



ISCC 101 ISCC Statutes

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Statutes

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§ 1 Name and domicile of the association, business year

- (1) The name of the association shall be „International Sustainability and Carbon Certification (ISCC)“. The association is registered in the register of associations and thereafter its name is followed by „e. V.“.
- (2) The domicile of the association shall be the City of Köln.
- (3) The business year is the calendar year.

§ 2 Purpose and tasks

- (1) The Association contributes to climate and environment protection and promotes sustainable development of the society by the advancement of sustainable production of biomass in the context of an environmentally appropriate, climate friendly, socially acceptable and economically reasonable use of biomass and its traceable use in the different steps of the supply chain.
- (2) The association and the certification system promote the implementation of legal regulations regarding sustainability.¹
- (3) In particular, the association has the following tasks:
 - a. Promotion of sustainable cultivation of biomass and its sustainable and traceable further processing and use
 - b. Providing assistance for stakeholders who want to support sustainable cultivation and further processing of biomass
 - c. Provision of a forum for a well-balanced stakeholder dialogue about sustainability and certification
 - d. Establishment of Technical Committees for the review of specific questions
 - e. Promotion and continuous improvement of a certification system for sustainable biomass and its further derivatives

§ 3 Membership

- (1) Members of the association, natural and legal persons, shall be those who participated in the incorporation of the association, and those that could be later admitted as members.
- (2) Natural or legal persons willing to become members shall be prepared to support production, processing and utilisation of sustainable biomass and bioenergy in the context

¹ Particularly the DIRECTIVE 2009/28/EC OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 23 April 2009 on the promotion of the use of energy from renewable sources and amending and subsequently repealing Directives 2001/77/EC and 2003/30/EC, the Verordnung über Anforderungen an eine nachhaltige Herstellung von Biokraftstoffen (Biokraftstoff-Nachhaltigkeitsverordnung – Biokraft-NachV) and the Verordnung über Anforderungen an eine nachhaltige Herstellung von flüssiger Biomasse zur Stromerzeugung (Biomassestrom-Nachhaltigkeitsverordnung – BioSt-NachV).

of the ISCC system and thereby make a contribution to climate protection and ecological and social sustainability.

- (3) Natural or legal persons may become members of the Association.
- (4) Certification bodies cannot become members of the Association.
- (5) Certification bodies using the ISCC System will be invited to join the General Assembly and may participate in technical working groups.
- (6) The acceptance of members takes place according to the following procedure:
 - a. The applicant shall submit an application in writing to the Board. At least two members of the board have to accept the application.
 - b. Applications of legal persons shall be accompanied by information about their activities, including economical interests, if necessary, and shall designate a responsible representative.
 - c. Applications, rejected by the Board, may be submitted to the General Assembly by the applicant.
- (7) Rights and obligations of the members:
 - a. Rights:
 - i. Participation, voting rights and decision-making power in General Assemblies.
 - b. Obligations:
 - i. Support of elected and as per resolution implemented institutions to pursue the statutory purpose.
 - ii. Payment of membership fees, constituted by the General Assembly.
- (8) The membership will end in any of the following cases:
 - a. Withdrawal: Resignation has to be submitted and justified in writing to the Board. Resignation is coming into effect upon receipt.
 - b. Exclusion: The membership of an associate can be suspended by the Board, if the associate does not attend to his duties stated in the statutes. The exclusion can be decided in the General Assembly.
 - c. Cancellation: The membership can be cancelled by the Board, if the payment of the annual fees is more than one year delayed.
 - d. Due to death, if the member is a natural person
 - e. Due to liquidation of organisations (legal persons) without legal succession.

§ 4 Institutions

The Institutions of the association are:

- a. the General Assembly
- b. the Board.

§ 5 General Assembly

- (1) The General Assembly represents the superior decision-making body of the association. All members participate in the General Assembly. The Ordinary General Assembly is held at least once a year. An Extraordinary General Assembly may be convened at the request of the Board or of at least 20% of the members with voting rights (considered per capita).
- (2) Organisations (legal persons) shall delegate a representative to the General Assembly. The name of such representative is to be communicated to the Board before the General Assembly meeting starts. The right to vote in the name of the organization is then delegated to this representative only. Representatives can be accompanied by two further persons from the organisation who shall not have any voting power.
- (3) The General Assembly is convened by the Board. The invitation is in writing (including fax and email) and shall be posted four weeks in advance of the Assembly at the latest. The invitation shall include the meeting place, date and agenda. At the General Assembly, solely topics included in the agenda are discussed and admitted to resolution.
- (4) Additions to the agenda can be submitted to the Board by associates if public announcement at the General Assembly has been made.
- (5) The General Assembly takes over the following tasks in particular:
 - a. Assessment, validation and adjustment of strategies and procedures of the association
 - b. Definition of regulations concerning the use of the ISCC brand and label and the ISCC logo worldwide
 - c. Election and exculpation of the Board
 - d. Implementation or confirmation of National or Regional Initiatives
 - e. Appointment of two accountants, if the accounting control shall not be assigned to a certified public accountant
 - f. Acceptance of budget and annual accounts,
 - g. Exclusion of Members
 - h. Acceptance or refusal of any resolution made by the Board according to the authorisation in § 6, clause 5, letter g).
 - i. Amendments of the Statutes.
- (6) The General Assembly shall be chaired by the chairperson of the Board or by an alternate, alternatively by another member of the Board. In case of absence of all above mentioned persons, the General Assembly can designate the direction of the meeting to another person.

- (7) Minutes of the General Assembly shall be kept and signed by the director of the meeting.
- (8) The General Assembly shall aim to reach a consensus on decisions. If a decision has to be taken by vote, a simple majority is adequate, if not regulated elsewhere in the statutes. Every Associate has one vote. The total voting weight of all individual associates (natural persons) shall be limited to 10% of the total voting weight. The General Assembly constitutes a quorum irrespective of the number of members present. Participation in the assembly by virtual media is also admitted, e.g. by videoconference, by telephone or by means of other electronic media, provided the chairman of the General Assembly is convinced of the identity of the participant.
- (9) For individual meetings of the General Assembly, persons with voting power may assign their vote to another member by written authority. The authorised member shall not adopt the voting power of more than ten members and shall document his authorisation in written form.
- (10) The following cases require a decision with at least 75% of the attending members of the General Assembly:
 - a. Modification of statutes
 - b. Dissolution of the association
- (11) Votings can be effected besides the ordinary and extraordinary General Assembly by a written procedure. The responsibility for the organisation of such a procedure is normally assumed by the Board.
- (12) The General Assembly hands over the operational current transactions of the association to the Board.

§ 6 Board

- (1) The Board manages the affairs of the association in accordance with these statutes and is bound to the resolutions of the General Assembly.
- (2) The Board is composed of the Chairperson, two Vice-Chairpersons and up to 3 other members. The members shall represent one of the following stakeholder groups equally (at most 2 members each stakeholder group):
 - a. Biomass producers and processors
 - b. Trade, logistics and user
 - c. NGOs, Social Sector, Science and Research, Public Sector.

The Association is represented in court and out of court by two members of the Board.

- (3) The Board shall be elected by the General Assembly by simple majority for three years. A re-election is allowed. The Board members shall represent the geographic distribution of the members, the main raw materials represented by the ISCC system and the

converting enterprises and an adequate gender distribution. The General Assembly can withdraw individual Board Members before their three year turn ends.

- (4) The main duties of the Board are stated as follows:
- a. To take care of general marketing and public relations.
 - b. To develop and implement projects.
 - c. To prepare and call on the meetings of the General Assembly.
 - d. To prepare the budget and to carry out all operations according to these statutes.
 - e. To run the register of members.
 - f. To manage the urgent affairs of the General Assembly if the next meeting of members cannot be called upon in time. These affairs must be submitted for approval to the meeting of members during the following meeting.
 - g. To prepare by-laws.
 - h. To issue activity reports and to inform how the budget was spent during the previous year and to present an account of the assets of the association to the meeting of members.
 - i. To issue minutes of the meetings of the members.
 - j. To support national initiatives.
 - k. To establish technical committees.
 - l. To transmit the resolution of the General Assembly and the Board to the ISCC System GmbH
 - m. To secure that the ISCC System GmbH is run as a non profit association
- (5) The Board will designate an Executive Board. It is composed of the Chairperson, one of his alternates and one more member of the Board. By means of a by-law, the Board can assign competences to the Executive Board that safeguard a high capability to act for the association. The above mentioned regulations apply to internal relationship only and thus do not influence the representation regulation stated in paragraph (2).
- (6) The Chairperson calls a meeting of the Board at least twice a year. The agenda and the preparatory documents must be made available to the Board members at least 14 days prior to the meeting. The Chairperson presides over the meetings; in case of absence one of his alternates does. Minutes of the meetings will be issued containing the results of the meetings and signed by the Chairperson and one alternate.

§ 7 Executive Board

- (1) The operational business (operating of the certification system ISCC) is carried out by the ISCC System GmbH. The Management of the ISCC System GmbH may employ further personnel for the task fulfilment.

- (2) The Board of the Association may delegate administrative association duties to the ISCC System GmbH (e.g., keeping the register of members).
- (3) The Management attends the meetings of the Board/Executive Board and the General Assemblies of the association with full voting rights.
- (4) Administration of rights concerning the ISCC brand and label and the global use of the ISCC logo

§ 8 Technical Committees

- (1) If required, the Board can establish Technical Committees as to support them in the handling of certain topics.
- (2) The members of the Technical Committees contribute with professional know-how about the topics and are appointed by the Board.
- (3) Membership in the association is no precondition for joining Technical Committees. The cooperation of certification bodies involved in the ISCC System as well as of the ISCC System GmbH is explicitly desired. Furthermore, adequate organisations may cooperate if required.
- (4) Generally, the Technical Committees have a clearly defined job definition and are employed over a defined time period.

§ 9 National or Regional ISCC Initiatives

- (1) ISCC promotes the development of National or Regional ISCC initiatives. Such initiatives support ISCC as necessary in the different countries and regions where the ISCC system is applied.
- (2) In ISCC matters, the National and Regional Initiatives have limited power of attorney. The system regulations according to which the initiatives act are exclusively imposed by ISCC in the General Assembly.
- (3) The following initiatives are possible:
 - a. ISCC Contact Point: A member of ISCC, either a natural person or a representative of a legal entity, can form a Contact Point. The Liaison Office supports the objectives of ISCC locally. It is typically established in a country or a region where ISCC is only marginally represented.
 - b. National or Regional Technical Working Group: In individual cases, an adjustment of ISCC certification criteria to the respective national or regional conditions is necessary. A National or Regional Technical Working Group is established for these matters. The Working Groups act in analogy to the General Assembly.
 - c. ISCC Office: Provided that National or Regional Technical Working Group exists, a national or regional External ISCC office may be installed, if increasing organisational and administrative work requires it. Its relation to the respective

Working Group is in analogy with the relation of the headquarters to the General Assembly of ISCC.

- (4) The Board develops procedural instructions dealing with the approval, the rights and duties of the National and Regional Initiatives.
- (5) The initiatives are committed to ISCC through contracts that specify rights and duties.

§ 10 Working language

- (1) Working language of ISCC is English. Irrespective of the meeting location, meetings of the General Assembly will be held in English.
- (2) National or Regional Technical Working Groups may translate ISCC documents into their respective national language. They assume full responsibility for the translation.

§ 11 Complaints and Appeals

- (1) The Board develops a procedure for the handling of complaints and appeals.
- (2) Complaints and appeals that are handled according to this procedure can arise from
 - a. administrative decisions within the ISCC system
 - b. issues of interpretation of the standards of the ISCC certification system
- (3) The procedure must guarantee in particular
 - a. the timely handling of complaints and appeals
 - b. the conciliation through an independent body representing each of the different stakeholder groups of the General Assembly

§ 12 Dissolution of the Association

- (1) Upon dissolution, all the assets of the Association shall be passed to an organisation that pursues similar objectives as ISCC.
- (2) Assets cannot be passed to members.