

<p style="text-align: center;">Statutes Renewable Energy Policy Network for the 21st Century e.V. (REN21)</p>	<p style="text-align: center;">By-laws Renewable Energy Policy Network for the 21st Century e.V. (REN21)</p>
<p style="text-align: center;">Chapter 1 Name, Legal Status, Official Headquarters, Financial Year and Duration</p> <p>§ 1 Name The name of the association is “Renewable Energy Policy Network for the 21st Century e.V.” or abbreviated “REN21”.</p> <p>§ 2 Legal Status The Association is entered in the official register of societies and associations at the District Court of Bonn.</p> <p>§ 3 Official Headquarters The official headquarters of the Association are in Bonn, Germany.</p> <p>§ 4 Financial Year The financial year of the Association corresponds to the calendar year.</p> <p>§ 5 Duration The duration of existence of the association is unlimited. It can be dissolved at any time.</p> <p style="text-align: center;">Chapter 2 Purpose and Status of the Association</p> <p>§ 1 Purpose of the association The purpose of the association is education in the field of renewable energy in order to provide a rapid and global transition to renewable energy worldwide, especially through the exchange of political and scientific information, in-depth-knowledge and experiences of decision makers of the public and private sector.</p> <p>The association’s purpose shall be realised in particular through the generation and transmission of information concerning renewable</p>	<p style="text-align: center;">Chapter 1 Name, Legal Status, Official Headquarters, Financial Year and Duration</p> <p>Name <i>The network will be commonly referred to as REN21, or the Renewable Energy Policy Network for the 21st Century.</i></p> <p>Location of the Secretariat: <i>At the moment of the association’s creation, the Secretariat is located at UNEP in Paris. The future location of the Secretariat shall be determined by a majority vote of the Steering Committee.</i></p> <p>Language <i>The legal business of REN21 will be conducted in English or German, if required.</i></p> <p><i>The formal language used for discussion at General Assemblies and meetings of the Steering Committee and the Bureau shall be English.</i></p>

energy by compiling and editing of publications and their distribution as well as by organising different events such as conferences, seminars and workshops etc. on that subject.

Renewable energy sources contribute essentially to resource conservation and climate protection and thereby serve significantly to achieve environmental protection. Especially in developing countries the extension of renewable energy can in addition contribute to development aid and poverty reduction, which in turn benefits the local environmental conditions. In this way, the challenges of both industrial and developing countries in particular the promotion of climate protection, resource conservation and sustainable reliable energy supply can be met.

§ 2 Status as a Charitable Organization

- (1) The Association solely and directly pursues objectives of public benefit within the meaning of the Chapter "Tax-Exempt Objectives" of the Regulation of Taxation (Abgabenordnung AO).
- (2) The Association works supra-nationally, above party lines and for altruistic purposes only. It does not pursue its own economic interests and has no interest in making profit.
- (3) The association's funds may only be used for the purposes set out in the statutes. The members of the association shall receive no benefits from the association's funds.
- (4) Nobody shall benefit from expenditure which is alien to the purpose of the corporation or from an unreasonably high remuneration.
- (5) The Association may fulfil its aims by obtaining funds for the realization of tax-deductible purposes.

<p style="text-align: center;">Chapter 3 Membership</p>	<p style="text-align: center;">Chapter 3 Membership</p>
<p>§ 1 Membership</p> <p>(1) Any natural person or legal entity ascribing to the purposes of REN21 may become a member of the association.</p> <p>(2) An application to join the association must be made in writing to the Secretariat. The Bureau shall decide whether to approve the application to join the association. An appeal from the Bureau decision may be made to the General Assembly. Appeals must be received at least one month before the meeting at which they may be considered.</p>	<p><i>Applications via email on a form approved by the Secretariat will be considered as made "in writing".</i></p> <p><i>The Bureau shall consider all valid applications, and share its response to each with members via the REN21 website.</i></p> <p><i>A member can appoint a natural person to act as its representative and to exercise its membership rights in relation to the association.</i></p>
<p>§ 2 Termination of Membership</p> <p>(1) Membership ends by resignation, exclusion, closure or death of a member.</p> <p>(2) Resignations will be effective on 31 December of the relevant calendar year. Notice must be given in writing to the Secretariat.</p> <p>(3) The General Assembly can decide to suspend or to exclude one or several members on justified ground, notably if the persons concerned act prejudicially against the Association. This decision is taken by 2/3 majority. The application to expel a member can be submitted to the General Assembly by the Bureau or by one quarter (1/4) of the members of the General Assembly. Before the General Assembly votes on the application of expulsion, the respective member shall be given the opportunity to present his or her case, either verbally or in writing to the General Assembly within an appropriate period of time.</p>	<p>Termination of Membership</p> <p><i>The working definition of "closure" is the termination or dissolution of an institutional member.</i></p> <p><i>a. In the case of an application to expel a member by petition of members of the General Assembly, the Bureau will establish an ad hoc credentials committee to certify that the signatures on the petition are valid and that the number of signatures equals or exceeds ¼ of the members of the General Assembly at the time the petition is filed with the Secretariat.</i></p> <p><i>b. The application to expel must explicitly state the grounds for suspension or exclusion,</i></p> <p><i>c. When the application to expel is determined to be valid by the ad hoc credentials committee, the Secretariat shall cause to be published in the Members only area of the website and in the agenda of the General Assembly the application to expel, as well as a summary of the grounds on which this decision is based. The member concerned by the application shall be invited to respond to the application, and a summary of such response, in detail</i></p>

§ 3 Membership Fees

- (1) Each member shall pay to the association an annual membership fee.
- (2) The amount of the membership fees shall be determined by the Steering Committee. They will be set out in the bylaws.

§ 4 Member's liability

Members of the registered association are not liable with their personal property for debts of the association.

comparable to the application and its reasoning, shall be published in the Members only area of the website and in the agenda of the General Assembly. Any member shall have the right to inspect the full evidence on which the application to expel is based at the Secretariat, and the concerned member shall have the right to deposit at the Secretariat a detailed response to the application to expel and the evidence collated.

- d. The agenda of the General Assembly will provide for the respective member the opportunity to respond to the allegations on which the application to expel is based. The General Assembly is committed to grant the respective member fair hearing and may only exclude a member if such decision is deemed proportionate (verhältnismässig) in view of the proven allegations brought against such member.*
- e. Any member being subject to expulsion proceedings shall have the right to appeal to the German courts, according to the established principles of the German law of associations.*

Membership Fees

- a. Membership fees for the triennium 2013 to 2015 shall initially be 0 Euros.*
- b. The Steering Committee may revise the membership fees and recommend changes as part of the preparation of the Agenda of any General Assembly with any changes in fees being applied at the beginning of the ensuing calendar year.*

**Chapter 4
Agents of the Association**

§ 1 Agents of the Association

- (1) The agents of the association shall be:
 - the General Assembly
 - the Steering Committee
 - the Bureau

**Chapter 4
Agents of the Association**

<ul style="list-style-type: none"> - the Secretariat and - the Executive Secretary <p>(2) Further agents may be appointed by virtue of a resolution of the General Assembly.</p> <p>§ 2 General Assembly</p> <p>(1) The General Assembly consists of all members. Each member shall have one vote.</p> <p>(2) The General Assembly convenes at least once every three years. Extraordinary meetings shall be held if at least one fifth (20%) of the Members so request, or upon decision of the Steering Committee or the Bureau.</p> <p>(3) The General Assembly convenes upon invitation by the Secretariat the latest two weeks in advance. With the written invitation, the agenda has to be sent, setting out all proposals subject to vote. The invitation is considered received when sent to the last reported address of the member. Electronic mail is possible.</p> <p>(4) The General Assembly needs a quorum of at least half (>50%) of all its members present or represented. It votes by simple majority (>50%) of the members present or represented.</p> <p>(5) Minutes shall be kept of all meetings.</p>	<p>General Assembly</p> <p>a. <i>The next regularly scheduled meeting of the General Assembly will be in January, 2013.</i></p> <p>b. <i>All General Assemblies shall be chaired by the Chair of REN21.</i></p> <p>c. <i>The Secretariat shall establish procedures by which members can petition for an extraordinary meeting.</i></p> <p>d. <i>Notice to members of a General Assembly will be sent by email.</i></p> <p>e. <i>If the Bureau or the Steering Committee so decide, additional notice may be required for the convening of a General Assembly.</i></p> <p>f. <i>The initial draft of By-Laws shall be on the Agenda for the 2013 General Assembly.</i></p> <p>g. <i>The by-laws may allow for procedures for the 2013 General Assembly that apply only to the 2013 General Assembly.</i></p> <p>h. <i>Attendance at a General Assembly for purposes of establishing a quorum or for voting shall be in person or by written proxy.</i></p> <p>i. <i>Proxies shall be submitted to the Secretariat in writing and conforming substantially to the model proxy attached to the invitation no later than three working days before the day of the General Assembly. Proxies may only be granted to members of REN21 who are natural persons and at no point in time any person may hold simultaneously more than two proxies (and the voting rights conferred under such proxies shall be exercised in addition to the voting right of such person.</i></p> <p>j. <i>The Secretariat will provide a model proxy with the invitation to the General Assembly and will only accept proxies which are rendered on the basis of the provided form. Proxies are accepted in fax or scanned copy sent by email.</i></p>
--	---

<p>§ 3 The Steering Committee</p> <p>(1) The multi-stakeholder Steering Committee represents the General Assembly of REN21.</p> <p>(2) The Steering Committee is elected by the General Assembly every three years.</p> <p>(3) The General Assembly elects from among its members at least one representative of each of the following categories who shall represent the General Assembly in all matters together as the Steering Committee:</p> <ul style="list-style-type: none"> • Governments and government agencies • Intergovernmental organisations • Nongovernmental organisations • Industry associations • Corporations • Academic and scientific institutions • Members at large. <p>Vote shall be by simple majority (>50%) within the respective categories.</p> <p>(4) The Steering Committee shall convene at least once a year.</p>	<p>k. <i>The Bureau shall establish an ad hoc credentials committee to certify proxies.</i></p> <p>l. <i>To petition for an extraordinary meeting, a request in writing signed by at least 20% of the members has to be submitted to the Bureau. The request has to outline the reasons for convening a General Assembly. A petition via email is considered "in writing" (plus certification of validity of signatures as for application to expel). The subsequent invitation for convention will follow the provision in Chapter 4 § 2 (3) of the Statutes.</i></p> <p>m. <i>Of all meetings minutes will be kept which will be circulated to all members and/or posted on the members' section of the web page.</i></p> <p>The Steering Committee</p> <p>a. <i>The SC shall consist of up to 50 members who shall duly reflect the membership base of REN21.</i></p> <p>b. <i>For the 2013 General Assembly, the Secretariat shall present to the plenary a list of those to be nominated to the Steering Committee. The General Assembly shall vote on the list as a whole. The Steering Committee will elect the Chair and the Bureau of REN21.</i></p> <p>c. <i>Seats on the SC to be elected at subsequent General Assemblies shall duly reflect the membership base of REN21. For this purpose, the General Assembly may decide to assign a certain number of seats to a certain member category (quotas).</i></p> <p>d. <i>After the 2013 General Assembly, in case quotas have been decided, the following election procedures will apply:</i></p> <p><i>Nominees from each category shall be selected by members from the respective categories meeting in caucus, without regard to the number of seats to be allocated to that category.</i></p> <ul style="list-style-type: none"> ○ <i>At each General Assembly, caucuses</i>
--	---

<p>(5) The term of the Steering Committee membership is 3 years; members may be re-elected.</p> <p>(6) All members of the Association can participate in the Steering Committee meetings as observers.</p> <p>(7) An extraordinary meeting of the Steering Committee is convened if at least half (>50%) of the association's members request it in written form and indicating the reasons.</p> <p>(8) At least ten days' notice must be given prior to any meeting of the Steering Committee. The agenda must be announced in the notice calling the meeting. Electronic Mail is possible.</p> <p>(9) The Steering Committee appoints the Executive Secretary, and approves the annual work plan together with the budget and the audited financial statements.</p> <p>(10) The Steering Committee may delegate other authorities and responsibilities to the Bureau, the Secretariat or other entities it may create.</p> <p>(11) Each statutorily convened meeting of the Steering Committee shall have a quorum of at least half (>50%) of the Steering Committee members present or represented. Each member has one vote.</p> <p>(12) The Steering Committee shall operate on the basis of consensus wherever possible. In case of a vote, the Steering Committee takes its decisions by simple majority. In the case of equality of votes, the vote of the Chair is decisive.</p>	<p><i>by category shall be convened by the Bureau.</i></p> <ul style="list-style-type: none"> ○ <i>Nominations for the Steering Committee may be made from the floor, and require a second.</i> ○ <i>Nominations may be closed only by majority vote of the category caucus.</i> ○ <i>Individuals or legal entities who / which have been duly nominated shall be so reported to the General Assembly.</i> <p><i>e. Once all nominees from category caucuses have been reported to the General Assembly, the Chair shall cause ballots to be prepared of nominees by category.</i></p> <p><i>f. Voting shall be by secret ballot and separate per category, with each member being able to vote for the same number of nominees as there are openings in each category on the Steering Committee.</i></p> <p><i>g. The Chair shall cause all votes to be tallied. Nominees shall be ranked by category by the number of votes received, and available seats shall be allocated accordingly. In the case of tie votes, the election shall be repeated in relation to the particular seat, until there is a majority for one candidate.</i></p> <p><i>h. Members may only vote one time for any individual.</i></p> <p>Extraordinary meeting of the Steering Committee</p> <ul style="list-style-type: none"> <i>a. The Secretariat shall develop for the consideration of the Steering Committee written procedures and necessary forms to enable this action.</i> <i>b. At the request of the Chair or the Executive Secretary and upon a majority vote of members present or represented, the Steering Committee may enter Closed Session for the consideration of personnel, financial, or proprietary matters.</i>
---	---

§ 4 Bureau

- (1) The Bureau shall conduct the affairs of the association in an honorary capacity. It makes decisions and exercises executive authority between meetings of the Steering Committee and the General Assembly.
- (2) The Bureau shall consist of the following members:
 - the Chair;
 - the 7 Vice chairs;
 - the Executive Secretary
- (3) The members of the Bureau shall be elected by the Steering Committee for a period of two years and by secret ballot. Vote shall be by simple majority (>50%). Membership in the Bureau may be renewable. All Bureau members shall remain in office until new elections are held, even if their term of office has expired.
- (4) Representation of the Association both before a court of law and out of court is provided by the Chair

Quorum of Steering Committee meetings

- a. Attendance at a SC meeting for purposes of establishing a quorum or for voting shall be in person or by written proxy or by virtual contemporaneous participation.
- n. Proxies must be submitted to the secretariat in writing at least 1 week prior to the convening of the SC. Proxies may only be granted to natural persons who are elected members of the Steering Committee and at no point in time any person may hold simultaneously more than two proxies (and the voting rights conferred under such proxies shall be exercised in addition to the voting right of such person.
- b. The Secretariat shall certify proxies.
- c. The Chair votes only in the case of tie votes.

Bureau

Only Steering Committee members are eligible for the Bureau, with the exception of the position of the Chair, who does not need to be from the Steering Committee membership.

For 2013 the following procedures shall apply:

- a. Members willing to serve on the Bureau shall submit their names in writing to the Secretariat. Members shall submit nominations for the Chair of REN21 to the Secretariat.
- b. The Secretariat shall present the list of nominations to the Steering Committee.
- c. The Steering Committee shall elect the Chair of REN21.
- d. Members shall vote by secret ballot, each member may vote for seven Vice-Chair candidates. Each member may vote only once for any candidate of the bureau.
- e. The seven (7) receiving the most votes shall be elected as Vice-Chairs. The Chair shall cause all votes to be tallied. Nominees shall be ranked by the number of votes received, and available seats shall be allocated accordingly.

<p>and a vice-chair working jointly. The Chair and one (1) vice-chair can provide a power of attorney to the Executive Secretary to represent the association.</p> <p>(5) In all legal transactions that affect the Bureau itself, the association is represented by the Chair.</p> <p>(6) In all legal transactions that affect the Chair personally, the Association is represented by the Executive Secretary and one vice-chair.</p> <p>(7) The Bureau meetings are held at least four times a year. If suitable, Bureau meetings may be conducted electronically/virtually. The invitation to the Bureau meeting is carried out by the Executive Secretary in writing and in compliance with the notice period of at least 5 working days. Electronic Mail is possible.</p> <p>(8) The Bureau has a quorum when more than half (>50%) of its members are present. The Bureau operates on the basis of consensus wherever possible. In case of a vote, the Bureau passes resolutions with a majority vote by the Bureau members present (>50%). Abstentions won't be counted. If a vote is tied, the related petition shall be considered rejected.</p> <p>(9) Apart from the Executive Secretary, the Bureau members exercise their responsibilities in an honorary capacity without pay.</p> <p>Expenses incurred by the execution of their Bureau responsibilities may be reimbursed by the association on a case-by-case basis.</p>	<p><i>f. In the case of tie votes, the election shall be repeated in relation to the particular seat, until there is a majority for one candidate.</i></p> <p><i>As of and from 2015, the following procedures shall apply:</i></p> <p><i>a. Members shall submit nominations for the Chair of REN21 to the Secretariat. The Secretariat shall present the list of nominated candidates for the Chair.</i></p> <p><i>b. Once a General Assembly has elected a Steering Committee, all members of the Steering Committee are eligible for election to the Bureau.</i></p> <p><i>c. The Steering Committee will elect the Chair of REN21.</i></p> <p><i>d. Members shall vote by secret ballot, each Member may vote for seven (7) Vice Chairs to cast for Bureau membership. Each member may only vote once for any member of the Steering Committee.</i></p> <p><i>e. The seven (7) receiving the most votes shall be elected as Vice-Chairs.</i></p> <p><i>f. The Chair shall cause all votes to be tallied. Nominees shall be ranked by the number of votes received, and available seats shall be allocated accordingly.</i></p> <p><i>g. In the case of tie votes, the election shall be repeated in relation to the particular seat, until there is a majority for one candidate.</i></p>
---	--

§ 5 The Secretariat

- (1) REN21 is supported by a Secretariat.
- (2) The REN21 Secretariat
 - supports the Steering Committee and the Bureau as it further develops the Network
 - acts in the service of the work programme as agreed by the Steering Committee
 - coordinates the outreach of the Network
 - supports the working procedures of the Network's thematic issue groups
 - maintains the website and public relations products of the Network
- (3) The Secretariat is managed by REN21's Executive Secretary.

§ 6 Executive Secretary

- (1) In response to a proposal by the Chair, the Bureau delegates the daily running of the Association to an individual who will be designated Executive Secretary of the Association, and who will serve, ex officio, as non-voting member of the Bureau and the Steering Committee. He/she shall be present during the General Assembly.
- (2) As well as managing the daily business of the Association, the Executive Secretary shall:
 - organise the daily business of the General Assembly, the Bureau and the Steering Committee;
 - see that decisions taken in accordance with this statute by the various component

Executive Secretary

The Bureau shall appoint the Executive Secretary who will be charged with the daily management of the Association. The Executive Secretary may employ staff required for the Secretariat of the Association.

The indemnification of the Executive Secretary will be decided by the Chair in agreement with the Bureau.

Within 6 months after approval of the first set of by-laws, the Executive Secretary will draft internal rules of operation for Secretariat staff (code of conduct, working hours, travel approval, travel expense claims, holiday regulation etc.).

elements of the Association are acted upon;

- implement the Association's budget and workplan;
- take charge of the preparation of annual accounts and getting them audited;
- see that minutes of the General Assembly, the Bureau meetings as well as Steering Committee meetings are kept and filed;
- represent the Association in dealing with day-to-day business;
- represent the Association in the procurement and execution of projects, as delegated by the General Assembly, the Bureau and the SC.

(3) The Executive Secretary may be relieved of his / her duties by a two-thirds (2/3) majority vote of those present and represented at a meeting of the Bureau according to the terms of his/her employment contract.

**Chapter 5
Internal Policies & Procedures**

§ 1 Internal Policies

The Association may institute by-laws which shall be approved by the General Assembly. The General Assembly will approve by simple majority (>50%) of its members present or represented.

§ 2 Audit

Annual accounts have to be audited.

**Chapter 5
Internal Policies & Procedures**

Internal Policies

The initial By-Laws shall be considered by the General Assembly at its meeting in 2013. They can be amended by the same process as they are approved.

The By-Laws shall be construed or interpreted in ways deferential to the Statute.

Audit

The Auditor shall be appointed by the Bureau, having received recommendations of possible candidate firms from the Executive Secretary.

<p>§ 3 Amending the Statutes and Dissolution of the Association</p> <p>(1) Amendments to the statutes and the objectives of the Association and disbandment of the Association can only be effected by an extraordinary meeting of the General Assembly convened solely for this purpose. Amendments and disbandment require a three-quarter (3/4) majority vote by the voting members present.</p> <p>(2) Should the Association dissolve or disband or should its tax-deductible work be discontinued, all assets of the Association shall go to a legal entity of public law or to a tax-privileged entity with the purpose to be used for education activities in the field of renewable energy.</p>	<p>Amending of the Statutes and Dissolution of the Association</p> <p><i>An extraordinary General Assembly may be convened concurrently with an ordinary meeting of the General Assembly.</i></p> <p><i>The extraordinary General Assembly which dissolves REN21 shall select the entity to receive the assets of REN21.</i></p> <p style="text-align: center;">Chapter 6 Financial regulation</p> <p><i>The Bureau, with the assistance of the Secretariat, shall establish financial regulations which shall be enacted upon approval by the Steering Committee, according to which:</i></p> <p>a. <i>The Bureau, with the assistance of the Secretariat, shall draw up an annual budget, which shall be approved by the Steering Committee.</i></p> <p>b. <i>The Bureau, with the assistance of the Secretariat, shall set up annual accounts compliant with applicable accounting rules which shall be audited by an external accountant and approved the Steering Committee</i></p> <p>c. <i>In all external affairs, the Bureau and the Secretariat shall apply a four eyes principle, according to guidelines to be duly established by the Bureau.</i></p> <p>d. <i>Contracting for and on behalf of REN21 shall require in all material transactions the approval of the Bureau or the Steering Committee, and the Financial Regulations shall provide for such thresholds which balance the needs of a smooth administration with the Members legitimate right of control.</i></p>
---	---