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By laws of the European Council for an Energy Efficient Economy (A non-profit association)

Adopted at Extra General Assembly, 25 April 2019 at Brussels

(1) Name

The association shall be called European Council for an Energy Efficient Economy (ECEEE).

(2) Form of organisation. Legal basis.

ECEEE is a non-profit association and a separate legal body (*ideell förening*) governed by Swedish law and registered in Stockholm.

(3) Liability

ECEEE has as a separate legal body limited liability.

(4) Goals

The goal of the association is to stimulate energy efficiency through information exchange and pan-European cooperation.

(5) Membership

Organisations or individuals approved by a majority of the ECEEE Board. Annual membership fees shall be fixed by the Board.

(6) Annual General Assembly

The Annual General Assembly of the ECEEE with representation of the ECEEE members shall be held each year not later than six months after the end of the fiscal year to transact the following business:

- (i) to receive the Board's report of the activities of the ECEEE during the 12 months ending 31 August (defined as activity and fiscal year of the ECEEE).
- (ii) to receive and consider the accounts of the ECEEE for the previous fiscal year, the Auditor's report on the accounts and the Board's report as to the financial position of the ECEEE.
- (iii) to elect the members of the Board, (see item 9).
- (iv) to decide on any resolution which may be duly submitted in writing to the Board no less than 30 days before the meeting.
- (v) to appoint auditor(s).
- (vi) to approve Rules of Procedure for organising the coming year's election.

(7) Special General Assembly

A Special General Assembly may be called at any time by the Board and shall be called within 60 days of a receipt by the Chairman of the Board of a requisition in writing signed by not less than two thirds of members stating the purposes for which the meeting is required and the resolutions proposed.

(8) Voting at General Assemblies

Each individual member has one vote each and each organisational member has three votes. Voting by proxy or postal vote is permitted.

(9) Board

(i) The Board shall be responsible for the management of the ECEEE, and shall have the right of appointing and determining the terms of conditions of the executive and other possible employees and contractors. The Board shall have the authority to enter into contracts for the purposes of ECEEE within the limits of the budget, and providing that no less than half of the Board Members participate in the decision making.

(ii) The Board shall consist of between 6 and 12 Members, being individual members or representatives of member organisations involved in the study or promotion of energy efficiency. At least half of the Board shall be selected from organisational members of ECEEE.

(iii) Board Members shall be elected for 3-year terms at the Annual General Assembly and may serve a maximum of two consecutive terms. Each year, a third of the board shall be elected. A sitting President or vice-President may be elected for a third consecutive term.

(iv) One alternate may be elected who serves as an alternate for all individual board members. This alternate is not included in the maximum number of allowed board members. The alternate for individual board members should be elected each year.

(v) Organisations represented in the board nominate a main representative and may in addition nominate an alternate.

(vi) If a board member steps down during his or her term, the seat should remain vacant until the next General Assembly, when a person or organisation may be elected to complete the term.

(vii) The Chair of the board is titled President and is to be selected by the Board after each General Assembly. The board shall also select one or two vice Presidents.

(10) Finance

(i) ECEEE is funded through membership fees, contributions, service fees and sales of materials such as books and publications.

(ii) ECEEE's fiscal year is from 1 September to 31 August.

(11) Alteration of the Rules

These rules may be altered by resolution at an Annual or Special General Assembly providing that the resolution is carried by a majority of at least two thirds of members present at the General Assembly.

(12) Dissolution

A resolution to dissolve ECEEE shall only be proposed at a Special General Assembly and shall only be carried by a majority of at least two-thirds of the members present. Any property remaining after the discharge of the debts and liabilities of the ECEEE shall be given to another association or institution which aims to fulfill the same goals as the ECEEE.

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These bylaws were adopted on 25 April 2019.

Agneta Persson, President

Joanne Wade, vice-President

Andrea Roscetti, vice-President