

FINAL DRAFT
(approved by the Board Meeting
on the 25th October, 2016)

European Renewable Gas Registry (ERGaR) a.i.s.b.l.

Bye-Laws

1. Regulation on membership

1.1. Full members

According to Article 5. (5) of the ERGaR Statutes: “National renewable gases registries, TSO’s or DSO’s and their related associations, and natural and renewable gas industry associations may qualify for full membership in the Association. Any potential full member can be admitted upon its written request to the Association. Considering the related resolution of the Executive Board the General Assembly will decide on the admittance.”

Before being admitted potential full members must declare their readiness to accept and follow the objectives and prevailing regulations of ERGaR and to meet their membership fee commitments.

1.2. Associated members

According to Article 5. (6) of the ERGaR Statutes “Any other natural or legal person, with an interest in the establishment and maintenance of a documentation system to enable the cross-border trade of renewable gases as envisioned by the Association may become an associated member. Any potential associated member can be admitted by the resolution of the Executive Board upon its written request to the Association.”

Before being admitted potential associated members must declare their readiness to accept and follow the objectives and prevailing regulations of ERGaR and must specify the intended contribution in view of the required minimum level.

2. Regulation on membership fees and finances

2.1. Membership fee

According to Article 7. of the ERGaR Statutes “The members share the costs of the Association by paying an annual membership fee according to their category. The details of the calculation of membership fees are regulated in the Association's Bye-

laws. The amount of the membership fee of each category is fixed annually by the General Assembly upon the proposal of the Executive Board.”

Membership fees are to be paid within 30 days after invoice receipt.

2.2. Full members

According to Article 5. (2) of the ERGaR Statutes “Full members of the Association contribute to the financing of its activities through the contribution of annual membership fees.”

The membership fee for full members of ERGaR for the period between 28th September 2016 and 31st December 2017 is fixed at 5.000 EUR and is independent from the date of entering ERGaR.

The annual membership fee for full members of ERGaR for the calendar year 2018 and for subsequent years will be decided by the General Assembly in view of the yearly budget proposal by the Executive Board. In lack of decision by the General Assembly for any reasons 5.000 EUR will be the membership fee for 2018 and any subsequent year.

2.3. Associated members

According to Article 5. (3) of the ERGaR Statutes “Associated members contribute to the functioning of the Association by providing cash contributions, on a regular or irregular basis, or through contributions in services or in kind. The minimum required level of contributions for continued membership is regulated in the Bye-laws of the Association.”

The minimum required level of contributions by associated members for the period between 28th September 2016 and 31st December 2017 is set at 5.000 EUR. The minimum required level of contributions from 01st January 2018 and for subsequent years will be decided by the General Assembly in view of the yearly budget proposal by the Executive Board. In lack of decision by the General Assembly for any reasons 5.000 EUR will be the applied as minimum required level of contribution for 2018 and any subsequent year.

In case of contributions in services or in kind the content and the value of such contribution must be approved by the Executive Board.

2.4. Finances

The Association must keep balanced finances. In line with the Belgian law dated 27th June 1921 (on non-profit associations, international non-profit associations and

foundations) the members of the Association are not committed to carry a share in compensating any potential financial losses.

If case the income from membership fees, associated member's contributions and sponsorships by non-members does not provide coverage for the expenses the Secretary General must immediately inform the Executive Board, which takes decision on temporary suspending the activities of the Association.

In the starting period (between 28th September 2016 and 31st December 2017) the officials of the Association (President, Vice President, Executive Board members, Secretary General) will not receive remuneration for their work done in the interest of ERGaR. Remunerations may be introduced first from 01st January 2018 subject to approval by the General Assembly in accordance with the budget adopted for 2018.

In the starting period (between 28th September 2016 and 31st December 2017) the travel costs of the officials of the Association (President, Vice President, Executive Board Members, Secretary General) will be covered by the member organisations, which nominated them to their ERGaR positions. In lack of adequate financing for travel expenses the Members of the Executive Board may attend the Board meetings by phone or may give proxy to other Board Members to represent them on the upcoming meeting.

3. Rules for electronic decision-making within the Executive Board

3.1. All decisions except of acceptance of new members:

Decisions will be taken unanimously by all Board Members. Nevertheless, in lack of response within 10 days, the decision is reached by a simple majority of positive responses, provided there is no negative response from any Board Member.

3.2. Decisions on acceptance of new members:

3.2.1. Full members

The Executive Board decides whether to propose to the General Assembly the admission of a new full member. Decisions will be taken unanimously by all Board Members. Nevertheless, in lack of response within 10 days, the decision is reached by simple majority of 6 positive responses, provided there is no negative response from any Board Member.

3.2.2. Associated members

Decisions will be taken unanimously by all Board Members. Nevertheless, in lack of response within 3 weeks (including 1 e-mail reminder with a response time of at least

1 week), the applicant will be admitted by simple majority of positive responses, provided there is no negative response from any Board Member.