

**EECS Rules
Subsidiary Document**

AIB-EECS-SD15

**Terms of Reference for the
Information System Unit**

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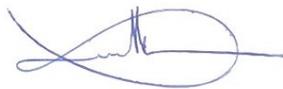
This document, AIB-EECS-SD15: Terms of Reference for the Information Systems Unit, is a subsidiary document to the Principles and Rules of Operation (the EECS Rules) of the Association of Issuing Bodies (AIB) for The European Energy Certification System.

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 25 September 2020.

The effective date of this EECS Rules subsidiary document is 28 September 2020.

Signed by the Secretary General:



Liesbeth Switten

25 September 2020

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Document History

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Article 1 - Scope of Internal Rules

In accordance with Article 10 of the Articles of Association, these Internal Rules define practical and technical matters and procedures governing the operations of the Information System Unit. These Internal Rules also define the interaction between Information System Unit and the other organs and bodies of the AIB.

Should there be a difference in interpretation between the Articles of Association and the Internal Rules, the former shall prevail.

Once approved by the Board, the Internal Rules shall take effect and each Scheme Member and Scheme Observer shall be responsible for compliance with these Internal Rules.

Unless otherwise specified, words and expressions used herein shall have the same meanings as in the Articles of Association of AIB and the EECS Rules.

Article 2 – Members and Observers

2.1. Membership of the Information System Unit

An AIB Member that is a Scheme Member to one or more EECS Schemes is also a Member of the Information System Unit.

2.2. Observers

An Issuing Body that has been granted the Scheme Observer status to one or more EECS Schemes is also an Observer to the Information System Unit.

The status of Scheme Observer is granted and revoked by the Board according to Article 5 of the Articles of Association.

Article 3 – Meetings of the Information System Unit

3.1 Convening of the meetings

- 3.1.1. The Information System Unit shall convene at least four times a year. A member of AIB Secretariat will attend the meeting and maintain the minutes.

- 3.1.2. The chair of the Information System Unit or the Secretariat will send out the notification for the meeting, which shall include the date, time and location (in the case that it is not a telephone conference or a meeting in a digital format) of the meeting, the agenda set by the Chair in cooperation with the Members, draft decisions and any other relevant information to enable Members to participate.
- 3.1.3. At least seven (7) calendar days prior to a meeting, the chair will prepare and send (or publish on the website) to all member representatives a set of meeting papers comprising the agenda and documents which are submitted for approval.

For that purpose, all papers will be submitted to the chair within the following deadlines:

- Decision Papers: at least seven (7) calendar days before the meeting at which they are to be considered for approval, except for approvals of changes to Technical Audit which can be submitted and published at least one (1) calendar day before the meeting;
- Information papers and comments from members on decision papers: at least one (1) calendar day before the meeting at which they are to be considered;
- Presentations: at any time before or after the meeting at which they are to be considered.

Decision papers that are submitted to the chair later than seven (7) calendar days prior to the meeting are only accepted for approval by the meeting subject to gaining the unanimous support of the votes present or represented, with the exception of decisions requiring a majority of three quarters of the votes, as listed under Article 3.4.3 , which will be postponed to the next meeting, unless the Members present and represented consider that the issue needs no discussion, in which case a decision may be taken by electronic vote.

Later amendments by Members shall only be permitted for textual amendments with no material effect on the content of the paper, or where Members unanimously agree that this does not prejudice sensible decision-making.

The deadline for submission of documents is the same in case of decisions taken by electronic voting unless the meeting agrees to another delay, with a majority of three quarters of the votes exercised by the Members present or represented at a quorate meeting, excluding abstentions and blank votes.

- 3.1.4. The agenda for the meetings set out in Article 3.1.2 shall be made available to each Member at least seven (7) calendar days before the meeting and shall indicate whether an item is submitted for information, for discussion or for decision. Each item of the agenda should refer to any supporting documents. The agenda may only be amended at a meeting by a simple majority decision of all participant Members.
- 3.1.5. Attendance at the meeting may also be achieved by telephone conference, any digital meeting format, unless at least three (3) Members notify disagreement in advance to the chair and on condition that all Members can be identified, can follow the debate and can express their opinions in real-time.
- 3.1.6. After debating by telephone or in a digital format, the Members will confirm the opinions expressed and the votes cast by approving the minutes or sending them to the chair in any written form including without limitation email, within two (2) weeks.
- 3.1.7. Any Member that is unable or unwilling to attend the meeting may send its own vote or votes to the chair in advance, in any written form and including without limitation email or proxy awarded to the representative of another Member. If a representative is unable to

attend a meeting, he or she may be represented by the representative of another Member or by a proxy holder belonging to the same Member or its agent. The proxy shall be delivered to the chair before the meeting.

- 3.1.8. Within three (3) weeks after the meeting, the Secretariat shall prepare a set of minutes comprising the list of Members with the names of representatives attending, the decisions that have been adopted and points of information given. These minutes shall be distributed to all Members by publishing them on the website. Members shall have two (2) weeks to provide comments on draft minutes, and final minutes are to be published on the website within 1 week thereafter. The original copy of the minutes shall be retained by the Secretariat.

3.2 Member Representation and meeting participants

- 3.2.1 Each member of AIB shall appoint to Information Systems Unit one (1) representative and one (1) alternate representative, both duly mandated in writing to exercise their functions, who may both attend the meetings and validly exercise the rights of the Member. Appointment of the representatives shall happen by means of a written notice to the secretary general and shall take effect on receipt of such notice.
- 3.2.2 The Secretariat upon notice of the secretary general shall keep a list of all Members' primary and alternate representatives and shall make such list available to all Members upon request.
- 3.2.3 Written proxy may be awarded to the representative of another Member. A Member may not hold more than two proxies at any one time. Nor may a Member hold votes at any one time that represent more than 33% of the votes present or represented at a Meeting. Attendance of Members' representatives at meetings shall not give rise to any remuneration payable by the Association.
- 3.2.4 Written proxy may be awarded to a third-party non-Member if they are the IT provider for the AIB Member giving the proxy and after such has been approved by the Chair of the Information System Unit.
- 3.2.5 AIB Members can request that somebody else than the representatives attend the meeting with prior notice and approval by the Chair. The Chair may invite relevant technical experts or consultants to the meeting.

3.3 Responsibilities and competence

- 3.3.1 Unless otherwise specified in the Delegation Matrix, the duties and competencies of the Information System Unit are the following:

- IT aspects of the AIB Hub and the EECS System : efficiency and enhancement
- Development of the AIB Hub

3.3.1.1 Related tasks :

- Continuously make sure the AIB Hub is adapted to the needs of the international exchange of EECS certificates
- Provide the Board and other Units or Scheme Groups with technical expertise related to the AIB Hub and communication between the AIB Hub and the registries
- Create and manage changes to the AIB Hub on behalf of the AIB
- Follow up of the AIB Hub system provider

- Get in contact and share experience with other organisations working with electronic certificates for energy or emissions
- Provide advice on best practices regarding IT security, errors correction
- Implement monitoring tools for Hub transfers
- Drafting, implementation of statistics collection by the AIB
- Maintain [AIB-EECS-SD03: EECS Registration Databases \(also known as HubCom\)](#)

3.3.1.2 Review Tasks

- Identification, reporting and implementation of corrections to errors in agreed systems process and interface specifications
- Confirmation of compliance of the systems of new and existing member organisations (Technical Audit)

3.4 Decision making

- 3.4.1. In all matters, except in those where Article 3.4.3 applies, decisions shall be adopted by a simple majority of the votes exercised by Members that are present or represented at a quorate meeting of the Information Systems Unit, excluding abstentions and blank votes. In these circumstances, the meeting is quorate when at least three (3) Member representatives are present and represent at least three (3) AIB Members. SuperUser or Technical Support User may not take proxies. If this quorum is not met, an email vote will be organised within three weeks.
- 3.4.2. The meeting may provide options for making decisions by telephone conference, any digital meeting format or any other appropriate means. Any documentation that the Members should examine in order to be capable of exercising their votes with adequate knowledge of matters relevant to be decided upon will be published in advance in accordance with Article 3.1
- 3.4.3. No decision may be taken on any matter not included in the agenda, except for those unanimously agreed by the meeting at which all the Members are present or represented.
- 3.4.4. In between meetings, it is possible for the Information System Unit to take decisions by electronic voting, unless electronic voting was decided by the Information System Unit for a decision paper submitted late which was deemed to require no discussion according to Article 3.1.

For decisions taken by electronic voting, the provisions of this section apply, unless three or more members explicitly request before the voting deadline, that the documents which are submitted for approval be debated at the next Information System Unit meeting.

Electronic voting will take place by email or by means of an online voting platform permitting single choice and revealing the identity of the voter where permitted by the Articles of Association.

Article 4 – Election of the Chair

- 4.1 The chair of the Information System Unit issues a call for candidates for chair elections one (1) month before appointment and sends a notification to the Secretariat to conduct the procedure.
- 4.2 Nominations for the Chair of the Information System Unit shall be submitted by the Information System Unit members to the Secretariat and Chair at least fifteen (15) calendar days in advance for the election date. Candidates for this position shall be chosen amongst the representatives and alternates of the Members in the Information System Unit according to article 3.2.

- 4.3 The elections shall take place at Information System Unit the latest one month before the term of office of the outgoing chair ends.

If there is more than one candidate, election shall take place by secret ballot.

The candidate who receives most of the votes exercised by Members that are present or represented at a quorate meeting of the Information Systems Unit Meeting, excluding abstentions and blank votes. The election meeting is quorate when at least three (3) Member representatives are present and represent at least three (3) AIB Members. The candidate for the Chair, SuperUser or Technical Support User may not take proxies. If this quorum is not met, an email vote or an electronic vote will be organised within three weeks.

If there is only one candidate, then election shall only take place by secret ballot if one or more members request it.

- 4.4 The newly appointed chair will enter in office on the date of expiry of the term of office of the outgoing chair.
- 4.5 The chair of Information System Unit shall be appointed for a term of two (2) years.

Article 5 – Nomination of Representative to the Board by the Information Systems Unit

- 5.1 The Information System Unit is represented in the Board by a member that is appointed by the General Meeting upon nomination of the Information System Unit.
- 5.2 The call for candidates for Board members is issued by the Board six (6) months before the appointment by the General Meeting.

The candidate that will be nominated by the Information System Unit shall be elected at the last Information System Unit meeting to be held before the General Meeting that shall make the appointment.

Candidates for the representative of the Scheme Group to the Board shall be chosen amongst the representatives and alternates of the Members of the Scheme Group according to article 3.2. Nominations shall be submitted at least 15 calendar days in advance for the election date.

- 5.3 If there is more than one candidate, election shall take place by secret ballot.

The candidate who receives most of the votes exercised by Members that are present or represented at a quorate meeting of the Scheme Group meeting, excluding abstentions and blank votes. The election meeting is quorate when at least three (3) Member representatives are present and represent at least three (3) AIB Members. Candidates for the Board representative of ISU , the SuperUser or the Technical Support User may not take proxies. If this quorum is not met, an email vote or an electronic vote will be organised within three weeks.

If there is only one candidate, then election shall only take place by secret ballot if one or more members request it.

- 5.4 The Information System Unit representative to the Board may be dismissed or resign according to the provisions of Article 8 of the AoA.

Article 6 – Voting Rights

- 6.1 Only Members of a Scheme Group have voting right in the Information System Unit meetings.
- 6.2 The number of votes exercised by an AIB Member in a the Information System Unit is one per AIB Member. If an AIB Member is in more than one Scheme, the vote for Information System Unit is still one. Every member of the Information Systems Unit has one vote. This is based on

the consideration that Member representatives to the Information Systems Unit are experts in their field.

- 6.3 New members of Scheme Group become eligible for voting at the first Information System Unit meeting after they have been admitted as a Scheme Member.

Article 7 – Miscellaneous Provisions

- 7.1 These Terms of Reference will enter into force on 28 September 2020.