

ISCC 101

ISCC Statutes

Version 3.0



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Summary of Changes

The following is a summary of the main changes to the previous version of the document (1.14 – 01.03.2011). Minor amendments, e.g. corrections of spelling mistakes, are not listed.

Summary of changes made in version 1.14 – 01.03.2011	Paragraph
Amendment: The “ <i>advancement of sustainable production of biomass in the context</i> ” changes to “ <i>circular and bio-economy in the energy, food and feed sectors as well as in industrial applications</i> ”	2(1)
Amendment: “ <i>biomass and its traceable use in the different steps of the supply chain</i> ” changes to “ <i>raw materials, the Association promotes sustainability at the various stages of production and traceability along the supply chains</i> ”	2(1)
Amendment: “ <i>regarding sustainability</i> ” changes to “ <i>and voluntary commitments regarding sustainability and climate protection</i> ”	2(2)
Deletion: of footnote 1	2(2)
Amendment: “ <i>sustainable cultivation of biomass and its sustainable and</i> ” changes to “ <i>socially and environmentally sustainable production of agricultural and forestry biomass, its</i> ”	2(3) a.
Amendment: “ <i>Providing assistance for stakeholders who want to support sustainable cultivation and further processing of biomass</i> ” changes to “ <i>Promotion of sustainable production of non-biological renewable materials, recycled carbon-based materials, and waste and residues</i> ”	2(3) b.
Addition: “ <i>Support for players who intend to use sustainably produced materials and products.</i> ”	2(3) c.
Amendment: “ <i>a certification system for sustainable biomass and its further derivatives</i> ” changes to “ <i>the ISCC certification system for sustainable and traceable supply chains</i> ”	2 (3) f. (former e)
Addition: §3(1) changes to “ <i>Only legal entities, partnerships and other entities with legal capacity may be admitted as members of the Association. The continued membership of natural persons already admitted shall remain unaffected</i> ”	3(1)
Amendment: §3(2) changes to “ <i>A prerequisite for membership is the willingness to promote the production, processing and utilisation of sustainable raw materials and their products and thus to contribute to climate protection as well as environmental and social sustainability.</i> ”	3(2)
Deletion: of §3(3) and re-numbering following paragraphs	3(3)
Addition: §3(4) changes to §3(3) and “ <i>but can participate in the Technical Committees and Working Groups</i> ”	3(3)
Deletion: of §3(5) and re-numbering following paragraphs	3(5)
Amendment: §3(6) changes to §3(4) and b. “ <i>The application for membership must be accompanied by information on their professional activities, which shall also include information on their interests in the field of sustainability. The application for membership must contain the designation of a natural person who actively and passively represents the member vis-à-vis the Association (representative).</i> ”	3(4) b.
Addition: §3(4) c changes to “ <i>The Board decides on admission by majority vote.</i> ”	3(4) c.
Amendment: §3(7) changes to §3(5)	§3(5)
Addition: “ <i>Participation in Technical Committees and Working Groups.</i> ” and “ <i>Participate in the shaping of the strategic direction and further development of the ISCC certification system.</i> ”	§3(5) a. ii §3(5) a. iii
Amendment: “ <i>Protecting and contributing to the reputation of the Association and the ISCC certification system</i> ” and “ <i>Notification of changes in contact details and in the person or contact details of the representative.</i> ”	§3(5) b. ii §3(5) b. iv

Summary of changes made in version 1.14 – 01.03.2011	Paragraph
Amendment: <i>“Due to liquidation of organisations (legal persons) without legal succession”</i> changes to <i>“Dissolution without legal succession”</i>	§3(6) e.
Addition: <i>“Upon termination of membership, the membership fee for the current year remains due and will not be refunded pro rata.”</i>	§3(7)
Deletion: of <i>“considered per capita”</i>	§5(1)
Amendment: <i>“Members who are legal persons or other entities with legal capacity “ (...) “Insofar as the member shall not be represented by the representative registered with the Association, the representative for the General Assembly shall be named in writing to the Board before the beginning of the meeting”</i>	§5(2)
Addition: Including a paragraph for digital meetings and electronic communications in general	§5(3)
Deletion: of §5(5) b. and re-numbering the following paragraphs	§5(5)
Amendment: (...) <i>“§ 6 clause (4) letter f)“</i>	§5(5) g.
Amendment: (...) <i>“by the Vice-Chair“</i>	§5(6)
Amendment: (...) <i>“or confirmed otherwise by the chairman of the meeting.”</i>	§5(7)
Amendment: <i>“Every member has one vote.”</i>	§5(8)
Deletion: of <i>“The total voting weight of all individual associates (natural persons) shall be limited to 10% of the total voting weight.”</i>	§5(8)
Amendment: <i>“The Board can decide that a vote of the members can be conducted by a written procedure besides the ordinary and extraordinary General aAssembly.”</i>	§5(11)
Deletion: of §5(12)	§5(12)
Amendment: (...) <i>“the Vice-Chairperson and six other members”</i> and (...) <i>“at least two members of each stakeholder group”</i>	§6(2)
Amendment: <i>“Biomass producers”</i> changes to <i>“Raw material producers”</i>	§6(2) a.
Addition: <i>“The Board will make a proposal for the allocation of the seventh and eighth Board positions to the stakeholder groups to the General Assembly.”</i>	§6(2)
Addition: <i>“Only natural persons who are either members of the Association or have been nominated by a member as a representative can become members of the Board.”</i>	§6(3)
Amendment: <i>“meeting of members”</i> changes to <i>“General Assembly”</i>	§6(4)
Deletion: of §6(5) and re-numbering the following paragraphs	§6(5)
Addition: <i>“The Chairperson is free to convene a meeting in digital format (telephone or video conference) instead of a meeting in person.”</i>	§6(5)
Amendment: <i>“by the Chairperson and one alternate”</i> changes to <i>“or confirmed otherwise by the chairman of the meeting.”</i>	§6(6)
Amendment: <i>“Executive Board”</i> changes to <i>“Management”</i>	§7
Deletion: of §7(4)	§7(4)
Deletion: of <i>“National or Regional”</i>	§9 §9(4)
Amendment: <i>“The Association supports the development of ISCC initiatives. Such initiatives support the ISCC certification system in the different countries and regions where the ISCC system is applied.”</i>	§9(1)
Amendment: <i>“In ISCC matters”</i> changes to <i>“In matters of the Association”</i> and <i>“system regulations”</i> changes to <i>“rules”</i>	§9(2)
Amendment: changing to <i>“A contact point can be a natural person who is a member or representative of an organisation belonging to the Association. The contact point</i>	§9(3) a.

Summary of changes made in version 1.14 – 01.03.2011	Paragraph
<i>supports the objectives of the association locally. Its establishment is typical for a country or a region where the ISCC certification system is hardly represented.“</i>	
Amendment: changing to <i>“Working Group: A dedicated Working Group can be established for matters, where an adjustment of the ISCC system to the respective national or regional conditions is necessary.”</i>	§9(3) b.
Amendment: changing to <i>“An external ISCC office may be installed if increasing organisational and administrative work requires it.”</i>	§9(3) c.
Amendment: changing to <i>“Working Groups may translate documents of the Association into their respective national language. They assume full responsibility for the translation.“</i>	§10(2)
Addition: (...) <i>“the Association on the basis of a resolution of the Board.”</i>	§12(1)
Addition: §13 <i>“Transitional provision”</i> and <i>“If the registration court objects to parts of the Articles of Association, the Board shall be authorised to amend them.”</i>	§13

§ 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 shall be registered in the register of associations and thereafter its name shall be followed by "e. V."
- (2) The domicile of the Association shall be the City of Köln.
- (3) The business year is the calendar year.

*Name, Domicile,
Business year*

§ 2 Purpose and tasks

- (1) The Association contributes to the protection of climate and environment and supports the sustainable development of society by promoting the circular economy and bio-economy in the energy, food and feed sectors as well as in industrial applications. Within the framework of an environmentally sound, climate-friendly, socially acceptable and economically viable use of raw materials, the Association promotes sustainability at the various stages of production and traceability along the supply chains.
- (2) The Association and the certification system promote the implementation of legal regulations and voluntary commitments regarding sustainability and climate protection.
- (3) In particular, the association carries out the following tasks:
 - a. Promotion of socially and environmentally sustainable production of agricultural and forestry biomass, its traceable further processing and use.
 - b. Promotion of sustainable production of non-biological renewable materials, recycled carbon-based materials, and waste and residues.
 - c. Support for players who intend to use sustainably produced materials and products.
 - d. Provision of a forum for a well- balanced stakeholder dialogue about sustainability and certification.
 - e. Establishment of Technical Committees and Working Groups for the review of specific certification issues.
 - f. Promotion and continuous improvement of the ISCC certification system for sustainable and traceable supply chains.

*Protection of
climate and
environment*

*Promotion of
production,
processing and
use of
sustainable
materials*

§ 3 Membership

- (1) Only legal entities, partnerships and other entities with legal capacity may be admitted as members of the Association. The continued membership of natural persons already admitted shall remain unaffected.
- (2) A prerequisite for membership is the willingness to promote the production, processing and utilisation of sustainable raw materials and their products and thus to contribute to climate protection as well as environmental and social sustainability.
- (3) Certification bodies cannot be members of the Association but can participate in the Technical Committees and Working Groups.
- (4) The admittance of members takes place according to the following procedure:
 - a. The applicant shall submit an application in writing to the Board.
 - b. The application for membership must be accompanied by information on their professional activities, which shall also include information on their interests in the field of sustainability. The application for membership must contain the designation of a natural person who actively and passively represents the member vis-à-vis the Association (representative).
 - c. The Board decides on admission by majority vote.
 - d. Applications rejected by the Board may be submitted to the General Assembly by the applicant for further consideration.
- (5) Rights and obligations of the members:
 - g. Rights:
 - ii. Participation, voting rights, and decision-making power in General Assemblies
 - iii. Participation in Technical Committees and Working Groups.
 - iv. Participate in the shaping of the strategic direction and further development of the ISCC certification system.
 - h. Obligations:
 - i. Support of elected and as per resolution implemented institutions to pursue the statutory purpose.
 - ii. Protecting and contributing to the reputation of the Association and the ISCC certification system.
 - iii. Payment of membership fees as determined by the General Assembly.

*Legal persons
and other
entities*

*Admittance
procedure*

*Rights and
obligations of
members*

- iv. Notification of changes in contact details and in the person or contact details of the representative.
- (6) 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 a member can be suspended by the Board, if the member 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. Dissolution without legal succession.
- (7) Upon termination of membership, the membership fee for the current year remains due and will not be refunded pro rata.

*End of
Membership*

§ 4 Institutions

The Institutions of the Association are

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

§ 5 General Assembly

- (1) The General Assembly constitutes 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.
- (2) Members who are legal persons or other entities with legal capacity shall be represented at the General Assembly by their representative. Insofar as the member shall not be represented by the representative registered with the Association, the representative for the General Assembly shall be named in writing to the Board before the beginning of the meeting. 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 voting power.

*Superior
decision-
making body*

*Re-
presentation
of represent-
ative with
voting rights*

- (3) The General Assembly is convened by the Board. The invitation is sent 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 place and date of the meeting and the agenda proposed by the Board.

The Board may also invite members to a General Assembly in digital format, i.e. in the form of a telephone or video conference. The Board shall be authorised to determine how members may exercise their rights by means of electronic communication in the case of a telephone or video conference and, in particular, to determine how votes shall be taken. The provisions made for the conduct of the telephone or video conference shall be announced with the convocation.

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 members upon public announcement of the General Assembly.

- (5) The General Assembly takes on the following tasks in particular :

*Duties of the
General
Assembly*

- a. Assessment, validation and adjustment of strategies and procedures of the Association.
- b. Election and exculpation of the Board
- c. Implementation or confirmation of Technical Committees and Working Groups.
- d. Appointment of two auditors , if the audit shall not be assigned to a certified public accountant
- e. Acceptance of budget and annual accounts
- f. Exclusion of members
- g. Acceptance or refusal of any resolution made by the Board according to the authorisation in § 6 clause (4) letter f)
- h. Amendments of the Statutes

- (6) The General Assembly shall be chaired by the chairperson of the Board or by the Vice-Chair, 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 or confirmed otherwise by the chairman 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 otherwise in the statutes. Every member has one vote.

Quorum

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 participating members of the General Assembly:
 - a. Amendments to the Articles of Association
 - b. Dissolution of the association
- (11) The Board can decide that a vote of the members can be conducted by a written procedure besides the ordinary and extraordinary General Assembly.

§ 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, the Vice-Chairperson and six other members. The members shall represent one of the following stakeholder groups equally (at least two members of each stakeholder group):
 - a. Raw material producers and processors
 - b. Trade, logistics and users
 - c. NGOs, social affairs, science and research, public sector

*Composition
of the Board*

The Board will make a proposal for the allocation of the seventh and eighth Board positions to the stakeholder groups to the General Assembly.

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

- (3) Only natural persons who are either members of the Association or have been nominated by a member as a representative can become members of the Board

The Board shall be elected by the General Assembly by simple majority for three years. A re-election is allowed.

Term of office

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 convene the meetings of the General Assembly
 - d. To prepare the budget and to carry out all operations according to the statutes
 - e. To run the register of members
 - f. To manage urgent affairs of the General Assembly if the next General Assembly cannot be called upon in time. These affairs must be submitted for approval to the General Assembly 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 General Assembly
 - i. To issue minutes of the General Assembly
 - j. To support national initiatives
 - k. To establish technical committees
 - l. To transmit the decisions of the General Assembly and the Board to ISCC System GmbH
 - m. To secure that ISCC System GmbH is run as a non-profit organization
- (5) The Chairperson calls a meeting of the Board at least twice a year. The Chairperson is free to convene a meeting in digital format (telephone or video conference) instead of a meeting in person. 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 or confirmed otherwise by the chairman of the meeting.

*Main duties
of the Board*

*The
Executive
Board and
Board
meetings*

§ 7 Management

- (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 fulfilment of its tasks.
- (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 and the General Assemblies of the Association with full voting rights.

Operative and administrative duties

§ 8 Technical Committees

- (1) If required, the Board can establish Technical Committees as to support it in the handling of selected topics.
- (2) The members of the Technical Committees contribute with professional know-how about the topics.
- (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) The Technical Committees shall have a clearly defined job definition and are employed over a defined time period

Handling of specific topics

§ 9 ISCC-initiatives

- (1) The Association supports the development of ISCC initiatives. Such initiatives support the ISCC certification system in the different countries and regions where the ISCC system is applied.
- (2) In matters of the Association, these initiatives have limited power of attorney. The rules according to which the initiatives act are exclusively determined by the Association in the General Assembly.
- (3) The following initiatives are possible:
 - a. ISCC contact point: A contact point can be a natural person who is a member or representative of an organisation belonging to the Association. The contact point supports the objectives of the association locally. Its establishment is typical for a country or a region where the ISCC certification system is hardly represented

Support of ISCC

- b. Working Group: A dedicated Working Group can be established for matters, where an adjustment of the ISCC system to the respective national or regional conditions is necessary.
 - c. ISCC Office: An external ISCC office may be installed if increasing organisational and administrative work requires it.
- (4) The Board develops procedural instructions dealing with the approval, the rights and duties of the Initiatives.
 - (5) The initiatives are committed to the Association through contracts that specify rights and duties.

§ 10 Working language

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

English as working language

§ 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.

Procedure of complaints

§ 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 the Association on the basis of a resolution of the Board.
- (2) Assets cannot be passed to members

Procedure of Assets

§ 13 Transitional provision

If the registration court objects to parts of the Articles of Association, the Board shall be authorised to amend them.

*Amendments
through the Board*