

Decree No. (12) of 2009
Establishing
Indemaj Foundation¹

We, Mohammed bin Rashid Al Maktoum, Ruler of Dubai,
Do hereby issue this Decree.

Article (1)

This Law will be cited as "Law No. (12) of 2009 Establishing Indemaj Foundation".

Article (2)

The following words and expressions will have the meaning indicated opposite each of them unless the context implies otherwise:

UAE:	The United Arab Emirates.
Emirate:	The Emirate of Dubai.
Ruler:	His Highness the Ruler of Dubai.
Government:	The Government of Dubai.
KHDA:	The Knowledge and Human Development Authority in Dubai.
Indemaj:	Indemaj Foundation.
Competent Entities:	The competent educational entities in the UAE.
Board of Directors:	The board of directors of Indemaj.
Chairman:	The chairman of the Board of Directors.
CEO:	The chief executive officer of Indemaj.

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¹Every effort has been made to produce an accurate and complete English version of this legislation. However, for the purpose of its interpretation and application, reference must be made to the original Arabic text. In case of conflict, the Arabic text will prevail.

Article (3)

Pursuant to this Decree, a public non-profit educational foundation named "Indemaj Foundation" is established. Indemaj will have legal personality, financial and administrative autonomy, and the legal capacity required to undertake all acts and dispositions required for the achievement of its objectives. Indemaj may sue and be sued in its own name.

Article (4)

1. Indemaj aims to provide the appropriate learning environment for Special Education Students where they develop their learning and educational potential, and to provide modern supplies and equipment for special education classrooms.
2. For the purposes of this Decree, the term "Special Education Students" means students who differ from ordinary or average students in terms of mental, physical, or sensory abilities; or in terms of behavioural, linguistic, or educational characteristics, to the extent that the provision of special education services and support services becomes necessary to satisfy the individual needs of these students.

Article (5)

The head office of Indemaj will be located in the city of Dubai. Indemaj may open branches and offices within and outside of the Emirate.

Article (6)

For the purpose of achieving its objectives, Indemaj will, in cooperation and coordination with the Competent Entities in the UAE, have the following duties and functions:

1. to provide and implement high quality educational services in public and private schools in the UAE, in cooperation and coordination with the KHDA and the Competent Entities;
2. to implement projects related to the provision of educational and learning services to Special Education Students and to teachers;
3. to develop the educational and learning potential of Special Education Students;

4. to provide approved modern technologies which assist in creating a safe and modern environment for Special Education Students in public and private schools in the UAE, in cooperation and coordination with the KHDA and the Competent Entities; and
5. to provide students and teachers with the relevant qualifications and training, with a special emphasis on Special Education Students.

Article (7)

Indemaj will be managed and supervised by a Board of Directors comprised of a Chairman, a vice chairman, and at least five (5) members appointed for a renewable period of three (3) years pursuant to a resolution of the Ruler.

Article (8)

The Board of Directors will convene at the invitation of its Chairman, or vice chairman in case of absence of the Chairman, at least four (4) times a year. Meetings of the Board of Directors will be valid if attended by the majority of its members, provided that the Chairman or vice chairman is in attendance. Resolutions of the Board of Directors will be passed by majority vote of attending members, and in the event of a tie, the chair of the meeting will have a casting vote.

Article (9)

The Board of Directors will have the following duties and functions:

1. to set, and oversee the implementation of, the general policy of Indemaj;
2. to approve the strategic plans related to the work of Indemaj;
3. to approve the organisational structure and the financial and administrative bylaws and regulations related to the work of Indemaj;
4. to approve the annual draft budget and financial statements of Indemaj;
5. to issue the terms of reference of the Board of Directors;
6. to conclude, in the name of Indemaj, memoranda of understanding with any other entities; and
7. to appoint Indimaj auditors and determine their remuneration at the beginning of each financial year.

Article (10)

A CEO will be appointed to Indemaj pursuant to a resolution of the Board of Directors.

Article (11)

The CEO will have the following duties and functions:

1. to implement the general policy of Indemaj and the resolutions of the Board of Directors;
2. to draft the strategic plans related to the work of Indemaj, and to submit the same to the Board of Directors for approval;
3. to prepare Indemaj organisational structure, draft the financial and administrative bylaws and regulations related to its work, and submit the same to the Board of Directors for approval;
4. to prepare the draft annual budget and financial statements of Indemaj and submit the same to the Board of Directors for approval;
5. to submit to the Board of Directors biannual reports on the work of Indemaj;
6. to supervise the work of the executive body of Indemaj;
7. to represent Indemaj in its relations with third parties; and
8. to perform any other duties or functions assigned to him by the Board of Directors in relation to the work of Indemaj.

Article (12)

In managing its accounts and records, Indemaj will apply the rules and principles of commercial accounting. The financial year of Indemaj will commence on 1 January and will end on 31 December of each year, except that the first financial year will commence on the date on which this Decree comes into force and will end on 31 December of the following year.

Article (13)

The financial resources of Indemaj will consist of:

1. the grants, gifts, and donations received by Indemaj and accepted by the Board of Directors; and

2. any endowments made to Indemaj.

Article (14)

The Government will not be liable for any debts or obligations incurred by Indemaj.

Article (15)

Except in cases of fraud and gross fault, neither the Chairman, nor the Board of Directors, nor the CEO will be liable to third parties for any debts or obligations arising from any act or omission committed by them in the course of managing Indemaj and its operations. Indemaj will be solely liable to third parties for such an act or omission.

Article (16)

The Board of Directors will issue the regulations and bylaws required for the implementation of this Decree.

Article (17)

This Decree will be published in the Official Gazette and will come into force on the day on which it is published.

Mohammed bin Rashid Al Maktoum

Ruler of Dubai

Issued in Dubai on 5 March 2009

Corresponding to 8 Rabi al-Awwal 1430 A.H.