



**EECS Rules
Subsidiary Document**

AIB-EECS-SD02 Voting Rights

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Status of this document

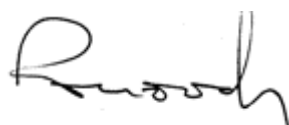
This document, AIB-EECS-SD02 Voting Rights, is a subsidiary document to the Principles and Rules of Operation (the EECS Rules) of the Association of Issuing Bodies (AIB) for The European Energy Certification System.

In the event of conflict between the text of the EECS Rules and the text of this document, the EECS Rules shall always take precedence.

This EECS Rules subsidiary document was formally approved by the General Meeting of AIB members held on 23rd September 2011.

The effective date of this EECS Rules subsidiary document is 1st September 2011.

Signed by the General Secretary:



Phil Moody
2nd February 2012

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Release 2.1	2 nd February 2012	New AIB logo

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A INTRODUCTION AND PURPOSE

A1 Introduction

A1.1 This document is a subsidiary document to the EECS Rules of the AIB as defined in EECS Rules-Section B1.1.1.

A1.2 Specific reference is made to the EECS Rules Sections:

- (a) F – Admission and Expulsion Procedures
- (b) L – Change Procedures

A2 Definitions and Abbreviations

A2.1 The definitions of the EECS Rules also apply to this document. In the event of conflict between the text of the EECS Rules and the text of this document, the EECS Rules shall always take precedence. To facilitate reading this document the abbreviations used are listed below:

- AoA: Articles of Association
- AIB: Association of Issuing Bodies
- IB: Issuing Body
- EECS Rules: Principles and Rules of Operation
- VR: Voting Rights

A3 Purpose

A3.1 The purpose of this EECS Rules subsidiary document is to set out the

- Core principles for the voting scheme
- Detailed regulation of voting procedures in connection with admission and expulsion
- Necessary changes to the existing documents

A3.2 This document is also intended to provide further explanation of the regulations in connection with voting rights set out in the EECS Rules

B Core principles for the design of the voting scheme

B1 Existing regulations regarding voting rights

B1.1 The EECS Rules refer in different sections to voting rights. There are no explicit regulations on the design of voting rights, but the way the regulations are set in the sections implies framework conditions for the voting rights. The relevant sections are:

- F1.3 General Meetings (Section: Admission and Expulsion Procedures)
- L1.2 The General Meeting (Section: Change Procedures)
- L3.2 Implementation of Changes (Section: Change Procedures)

B1.2 Especially the regulations in section F1.3 require the implementation of a voting right scheme that reflects scheme membership, since only scheme members are allowed to vote on the admission of a new scheme member (except under the conditions of Section F1.3.2)

B1.3 The Articles of Association (AoA) set in Article 6.3 (Voting Rights) that the number of votes exercised by each Member regulate that one Member can have 1 or 3 votes, depending on the volume of certificates issued in the previous year.

B2 General Principles

B2.1 The design of the scheme for voting rights must fulfil the following general criteria:

- It must be according to the rules set out in the EECS Rules there are decisions to be made at scheme level, and at AIB level. The voting rights must reflect these possibilities (the voting rights must reflect scheme membership).
- It must be a fair system:
 - Reflecting the activity of a member; and
 - Avoiding the dominance of one player or one country within the AIB;
- It must be as simple as possible; and
- It must reflect the fact that members have to take their national legislation into account.

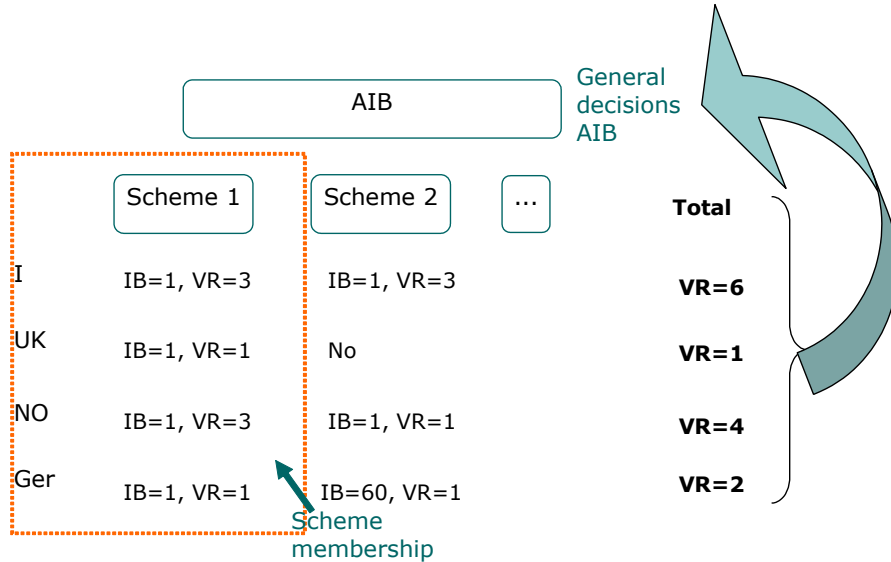
B2.2 Besides these general rules, the changes to existing documents should be as small as possible in order to guarantee continuity.

B3 The voting rights model

B3.1 The voting right model is characterised by the following elements:

- Every AIB Member can participate in one or more schemes;
- Based on national laws, it is possible that there is more than one Issuing Body in a domain for mandatory schemes;
- The General Meeting sets a threshold to the number of certificates issued within each scheme, which distinguishes between small and large members;
- This threshold decides whether a country and a scheme get one or three votes;

- For decisions at a scheme level, Scheme members may exercise one or three votes; and
- For decisions at AIB level, Members may exercise the aggregate number of Scheme votes allocated to them.



VR: Voting Rights, IB: Issuing Body

Figure 1: The "Reflect Scheme Membership" approach



C Admission and Expulsion

- C1.1 As the area of admission and expulsion is especially mentioned in Section F of the EECS Rules, the related regulations are shown in this chapter. In general, the admission and expulsion of Scheme Members can only be decided by Scheme Members with a qualified majority, except when there are less than five Scheme Members. In that case the decision is made by the (AIB) Members.
- C1.2 The Admission and Expulsion of (AIB) Members can only be decided by Members and with qualified majority.
- C1.3 The following clauses within the EECS Rules (release 7.0) contain regulations with regard to scheme membership:
- *F1.3 General Meetings*
 - *F1.3.1*
 - *F1.3.2*
 - *F1.3.3*
 - *F1.3.4*

D Changes to documents

- D1.1 The document in which the detailed regulations about voting rights are implemented is the AoA. Article 6.3 of the AoA dated March 2007 sets out the rules with regard to voting rights. This Article must be changed in according to the provisions of the EECS Rules.