



Terms of Reference- Capital Market Institutions
Committee



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Definitions:

The Authority:	The Capital Market Authority.
Capital Market Institutions Committee:	The committee undertakes initiatives to enhance and empower the role of the Capital Market by discussing topics of interest to the Capital Market institutions or those raised by the authority. Also, It is the vocal point between the Capital Market institutions and the Authority.
Main Committee:	A committee representing the Capital Market institutions and is considered the main point of contact between the Capital Market institutions and the Authority.
Main Committee members:	The member who nominates and is elected by the majority by the chief executives of Capital Market Institutions to become a member of the main committee.
Chairman of the Main Committee:	A chairperson who committee members elect to chair the main committee.
Sub-committees:	They are committees formed by the main committee on a permanent or temporary basis as needed.
Members of the sub-committees:	The member nominated by the Capital Market institution and chosen by the members of the main committee.
Chairman of the Sub-Committee:	A chairperson who the sub-committee members elect to chair the sub-committee.
Agenda:	A list of topics to discuss, a sequence of planned activities, or both.
Meeting Minutes:	A record showing the main committee's meeting date, attendees, discussions, recommendations, and resolutions.



Capital Market Institutions Main Committee:

1/2 Election of the members of the main committee:

- The CEOs of the Capital Market institutions elect the members of the main committee.

2/2 Composition of the Committee

The main committee consists of the following:

- Ten members elected CEO's of the CEO of the Capital Market Institutions.
- The elected committee's members elect one of the members to become chairman, and the chairman appoints the vice-chairman.
- The main committee member represents themselves and does not represent the capital market institution in which he works.
- The Chairman of the Committee nominates and appoints the Secretary of the Committee.

2/3 Duties and Responsibilities

- Suggesting and discussing topics of interest to Capital Market institutions and studying the challenges related to them that contribute to promoting market growth and stability, offering initiatives, and expressing an opinion on everything that would contribute to the development of the market.
- Discussing the issues raised by the authority and expressing views on them.
- Holding workshops and conferences and presenting and sharing recommendations with the authority and relevant authorities.
- Contributing to establishing awareness, media, and advertising exhibitions for the capital market institutions.

2/4 Governance of the Capital Market Institutions Committee:

- The committee holds at least four annual meetings in the presence of authority official/s.
- The committee may invite professionals from outside the authority and the capital market institutions to solve issues and explore opportunities for advancing & promoting the capital market.
- The committee decides the dates and venues of the meetings and arranges all matters in coordination with the committee secretary.
- The meeting's quorum is 60%; the chairman or his/her deputy must chair the meeting. In the event of a vote, the committee chairman's vote shall prevail.
- The term of membership of the committee is two years.
- A committee member may not nominate himself/herself for more than two consecutive terms.
- The Committee Secretary prepares and shares the meeting minutes with members of the main committee and the authority within ten working days from the meeting date.



3. Sub-committees:

The capital market institutions committee has formed permanent sub-committees, according to market institutions activity, as follows:

- Management Committee
- Custody Committee
- Arranging and Advisory Committee
- Dealing Committee (includes brokerage and underwriting)
- Governance Committee (includes the following departments: Compliance / Governance / Risk / Legal / Financial)

3/1 Composition of the Subcommittee

The subcommittee consists of the following:

- A maximum of ten members, to be chosen by voting by members of the Capital Market Institutions Main Committee, from whom they choose a chairman and a vice-chairman of the committee.
- The sub-committee member represents himself/herself and does not represent a member of the main committee or the capital market institution.
- The sub-committee chairman selects a committee secretary to perform the duties of the secretary of the sub-committee.

3/2 Duties and Responsibilities

Each of the sub-committees, according to its specialization, performs the following tasks:

- Discussing and resolving the issues raised by the main committee, expressing an opinion, and presenting a study with solutions and challenges that promote market growth and stability.
- Submit recommendations and minutes of meetings to the Market Institutions Committee.
- Taking initiatives that would contribute to the development of the capital market.
- Suggesting topics of interest to the capital market institutions, presenting them to the main committee, and contributing to the establishment of workshops and conferences.
- Carry out all the tasks assigned to it by the Main Committee.

3/3 Governance of sub-committees

- Subcommittees hold at least two meetings annually, and the committee has the right to invite members of the main committee.
- The sub-committee may invite professionals from outside the authority and the capital market institutions to solve issues and explore opportunities for advancing & promoting the capital market.
- The sub-committee decides the dates and venues of the meetings and arranges all matters in coordination with the committee secretary.
- The meeting's quorum is 60%; the chairman or his/her deputy must chair the meeting. In the event of a vote, the committee chairman's vote shall prevail.



- The term of membership of the sub-committee is two years.

Formation of other committees

- The capital market institutions committee can form permanent or temporary subcommittees to discuss the issues the main committee is concerned with.

4. Capital Market Authority

4/1 The Authority's role in the Capital Market Institutions Committee:

- Attendance of the main committee meetings.
- Receiving and referring the topics proposed by the main committee chair to the relevant departments/deputies within the authority.
- Responding to issues referred by the main committee within thirty days.
- Receive the response on the proposals and deliver them to the main committees' chairman and secretary.
- The authority may request the main committee to discuss any necessary topics.
- The authority may request the main committee to hold a meeting whenever needed.
- The authority may request the committee to provide additional information on requests and proposals.

Suggested topics template

- The capital market institutions shall fill out the form (Annex 1) and send it to the committee secretary, who will share it with the main committee for further discussions and actions.

Communication

- The Committee communicates with CMA, the Capital Market Institutions and the relevant authorities through e-mail: Info@cmic-cma.com



Annex (1) Sample topics proposed by the committees



Suggestion Form

Capital Market Institution Committee	
Subject	
Meeting Date	
Executive Summary	
Justifications	
Challenges	
Pros	Cons
Recommendations	
Attachment	