved by the General Meeting.
- 3) The Chamber is entered into the National Court Register maintained by the District Court for the capital city of Warsaw in Warsaw, XII Economic Division, under KRS number: 0000152345.
- 4) The headquarters of the Chamber is located in Warsaw at the address: ul. Kasprzaka 25, 01-224 Warsaw.
- 5) In the system of the national economic operators registration REGON, the Chamber has the statistical identification number: 015446632
- 6) The Chamber is a VAT payer and it has the tax identification number [NIP]: 527-239-75-57.
- 7) Authorities of the Chamber include:
 - A) General Meeting ,
 - B) Management Board,
 - C) Audit Committee.
- 8) The scope of competences of the General Meeting, the Management Board and the Audit Committee of the Chamber are determined in detail in the Statute of the Chamber and regulations of such authorities.

B. Tasks and objectives of the operation of the Chamber

I. Objectives of the Chamber include:

- 1) Representing economic interests of entrepreneurs associated in the Chamber within the scope of their operation towards national state authorities, self-governmental and social authorities, scientific and economic institutions, foreign authorities and institutions,
- 2) Shaping and propagating ethics principles with regard to the economic activity,
- 3) Propagating of modern technical and economic knowledge,
- 4) Integrating of the environment – natural and legal persons related to the gas industry,
- 5) Cooperating with regard to establishing the gas industry development programs.

II. The organizational structure of the Chamber includes the Technical Standards Committee (“TSC”)

and the Secretariat of the Technical Standards Committee. The objective of the standardization activity of the Chamber of the Natural Gas Industry refers to:

- 1) harmonization and specification of requirements referring to technical activities and services of the gas industry.

- 2) Promoting and implementing them into practice of enterprises operating in the gas industry, identified as:
- technical standard determining requirements respectively for services regarding products or processes occurring in the gas industry, which are not sufficiently harmonized in national standards,
 - technical guidelines consisting of the set of principles and good practices in a given field facilitating the provision of determined activities related to the gas industry.

III. The International Centre of Excellence on Coal Mine Methane (“ICE-CMM”) operates within the organizational structure of the Chamber of the Natural Gas Industry. The works of ICE-CMM are directed by the Presidium of ICE-CMM. The office of ICE-CMM is in Katowice, Poland. ICE-CMM has a separate bank account. The subject of the activity of ICE-CMM is to:

- 1) make endeavours and collect information regarding the applied case studies and the experience gained in sustainable management of coal mine methane, provide technical advice for their development and assist as a source of information on such cases and practices;
- 2) organize trainings and visits to the International Centre of Excellence on Coal Mine Methane conducted by practitioners in coal mine methane from the interested member countries of the United Nations (“UN”).
- 3) organize, in cooperation with the Secretariat of the United Nations Economic Commission for Europe (“UNECE”) and members of the Expert Group on Coal Mine Methane UNECE, training activities outside of the seat of ICE-CMM;
- 4) conduct research on coal mine methane, in accordance with the needs of UNECE member states, under the auspices of the Expert Group on Coal Mine Methane UNECE and in cooperation with competent intergovernmental and non-governmental organisations, representatives of the industry and other interested parties;
- 5) engage in the matters of the general mining community, including the civil society, mining associations and decision makers, via electronic and social media in order to raise awareness with respect to actual challenges and possibilities in the area of coal mine methane;
- 6) promote Polish technical solutions for mining, capturing and efficient use of coal mine methane worldwide.

IV. The following entities operate by the Chamber:

- Economic Mediation Centre,
- Court of Arbitration.

§ 3. Rules of Organization and Management of the Chamber

A. Organizational Units and Reporting Lines

- 1) The Organizational Structure comprises:
 - a) the Management Board of the Chamber,
 - b) the Presidium of the Management Board of the Chamber,
 - c) the Director of the Chamber,

- d) the Presidium of the Technical Standards Committee,
 - e) the Head of the Secretariat of the Technical Standards Committee,
 - f) the Presidium of ICE-CMM.
- 2) The manner of representation while making declarations on behalf of the Chamber is set forth in the statute of the Chamber and the powers of attorney granted.
 - 3) The Management Board of the Chamber is responsible for all matters connected with the Chamber's activity and it acts through its members. The Management Board of the Chamber directs and holds substantive supervision over the strategic activity of the Chamber.
 - 4) Tasks of the Management Board of the Chamber are set forth in the Statute of the Chamber of the Natural Gas Society, Resolutions of the General Meeting and the Rules and Regulations of the Board of the Chamber of the Natural Gas Society.
 - 5) Activities related to labor law are performed by two members of the Presidium of the Management Board or a Director of the Chamber and one member of the Presidium of the Board.
 - 6) The Presidium of the Management Board exercises substantive supervision over the operational activity of the Chamber. During meetings of the Management Board, the Presidium of the Management Board submits to the Management Board a report on the current works of the Chamber and obtains an approval for its actions in the form of a resolution or entries in the minutes from the meetings of the Management Board of the Chamber.
 - 7) The Office of the Chamber is directed by the Director of the Chamber who initiates, implements and supervises works and reports to the Management Board with respect to the scope of the Chamber's activity that is subjected to him with respect to the substantive scope.

The tasks of the Director of the Chamber include:

- planning of the activity and supervision over the preparation and execution of budgets within the scope of the Bureau of the Chamber and the Technical Standards Committee,
 - supervision over the observation of the provisions of law and internal regulations as well as the confidentiality of the Chamber by subordinate personnel,
 - planning and organizing of work within the scope of the Bureau of the Chamber and the Technical Standards Committee as well as the distribution of funds for the execution of tasks with the consideration of the rank and priority of tasks and qualification of the personnel,
 - development of draft internal regulations with regard to executed tasks,
 - the analysis of the qualification level of the subordinate personnel and submitting applications for trainings, rewards, distinctions, penalties, promotions,
 - signing documents addressed externally within the scope of possessed powers of attorney or stemming from the scope of the entrusted tasks,
 - submitting applications concerning personal and pay matters for subordinate personnel as well as giving official orders with regard to their assigned duties.
- 8) The Director of the Chamber in coordination with the President of the Management Board appoints for the time of his/her absence a person replacing the Director, who is at that time responsible for the operation of the bureau of the Chamber. A person replacing the Director may be the Head of the Secretariat of TSC or the Advisor to the Management Board or the Coordinator of the Bureau.

- 9) The duties of the Presidium of TSC include:
- development of work Regulations of TSC, plans of standardization activity, appointing and dissolving of Working Teams,
 - approving of draft of newly elaborated and amended standardization documents as Standards or Guidelines and their submission to the Management Board of the Chamber of the Natural Gas Industry for adopting them,
 - submitting to the Management Board of the Chamber of the Natural Gas Industry annual reports of the activity of the Secretariat and the Activity of TSC as well as two-year substantive plans for the standardization activity with regard to the planned budget of the TSC activity and applications concerning financial needs,
 - preparing budgets for individual years of TSC operation as well as for periods stemming from concluded partnership agreements together with their settlements.
- 10) The tasks of the Head of the Secretariat of TSC include:
- cooperation within the scope of substantive and financial preparation of the plan for TSC operation, obtaining and submitting proposals regarding the subjects of standardization works,
 - co-participation in establishing the direction of the Chamber of the Natural Gas Industry technical standardization, elaboration of standardization documents – Technical Standards, Technical Guidelines as well as promoting the implementation of them into the practice of enterprises operating in the gas industry,
 - preparation of substantive reports for the settlement of the financial plan for invoicing and the annual report on the operation of the Secretariat of TSC, preparation of standardization documentation elaborated by Working Teams and approved by the Technical Standards Committee to be passed by the President of the Management Board of the Chamber of the Natural Gas Industry on the basis of an appropriate Resolution of the Management Board,
 - preparation of the personnel and experts manning for the scope of works, schedules and budgets in Working Teams and co-participation in the elaboration of applications to the Management Board of the Chamber of the Natural Gas Industry for establishing a Technical Standard or Technical Guidelines,
 - surveying of standardization documents,
 - planning and organizing of coordinating trainings, workshops, seminars and conferences in cooperation with the Presidium of TSC.
- 11) Upon the request of the Secretariat of TSC, if accepted jointly by two members of the Presidium of the Management Board or the Director of the Chamber and one member of the Presidium of the Management Board, other persons employed under an employment contract or a contract of mandate may cooperate with TSC as long as financing has been provided for and the scope of works has been specified in detail.
- 12) The duties of the Presidium of ICE-CMM include:
- passing resolutions with regard to accepting or excluding a member of ICE-CMM
 - elaborating the Regulations of ICE-CMM and submitting it for the approval of the Management Board of the Chamber of the Natural Gas Industry,
 - appointing and dissolving of working teams,
 - preparing, approving and executing ICE-CMM's operation plan and the budget,
 - managing current operation of ICE-CMM,

- submitting annual reports on the operation of ICE-CMM to the Management Board of the Chamber of the Natural Gas Industry.
- 13) The ICE-CMM Bureau in Katowice ensures handling of the ICE-CMM's works.
- 14) Apart from tasks and obligations specified above, the Director of the Chamber, President of TSC and the Head of the Secretariat of TSC have the obligation to:
- organize and share work in headed by them working teams and areas,
 - cooperate with regard to the elaboration of periodic, annual, and two-year and main directions of the activity and principles of the financial economy as well as reports on the substantive and financial activity of the Chamber,
 - familiarize newly employed personnel with entrusted to them tasks and provide them with explanations regarding their duties, rights and scopes of responsibility,
 - provide substantive, formal and timely supervision over executed tasks and work conducted by the personnel of the Chamber of the Natural Gas Industry Bureau, heads of working teams, their deputies as well as independent experts,
 - providing information to the Presidium of the Management Board, in the ongoing manner, and during the sessions of the Management Board of the Chamber of the Natural Gas Industry on matters related to the headed scope of tasks, including information on occurring problems and planned works.
- 15) The personnel of the Chamber conducting their tasks are subordinate directly to their superiors according to principles stemming from the provisions of labor law and internal documents of the Chamber.

B. Rules of cooperation between organizational units

- 1) The personnel of organizational units have the obligation to inform each other and arrange their activities and cooperation in the course of conducting tasks in order to ensure coherence, efficiency and effectiveness of the Chamber.
- 2) The Director of the Chamber informs respectively the Management Board or the Presidium of the Management Board on essential decisions and the current status of works and events related to the activity of organizational units of the Chamber of the Natural Gas Industry within the scope necessary for harmonizing the activity of the Chamber.
- 3) In case of tasks the execution of which requires the cooperation of at least two organizational units, working coordination is conducted by the employee substantively responsible for the execution of the task.
- 4) The employee being the leader with regard to given matters shall have the right to demand from the cooperating employee to provide information, clarifications, opinions and other analyses necessary to proceed with the matter.
- 5) The supervision over employees participating in the execution of the task, irrespective of reporting lines, is assumed by the Director of the Chamber or substantively appointed by him employee.

C. Powers of attorney

- 1) The Presidium of the Management Board may grant powers of attorney to conduct a determined type and scope of activities in the name and on behalf of the Chamber, determining in detail the scope of their authorization.

- 2) Powers of attorney are granted according to principles set forth in commonly binding provisions of law as well as in internal normative acts binding in the Chamber.
- 3) After the power of attorney expires, the holder of the power of attorney has the obligation to return the document of the power of attorney to the Chamber without a prior reminder.
- 4) For the purpose of validating financial documents of the Chamber, the Presidium of the Management Board as well as plenipotentiaries of the Chamber have the obligation to submit specimen of signatures, and original documents both in the bank and deliver them against receipt to the company which under an economic contract with the Chamber deals with accounting of the Chamber and full financial settling of the Chamber.
- 5) Copies of granted powers of attorney and specimen of signatures are stored by the coordinator of the Bureau of the Chamber who maintains the register of such documents.

§ 4. Basic principles of communication and information flow

A. Circulation of documents

- 1) Save as otherwise provided in the provisions of absolutely binding laws or internal regulations of the Chamber, in case of a multi-person Management Board, two members of the Presidium of the Management Board acting jointly are authorized to represent the Chamber externally, provide declarations and signatures on behalf of the Chamber. Other official letters are signed by one employee authorized for that within the scope of his/her competences.
- 2) The official correspondence sent from the Chamber may be prepared exclusively on headed paper presenting the current logotype of the Chamber as well as all the required by law information regarding the Chamber, covering in particular:
 - a) Name and address of the headquarters of the Chamber,
 - b) Designation of the registration court in which the documentation of the Chamber is stored together with the number under which the Chamber is entered into the register,
 - c) Tax Identification Number (NIP) of the Chamber
- 3) Documents presented to the superior for signature shall be initialized by a competent employee for conformity of their wording with binding regulations and correctness of their contents.
- 4) Matters considered by the Presidium of the Management Board and motions addressed to the session of the Management Board are prepared by the Director of the Chamber.
- 5) Detailed rules for the circulation of documents are set forth in the Instructions for the Circulation of Documents.

B. Flow of information

- 1) Members of the Chamber shall have the right to obtain valid information within the scope constituting the subject of the Chamber's operation.
- 2) Members of the Chamber shall have the right to obtain, in the ongoing manner, information on conducted by the Chamber activities with regard to shaping assessments and opinions as well as conclusions, drafts, wording suggested to amend binding

regulations. Communications are addressed by the Director of the Chamber to all the members of the Chamber of the Natural Gas Industry.

- 3) Members of the Chamber shall have the right to (participate) obtain materials on works of the authorities of the Chamber, its committee as well as substantive and expert teams, and also about conferences, symposiums, professional trainings and standardization documents exerting an influence on the operation of entities in the gas industry.

C. Internal normative acts of the Chamber

- 1) Within the scope of facilitating the management and leading the operation of the Chamber, arrangements of the President of the Management Board of the Chamber of the Natural Gas Industry are issued in a written form determining in detail rules and procedures of operation in individual areas of the Chamber's operation together with the detailed scope and division of tasks among organizational units.
- 2) Arrangements of the President of the Management Board of the Chamber are issued with regard to all the matters for which the Statute of the Chamber and commonly binding provisions of law do not require a Resolution of the Management Board of the Chamber.
- 3) Arrangements are issued for the purpose of informing given persons about events, regulations or other circumstances having the influence of the functioning of the Chamber.

D. Provision of information

- 1) Members of the Presidium of the Management Board have the right to provide information and give interviews for the press, radio, television and other media on behalf of the Chamber.
- 2) While providing information, referred to in item1, persons authorized to that have the obligation to observe binding regulations of the Chamber as well as care about good reputation of the Chamber.

E. Settling of conflicts and disputes

- 1) Settling competence disputes rests with superiors of persons to whom the competence dispute refers.
- 2) Competence disputes between members of the Management Board are settled by the President of the Management Board of the Chamber.
- 3) Competence disputes between the President of the Management Board of the Chamber and a member of the Management Board are settled by the Chairman of the Audit Committee.

§ 5. Scope of duties of the Chamber

The Chamber executes the following scopes of operation:

- A) Finance
- B) Purchase
- C) Administration

- D) Legal
- E) IT and SHE
- F) Communication
- G) Shaping conditions facilitating the development of the industry.

A) Financial scope covering in particular:

- 1) The elaboration of annual plans of substantive and financial activity as well as the budget for the subsequent year,
- 2) Organization and supervisions in the field of accounting books and financial reporting (the audit of the external entity)
- 3) Supervision in the field of taxes and other charges stemming from the provisions of law and occupational insurance,
- 4) Contacts and cooperation with external institutions, among others, banks, tax office, the Main Statistical Office,
- 5) Preparation of the budget for the costs of the Chamber operation,
- 6) Communicating with Members of the Chamber with regard to changes and amendments of regulations in the field of accounting and taxes (communications and information in writing),
- 7) Execution of any and all payments and liabilities of the Chamber of the Natural Gas Industry on the basis of verified invoices, accepted by two persons: a member or two members of the Presidium of the Chamber or the plenipotentiary of the Chamber of the Natural Gas Industry,
- 8) Preparation of accounting and financial reports as well as applications regarding the management of property and funds of the Chamber,
- 9) Substantive supervision over the financial and accounting systems together with the preparation of forecasts of financial flows as well as reports,
- 10) Issuance of income and cost invoices of the Chamber,
- 11) Registration of accounting documents.

B) Purchase scope covering in particular:

- 1) Communicating with Members of the Chamber with regard to matters concerning changes and amendments of the public procurement law,
- 2) Cooperation with Investors – Members of the Chamber in the field of establishing standards for documents related to tender procedure,
- 3) Elaboration of purchase plans for the Chamber together with the execution of such plans,
- 4) Preparation of draft contracts with service providers in cooperation with the legal services department.

C) Administration scope covering in particular:

- 1) Maintaining the office of the Chamber,
- 2) Preparation of invitations and thank-you letters to guests and speakers invited for a congress, conference, fair, symposium or training, preparation of occasional and Christmas wishes,
- 3) Maintaining a data bank – contacts with state administration authorities, organs of territorial self-governments, scientific and technical associations, professional foreign organizations for the purpose of protecting economic interests of members

- of the Chamber of the Natural Gas Industry as well as maintaining technical resources for the creation of standardization documents.
- 4) Registration of incoming and outgoing correspondence together with the analysis of timeliness of the execution of the required response or position of the Chamber of the Natural Gas Industry,
 - 5) Caring about the timely execution of drafts and amendments of binding regulations by substantive members of the Chamber of the Natural Gas Industry.

D) Legal scope :

- 1) Analysis of changes taking place in the national and Community regulatory environment with regard to their influence on current and future operations of the Chamber,
- 2) Cooperation with public administration authorities as well as professional organizations (national ones and those operating in EU member states) in the field of preparation of/issuing opinions on changes in industry-specific legal acts regulating the operation of the gas industry,
- 3) Cooperation with regard to and coordination of works commissioned by the Chamber to external legal advisors,
- 4) Preparation of and issuing opinions, from the formal and legal perspective, on contracts concluded by the Chamber and other documents that may result in legal obligations,
- 5) Participation in the preparation of Terms of Reference and preparation of non-public procedures,
- 6) Substantive servicing of sessions of the authorities of the Chamber together with the preparation of the documentation within that scope,
- 7) Preparation and amending of internal legal regulations of the Chamber,
- 8) Representation of the Chamber in front of judicial authorities and other authorities adjudication on issues stemming from the operation run by the Chamber.

E) IT and SHE scope covering in particular:

- 1) Ensuring the functioning of information and communication systems as well as the assessment of their suitability for the operation – annual stock-taking of the equipment,
- 2) Planning, budgeting and audit of IT costs,
- 3) Running matters in the field of introducing IT solution necessary for the operation of the Chamber,
- 4) Supervision over the completeness of protection in the area of information and communication security as well as personal, legal and physical security,
- 5) Execution of tasks related to handling SHE matters allowing to ensure conditions for safety and hygiene of work in the Chamber,
- 6) Execution of tasks related to firefighting regulations.

F) Communication scope covering in particular:

- 1) Running the entirety of activities in the field of external communication of the Chamber including: contacts with media, industry-specific portals, monitoring of media, supervision of information released to the media, creating advertisement

- materials, supervision over the visual side and managing of contents inserted on the website,
- 2) PR activities and the organization and servicing of events organized by the Chamber,
 - 3) Running and organizing of seminars, congresses, symposia, fair, conferences in order to establish conditions for mutual sharing of experiences and for the development for the gas industry,
 - 4) Co-participation in the preparation of periodical publications as well as one-off publication promoting national and foreign scientific and technical achievements in the gas industry (including the quarterly of *Przegląd Gazowniczy*),
 - 5) Preparation of applications for awarding members with national distinctions and honorary distinctions of the Chamber,
 - 6) Establishing conditions for the operation of the Economic Mediation Center, the goal of which is to seek settling of disputes through mediation,
 - 7) Establishing conditions for the operation of the Court of Arbitration with the character of the arbitration court settling disputes in trade impartially,
 - 8) Creation and execution of the marketing and sponsoring plans with the care of consistency of marketing, sponsoring and promotional activities.

G) Shaping conditions facilitating the development of the industry, covering in particular:

- 1) Initiating of scientific and research works,
- 2) Promoting new technical and technological, as well as economic and organizational solutions,
- 3) Conducting activities of chambers of industry and commerce, including issuing of certificates and attestations pursuant to contracts, commercial habits and binding provisions of law,
- 4) Organizing scientific and technical information flow for members of the Chamber,
- 5) Cooperation with state administration authorities and presentation of the opinions of the industry with regard to considerable shortcomings of the law, its lack or interpretation by organs of territorial self-governments,
- 6) Elaboration of expertise and analyses, counselling activity in the field of technology, economy as well as organizational and legal issues in the gas industry.

§ 6 Final provisions

1. The provisions of the Regulations enter into force after their approval by the Management Board of the Chamber of the Natural Gas Industry.
2. Any amendments to the Regulations shall be introduced exclusively by the resolution of the Management Board of the Chamber of the Natural Gas Industry.
3. The wording of the Regulations is available for all Members and employees of the Chamber, according to the rules generally adopted in the Chamber with regard to published normative acts.