
BIOENERGY EUROPE BY-LAWS

February 2019, Brussels

These by-laws are complementary to the BIOENERGY EUROPE Statutes and aims at better defining working rules for BIOENERGY EUROPE. By-laws can be changed by the Board of Directors. They are posted on the BIOENERGY EUROPE web site but will not be published in the official Belgian gazette (Moniteur Belge).

1. Core Group

The BIOENERGY EUROPE Board can decide to create a Core Group among its members. The Core Group's objective is to prepare recommendations of the Board. The Core Group has no formal decision power.

The Core Group is made of 5 persons, including the President and Vice-President of BIOENERGY EUROPE, the President of the European Pellet Council (EPC). Two additional persons are elected by the Board at the majority of votes, for 2 years' mandates, renewable.

The Core Group is attended by the Secretary General who establishes the list of attendees and minutes. Minutes are sent to the Core Group members only.

2. Authorization and Finance

2.1 Authorisation

According to article 15 of the Statutes, the President authorises the Secretary General to sign contracts in line with the decisions of the Board of Directors. This includes all types of contracts for the daily management of the association (banks, insurances, rent and charges, certification schemes, projects, employment contracts, etc.).

According to article 15 of the Statutes, the President authorises the Secretary General to approve documents and payments implying a financial commitment up to 50.000 EUR for expenses foreseen in the budget. For payments and documents not foreseen in the budget the limit is set at 20.000 EUR. Above these thresholds, a written agreement from the President is needed. The Secretary General is authorized to approve documents related to income whatever the amounts.

2.2 Budgets

The procedure for budgets preparation and monitoring in the following:

- The Secretary General prepares a proposal by July for the following year, for BIOENERGY EUROPE and its networks.
- The Core Group submits his opinion and proposes amendments.
- The Secretary General submit a revised budget to the Board and to the networks EPC and IBTC by mid-September.

- Board member, EPC and IBTC submit their opinion and proposal of changes by mid-November.
- The Secretary General submit a budget proposal to all members at least one week before the General Assembly.
- The General Assembly, before the end of the year, votes on the budget for the following year with the following voting options (accepted, accepted with identified changes, rejected).
- The General Assembly can update the budget of a year during the same year, typically at the spring meeting.

The timing given in the above procedure is indicative and can be adapted every year to take into account meeting dates of the different bodies.

The Secretary General has the right to consult any relevant persons or bodies to discuss and negotiate the budget.

2.3 Balance sheets

Starting 1 January 2017 separate operating profit accounts will be produced for BIOENERGY EUROPE, EPC and IBTC. The objective of these separate accounts is to better monitor the finance of BIOENERGY EUROPE and its networks. It will be supported by time sheets for a more reliable allocation of staff costs.

The General Assembly of BIOENERGY EUROPE remains the only relevant body to decide about the allocation of benefits or losses for BIOENERGY EUROPE and its networks.

3. Membership

3.1 Member's type

There are 3 types of members: companies, associations and academia.

There are 2 categories of members: associated member (AM) and full member (FM)

Full Member affiliation is open to all **national bioenergy and RES associations**, with the following eligibility criteria (which are not strict):

- Cover a whole country and be based in Europe (Russia and Turkey eligible if association based in European side)
- Address bioenergy globally, including the various feedstocks, technologies and end uses
- Objectives should include market development, advocacy and communication
- Membership should be representative of the bioenergy sector in the country

There can be more than one FM per country and BIOENERGY EUROPE Board reserves the right to apply a transition period for new members from AM to FM.

Associated Member affiliation is open to **all organizations which are not eligible to become full member**

- Sectorial associations (pellet, biogas, miscanthus, etc.)
- Companies
- Research centers
- Universities
- Consultancy firms

The criteria to distinguish the categories and types of the members are decided by the board.

3.2. Admission

1. Applications for membership must be submitted to BIOENERGY EUROPE Secretariat via our [online application form](#).
2. The [online application form](#) must be fully completed with the requested information.
3. All eligible application forms are submitted for approval to the BIOENERGY EUROPE Board.
4. The admission of new members is subject to a decision of the BIOENERGY EUROPE Board.
5. Accepted members shall be notified by the BIOENERGY EUROPE Secretariat maximum within 30 days after the Board agreement.
6. The effective date of affiliation is the date of notification.
7. A member shall only enjoy its membership rights if its membership fees have been paid in full and in due time.

3.3. Membership fees

1. The [annual membership fee](#) of each member will be based on the most recent data available regarding its bioenergy turnover or membership fees.
2. The membership year runs from January 1st to December 31 of each year.
3. Membership fees are due annually upon the beginning of each membership year and are payable upon presentation of the membership fees invoice.
4. Membership fees are due in one payment for each started membership year and cannot be claimed back in case of termination of membership during the year.
5. Any application submitted before the 30th June of the financial year will imply the payment of 100% of the membership fees. Any application submitted after the 30th June of the financial year will imply the payment of 50% of the membership fees.
6. Membership fees as well as minimum and maximum fees for associations are indexed every year based on the main Belgian consumption index.

3.4. Membership rights and obligations

1. Members who have paid their membership fees will be entitled to participate in and exercise their full membership rights.
2. Each BIOENERGY EUROPE member shall:
 - a) Act in a manner compatible with the [purpose, aims and values of BIOENERGY EUROPE](#).
 - b) Keep the relevant departments and people of its organization fully informed of the work and progress made by BIOENERGY EUROPE.
 - c) Keep BIOENERGY EUROPE informed about any major changes in organisation. In case of company's contact person change, BIOENERGY EUROPE should be informed within a reasonable time. It is mandatory that BIOENERGY EUROPE has the correct e-mail addresses of the persons registered in the application form.

d) Upon request, BIOENERGY EUROPE should be informed each year in a faithful manner about annual turnover or membership fees in view of determining the membership category and the amount of the membership fees. Answers and feedback will be provided thirty days following such notification.

e) Provide the correct general information about its organization. This information will be used for the BIOENERGY EUROPE member's directory.

3. Members that have not paid their annual membership fees will not be able to exercise their membership rights, notwithstanding their automatic exclusion in case of failure to pay after expiry of a fifteen days' notice period.

3.5. Termination of membership

1. The membership is automatically renewed every year. Any member may resign and terminate its membership from BIOENERGY EUROPE at any time **before 1st October** by completing the **online termination form**.
2. Upon termination of membership, all membership rights will immediately and automatically cease, without prejudice to the obligation of the member to pay any unpaid membership fees.
3. Membership fees that have not been paid remain due in full for the membership year in which the termination of membership (e.g. as a result of resignation or exclusion) occurred.
4. Membership fees already paid cannot be claimed back and will not be reimbursed, irrespective of the date of termination.
5. According to the Art.8 of the Statutes, a member can be excluded from membership by the General Assembly:

a) In case of failure to pay their membership fees after expiry of 31 days notice period following reminders of payment

b) If the General Assembly considers that the Member acts against the objectives of BIOENERGY EUROPE. Any Member can propose the expulsion of a Member. The Member proposed for expulsion will be informed about the reasons for the proposed expulsion and has the right to explain its position to the General Assembly before the latter takes a decision.

BIOENERGY EUROPE Board reserves the right to update the By Laws of the statutes about Membership Terms and Conditions.

3.6. Cooperation

Ideally a member of Bioenergy Europe should also be member of its relevant national association and cooperation is welcome to present the complementarity of services between the national and the European levels. The company needs to remain free however to join one or both of the associations. Therefore it is recommended that:

- Bioenergy Europe informs its applicable new members about the opportunity to join the national association as well in an e-mail with the head of the national association in copy.

The national associations inform their applicable new members about the opportunity to join Bioenergy Europe with the secretary general in copy.