

**PREPARATORY COMMISSION FOR THE
INTERNATIONAL RENEWABLE ENERGY AGENCY**

Fifth Session

Abu Dhabi, 3 April 2011

Agenda item 4

**Draft Decision on the
Draft Provisional Rules of Procedure of the Assembly and of the Council**

The Preparatory Commission for the International Renewable Energy Agency at its fifth session,

Recalling that the Preparatory Commission has to develop draft Rules of Procedure of the Assembly and of the Council of the International Renewable Energy Agency (“Agency”) in accordance with paragraph 10 b. of the Resolution on Establishing a Preparatory Commission for the Agency for consideration by the Assembly,

Recognizing that the procedural issues to be addressed at the initial stages of the Agency are numerous and complex,

Recognizing also that some of these issues will be temporary or evolve quickly after the first Assembly,

Emphasizing the need for a mechanism to review and adjust the Rules of Procedure to the requirements of the Assembly and of the Council, particularly in view of the fast-changing composition of the membership of the Agency,

Taking note of the proposed draft Provisional Rules of Procedure of the Assembly, and of the draft Provisional Rules of Procedure of the Council, annexed hereto,

Decides to submit the annexed draft Provisional Rules of Procedure of the Assembly (Annex 1) and of the Council (Annex 2) to the Assembly for approval at its first session, pursuant to Article IX paragraph A of the Agency's Statute,

Decides to recommend to the Assembly that it mandates the Council to review the provisional Rules of Procedure of the Assembly and of the Council and to recommend to the Assembly at its second session draft Rules of Procedure for the Assembly and the Council.

Draft Provisional Rules of Procedure of the Assembly

I. SESSIONS

A. REGULAR SESSIONS

Rule 1 Frequency of sessions

The Assembly of the International Renewable Energy Agency (hereinafter referred to as "the Agency") shall meet annually unless it decides otherwise. The session shall be convened on a date set by the Assembly at its previous regular session.

Rule 2 Notification of sessions

The Director-General of the International Renewable Energy Agency (hereinafter referred to as "the Director-General"), on behalf and under the authority of the President of the Assembly (hereinafter referred to as "the President"), shall notify all Members of the Assembly at least 90 days in advance of each regular session, of the opening date, place and expected duration thereof.

B. SPECIAL SESSIONS

Rule 3 Summoning by the Assembly

Special sessions of the Assembly shall be convened when decided by the Assembly or as otherwise provided for in these Rules.

Rule 4 Summoning at the request of the Council

Special sessions of the Assembly shall be convened not later than 60 days after the receipt by the President of a request for such a session from the Council of the International Renewable Energy Agency (hereinafter referred to as "the Council"), unless specified otherwise in the request.

Rule 5 Summoning at the request of Members

Any Member of the Assembly may request the President to convene a special session of the Assembly. The President shall immediately inform the other Members of the Assembly of the request, communicate to all Members the estimated costs and relevant administrative and logistical considerations in relation to the hosting of a special session and inquire whether they concur with it. If within 30 days of the date of the communication one third of the Members

concur with the request, a special session of the Assembly shall be convened by the President not later than 60 days after the receipt of such concurrence.

Rule 6 Notification of special sessions

The Director-General, on behalf and under the authority of the President, shall notify all Members of the Assembly at least 30 days in advance of each special session, of the opening date, place and expected duration thereof.

C. GENERAL

Rule 7 Place of sessions

Sessions of the Assembly shall take place at the seat of the Agency unless the Assembly decides otherwise.

Rule 8 Financial implications

The actual additional costs directly or indirectly associated with holding a session away from the seat of the Agency shall be borne by the Government hosting that session.

Rule 9 Written procedure

As may be required in extraordinary circumstances for the fulfillment of its powers and functions, the Assembly may act by means of proxy letter, e-mail or such other method of communication in which the participation of each member of the Assembly may be facilitated and the votes of each member of the Assembly may be recorded, subject to procedures determined by the Assembly in a separate decision whereby the provisions of the Statute concerning quorum and majorities as well as other relevant provisions of these Rules shall be fully respected.

II. AGENDA

A. REGULAR SESSIONS

Rule 10 Provisional agenda

The provisional agenda for all regular sessions of the Assembly shall be drawn up by the Director-General with the approval of the Council and under the authority of the President and shall be sent by him or her to all Members of the Assembly not later than 30 days in advance of the session.

Rule 11 Contents of the provisional agenda

The provisional agenda for each regular session should generally include:

- (a) All items the inclusion of which has been decided by the Assembly at a previous session;
- (b) All items proposed by the Council, including those which were brought to the attention of the Council by the Director-General;
- (c) Items proposed by Members of the Assembly;
- (d) Election of members to the Council;
- (e) The draft annual report of the Secretariat, submitted by the Council, concerning the activities of the Agency, and such other reports as the Council deems necessary or which the Assembly may request;
- (f) The draft work programme, organisational chart and budget of the Agency, submitted by the Council, for the ensuing financial period;
- (g) The External Auditor's report, the annual audit of the Agency and reports of any other audit activity that may have been conducted during the reporting period;
- (h) If required, the draft scale of assessments to be paid by Members;
- (i) The opening date, venue and anticipated duration of the next regular session of the Assembly; and
- (j) Other items required by the Statute of the International Renewable Energy Agency (hereinafter referred to as “the Statute”).

Rule 12 Supplementary items

A Member of the Agency, the Council, the Director-General, in agreement with the Council, may, not later than 30 days before the date set for the opening of any regular session, request the inclusion of supplementary items in the agenda. With the approval of the President, such items shall be placed on a supplementary list, which shall be communicated to Members at least 21 days before the opening of the session.

Rule 13 Approval of the agenda

At each session the provisional agenda and the supplementary list, if applicable, shall be submitted to the Assembly as soon as possible after the opening of the session.

Rule 14 Additional items

Any items of an important and urgent character, proposed by a Member, which have not been placed on the provisional agenda pursuant to Rule 10 of these Rules or on the supplementary list pursuant to Rule 12 of these Rules, shall be referred to the President, who shall report promptly thereon to the Assembly. Such items may be placed on the agenda if the Assembly so decides.

B. SPECIAL SESSIONS

Rule 15 Provisional agenda

The provisional agenda for all special sessions of the Assembly shall consist only of those items proposed for consideration in the decision or the request for holding the special session and shall be drawn up by the Director-General with the approval of the Council and under the authority of the President and shall be sent by him or her to all Members of the Agency together with the notification of the special session.

Rule 16 Approval of the agenda

The provisional agenda for each special session shall be submitted to the Assembly as soon as possible after the opening of the session for approval.

Rule 17 Additional items

Any items of an important and urgent character, proposed by a Member or the Council, which have not been placed on the provisional agenda pursuant to Rule 15 of these Rules shall be referred to the President, which shall report promptly thereon to the Assembly. Such items may be placed on the agenda if the Assembly so decides.

C. GENERAL

Rule 18 Explanatory memoranda

Each item proposed for inclusion in the agenda shall be accompanied by such supporting documents as necessary to support the Assembly's consideration of the issue.

Rule 19 Circulation of supporting documents

All draft reports, decisions, programme and budget of the Agency and other documents relating to the provisional agenda of the session shall be sent by the Director-General to each Member of the Assembly no later than 30 days in advance of the session. All supporting documents shall at the same time be made available on the Agency's website, with the exception of those documents that are decided to be confidential by the Assembly or the Council based on the criteria in Rule 71. The latter may only be made available on the password-secured area of the Agency's website.

III. REPRESENTATION OF MEMBERS AND PARTICIPATION OF OBSERVERS

Rule 20 Composition of delegations

Each Member of the Agency shall be represented at the Assembly by one representative, who may be accompanied by as many alternates and advisers as may be required by the delegation. The representative and all such alternates and advisers shall constitute the Member's delegation to the Assembly.

Rule 21 Alternates

Each representative may designate any alternate in his or her delegation to act in his or her place during the Assembly.

Rule 22 Representation on committees and other subsidiary organs of the Assembly

Each representative may designate any member in his or her delegation to act for his or her delegation on any committee or other subsidiary organ of the Assembly on which his or her delegation is represented.

Rule 23 Participation of observers

Signatories, applicants for membership, and other entities to whom observer status may be granted by the Assembly under Article VII of the Statute, should inform the President, who shall place such request for observer status on the agenda of the Assembly for its consideration.

IV. CREDENTIALS

Rule 24 Submission of credentials

The credentials of each representative and the names of the persons constituting the Member's delegation shall be submitted to the Secretariat if possible not less than seven days in advance of the session which the delegation will attend. The credentials shall be issued by the competent authority of the Member.

Rule 25 Examination of credentials

A Credentials Committee shall be appointed at the beginning of each session. It shall consist of nine members, which shall be appointed by the Assembly on the proposal of the President. The Committee shall elect its own officers. It shall examine the credentials of all representatives and report without delay to the Assembly. Meetings of the Credentials Committee shall be held in private unless decided otherwise by the Committee.

Rule 26 Provisional admission to a session

Pending a decision upon their credentials, representatives shall be entitled to participate provisionally in the session. Any representative to whose admission a Member has made objection shall be seated provisionally with the same rights as other representatives until the Credentials Committee has reported and the Assembly has given its decision.

V. PRESIDENT, VICE-PRESIDENTS, RAPPORTEUR AND OTHER OFFICIALS

Rule 27 Election of President and Vice-Presidents

The Assembly shall elect a President and four Vice-Presidents, having due regard to equitable geographical representation.

Rule 28 Period of office

At the end of each session, the Assembly shall designate a President and four Vice-Presidents that will then formally be elected at the beginning of the next session of the Assembly. At the beginning of each meeting of the Assembly, the Assembly shall confirm the designation made at the previous meeting and so elect a President and four Vice-Presidents from among its membership. For the purpose of a smooth transition and continuity of work, the designated President and/or Vice-Presidents shall work in collaboration with the elected President and/or Vice-Presidents to the preparation of the next Assembly only if the latter so agrees.

Rule 29 Voting

The President shall not vote, but may appoint another member of his or her delegation to vote in his or her place.

Rule 30 Acting President

If the President is absent during a meeting or any part thereof, or whenever he or she deems that for the proper fulfilment of the responsibilities of the office of President he or she should not preside over the Assembly during the consideration of a particular question, he or she shall appoint one of the Vice-Presidents to take his or her place, who, while acting as President, shall have the same powers and duties as the President.

Rule 31 Rapporteur and other officials

At the beginning of each Assembly session, the President shall propose to a Member of the Assembly to act as Rapporteur. The President shall also appoint other officials, having due regard to equitable geographical representation. With the assistance of the Secretariat, the Rapporteur will be responsible for the recording and transcription of the proceedings of the

meeting, the preparation, review and approval of the minutes, and such other related duties and responsibilities as may be assigned by the President.

Rule 32 Vacancies

A vacancy in the office of any official shall be filled in the same manner in which the original holder of that office or position was appointed or selected. Individuals selected or appointed to fill vacant positions shall hold such positions for the unexpired term of their predecessor.

VI. COUNCIL AND SECRETARIAT

Rule 33 Representation of the Council

The Council shall be represented at the Assembly by its Chair or by such person or persons serving at the Council that are appointed by him or her.

Rule 34 Role of the Director-General

The Director-General shall participate without the right to vote at all sessions of the Assembly and of its committees and other subsidiary organs, or he or she may designate a member of the Secretariat to represent him or her at any such sessions. The Director-General or his or her representative may, with the approval of the President, make oral or written statements to such sessions.

Rule 35 Duties of the Secretariat

(a) The Director-General shall provide the staff required by the Assembly, its committees and other subsidiary organs and shall be responsible for all the necessary arrangements for the sessions of the Assembly, its committees and other subsidiary organs.

(b) This shall include the receipt, reproduction and distribution of documents of the Assembly, its committees and other subsidiary organs; the maintenance of documents of the Assembly in the archives of the Agency; the publication of reports of the sessions of the Assembly; the distribution of all documents of the Assembly to the Members of the Agency; and the performance of all other work which the Assembly, its committees or other subsidiary organs may require.

VII. SUBSIDIARY ORGANS OF THE ASSEMBLY

Rule 36 Establishment of subsidiary organs

The Assembly may, in accordance with Art. IX. paragraph G. subparagraph 5 of the Statute set up such committees or other subsidiary organs as it deems necessary for the performance of its functions. In establishing such organs the Assembly shall also agree on their terms of reference, number of members, tenure and deliverables. Subsidiary organs should be reviewed annually by the Assembly to determine whether they should be continued or their terms of reference modified. Subsidiary organs created by the Assembly may include experts nominated by Members as well as independent experts, if appropriate.

Rule 37 Officials

Each subsidiary organ of the Assembly shall elect its own Chair and other officials. These officials shall be elected on the basis of equitable geographical representation, experience, personal competence and gender balance.

Rule 38 Reference of agenda items to subsidiary organs

Agenda items relating to the same category of subjects shall be referred to the subsidiary organ or organs dealing with that category of subjects.

VIII. CONDUCT OF BUSINESS AT SESSIONS OF THE ASSEMBLY

Rule 39 Public and closed sessions of the Assembly

(a) Sessions of the Assembly and all subsidiary organs shall be held in public. In its discretion, the Assembly may conduct its business in closed sessions (Members and alternates only) if extraordinary circumstances so require. Where the Assembly determines that substantial parts of sessions are to be closed, the Secretariat must provide at least 7 days notice to Members and observers. This cannot preempt the right of the Assembly to declare parts of a session closed during the course of a session.

(b) Subject to any decision of the Assembly, the Director-General shall make appropriate arrangements for the admission of representatives of the press and of other information agencies to public sessions of the Assembly.

Rule 40 Functions of the President during Assembly sessions

In addition to exercising the powers which are conferred upon him or her by these Rules, the President shall declare the opening and closing of each session of the Assembly, shall direct its discussions, ensure observance of these Rules, accord the right to speak, put questions and announce decisions. He or she shall rule on points of order and, subject to these Rules, shall have control of the proceedings of the Assembly and over the maintenance of order at its sessions. The President may propose to the Assembly the limitation of the time to be allowed to speakers, the limitation of the number of times each representative may speak on any question, the closure of the list of speakers or the closure of the debate. He or she may propose the suspension or adjournment of the session or the adjournment of the debate on the item under discussion. The President, in the exercise of his or her functions, shall remain under the authority of the Assembly.

Rule 41 Speeches

No representative may address the Assembly without having previously obtained the permission of the President. Subject to Rule 42 of these Rules, the President shall call upon speakers in the order they signify their desire to speak. The President may call a speaker to order if his or her remarks are not relevant to the subject under discussion.

Rule 42 Precedence

The President may accord precedence to the Chair of the Council and to the Chair or other officer of a committee or any other subsidiary organ of the Assembly, for the purpose of explaining a report or recommendations submitted to the Assembly. He or she may also accord precedence to the Director-General or his or her representative.

Rule 43 Points of order

During the discussion of any matter, a representative may rise to a point of order, and the point of order shall be immediately decided by the President in accordance with these Rules. A representative may appeal against the ruling of the President. The appeal shall be immediately put to the vote and the Presidents' ruling shall stand unless overruled by a majority of the Members present and voting. A representative rising to a point of order may not speak on the substance of the matter under discussion.

Rule 44 Time-limit on speeches

The Assembly may limit the time to be allowed to each speaker and the number of times each representative may speak on any question. When debate is limited and a representative has spoken his or her allotted time, the President shall call him or her to order without delay.

Rule 45 Closing of list of speakers and right of reply

During the course of a debate the President may announce a list of speakers and, with the consent of the Assembly, declare the list closed. He or she may, however, accord the right of reply to any representative if a speech delivered after the list has been closed makes this desirable.

Rule 46 Adjournment of debate

During the discussion of any matter, a representative may move the adjournment of the debate on the item under discussion. Permission to speak on the motion shall be accorded only to two representatives in favour of and to two opposing the adjournment, after which the motion shall be immediately decided. The President may limit the time to be allowed to speakers under this Rule.

Rule 47 Closure of debate

A representative may at any time move the closure of the debate on the item under discussion, whether or not any other representative has signified his or her wish to speak. Permission to speak on the motion shall be accorded only to two representatives opposing the closure, after which the motion shall be immediately decided. If the Assembly is in favour of the closure, the President shall declare the closure of the debate. The President may limit the time to be allowed to speakers under this Rule.

Rule 48 Suspension or adjournment of the session

A representative may at any time move the suspension or the adjournment of the session. The President may limit the time to be allowed to the speaker moving the suspension or adjournment of the session. No discussion on such motions shall be permitted and they shall be immediately decided.

Rule 49 Order of procedural motions

Subject to Rule 43 of these Rules, the following motions shall have precedence in the following order over all proposals or motions before the session:

- (a) To suspend the session;
- (b) To adjourn the session;
- (c) To adjourn the debate on the item under discussion; and
- (d) To close the debate on the item under discussion.

Rule 50 Decisions on competence

Subject to Rule 49 of these Rules, any motion calling for a decision on the competence of the Assembly to adopt a proposal submitted to it shall be decided upon before a decision is taken on the proposal in question.

Rule 51 Proposals and amendments

Proposals and amendments shall normally be submitted in writing to the Secretariat which shall circulate copies to all delegations. Following the distribution of copies, delegations shall be given reasonable time before proposals are discussed or considered for decision.

Rule 52 Withdrawal of proposals or motions

Any proposal or a motion may be withdrawn by its proposer at any time before voting on it has commenced, provided that it has not been amended by decision of the Assembly. A proposal or a motion thus withdrawn may be reintroduced by any representative.

Rule 53 Reconsideration of proposals or amendments

When a proposal or amendment has been adopted or rejected, it shall not be reconsidered at the same session unless the Assembly so decides. Permission to speak on a motion to reconsider shall be accorded only to two speakers opposing reconsideration, after which the motion shall be immediately put to the vote.

IX. VOTING

Rule 54 Voting and quorum

Voting in the Assembly as well as the quorum shall be consistent with Article IX paragraph F of the Statute.

Rule 55 Methods of voting

The normal method of voting shall be by show of hands. Any representative may request a roll-call, which shall then be taken in the English alphabetical order of the names of the Members of the Agency, beginning with the Member whose name is drawn by lot by the President. The name of each Member shall be called in all roll-calls, and its representative shall reply "yes", "no" or "abstention". The result of the vote shall be inserted in the record of the session.

Rule 56 Conduct during voting

After the President has announced the commencement of a vote, the voting shall not be interrupted until the result has been announced, except on a point of order in connection with the actual conduct of the voting.

Rule 57 Explanation of vote

Representatives may make brief statements consisting solely of explanations of a vote, before the voting has commenced or after the voting has been completed. Similarly, explanatory statements of position may be made in connection with a decision taken without a vote. The President may limit the time to be allowed for such explanations. The President shall not permit the proposer of a proposal or of an amendment to explain his or her vote on his or her own proposal or amendment.

Rule 58 Division of proposals and amendments

A representative may move that parts of a proposal or of an amendment shall be voted on separately. If objection is made to the request for division, the motion for division shall be first voted upon. Permission to speak on the motion for division shall be accorded only to two representatives in favour and two representatives against. If the motion for division is carried, those parts of the proposal or of the amendment which are subsequently approved shall be put to

the vote as a whole. If all operative parts of the proposal or of the amendment have been rejected, the proposal or the amendment shall be considered to have been rejected as a whole.

Rule 59 Voting on amendments

(a) When an amendment to a proposal is moved, the amendment shall be voted first. When two or more amendments are moved to a proposal, the Assembly shall first vote on the amendment deemed by the President to be furthest removed in substance from the original proposal and then on the amendment next furthest removed therefrom, and so on, until all the amendments have been put to the vote. Where, however, the adoption of one amendment necessarily implies the rejection of another amendment, the latter amendment shall not be put to the vote. If one or more amendments are adopted, the amended proposal shall then be voted upon.

(b) A motion shall be considered an amendment to a proposal if it merely adds to, deletes from or revises part of that proposal.

Rule 60 Voting on proposals

If two or more proposals relate to the same question, the Assembly shall, unless it decides otherwise, vote on the proposals in the order in which they have been submitted. The Assembly may, after each vote on a proposal, decide whether to vote on the next proposal.

Rule 61 Equally divided votes

If a vote is equally divided in voting other than elections, the President will give additional time within the session, for reconsideration of the issue before the proposal is once again put to vote. In case the vote is still equally divided, the proposal voted upon shall be considered as not adopted.

X. ELECTIONS

A. ELECTIONS OF OFFICIALS

Rule 62 Secret ballot

Elections shall be by secret ballot unless there is acclamation.

Rule 63 Elections to fill one elective place

When only one elective place is to be filled and no candidate obtains in the first ballot a majority required, a second ballot shall be taken which shall be restricted to the two candidates who obtained the largest number of votes in the first ballot. If in the second ballot the votes are equally divided, the President shall decide between the candidates by drawing lots.

Rule 64 Elections to fill two or more elective places

When two or more elective places are to be filled at one time under the same conditions, those candidates obtaining in the first ballot the majority required shall be elected. If the number of candidates obtaining the majority required is less than the number of elective places to be filled, there shall be no more than two ballots in respect of each elective place remaining to be filled. If in the first ballot for an unfilled elective place no candidate obtains the majority required, a second ballot shall be taken which shall be restricted to the two candidates who obtained the largest number of votes in the first ballot for that elective place. If in the second ballot for that elective place the votes are equally divided, the President shall decide between the candidates by drawing lots.

Rule 65 Appointment of the Director-General

Designation of the Director-General shall be consistent with Article IX, paragraph I of the Statute. When voting is necessary, it shall be conducted by secret ballot in accordance with Rule 63.

ELECTIONS OF COUNCIL MEMBERS

Rule 66 Elective places to be filled

The President shall communicate to the Members together with the Agenda, the anticipated number of seats on the Council to be filled by election at that session, based on the formula set out in Article X, paragraph A of the Statute. Any adjustment in that anticipated number shall be announced by the President at the opening of such session.

Rule 67 Election

The President shall present to the Assembly candidates for election in accordance with Article IX, paragraph G.1 of the Statute.

Rule 68 Term of office

The term of office of each member shall begin at the close of the regular session at which it is elected and shall end at the close of the second regular session following that election. The term of office of members elected at the first session of the Assembly shall begin immediately after their election.

XI. DOCUMENTATION AND LANGUAGE

Rule 69 Reports

(a) Reports of sessions of the Assembly shall be issued by the Secretariat and shall contain the text of all recommendations and decisions of the Assembly adopted at that session.

(b) Reports of meetings of subsidiary organs of the Assembly and their recommendations shall be issued by the Secretariat, unless the Assembly decides otherwise.

Rule 70 Official records

A set of official records shall be maintained by the Secretariat, containing the text of all recommendations and decisions of the Assembly, recommendations of subsidiary organs to plenary sessions of the Assembly, as well as a complete set of all Assembly documents.

Rule 71 Publication of Assembly Documents

As soon as possible, and under terms and subject to exceptions as may be approved by the Assembly or the Council and consistent with the rights of individuals to privacy, the property rights of persons in trade secrets and confidential commercial or financial information, and the need of the Assembly to promote frank internal deliberations, the Secretariat shall make publicly available all documents and records related to and used in support of the activities and decisions of the Assembly. Such documents shall normally be posted on the Agency website and shall include, at a minimum and subject to the provisions above, the final reports of each Assembly

meeting, a record of all Assembly decisions, and all documents supporting the work of the Assembly and its subsidiary organs.

[Rule 72 Language at Assembly sessions¹

(a) English will be the language of the sessions of the Assembly. If requested by a Member, interpretation from English into Arabic, Chinese, French, Russian and Spanish and from these languages into English will be provided during sessions taking place at the seat of the Agency. To this end the Secretariat will use funds allocated for conferences in the host country bid document. Interpretation away from the seat of the organisation will be covered by the government hosting the session.

(b) Any representative may make a speech in a language other than the languages mentioned above provided that, if he or she does so, he or she shall himself or herself provide for interpretation into English.

Rule 73 Language of documents²

English will be the language of documents issued by the Secretariat.]

XII. AMENDMENT OF RULES

Rule 74 Amendments

These rules may be amended by the Assembly in accordance with Article IX. paragraph H.2. of the Statute.

¹ French proposal: “Rule 73 Language at Assembly sessions. Interpretation and translation to and from English, Arabic, Chinese, French, Russian and Spanish will be provided during sessions taking place at the seat of the Assembly.”

² French proposal: delete Rule 74

ANNEX 2

Draft Provisional Rules of Procedure of the Council

I. MEETINGS

Rule 1 Frequency of meetings

The Council of the International Renewable Energy Agency (hereinafter referred to as “the Council”) shall convene twice a year unless it decides otherwise. The Council shall determine at each meeting the time and place of its next regular meeting. The Council shall meet as often as may be required between regular meetings for the fulfillment of its powers and functions. The Council may be convened on the authority of the Chair, who shall convene a meeting of the Council at the request of the Assembly of the International Renewable Energy Agency (hereinafter referred to as “the Assembly”), or at the request of three members of the Council.

Rule 2 Notification of meetings

No advance notice of the calling of a meeting shall be required when the date and time have been decided by the Council at an earlier meeting. For all other in-person meetings the Director-General of the International Renewable Energy Agency (hereinafter referred to as “Director-General”) in close coordination with the Chair shall notify each representative as far in advance as possible and in any case not less than 30 days in advance, informing of date, place and expected duration, as well as of the provisional agenda and any administrative, financial and logistical considerations for consideration by members.

Rule 3 Place of in-person meetings

Meetings shall normally be held at the seat of the International Renewable Energy Agency (hereinafter referred to as “the Agency”), unless the Council decides otherwise.

Rule 4 Financial implications

The actual additional costs directly or indirectly associated with holding a meeting away from the seat of the Agency shall be borne by the Government hosting the meeting.

Rule 5 Meetings other than in-person

As may be required in extraordinary circumstances for the fulfillment of its powers and functions, the Council may act by means of proxy letter, teleconference, e-mail or such other method of communication in which the participation of each member of the Council may be

facilitated and the votes of each member of the Council may be recorded, subject to procedures determined by the Council.

II. AGENDA

Rule 6 Provisional agenda

The Chair in collaboration with the Director General shall prepare the provisional agenda for meetings of the Council. The provisional agenda shall include:

- (a) all items which the Council has previously decided to include in the provisional agenda, including, if necessary, consideration of the draft work programme, organisational chart and budget as well as arrangements for the next session of the Assembly;
- (b) all items referred to the Council by the Assembly;
- (c) reports prepared by the Secretariat of the International Renewable Energy Agency (hereinafter referred to as “the Secretariat”);
- (d) agreements or arrangements with States, international organisations and international agencies on behalf of the Agency, prior to submission for approval to the Assembly;
- (e) such other items as the Chair shall consider it necessary to include, after consultation with the Director General and other members of the Council, as necessary.

Rule 7 Explanatory memoranda

Each matter brought to the attention of the Council shall be accompanied by such supporting documents as appropriate and necessary to support the Council’s consideration of the issue.

Rule 8 Circulation of supporting documents

Supporting documents shall be sent to each representative as far in advance as possible, and in any case not less than 30 days before the meeting. All supporting documents shall at the same time be made available on the Agency’s website, with the exception of those documents that are decided to be confidential by the Council based on the criteria in Rule 50. The latter may only be made available on the password-secured area of the Agency’s website.

Rule 9 Adoption of the agenda

The Council shall adopt the agenda for a meeting at the beginning of that meeting.

III. REPRESENTATION OF MEMBERS

Rule 10 Representatives

Each member of the Council shall designate one person as its representative. Each representative may be accompanied by alternates and advisers. The representative and all such alternates and advisers shall constitute the member's delegation to the Council. The cost of representation shall be borne by the Member State concerned.

Rule 11 Alternates

Designated alternates may act in place of their representative if so required.

Rule 12 Submission of credentials

The credentials of representatives on the Council shall be submitted to the Director-General before the first meeting which they are to attend. The credentials shall be issued by the competent authority of the member authorizing the representative to perform on behalf of the member the functions indicated in the Statute of the International Renewable Energy Agency (hereinafter referred to as “the Statute”). They shall remain valid for the whole period for which that member was elected unless they are withdrawn or replaced by new credentials. Representatives shall notify the Director-General of the names of the alternates and advisers in their delegations in writing.

Rule 13 Examination of credentials

The credentials of each representative shall be examined through diplomatic channels.

Rule 14 Provisional admission to a meeting

Pending acceptance of the credentials of a representative of a member of the Council in accordance with Rule 13 of these Rules, such representative shall be seated provisionally with the same rights as other representatives.

IV. CHAIR, VICE-CHAIR, RAPPORTEUR AND OTHER OFFICERS

Rule 15 Election of Chair and Vice-Chair

The Council shall elect a Chair and a Vice-Chair, having due regard to equitable geographical representation.

Rule 16 Period of office

At the end of each meeting, the Council shall designate a Chair and a Vice-Chair that will then formally be elected at the beginning of the next meeting of the Council. At the beginning of each meeting of the Council, the Council shall confirm the designation made at the previous meeting and so elect a Chair and a Vice-Chair from among its membership. For the purpose of a smooth transition and continuity of work, the designated Chair and/or Vice-Chair shall work in collaboration with the elected Chair and/or Vice-Chair to the preparation of the next Council if the latter so agrees.

Rule 17 General powers and duties of the Chair

The Chair shall preside at all meetings of the Council. If the Chair is absent during a meeting or any part thereof, or whenever he or she deems that for the proper fulfillment of the responsibilities of the office of Chair he or she should not preside over the Council during the consideration of a particular question, the Vice-Chair shall take his or her place, and shall have the same powers and duties as the Chair. The Chair and the Vice-Chair may at all times participate in the discussions of the Council as representatives and may also vote in that capacity. Alternatively the Chair or the Vice-Chair acting as Chair may designate another member of his or her delegation to participate in the discussion and vote in his or her place. The Chair will maintain close communications among the members of the Council between meetings, and will work closely with the Director General as necessary to ensure Council awareness of the day-to-day business of the Agency.

Rule 18 Rapporteur and other officials

At the beginning of each Council meeting, the Chair shall propose to a member of the Council to act as Rapporteur. The Chair shall also appoint other officials, having due regard to equitable geographical representation. With the assistance of the Secretariat, the Rapporteur will be responsible for the recording and transcription of the proceedings of the meeting, the preparation, review and approval of the minutes, and such other related duties and responsibilities as may be assigned by the Chair.

Rule 19 Vacancies

A vacancy in the office of any officer shall be filled in the same manner in which the original holder of that office or position was appointed or selected. Individuals selected or appointed to fill vacant positions shall hold such positions for the unexpired term of their predecessor.

Rule 20 Representation of the Council at the Assembly

The Chair or such person or persons serving at the Council that are appointed by him or her shall represent the Council at the Assembly.

V. SECRETARIAT

Rule 21 Role of the Director-General

The Director-General or a representative designated by him or her shall participate, without the right to vote, in all meetings of the Council.

Rule 22 Duties of the Secretariat

The Secretariat shall provide all necessary support to the Council in the performance of its functions. In particular it shall receive, reproduce and distribute documents of the Council and its subsidiary organs; prepare and circulate reports of meetings, decisions adopted by the Council and any other documentation required; maintain custody of documents of the Council in the archives of the Agency; and generally perform all other work which the Council and its subsidiary organs may require.

VI. SUBSIDIARY ORGANS OF THE COUNCIL

Rule 23 Establishment of subsidiary organs

The Council may, in accordance with Article X paragraph F 9 and subject to Article VIII paragraph B of the Statute set up such committees or other subsidiary organs as it deems necessary for the performance of its functions. In establishing such organs the Council shall also agree on their terms of reference, number of members, tenure and deliverables. Subsidiary organs should be periodically reviewed by the Council to determine whether they should be continued or their terms of reference modified.

Subsidiary organs created by the Council may include other Members of the Assembly, experts nominated by Members, as well as independent experts, if appropriate.

Rule 24 Officials and subcommittees

Each subsidiary organ of the Council shall elect its own Chair and other officials. These officials shall be elected on the basis of equitable geographical representation, experience, personal competence and gender balance. Each organ may set up subcommittees or other subsidiary organs, which shall elect their own officials.

Rule 25 Reference of agenda items to subsidiary organs

Agenda items relating to the same category of subjects shall be referred to the subsidiary organ or organs dealing with that category of subjects. Subsidiary organs shall not introduce items outside of the scope of their mandates on their own initiative.

Rule 26 Conduct of business in subsidiary organs

Subsidiary organs shall conduct their business in accordance with the Rules of Procedure of Subsidiary Organs as adopted by the Assembly. Subsidiary organs are encouraged to employ working methods that are efficient and result oriented, avoiding unnecessary formalities and delays.

VII. CONDUCT OF BUSINESS AT MEETINGS OF THE COUNCIL

Rule 27 Open and closed meetings of the Council

Meetings of the Council shall be open. In its discretion, the Council may conduct its business in closed sessions (members and alternates only) if the Council by a two thirds majority so decides. Where the Council determines that substantial parts of sessions are to be closed, the Secretariat must provide at least 7 days notice to Members and Observers. This cannot preempt the right of the Council to call for closed sessions during the course of a meeting.

Rule 28 Functions of the Chair during Council meetings

The Chair shall declare the opening and closing of each meeting of the Council, direct the discussions, ensure observance of these Rules, accord the right to speak, put questions and announce decisions. He or she shall rule on points of order and, subject to these Rules, have control of the proceedings of the Council and over the maintenance of order at its meetings. The Chair may propose to the Council the limitation of the time to be allowed to speakers, the limitation of the number of times each representative may speak on any question, the closure of the list of speakers or the closure of the debate. He or she may also propose the suspension or adjournment of the meeting or the adjournment of the debate on the item under discussion. The Chair shall, in exercising his or her functions, remain under the authority of the Council. No representative may address the Council without having previously obtained the permission of the Chair. The Chair shall call upon speakers in the order in which they signify their desire to speak. The Chair may call a speaker to order if his or her remarks are not relevant to the subject under discussion.

Rule 29 Points of order

During the course of debate, a representative may rise to a point of order and the point of order shall be immediately decided by the Chair in accordance with these Rules. A representative may appeal against the ruling of the Chair. The appeal shall be immediately put to the vote and the Chair's ruling shall stand unless overruled. A representative rising to a point of order shall not speak on the substance of the matter under discussion.

Rule 30 Time-limit on speeches

The amount of time to be allowed to each speaker and the number of times each representative may speak on any question may at any time be limited. When debate is so limited and a

representative has spoken his or her allotted time, the Chair shall call him or her to order without delay.

Rule 31 Adjournment of the debate

During the debate on any matter, a representative may move the adjournment of the debate on the item under discussion. In addition to the proposer of the motion, two representatives may speak in favour of and two against the motion, after which it shall be immediately voted upon. If the Council is in favour of the adjournment, the Chair shall declare the adjournment of the debate. The Chair may limit the time to be allowed to speakers under this Rule.

Rule 32 Closure of the debate

A representative may at any time move the closure of the debate on the item under discussion whether or not any other representative has signified his or her wish to speak. Permission to speak on the motion shall be accorded only to two representatives opposing the closure, after which the motion shall be immediately put to the vote. If the Council is in favour of the closure, the Chair shall declare the closure of the debate. The Chair may limit the time to be allowed to speakers under this Rule.

Rule 33 Suspension or adjournment of meetings

During the debate on any matter, a representative may move the suspension or the adjournment of the meeting. Such motions shall not be debated but shall be immediately voted upon.

Rule 34 Order of procedural motions

Subject to Rule 29 of these Rules, the following motions shall have precedence in the following order over all proposals or motions before the meeting:

- (a) to suspend the meeting;
- (b) to adjourn the meeting;
- (c) to adjourn the debate on the item under discussion;
- (d) to postpone until a later fixed date a decision on the substance of any proposal; and

(e) for the closure of the debate on the item under discussion.

Rule 35 Decision on competence

Subject to Rule 34 of these Rules, any motion calling for a decision on the competence of the Council to adopt a proposal submitted to it shall be decided upon before a decision is taken on the proposal in question.

Rule 36 Proposals and amendments

Proposals and amendments shall normally be introduced in writing and handed to the Director-General who shall circulate copies to all the representatives. As a general rule, no proposal shall be discussed or put to the vote unless it has been circulated to all the representatives not later than the day preceding the meeting. The Chair may, however, permit the discussion and consideration of amendments or of motions as to procedure even though such amendments or motions have not been circulated or have only been circulated the same day.

Rule 37 Withdrawal of proposals

A proposal may be withdrawn by its proposer at any time before voting on it has commenced, provided that it has not been amended by decision of the Council. A proposal which has thus been withdrawn may be reintroduced by any representative.

Rule 38 Financial implications

Before a proposal is voted upon, the Director-General shall be requested to provide in writing information on the programme budget implications of that proposal.

VIII. VOTING

Rule 39 Voting and quorum

Voting in the Council shall be consistent with Article X paragraph D of the Statute. Two thirds of the members of the Council shall constitute a quorum for decision making.

Rule 40 Methods of voting

(a) Voting on all matters other than elections shall as a rule be by show of hands. Voting in elections shall be conducted by secret ballot.

(b) Whenever a roll-call vote has been requested, it shall be taken in the English alphabetical order of the names of the members of the Council, beginning with the member of the Council whose name is drawn by lot by the Chair. Each representative shall reply affirmatively or negatively or abstain. The vote of each member of the Council participating in a roll-call vote shall be inserted in the record.

Rule 41 Conduct during voting

After the voting has begun, no representative shall interrupt the voting except on a point of order in connection with the actual conduct of the voting.

Rule 42 Explanation of vote

Representatives may explain their votes, either before or after the voting, except when the vote is taken by secret ballot. The Chair may limit the time for such explanations. The Chair shall not permit the proposer of a proposal or of an amendment to explain his or her vote on his or her own proposal or amendment.

Rule 43 Division of proposals and amendments

A representative may move that parts of a proposal or an amendment shall be voted on separately. If objection is made to the request for division, the motion for division shall be voted upon. Permission to speak on the motion for division shall be given only to two speakers in favour and two speakers against. If the motion for division is carried out, those parts of the proposal or amendment that are subsequently approved shall be put to the vote as a whole. If all the operative parts of the proposal or amendment have been rejected, the proposal or amendment shall be considered to have been rejected as a whole.

Rule 44 Voting on amendments

(a) When an amendment is moved to a proposal, the amendment shall be voted on first. When two or more amendments are moved to a proposal, the Council shall first vote on the amendment

deemed by the Chair to be the furthest removed in substance from the original proposal, and then on the amendment next furthest removed there from, and so on, until all the amendments have been put to the vote. Where, however, the adoption of one amendment necessarily implies the rejection of another amendment, the latter amendment shall not be put to the vote. If one or more amendments are adopted, the amended proposal shall then be voted upon.

(b) A motion shall be considered an amendment to a proposal if it merely adds to, deletes from or revises part of that proposal.

Rule 45 Voting on proposals

If two or more proposals relate to the same subject, the Council shall, unless it decides otherwise, vote on the proposals in the order in which they were submitted. The Council may, after each vote on a proposal, decide whether to vote on the next proposal.

[IX. LANGUAGE AND REPORTS³

Rule 46 Language⁴

English shall be the working language of the Council.

Rule 47 Interpretation from other languages⁵

Any representative may make a speech in a language other than English provided, however, that such a representative shall provide for interpretation into English.]

Rule 48 Reports of meetings

Reports of meetings of the Council shall be prepared by the Secretariat in close cooperation with the Rapporteur who will provide the report to the Chair and Vice-Chair no later than 15 days following adjournment of the Council meeting. The Secretariat shall, immediately upon approval of the Rapporteur and Chair, make such reports available to all Members of the Agency. Reports of Council meeting shall not be official until approved by the Council.

³ French proposal: "LANGUAGES AND REPORTS"

⁴ French proposal: „Rule 46 Languages. As appropriate, the Council will use English, Arabic, Chinese, French, Russian and/or Spanish.“

⁵ French proposal: delete Rule 47

Rule 49 Reports of meetings of subsidiary organs

Reports of meetings of subsidiary organs of the Council shall be made available to all Members upon issuance by those subsidiary organs.

Rule 50 Publication of Council Documents

As soon as possible, and under terms and subject to exceptions as may be approved by the Assembly or the Council and consistent with the rights of individuals to privacy, the property rights of persons in trade secrets and confidential commercial or financial information, and the need of the Assembly to promote frank internal deliberations, the Secretariat shall make publically available all documents and records related to and used in support of the activities and decisions of the Council. Such documents shall normally be posted on the Agency website and shall include, at a minimum and subject to the provisions above, the final reports of each Council meeting, a record of all Council decisions, and all documents supporting the work of the Council and its subsidiary organs.

X. AMENDMENT OF RULES

Rule 51 Amendments

These rules may be amended by the Council in accordance with Article X. paragraph C. of the Statute, subject to Article IX. paragraph H.2. of the Statute.