

CertifHy - Stakeholder Platform

Governance rules

V.0

| Version | Date | Changes |
|---------|------------|------------------------------------|
| V.0 | 04/01/2018 | |
| V.1 | 11/01/2018 | After first steering group meeting |

Article 1: Name

Under the name “CertifHy Stakeholder Platform” a new forum is set up.

Article 2: Legal status

The CertifHy Stakeholder Platform is not a legal person and holds no status at the date of writing and until such measures are taken to modify this.

The CertifHy Stakeholder Platform represents a group of stakeholders interested in Green and/or Low Carbon Hydrogen Guarantees of Origin (GO) in Europe who have voluntarily adhered to the platform.

Article 3: Aim

The objectives of the CertifHy Stakeholder Platform are:

1. To contribute to the development and definition of a European-wide Green and Low Carbon Hydrogen Guarantee of Origin scheme;
2. To work towards ensuring Green and Low Carbon Hydrogen Guarantees of Origin become the main route for guaranteeing the origin of Green and Low Carbon Hydrogen across European Member States;
3. To act as a forum for discussion bringing together all stakeholders interested in Green and Low Carbon Hydrogen GOs.

Article 4: Duration

The Stakeholder Platform comes into existence as of November 20th, 2017 through its 1st Plenary session.

The lifetime of the Stakeholder Platform is aligned with the duration of the CertifHy phase 2 project as defined in contract FCH/OP/190. Contract FCH/OP/190 holds until 27/09/2018 with a possible 6-month extension extending the contract to 27/03/2019.

The following Governance Rules apply only over the duration of contract FCH/OP/190.

The stakeholders may decide to continue the Stakeholder Platform following the termination of contract FCH/OP/190.

Article 5: Bodies of the Stakeholder Platform

The Stakeholder Platform is composed of 3 bodies:

1. The Steering Group
2. Working Groups
3. The Secretariat

Article 6: The Stakeholder Platform

Membership

All and any organisation with a demonstrable interest in Green and/or Low Carbon hydrogen GOs may register to the Stakeholder Platform. The legitimacy of the demonstrable interest is determined by the Stakeholder Platform Secretariat.

All organisations located in countries which cannot receive financing from the FCH 2 JU hold observer status.

Powers

Members of the Stakeholder Platform have the power to:

1. Voice issues and concerns and make recommendations for the evolution of the Stakeholder Platform or for topics to be placed on the agenda of the next Plenary session to the Steering Group via the Secretariat;
2. Join Working Groups;
3. Vote on issues presented to the vote by the Steering Group

Observer members of the Stakeholder Platform have the same powers other than to vote on issues presented to the vote by the Steering Group (point 3) nor can they vote on any issue which impacts the governance of the Stakeholder Platform.

Composition

The Stakeholder Platform is composed of organisations (companies, associations, NGOs, etc.) represented by individual members.

Functioning

Meetings

Stakeholder Platform Plenary Sessions are called for by the Steering Group and organised with the support of the Secretariat.

Agendas

Stakeholder Platform Plenary Session agendas are set by the Steering Group with the support from the Secretariat and input from the Working Group Coordinators.

Minutes of Meetings (MoM)

Minutes of Meetings will be drafted by the Secretariat within 5 days after the meeting

Minutes of Meetings will be submitted for corrections to the Steering Group within a period of maximum 2 weeks following the Plenary Session meeting. The Steering Group Chairman then has a 1-week period to validate the MoM including the suggestions raised by the Steering Group.

The Minutes of Meetings validated by Steering Group Chairman will be shared with all Stakeholder Platform members. They will also be publicly accessible on the CertifHy.eu website. The platform members have 1 week to suggest modifications to the MoM; afterwards the Steering Group has 2 weeks to adopt the suggestions (or not) raised by platform members and the Chairman 1 week for final approval. There will be no modifications to the MoM thereafter.

Minutes of Meetings will not by default be anonymised. However, the possibility exists, during the meetings to opt out for comments made by individuals, such that they will not be recorded as attributed to the individual in question. The opt-out option will not be available at the MoM stage, only during the conference / meeting.

Withdrawal

Stakeholders may withdraw from the Stakeholder Platform at any time via e-mail to the Secretariat.

Article 7: The Steering Group

Membership

Membership to the Steering Group is attributed via election for the representatives of Working Groups or via designation for the institutional college, i.e. for representatives of the European Commission and FCH 2 JU.

Role

The Steering Group is the Platform's decision-making and conflict resolution body.

Powers

The Steering Group has the powers to:

1. Validate and modify the Governance Rules of the Stakeholder Platform;
2. Define the Plenary Session agendas¹;
3. Call for a Plenary Session;

¹ Including continuation of the platform after the ending of Contract FCH/OP/190.

4. Modify or revoke majority decisions taken by Working Groups when consensual decisions within Working Groups prove impossible;
5. Make decisions for Working Groups regarding issues which concern more than one Working Group (hereafter inter-Working Group decisions);
6. Represent and make decisions in the name of the Stakeholder Platform;
7. Create a new Working Group;
8. Dissolve existing Working Groups.

Composition

The Steering Group is composed of the following members:

1. A platform college constituted by the Chair and co-Chair for each Working Group.
2. An institutional college with the following positions:
 - 1 seat for the FCH 2 JU;
 - 1 seat for the European Commission's DG ENERGY;
 - 1 seat for the European Commission's DG MOVE;
 - 1 seat for the European Commission's DG CLIMA.

Conditions for modifying the composition of the Steering Group

The composition of the Steering Group may change if the Steering Group collects a 75% majority of the Steering Group in favour of changing its composition.

Governance

Decisions within the Steering Group are taken following a joint effort to reach consensus. If needed, the chairman may put a decision up for majority vote.

Each member of the Steering Group holds 1 vote.

The representatives of the European Commission hold observer status and therefore hold no vote although they can express their opinions and provide recommendations.

The Chairman's vote is decisive in case of a tie vote.

Chairman nomination/election

Any Steering Group member other than European Commission representatives may express their interest in becoming Chairman of the Steering Group.

The Steering Group Chairman is elected by the Steering Group members by majority vote.

Substitutes to Steering Group members

Steering Group members are elected as representatives of their organisation but also on their own name. In the case where a Steering Group member cannot attend a Steering Group meeting, he/she may designate a substitute from within his/her organisation to whom he/she may delegate voting rights by writing to the Secretariat.

The Steering Group Chairman and Secretariat must be informed, preferably, within 5 working days prior to any expected Steering Group meeting of a substitute.

The Steering Group Chairman and Secretariat reserve the right, following a discussion and if the decision is mutual, of refusing the proposed substitute. In the case where the substitute is rejected, the Secretariat will notify both the Steering Group member and his

designated substitute of this decision within due time. Without notification, the substitute is considered, by default, accepted.

Functioning

Meetings

Steering Group meetings will be called for by the Steering Group Chairman and organised with the support of the Secretariat. If there is no acting Steering Group Chairman, the Secretariat may call a Steering Group meeting. The election of Steering Group Chairman must be on the agenda of this meeting.

Agendas

Steering Group agendas are set by the Steering Group Chairman, on proposal of the Secretariat, 5 days prior to the meeting date. The Secretariat, Working Group Coordinators, Members of the Steering Group may provide recommendations on the agenda.

Steering Group members are invited to provide input on the proposed agenda up to 3 days prior to the meeting date. Following this deadline, the Steering Group Chairman holds the discretionary power to include this point on the agenda.

Minutes of Meetings of Steering Group Meeting

Minutes of Meetings (MoMs) will be drafted by the Secretariat, within 5 days after the meeting. MoM will be submitted for corrections to the Steering Group within a period of maximum 2 weeks following the Plenary Session meeting. The Steering Group Chairman then has a 1-week period to validate the MoM including the suggestions raised by the Steering Group.

The MoM validated by Steering Group Chairman will be shared with all Stakeholder Platform members. They will also be publicly accessible on the CertifHy.eu website. The Stakeholder Platform members have 1 week to suggest modifications to the MoM. Thereafter, the Steering Group has 2 weeks to adopt or discard the suggestions raised by Stakeholder Platform members. Thereafter, the Chairman has 1 week for final approval. The MoM cannot be modified thereafter.

By default, MoMs will not be anonymised. However, during meetings, Steering Group members may « opt out » for given comments. By “opting out”, the comment(s) made by the individual will not be recorded as attributed to the individual but will remain unattributed. Opting out is possible only during the meeting/conference. Opting out thereafter, notably once the MoM have been drafted, is impossible.

Withdrawal

Steering Group members may withdraw at any point. In withdrawing from the Steering Group, Working Group Chairs and co-Chairs resign their position as Chair or co-Chair (see Article 8, “Working Group Chair and co-Chair Withdrawal”).

Article 8: Working Groups

Membership

The conditions regarding application and membership rights for observing and non-observing members in the Stakeholder Platform hold true for the Working Groups.

Working Group coordinators may, based on their individual judgement, reject the application of any member of the Stakeholder Platform to their Working Group if the legitimacy of the actor to contribute to this Working Group is questionable.

Role

Working Groups are the operational units of the Stakeholder Platform. Their role is to provide input to the current project for the development of a Europe-wide Green and Low Carbon Hydrogen GO scheme.

As of 20th November 2017, there are 4 Working Groups:

1. Working Group 1: GO Scheme and Procedures;
2. Working Group 2: GO Issuing;
3. Working Group 3: GO Commercialisation and Use;
4. Working Group 4: Regulatory Framework.

Working Group coordination

These Working Groups are coordinated by a designated Working Group Coordinator:

1. Working Group 1: Ludwig-Bölkow-Systemtechnik (LBST);
2. Working Group 2: HINICIO;
3. Working Group 3: HINICIO;
4. Working Group 4: The Energy Centre of the Netherlands (ECN).

Powers

Working Groups have the power to:

1. Endorse documents put forward by the Working Group Chair and the Working Group Coordinator; endorsed documents will be analysed by the Secretariat. Issues and conflicts should be brought to the attention of the Steering Group;
2. Provide recommendations, inputs and answers to questions put forward by the Working Group Chair and the Working Group Coordinator;
3. Elect Working Group members to the positions of Working Group Chair and co-Chair;
4. Address questions, comments and feedback to other Working Groups and to the Steering Group via their Working Group Coordinator.

Composition

Working Groups are composed of any actor registered to the Stakeholder Platform who has manifested his interest in contributing to the Working Group and who the Working Group Coordinator has considered as holding legitimate interest to contribute to the Working Group tasks.

Governance

Intra -Working Group decisions will be made via consensus. When consensus cannot be reached, the WG Chair may put a decision up for majority vote. Inter-WG decisions will be escalated to the Steering Group.

Each member of the Working Group holds 1 vote and no more.

Stakeholders who are members of several Working Groups hold 1 vote for each individual Working Group. Their voting rights within one Working Group are not transferable to another or cumulative.

Chair/co-Chair applications

Any European member registered to a Working Group may present his/her application to become Chair or co-Chair of the Working Group.

Organisations may only hold one Chair or co-Chair position.

Chair/co-Chair elections

Working Group Chairs and co-Chairs are elected by the members of the Working Groups at a majority vote.

Each Working Group member is invited to vote for a Chair and a co-Chair - thus voting for 2 candidates. Ballots cast for the Chair position give the indicated candidate 2 votes. Ballots cast for the position of co-Chair give the indicated candidate 1 vote.

Votes for Working Group Chairs and co-Chairs are anonymous.

The candidate who collects the most votes is considered the default Working Group Chair. The candidate with the second most votes is considered the default Working Group co-Chair.

Upon mutual consent, the default Working Group Chair and co-Chair of a given Working Group may change their positions.

Working Group Chair and co-Chair substitutes

In the case where a Working Group Chair is not available to attend a meeting, the co-Chair may take his role. If both Working Group Chair and co-Chair are unavailable, either or both will be asked to propose a substitute from his organisation to sit in his/her/their stead.

The Working Group coordinator reserves the right to accept the substitute. In the case where the Chair or co-Chair substitute is not accepted, the Working Group coordinator must notify the Group Chair or co-Chair and the substitute of this decision. Without notification, the substitute is, by default, accepted.

Functioning

Meetings

Working Group Meetings will be called for by the Working Group Chair and organised with the support of the Working Group Coordinator.

In the case where the Working Group Chair cannot call for the meeting, the Working Group co-Chair may do so in his stead with the support of the Working Group Coordinator.

Agendas

Working Group agendas are set by the Working Group Chair and the Working Group Coordinator. Other Working Group Coordinators may provide recommendations to any Working Group agenda.

In the case where the Working Group Chair cannot set the Working Group agenda, the Working Group co-Chair may do so in his stead with the support of the Working Group Coordinator.

Minutes of Meetings

MoMs will be drafted by the Working Group Coordinator.

MoMs will be submitted for corrections to the Working Group within a period of maximum 2 weeks following the Working Group meeting. The Working Group Chair then has a 1-week period to validate the final corrections.

The MoM validated by the Working Group Chair will be shared with all Stakeholder Platform members. They will also be publicly accessible on the CertifHy.eu website.

By default, MoMs will not be anonymised. However, during meetings, Steering Group members may « opt out » for given comments. By “opting out”, the comment(s) made by the individual will not be recorded as attributed to the individual but will remain unattributed. Opting out is possible only during the meeting/conference. Opting out thereafter, notably once the MoM have been drafted, is impossible.

Withdrawal

Working Group members may withdraw from their Working Groups via an e-mail to their Working Group Coordinator and Chair.

Working Group Chair and co-Chair withdrawal

Working Group Chairs and co-Chairs can resign via an e-mail to their Working Group Coordinator. The Working Group Chair and co-Chair will provide the Working Group Coordinator with a 6-week notice within which he will perform his duties to allow the Working Group Coordinator to identify a potential replacement.

In the event of a Working Group Chair or co-Chair withdrawal, the Coordinator will invite members of the Working Group to express interest in the position of Chair or co-Chair. The first point on the next Working Group meeting agenda will be election of a new Chair or co-Chair.

Article 9: The Secretariat

Role

The Secretariat is in charge of the logistical organisation of the Steering Group and Stakeholder Platform Plenary Sessions.

It is responsible for ensuring Stakeholders may apply to the Stakeholder Platform and that Working Group Coordinators are regularly made aware of Stakeholders wishing to join their

Working Group. The Secretariat holds the power to determine whether an organisation applying to the Stakeholder Platform has sufficient legitimate interest in Green and Low Carbon Hydrogen Guarantees of Origin.

The Secretariat is also responsible for the organisation of the Working Group Chair and co-Chair elections. The responsibility covers ensuring that the ballots cast during these elections are confidential. To do so, the Secretariat will gather the votes in a confidential manner, and count the results. The Working Group coordinator will only be informed of the election results and the number of ballots cast in favour of each candidate. The election results will be shared with all Stakeholder Platform members. The number of ballots cast may also be disclosed to all Stakeholder Platform members.

The Secretariat is also in charge of communications internal and external.

Internal Communications

The Secretariat will make the Working Group and Plenary Minutes of Meetings available on the CertifHy website. The Secretariat will communicate on Steering Group meeting decisions to the entire Stakeholder Platform. The Secretariat will ensure that comments and issues raised by members of the Stakeholder Platform are brought to the attention of the Steering Group or Working Group Coordinators as necessary.

External Communications

The Secretariat will run and update the CertifHy website.

The Secretariat will communicate on the CertifHy Stakeholder Platform.

Composition

HINICIO, as the project leader of the CertifHy project, will run the Platform Secretariat.