



**Network of Regional Governments  
for Sustainable Development**

## **Statutes of the Network of Regional Governments for Sustainable Development nrg4SD**

*Adopted by the General Assembly of Quebec, 29-31 August 2011*

### **ARTICLE 1: CONSTITUTION AND OBJECTIVES**

- 1.1 The Network of Regional Governments for Sustainable Development, hereafter referred to as nrg4SD or the Network, is a non-profit association. The Network is governed by the present statutes and by Title III of the Belgian Law of 27 June 1921 concerning non-profit associations, international non-profit associations and foundations. The Steering Committee can decide to register nrg4SD statutes under the Law of another country. The decision shall be ratified by the General Assembly.
- 1.2 nrg4SD has its seat in Koning Albert II-laan 20, 1000 Brussels, Belgium. The nrg4SD office(s) can be in a different location to the seat. The Steering Committee can decide to move the nrg4SD seat. The decision shall be ratified by the General Assembly.
- 1.3 The organisation is set up for an indefinite period of time and can be dissolved at any time in accordance with the provisions of the present statutes and the Law under which nrg4SD is registered.
- 1.4 The main objectives of nrg4SD as enshrined in its founding Declaration of Gauteng of 31 August 2002 are:
- To promote sustainable development at the level of subnational/regional government around the Globe;
  - To act as the voice and representative of subnational/regional governments at global level in the field of sustainable development;
  - To seek a wider recognition at international level of the importance of the commitment of subnational/regional governments towards sustainable development;
  - To contribute to the elaboration and implementation of responsible and ambitious territorial policies, tools and resources, which are adapted to the subnational/regional level;
  - To encourage expertise exchange, partnerships and projects among its members, as well as between them and other major international stakeholders.

## **ARTICLE 2: MEMBERS, ASSOCIATE MEMBERS AND OBSERVERS**

2.1 Members – Members of nrg4SD shall consist of subnational/regional governments which accept and formally adhere to the nrg4SD founding Declaration of Gauteng and which pay their respective annual membership fees, subject to the ratification of membership application by the General Assembly.

2.2 The term ‘subnational/regional government’ is defined as a government of a territory within a State that is a member of the United Nations, and which is the largest and highest level of political and administrative subdivision and is above the municipal level.

2.3 All members shall benefit from the full services offered by nrg4SD, be entitled to vote and have one vote each.

2.4 Associate members - All geographical or thematic associations of subnational/regional governments which accept and formally adhere to the nrg4SD founding Declaration of Gauteng and pay their respective annual membership fee may become associate members to nrg4SD, subject to ratification by the General Assembly.

2.5 The associations of subnational governments/regional governments are defined as entities legally established by the laws and customs of the State where they are registered.

2.6 All associate members shall benefit from the full services offered by nrg4SD, be entitled to vote and have one vote each, except for items mentioned in Article 8.13.

2.7 Observers – National and international organisations and representatives of national and international institutions with similar or complementary objectives to those of nrg4SD which formally accept the nrg4SD founding Declaration of Gauteng and the payment of an annual fee may become observers to nrg4SD, subject to ratification by the General Assembly.

2.8 National and international organisations and representatives of national and international institutions are defined as entities legally established by the laws and customs of the State where they are registered or by instruments of international public law.

2.9 The General Assembly may decide to appoint as observers other entities than those mentioned in section 2.7 upon the recommendation of the Steering Committee.

2.10 All observers shall benefit from a specific list of limited services established by the Steering Committee. Observers may be invited to take part in statutory meetings but will not be entitled to vote.

2.11 The number of nrg4SD members and associate members is unlimited. The General Assembly of nrg4SD may decide to limit the number of observers.

2.12 Members, associate members and observers are considered to come from a developing country when they are the governments of territories within a developing country or when they are registered in a developing country. The reference definitions of a developed country and a developing country will be the ones used by the United Nations.

## **ARTICLE 3: SUPPORTING PARTNERS AND PARTNERSHIPS**

3.1 nrg4SD may seek supporting partners or enter into formal partnerships for the development of general and/or specific activities in the interest of its objectives.

3.2 Formal partnerships shall be approved by the Steering Committee of nrg4SD, and ratified by the General Assembly.

3.3 Formal partnerships are defined as those entailing an official agreement of collaboration between nrg4SD and another entity and requiring an official signature on behalf of nrg4SD. All documents of legally binding nature to nrg4SD shall be signed by the Chair(s) who does not have to prove evidence of his/her authorisation to third parties.

3.4 As a general rule, no exclusive partnerships between nrg4SD and another entity shall be established. This general rule may be waived following the reasoned recommendation and approval of the Steering Committee of nrg4SD and the ratification by the General Assembly.

3.5 nrg4SD may become member of another entity with similar or complementary objectives to those of nrg4SD. Proposal for membership to other entities shall be approved by the Steering Committee of nrg4SD and ratified by the General Assembly.

#### **ARTICLE 4: MEMBERSHIP – ASSOCIATION - OBSERVER STATUS**

4.1 Membership, associate membership or observer status applications must be addressed to the nrg4SD Secretariat using the official applications forms provided by the Treasury and following the instructions indicated on those forms.

4.2 The date of the reception of the duly completed forms as acknowledged by the Secretariat of nrg4SD shall be taken as the official application date.

4.3 The application will be submitted to review and approval by the Steering Committee of nrg4SD, and to ratification by the General Assembly. The Steering Committee shall decide on the application within ten working days.

4.4 In the absence of comments from the Steering Committee, it shall be understood that the application is approved. The approval of the application will be communicated to the General Assembly for ratification. Between the approval by the Steering Committee and the ratification by the General Assembly the candidate will benefit from the status and services of an observer.

4.5 The Steering Committee and the General Assembly shall strive to reach consensus as regards all decisions concerning a membership, associate membership or observer status application.

4.6 All members, associate members and observers of nrg4SD shall strive to contribute to the responsible and relevant enlargement of the nrg4SD family, making best use of their ongoing political contacts and collaborations with like-minded partners. Members, associate members and observers shall initiate, secure and follow up contacts at political level and may call on the Secretariat for technical support. Information on the efforts of members, associate members and observers to this regard shall be included as a standing item for the agendas of General Assembly and Steering Committee meetings.

4.7 Membership, associate membership or observer status is strictly linked to the respect of the principles of the nrg4SD founding Declaration of Gauteng and the payment of an annual fee.

4.8 nrg4SD members, associate members and observers may sponsor other members by paying their annual fees, provided this is allowed by the laws and regulations applicable to the Network.

## **ARTICLE 5: MEMBERSHIP, ASSOCIATE MEMBERSHIP AND OBSERVER STATUS FEES**

5.1 Membership, associate membership and observer status fees consist of the payment of an annual amount calculated on the basis of annual GDP per capita and population figures provided by members and on the basis of annual budget figures provided by associate members and observers. These figures shall be based on public and verifiable information.

5.2 Any inaccuracies in the figures serving for the calculation of annual fees identified by the Treasury of nrg4SD shall be corrected by the member, associate member or observer and the liable annual fee adjusted and honoured accordingly within the budgetary year.

5.3. Fees for membership, associate membership and observer status are decided by the General Assembly, following technical recommendations from the Treasurer and the Secretary General, and political recommendations from the Steering Committee and Political Bureau.

5.4 For the first year of membership, associate membership or observer status the applicable fee will be proportional to the number of days left in the budgetary year.

5.5 Annual fees shall be paid to the Treasury using the official forms provided by the Treasury.

5.6 Extraordinary contributions in kind from a member, associate member or observer beyond its respective annual fee are encouraged and welcomed, and shall be acknowledged in a 'Record of Extraordinary Contributions' as an important contribution to the functioning of nrg4SD and the quality of its services to members, associate members and observers. The Record of Contributions is prepared by the Treasury and the Secretariat and shall be attached to the nrg4SD financial report.

5.7 As a general rule, contributions in kind from a member, associate member or observer cannot replace the payment of its respective annual fee. This general rule may be temporarily waived by the Steering Committee of nrg4SD, by means of a reasoned decision, after consultation with the Treasury of nrg4SD and following from a reasoned request by the interested member, associate member or observer. The reasoned decision shall indicate the end date of the temporary waiver. The temporary waiver shall not exceed three years.

## **ARTICLE 6: NON-PAYMENT OF FEES – EXCLUSION - WITHDRAWAL**

6.1 Non-payment of annual fees for more than one year constitutes a reason for exclusion of a member, associate members or observer from nrg4SD.

6.2 Any non-payment of annual fees automatically results in the suspension of all services and privileges allocated to nrg4SD members, associates and observers, the exclusion from nrg4SD governing bodies, the withdrawal of voting rights and the non-eligibility for any financial assistance coming directly from nrg4SD's budget, until all due annual fees are honoured.

6.3 Members, associate members or observers facing difficulties to honour their annual fees must communicate and explain the situation to the nrg4SD Secretariat and Treasury. This communication must indicate the date on which the member, associate member or observer will be in a position to honour the due fees and resume regular payment for the future. This communication shall also indicate alternative contributions with which the member, associate member or observer intends to compensate nrg4SD until it is in a position to honour the due fees and resume regular payment.

6.4 A member, associate member or observer who has not paid its annual fees and has not communicated and explained the situation as indicated in article 6.3 will receive an official

communication in the form of a registered letter by the Treasury of nrg4SD requesting the payment of dues within three months from this official communication. In the absence of payment within this delay, the Treasury of nrg4SD shall address a second official communication in the form of a registered letter summoning the payment within two months from this second official communication. In the absence of payment after this second communication within the deadline, the Steering Committee shall initiate an exclusion procedure.

6.5 Situations of non-payment will be studied individually by the Steering Committee of nrg4SD, with the support of the Secretariat and the Treasury, following the principles of solidarity and flexibility. The results of these deliberations shall be communicated to the member, associate member or observer by the Secretariat and the Treasury.

6.6 A member, associate member or observer may be excluded from nrg4SD following a reasoned opinion from the Steering Committee of nrg4SD. The General Assembly will decide on the exclusion, following the reasoned opinion from the Steering Committee. Membership, associate membership or observer status and the services linked to it will be suspended between the first reasoned decision and the ratification by the General Assembly.

6.7 Members, associate members and observers are free to withdraw from nrg4SD at any time. Notice of withdrawal of membership must be communicated to the nrg4SD Secretariat in the form of a registered letter signed by the political authority who requested membership, associate membership or observer status or his/her equivalent. The date of the reception of the registered letter as acknowledged by the Secretariat of nrg4SD shall be taken as the official withdrawal date.

6.8 Whatever the circumstances or date of withdrawal or exclusion, annual fees for the budgetary year shall remain payable.

6.9 Withdrawing or excluded members, associate members and observers shall not be entitled to a refund of their fees or contributions.

6.10 Withdrawing and excluded members, associate members and observers and their legal successors have no part in the net assets of nrg4SD. Neither do they have the right to re-claim their legal successors' annual fees or contributions.

## **ARTICLE 7: ORGANISATION AND GOVERNANCE**

7.1 nrg4SD consists of the following governing bodies and organisational roles:

- a General Assembly
- a Steering Committee
- a Political Bureau
- a Board of Advisers
- Chair(s) and Vice-chairs
- a Secretariat and a Secretary General
- a Treasury

7.2 All governing bodies and organisational roles shall exercise their respective functions in strict respect of the principles of transparency, inclusiveness and accountability and in the best interest of the objectives of nrg4SD and the quality of the services provided to members, associate members and observers.

7.3 The General Assembly, upon recommendation from other governing bodies and/or organisational or by own initiative, may decide to adapt its organisation, dissolve bodies and create new ones with the aim of ensuring the efficient functioning of nrg4SD in respect of the principles of transparency, inclusiveness and accountability; the efficient development of nrg4SD's objectives, and the quality of the services offered to members, associate members and observers.

## **ARTICLE 8: GENERAL ASSEMBLY**

8.1 The General Assembly is the highest decision-making authority of nrg4SD. As such it is the ultimate body responsible for the legal obligations and the general organisation of nrg4SD. The General Assembly also has the broadest competence with a view to defining the guidelines, policies and activities of nrg4SD in development of its objectives.

8.2 In particular the General Assembly:

- Adopts the strategic orientations of the Network;
- Adopts the work programme and report of activities;
- Adopts resolutions and strategic policy positions and decides on the resolutions and strategic policy positions recommended by the Steering Committee or the Political Bureau;
- Ratifies the membership of nrg4SD to other entities, following the recommendation from the Steering Committee;
- Decides on amendments to nrg4SD statutes which go beyond minor technical reviews or adjustments of general nature, upon recommendation of the Steering Committee and/or the Political Bureau;
- Ratifies any rules of procedure for the Network;
- Ratifies any decisions regarding legal and administrative requirements governing the Network;
- Ratifies a decision to change the seat of the Network;
- Reviews and approves the accounts of the annual period;
- Adopts the accounts, budget and financial reports;
- Decides on annual fees for membership, associate membership and observer status, following technical recommendations from the Treasury and the Secretariat, and political recommendations from the Steering Committee and/or the Political Bureau;
- Ratifies the application of new members, associate members and observers, following the recommendation from the Steering Committee;
- Decides to limit the number of observers, upon recommendation by the Steering Committee.
- Fully examines and decides upon an application for membership, associate membership or observer status pending decision after examination by the Steering Committee;
- Decides on the exclusion of members, associate members and observers, following from a reasoned opinion from the Steering Committee;
- Ratifies formal partnerships between nrg4SD and other entities, and may override the general rule of non-exclusive partnerships for a particular partnership;
- Elects Chair(s), Vice-Chair(s) and Treasurer, following recommendation from the Steering Committee selected among its members or those of the Political Bureau;
- Ratifies the appointment of members of the Board of Advisers;
- Elects the members of the Steering Committee;
- Ratifies the appointment of members of the Political Bureau;
- Nominates and dismisses the Secretary General, following the recommendation from the Steering Committee;
- Monitors the activity of the other governing and organisational roles of nrg4SD, which it may dissolve at any time on the basis of a reasoned opinion and based on the respect of the principles of transparency, inclusiveness and accountability; and in the best interest of the objectives of nrg4SD, and on the quality of the services provided to members, associate members and observers, and
- Decides on the dissolution of the Network, upon recommendation from the Steering Committee.

8.3 The General Assembly is composed of all members and associate members in good standing for the year, having the right to vote, with one vote each.

8.4 nrg4SD observers and supporting partners may be invited to participate in General Assembly meetings but have no voting rights.

8.5 Each nrg4SD member and associate member shall define the composition of its own delegation participating in the General Assembly. In all cases, representatives of nrg4SD members and associate members sitting at the General Assembly must have a political mandate from their governments or associations and be in a position to commit and speak on their behalf.

8.6 A member or associate member may be represented by another member or associate member voting by proxy. The same member or associate member cannot represent more than two other member or associate member. A signed authorisation from the representative of the member or associate member which is delegating the vote is required in order to proof the delegation of the vote. Authorisations to vote by proxy must be communicated to the nrg4SD Secretariat before the General Assembly.

8.7 The General Assembly meets in ordinary session once a year. An extraordinary session may be organised whenever necessary if requested by the Steering Committee and/or the Political Bureau. An extraordinary session of the General Assembly should be organised for deciding on the dissolution of the Network.

8.8 The General Assembly may meet in the format of a “summit” as appropriate. The Summit shall take stock on the activities of nrg4SD, assess its progress and trace its strategic guidelines. On the occasion of summits, members shall be represented by their respective highest political authority.

8.9 The General Assembly meeting will be chaired by the relevant Chair of nrg4SD depending on whether the meeting takes place in the North or in the South, with the help of the Vice-Chairs of nrg4SD and the relevant political representative of the host government or association.

8.10 The agenda for the General Assembly shall be set by the Steering Committee in consultation with the Political Bureau and with the support from the Secretariat. The Secretariat will communicate a preliminary agenda to members no later than one month before the date of the meeting.

8.11 The General Assembly is said to reach valid quorum when constituted with 50% of members and associate members present and represented. Decisions shall be taken by simple majority (50% plus one) of members and associate members present and represented, except for the cases enumerated in Article 8.13.

8.12 A two-thirds majority of members present and represented is required for decisions concerning (i) the exclusion of a member, (ii) the modification of statutes beyond minor technical reviews or adjustments of general nature and (iii) the dissolution of nrg4SD.

8.13 In the event of an equal number of votes, the decision shall be understood as not taken and any resolution as not adopted.

8.14 The voting is carried out by a show of hands from a representative from each member or associate member. Should one member or associate member request a secret vote, then it should be taken as such. For all votes regarding elected positions, the vote should be taken in secret.

8.15 The decisions and resolutions on which the General Assembly has voted and the results of the votes shall be recorded in minutes signed by the chair of the meeting and the Secretary General. Minutes shall reflect individual or conflicting comments upon request from the chair of the meeting or from a nrg4SD member or associate member. Minutes will be communicated to the General Assembly, the Steering Committee, the Political Bureau and the Treasury. In the absence of substantive comments within thirty working days from the communication, it shall be understood that the minutes are adopted. The following General Assembly shall approve the minutes of the previous one. Minutes shall be kept in the register of the Network so they can be freely consulted by members, associate members and observers.

## **ARTICLE 9: STEERING COMMITTEE**

9.1 The Steering Committee leads and manages the activities and positions of nrg4SD in between General Assemblies, with the support from the Secretariat, the Secretary General and the Treasury.

9.2 In particular, the Steering Committee:

- Guides and supervises the work of the Secretary General and the Treasurer;
- Organises the recruitment of a Secretary General and recommends his/her appointment or dismissal by the General Assembly;
- Creates and appoints *ad hoc* panels and tasks them with a specific mandate;
- Adopts any rules of procedure for nrg4SD;
- Prepares the strategy and work programme of nrg4SD, with the support of the Political Bureau;
- Decides on the membership of nrg4SD to other entities;
- Prepares the General Assembly meetings and the Summits;
- Recommends amendments to the statutes of nrg4SD;
- Adopts amendments to the statutes of nrg4SD, which constitute minor technical reviews or adjustments of general nature;
- Decides to change the Law under which nrg4SD is registered;
- Decides to change the seat of nrg4SD;
- Examines applications for membership, associate membership or observer status, and make recommendations in this regard;
- Decides to initiate the exclusion procedure of members, associate members and observers and elaborates reasoned opinions in this regard;
- Recommends to limit the number of observers;
- Decides on the signature of formal partnerships between nrg4SD and other entities, as well as on the exception to the general rule of no exclusive partnerships;
- Makes political recommendations on the decision on annual fees for membership, associate membership and observer status, following from technical recommendations from the Treasurer and the Secretary General;
- Decides on the temporary waiver of the general rule for which contributions in kind from a member, associate member or observer cannot replace the payment of its respective annual fee, following from a reasoned request by the interested member, associate member or observer and consultations with the Treasury;
- Examines and deliberates on the communication from a member, associate member or observer facing difficulties to honour their annual fees, with the support of the Secretariat and the Treasury;
- Decides on the initiation of an exclusion procedure on the grounds of non-payment of fees;
- Establishes the list of limited services offered to observers;
- Decides on the applications for financial assistance to participate in nrg4SD events;
- Decides candidates for Chair(s), Vice-Chair(s) and Treasurer among its members or those of the Political Bureau;
- Appoints members of the Board of Advisers, subject to ratification by the General Assembly;
- Ratifies the internal appointment of the Treasurer by the Treasury;
- Recommends the nomination or dismissal of the Secretary General;

- Recommends the review of governing bodies and organisational roles of nrg4SD;
- Monitors and approves the accounts of the annual period and recommends the adoption of the accounts, budget and financial reports;
- Approves the allocation of grants to nrg4SD by funders for projects, study contracts, or other legal means of funding in support;
- Approves the allocation of Individual or corporate donations to nrg4SD;
- Appoints auditors for the annual auditing of nrg4SD accounts, upon recommendation from the Treasurer, and
- Recommends the dissolution of nrg4SD.

9.3 The Steering Committee is responsible for all other tasks, which do not legally or statutory fall under the responsibility of the General Assembly.

9.4 The Steering Committee can base its decisions on proposals from the Political Bureau, the Board of Advisers, the Treasury or the Secretariat.

9.5 The Steering Committee shall consist of a minimum of 9 and a maximum of 17 of nrg4SD members, elected by the General Assembly by simple majority (50% plus one) of members and associate members in good standing, present and represented at the meeting for a mandate of two years renewable.

9.6 The General Assembly shall strive to ensure geographical balance and encourage membership of developing country members and associates.

9.7 All candidatures for the Executive Committee must be sent to the Secretariat at least two months before the General Assembly.

9.8 Representatives of the Steering Committee shall act on a voluntary basis and shall not be entitled to any remuneration. For activities undertaken outside the usual remit of the post, each representative of the Steering Committee may be entitled to the reimbursement of travel expenses, following from a decision of the Steering Committee and upon recommendation of the Treasury and the Secretariat.

9.9 A member or associate member may be represented by another member or associate member voting by proxy. The same member or associate member cannot represent more than one other member or associate member. A signed authorisation from the representative of the member or associate member which is delegating the vote is required in order to proof the delegation of the vote. Authorisations to vote by proxy must be communicated to the nrg4SD Secretariat before the Steering Committee meeting.

9.10 Every effort should be made to involve all Steering Committee members in decision-making. This can entail offering venues with video or telephone conferencing facilities, holding meetings in a variety of locations, providing simultaneous translation in the official languages of the Network, and communicating and recording the comments provided by a member, associate member or observer ahead of the meeting.

9.11 If a representative of the Steering Committee loses his/her position within the government or association he/she represents, his/her mandate within the Steering Committee is *ipso facto* withdrawn. Should this be the case, the member or associate member concerned should replace its representative within five months. If a replacement is not appointed within this deadline, then the Steering Committee by its own initiative, may invite another nrg4SD member or associate member of nrg4SD to serve in the Steering Committee, until the next General Assembly is held. nrg4SD members, associate members and observers shall be informed of the situation.

9.12 If a member of the Steering Committee fails to participate or be represented by proxy in 2 consecutive meetings without providing solid justifications ahead of the meeting, then the Steering Committee may recommend the withdrawal of its mandate and the General Assembly may, by its own initiative, select another member or associate member of nrg4SD to serve in the Steering Committee, until the expiration of the original mandate.

9.13 The Steering Committee meets in ordinary sessions, twice a year. One of the meetings shall be held before the General Assembly meeting. An extraordinary session may be organised if considered necessary by the General Assembly, the Political Bureau or the Steering Committee itself.

9.14 The Steering Committee meeting is chaired by the relevant Chair of nrg4SD, depending on whether the meeting takes place in the North or in the South, with the help of the Vice-Chairs of nrg4SD.

9.15 The agenda for the Steering Committee will be prepared by the Chair of nrg4SD who will chair the meeting (as per indications in Article 9.14) in consultation with the other Chair of nrg4SD and the Political Bureau and with the support from the Secretariat.

9.16 The Steering Committee is said to reach valid quorum when constituted with as many members and associate members are present and represented at the meeting. Decisions shall be taken by simple majority (50% plus one) of members and associate members present and represented, except for the cases enumerated in Article 9.17.

9.17 A two-thirds majority of members present and represented is required for recommendations concerning (i) the exclusion of a member, and (ii) the dissolution of nrg4SD.

9.18 In the event of an equal number of votes, the decision shall be understood as not taken and any resolution as not adopted.

9.19 The voting is carried out by a show of hands from a representative from each Steering Committee members. If there is more than one nomination for any governing or organisational role, the vote should be taken in secret.

9.20 The decisions and resolutions on which the Steering Committee has voted and the results of the votes shall be recorded in minutes signed by the chair of the meeting and the Secretary General. Minutes shall reflect individual or conflicting comments upon request from the chair of the meeting or from a nrg4SD member or associate. Minutes will be communicated to Steering Committee, the Political Bureau and the Treasury. In the absence of substantive comments within thirty working days from the communication, it shall be understood that the minutes are adopted. The following Steering Committee shall approve the minutes of the previous one. Approved Steering Committee minutes shall be communicated to the General Assembly. Minutes shall be kept in the register of the Network so they can be freely consulted by members, associates and observers.

## **ARTICLE 10: POLITICAL BUREAU**

10.1 The Political Bureau is in charge of deliberating and putting forward recommendations regarding the positioning the Network towards international instances on key dossiers; the strategic and prospective approach for the accomplishment of the objectives of nrg4SD; the ownership of the work programme by members, associate members and observers; the relevance and quality of nrg4SD services, and the potential sources of external funding to feed into the Network's budget. As a basis for its deliberations and recommendations, the Political Bureau shall maintain the political dialogue and communication between nrg4SD members and associate members on a regular basis and outside statutory meetings.

10.2 The Political Bureau works under the direct mandate and supervision of the General Assembly and with the support of the Steering Committee, the Board of Advisers, the Treasury, the Secretariat and the Secretary General. It can base its deliberations and recommendations on proposals from any of these bodies.

10.3 The Political Bureau shall consist of a maximum of 13 members of nrg4SD, which may include the Chair(s) and Vice-chair(s), appointed by simple majority (50% plus one) of members and associate members present and represented at the General Assembly for a mandate of two years renewable.

10.4 All candidatures for the Political Bureau must be sent to the Secretariat at least two months before the General Assembly that elects the members of the Political Bureau.

10.5 The General Assembly shall strive to ensure geographical balance and encourage membership from developing countries in the Political Bureau.

10.6 Representatives of the Political Bureau shall act on a voluntary basis and shall not be entitled to any remuneration. For activities undertaken outside the usual remit of the post, each representative of the Political Bureau may be entitled to the reimbursement of travel expenses, following a decision of the Steering Committee upon recommendation of the Treasury and the Secretariat.

10.7 Representatives of the Political Bureau must have a political mandate from their respective governments or associations and be in a position to commit and speak on their behalf.

10.8 Direct participation is the general rule for Political Bureau meetings, with representation by proxy constituting an exception that requires justification by the member requesting it. The same member or associate member cannot represent more than one other members or associate member. A signed authorisation from the representative of the member or associate member which is delegating the vote is required in order to proof the delegation of the vote. Authorisations to vote by proxy must be communicated to the nrg4SD Secretariat at least fifteen days before the meeting of the Political Bureau.

10.9 Given the international nature of nrg4SD and in the acknowledgement of budgetary and travelling constraints, the use of virtual and ITC tools (such as email, teleconference, videoconference, online questionnaires, etc.) shall be encouraged for the deliberations and works of the Political Bureau.

10.10 If a representative of the Political Bureau loses his/her position within the government or association he/she represents, his/her mandate within the Political Bureau is *ipso facto* withdrawn. Should this be the case, the nrg4SD member or associate concerned should replace its representative within five months. If a replacement is not appointed within this deadline, then the Steering Committee may, by its own, invite another member of nrg4SD to serve in the Political Bureau, until the next General Assembly.

10.11 If a Political Bureau member fails to participate regularly in the deliberations and works of the Political Bureau, the Political Bureau may recommend the withdrawal of its mandate and the General Assembly may select another member of nrg4SD to serve in the Political Bureau until the expiration of the original mandate.

10.12 The physical and virtual meetings of the Political Bureau shall be chaired by one of its members interested in the role. A rotation in the role from meeting to meeting should be encouraged if the nature of the discussions allows for it.

10.13 The Political Bureau is said to reach valid quorum when half of its members are present and represented at the meeting. Decisions shall be taken by simple majority (50% plus one) of members and present and represented.

10.14 In the event of an equal number of votes, the decision shall be understood as not taken and any resolution as not adopted.

10.15 The voting is carried out publicly. If the vote relates to matters where there is more than one nomination from members, associate members or observers of nrg4SD, the vote should be taken in secret.

10.16 The decisions and deliberations on which the Political Bureau has voted and the results of the votes shall be recorded in minutes signed by the chair of the meeting and the Secretary General. Minutes shall be communicated to General Assembly, the Steering Committee, and Treasury. Minutes shall reflect individual or conflicting comments upon request from the chair of the meeting or a member of the Political Bureau. In the absence of substantive comments within thirty working days from the communication, it shall be understood that the minutes are adopted. The following Political Bureau shall approve the minutes of the previous one. Minutes shall be kept in the register of the Network so they can be freely consulted by members, associate members and observers.

#### **ARTICLE 11: BOARD OF ADVISERS**

11.1 The nrg4SD General Assembly may create a Board of independent Advisers and set the terms of reference for its functioning and members.

11.2 The Board of Advisers shall work under a specific mandate from the Steering Committee, the Political Bureau or the Secretary General and under the supervision of the Steering Committee. The Board of Advisers shall be accountable to the General Assembly.

11.3 The advisers should be part or have been part of governments, associations, entities and academia institutions with similar or complementary objectives to those of nrg4SD. Individuals should prove solid and relevant background and experience.

11.4 Any nrg4SD governing bodies, organisational roles, as well as any individual members, associate members and observers of the Network may put forward nominations or sponsor candidacies by communicating it officially to the Steering Committee and the Secretariat.

11.5 Advisers shall be appointed or dismissed by the Steering Committee deciding by simple majority (50% plus one) of its present or represented members in a public vote, subject to ratification by the General Assembly. The Steering Committee and the General Assembly shall strive to reach consensus as regards all candidacies for adviser.

11.7 The Steering Committee shall strive to ensure geographical, expertise and gender balance within the Board of Advisers.

11.8 As a general rule, Adviser of the Board of Advisers shall act on a voluntary altruistic basis and shall not be entitled to any remuneration. For specific activities or projects of a higher intensity than the usual remit of the post, each Adviser may be entitled to the reimbursement of travel expenses and/or to the remuneration of its collaboration. The decision on the remuneration shall be adopted by the Steering Committee, upon the recommendation of the Secretariat and the Treasury.

## ARTICLE 12: CHAIRS AND VICE-CHAIRS

12.1 The positions of Chair(s) and Vice-chairs of nrg4SD are occupied by members or associate members of nrg4SD who each designate a representative within their ranks to fulfil the duties incumbent upon them and who are responsible for filling vacancies should they occur.

12.2 nrg4SD shall count with Chair(s) and with Vice-chairs elected by the General Assembly by simple majority (50% plus one) of present and represented nrg4SD members and associate members, upon proposals from the Steering Committee (which also decides by simple majority – 50% plus one - of its present and represented members) for a mandate of three years renewable once in consecutive mandates.

12.3 The voting is carried out by a show of hands from a representative of each member or associate member of nrg4SD. If there is more than one nomination, the vote should be taken in secret.

12.4 Candidates for the positions of Chair and Vice-chair shall be identified among Steering Committee members, reflecting a geographical balance.

12.5 The election of Chair(s) shall be carried out at different years in order to guarantee a minimum of continuity in the governance of the Network.

12.6 The number of Chairs shall not exceed two. Should there be two Chairs; one should be a political representative of a subnational government from a developed country and the other a political representative of a subnational government from a developing country.

12.7 There shall be a maximum of one Vice-chair per continent, with the exception of America for which two Vice-chairs can be elected – one for North America and a second one for Latin America and the Caribbean.

12.8 The Chair(s) should, among other responsibilities:

- Represent nrg4SD in subnational, national and international settings and meetings, along with the Secretary General.
- Strive to provide the whole Network with a political vision with key projects and initiatives;
- Guard the correct and efficient functioning at political level of the governing bodies and organisational roles of the Network;
- Maintain the political communication and dialogue between members, associate members and observers;
- Contribute, at political level, to the establishment of partnerships with a view to promote and safeguard the interests of nrg4SD's objectives and those of members, associate members and observers;
- Undertake and encourage political contacts in order to promote a responsible and relevant enlargement of the nrg4SD membership base;
- Convene and chair General Assembly and the Steering Committee meetings;
- Take part in the Political Bureau, and
- Submit a report of activity at the mid and end term of mandate for consideration by the Steering Committee and the General Assembly.

12.9 The Vice-chairs shall among other responsibilities:

- Replace the Chair(s) as required and following a delegation by the Chair(s);
- Strive to coordinate at political level the members, associate members and observers of nrg4SD originating from their respective continent;
- Ensure the political impulse and vision for the activities of nrg4SD in their respective continent;

- Identify at political level potential partnerships within its continent in benefit of nrg4SD's objectives and those of members, associates members and observers, and communicated them to the Chair(s);
- Undertake and encourage political contacts in their respective continent in order to promote a responsible and relevant enlargement of the nrg4SD membership base;
- Represent or coordinate the representation of nrg4SD at relevant events in their respective continent and upon delegation of nrg4SD Chair(s);
- Represents nrg4SD on every occasion in the absence of the Chair(s).
- Report on their respective activity during their participation at General Assembly and Steering Committee meetings, for consideration by peers.

12.10 Chairs and Vice-chairs are accountable to their peers of the Steering Committee and General Assembly, who have the right to address them queries regarding their respective report of activities at or in between statutory meetings. These queries should be responded to within 60 working days from their reception.

12.11 A call for candidatures for the positions of Chairs and Vice-chairs of nrg4SD shall be launched by the Secretariat at least five months before the end of the mandate.

12.12 The call for candidatures for the position of Chair shall be launched by the Secretariat at the mid-mandate (i.e. one and a half years following from the start of the mandate) and remain open for five months. The election of the incoming Chair should happen at the second anniversary of the start of the mandate of the ongoing Chair. This process is intended to articulate a close collaboration between outgoing and incoming Chairs, in order to contribute to the familiarisation with the role and the efficient hand-over of ongoing dossiers. Outgoing and incoming chairs will strive to collaborate as closely as possible until the actual date of change of mandates.

12.13 All candidatures must be officially communicated to the Secretariat within the given deadline. The Secretariat shall inform the Network about the candidatures received at the latest within fifteen working days after the deadline for communication of candidatures. The date on which the candidature is received by the Secretariat, as acknowledged by this, will be considered the application date.

12.14 Candidates should provide the following documents at the latest three weeks before the election for perusal and consideration by nrg4SD members and associates:

- A statement (three A4 pages maximum) outlining the vision, projects and key initiatives that the candidate would like to implement during its mandate;
- An indication of the resources that would be dedicated to the role (two A4 pages maximum);
- A short curriculum vitae of the concerned political representative, and
- A short curriculum vitae of the officer(s) who will be the main liaison officer(s) for the Network on a daily basis.

12.15 The outgoing Chair or Vice-chair must assure the continuity of his/her role until the incoming Chair or Vice-chair is in post.

12.16 Should the Chair(s) lose his/her function within his/her respective government or association at some stage during the two-year mandate, then a new call for candidatures should be launched by the Secretariat in order for the Steering Committee to recommend a new candidate for Chair and for the General Assembly to elect the new Chair. In the meanwhile, the Steering Committee shall appoint an acting Chair.

12.17 Should the Vice-chairs lose his/her function within his/her respective government or association at some stage during the two-year mandate, the General Assembly shall elect another Vice-chair, upon proposal by the Steering Committee.

#### **ARTICLE 13 – THE SECRETARIAT AND THE SECRETARY GENERAL**

13.1 The Secretary General is nominated by the General Assembly, upon proposal from the Executive Committee for a term of three years renewable.

13.2 The Steering Committee can decide to establish an *ad hoc* panel to carry out the selection process. The mandate and reporting mechanisms of this panel must be clearly defined by the Steering Committee in the same decision.

13.3 The Secretary General is responsible for the day-to-day running of the nrg4SD Secretariat.

13.4. The Secretary General shall among other responsibilities:

- Represent nrg4SD in subnational, national and international settings and events, along with the Chair(s) and Co-chairs;
- Strive to implement the political vision with key projects and initiatives of the Network as agreed by governing bodies and other organisational roles; in the best interest of nrg4SD's objectives and those of members, associates members and observers;
- Encourage and facilitate the correct and efficient functioning at technical level of the governing bodies and other organisational roles of the Network;
- Contribute, at technical level, to the establishment of partnerships with a view to promote and safeguard the interests of nrg4SD's objectives and those of members, associate members and observers;
- Undertake and encourage technical contacts in order to promote a responsible and relevant enlargement of the nrg4SD membership base;
- Assist the General Assembly, the Steering Committee, the Political Bureau and the Board of Advisers in the development of their respective tasks;
- Coordinate the work of the Treasury and the governing of the finances of nrg4SD in accordance with the provisions of articles 14 and 15;
- Submit an annual report of activity of the Secretariat for consideration by the Steering Committee and the General Assembly.

13.5 The Secretariat and the Secretary General work under the authority and supervision of the Steering Committee and in close coordination with the Treasury, Chair(s) and Vice-chairs. The Secretary General must have the confidence of the General Assembly.

#### **ARTICLE 14 – THE TREASURY AND THE TREASURER**

14.1 The Treasury shall be elected by the General Assembly among the members or associate members of the Steering Committee of nrg4SD, upon recommendation by the Steering Committee, for a mandate of three years renewable.

14.2 The role of Treasury is not compatible with that of Chair..

14.3 The Treasury shall appoint internally a Treasurer. The appointment shall be subject to ratification by the Steering Committee

14.4 The Treasury is responsible for the day-to-day management of the finances and accounts of the nrg4SD. In agreement with the Chair and the Secretary General, the Treasury prepares the budget and financial report, including a budget proposal, for the adoption of the Steering Committee and the

General Assembly and presents it to these governing bodies of nrg4SD. The Treasury monitors the budget execution and recommends auditors for the annual auditing of nrg4SD accounts, who shall be appointed by the Steering Committee.

14.5 The Treasury and the Treasurer works under the authority and supervision of the Steering Committee and in close coordination with the Chair(s) and the Secretary General.

14.6 Should the Treasurer lose his/her position in the government or association of nrg4SD, the nrg4SD member or associate member fulfilling the role of Treasury must appoint a replacement within 5 months.

## **ARTICLE 15 – FINANCES**

15.1 nrg4SD obtains its resources from:

- Compulsory annual membership fees from the members, associate members and observers which are decided by the General Assembly;
- Exceptional contributions or contributions in kind by members, associate members and observes, in complement to the compulsory annual fees;
- Grants that may be allocated by funders for projects, study contracts, or other legal means of funding in support to the aims and objectives promoted by nrg4SD, provided they are approved by the Steering Committee;
- Individual or corporate donations, provided they are approved by the Steering Committee, and
- Capital interest as shown in the annual statement of accounts.

15.2 The financial and budgetary years runs from 1 January to 31 December.

15.3 Cheques and invoices committing the budget of nrg4SD, up to the maximum as specified in the Standing Rules, can only be validly signed off with the signature of either the Treasurer or the Secretary General. In case of incapacity of the Treasurer and the Secretary General the Chair(s) can sign off cheques validly.

15.4 Cheques and bills committing the budget of nrg4SD beyond the figure specified in the Standing Rules require the approval of the Steering Committee before they can be validly signed off.

15.5 All salaries and rents of nrg4SD are to be paid directly by the Treasury.

15.6 The management of the nrg4SD finances and accounts is monitored each year by the auditor(s) appointed by the Steering Committee, upon recommendation by the Treasury. The monitoring and auditing exercise must comply with all provisions of the Law under which the Network is registered.

## **ARTICLE 16 - FINANCIAL ASSISTANCE FOR TRAVEL TO MEMBERS AND ASSOCIATES**

16.1 The financial assistance for travel shall assist nrg4SD member and associate members coming from developing countries which are in good standing to participate in nrg4SD events, mainly in nrg4SD statutory meetings.

16.2 The decision for enabling the financial assistance and the amount to be given per member or associate member shall be decided by the Steering Committee before each specific nrg4SD statutory meeting or event, on the basis of a technical reasoned recommendation from the Treasury and the Secretariat. This technical reasoned recommendation will be based on the state of the finances of the

Network. The maximum amount of the financial assistance available per nrg4SD member or associate member shall be set by the Steering Committee ensuring full transparency and fairness in treatment.

16.3 The financial assistance for travel will basically cover a return ticket in economy class and, in some cases accommodation for the duration of the nrg4SD statutory meeting or event. All in all, the financial assistance provided per nrg4SD member or associate member cannot exceed the amount set by the Steering Committee.

16.4 Members or associate members wishing to apply for the intervention of the financial assistance must send their application to the Secretariat and the Treasury using the official forms provided. The Secretariat and the Treasury will communicate them to the Steering Committee for approval.

16.5 The Steering Committee shall decide on the applications for financial assistance within ten working days of being informed. In the absence of comments from members of the Steering Committee, it shall be understood that the application is accepted.

16.6 The selected applicant should accept the offer for financial assistance and communicate it officially to the Secretariat and the Treasury within five working days of being informed of the decision. In the absence of acceptance within this delay, it shall be understood that the offer has not been accepted. In that event, the financial assistance will benefit the first applicant on the waiting list.

16.7 Reimbursement of expenses will be the general rule. For these transactions, the beneficiary will deal directly with the Treasurer.

16.8 All the efforts carried out by the nrg4SD host members, associate members or observer shall be reflected in the 'Record of Contributions' which is attached to the nrg4SD financial report.

## **ARTICLE 17 – INVENTORY**

17.1 An inventory of the properties and assets of nrg4SD shall be kept by the Treasury and the Secretariat and attached to the financial report.

## **ARTICLE 18 - RULES OF PROCEDURE**

18.1 Rules of procedure may be elaborated by the Steering Committee, with the support of the Secretariat, and communicated to the General Assembly.

18.2 These rules of procedure aim to establish provisions not covered by these Statutes or detail the provisions of these Statutes, in particular relating to the running of the Network and its governing bodies, as well as to the creation of any *ad hoc* committees or panels.

## **ARTICLE 19 - MODIFICATIONS OF THE STATUTES**

19.1 Any proposal for modifying these statutes must originate from the Steering Committee.

19.2 Any proposal for modifying these statutes beyond minor technical reviews or adjustments of general nature must be adopted by the General Assembly by a majority of two-thirds of the members and associate members present and represented.

19.3 Proposals for modifying these statutes consisting of minor technical reviews or adjustments of general nature shall be adopted by the Steering Committee by a majority of two-thirds of the members and associate members present and represented.

19.4 Modifications of the statutes will be subject to registration under the Law which governs the Network as stated in article 1.1 of the present statutes.

## **ARTICLE 20 - THE DISSOLUTION OF THE NETWORK**

20.1 The dissolution of nrg4SD must be decided by the General Assembly meeting in an extraordinary session convened for this purpose, by a majority of two-thirds of the members present and represented, upon recommendation of the Steering Committee. The latter should emit the recommendation for dissolution following a decision by majority of two-thirds of the members present and represented.

20.2 The extraordinary General Assembly should define how the net assets will be used after payment of debts and dissolution expenses in conformity with relevant laws and regulations of the country in which nrg4SD is registered.

20.3 The Extraordinary General Assembly shall appoint Commissioners responsible for the dissolution, whose mandate, rights and reporting obligations must be fixed at the same extraordinary General Assembly that decides the dissolution of nrg4SD.

20.4 In the event of dissolution of nrg4SD, the assets remaining after the payment of debts and dissolution expenses and the compliance of any legal requirements to which nrg4SD is subject shall be entirely allocated to an institution pursuing an aim in the public interest similar to the one of nrg4SD. Under no circumstances can the assets be returned to the founders, members, associate members, observers or partners of the Network, or be used in part or in full to their profit in any way.

## **ARTICLE 21 – COMPETENCES**

21.1 All documents of legally binding nature to nrg4SD shall be signed by the Chair(s) who does not have to prove evidence of his/her authorisation to third parties.

21.2 The competent jurisdiction for all action concerning nrg4SD is the area of jurisdiction where the Network is legally registered.

21.3 The Steering Committee acts as claimant and defendant on behalf of nrg4SD in lawsuits and is represented to this effect by the Chair(s).