

INTERNAL REGULATIONS



Sustainable Energy Youth Network

SECTION 1: General Considerations

Article 1 - Object

The present document aims to complement and clarify aspects of the Official Statutes of the Association Sustainable Energy Youth Network (SEYN), legally established on the 4th of January 2021 in Lisbon, Portugal, with tax number 516261851.

Article 2 - Communications

1. English will be the first language of internal communication among members, both in written and spoken form. This internal regulation and all subsequent communications between the members will take place in English because not all founding members can communicate in Portuguese. By default, when requesting to join, all members agree to this.
2. The preferred means of communication among members is email, but will also include virtual calls. Members agree to make use of video conference platforms (such as Zoom) to connect for both ordinary and extraordinary General Assemblies, as well as other ad-hoc informal meetings, as convened by the Board of Directors.

Article 3 - Vision, Mission, and Goals

1. **Vision:** A world in which all humans have access to reliable energy and can start locally-appropriate, self-sustaining, and environmentally and socially-responsible projects.
2. **Mission:** To foster youthful, active, and collaborative citizens who take a holistic approach towards energy and contribute to sustainable transitions in their communities.
3. **Goals:** SEYN's goals to achieve its mission include, but are not limited to, the following:
 - a. To build the capacity of young people – especially those living in remote, disadvantaged, and problematic conditions – to become agents of change for sustainable communities.
 - b. To foster a culture of active, collaborative, and inclusive citizen participation, closing the gaps that currently exist in society.
 - c. To promote energy access as a key leverage point in addressing environmental and social problems in communities.
 - d. To address climate change and other socio-economic development challenges in communities.
 - e. To inspire and empower individuals and communities to follow truly sustainable lifestyles.

Article 4 – Legal Representation

1. As indicated in the Statutes, the SEYN Association will be legally represented by the President of the Board – or any other member of the Board in their absence - and only require one signature.

SECTION 2: Members

Article 1 - Types of Members

1. The Association can have an unlimited number of members. SEYN has the following types of fee-paying members:
 - a. **Founding Members:** individual members that were suggested by the installation committee and were present in the first General Assembly and voted for approval of the internal regulation.
 - b. **Supporting Members:** individuals or organizations that request to join by filling in an application form, to be approved by the Board of Directors.
 - c. **Youth Members:** individuals under 18 years of age that request membership by filling in a declaration of consent for membership from their legal guardian to be approved by the Board of Directors so that they can exercise their statutory rights and obligations. Upon reaching the age of 18, Youth Members are to be listed as Supporting Members.

Article 2 - Membership Fee

1. The annual fee for members will vary according to the type of member:
 - a. **Founding Members:** EUR 20 (twenty euros).
 - b. **Supporting Individuals and Youth Members:** EUR 15 (fifteen euros).
 - c. **Supporting Organizations:** EUR 50 (fifty euros).
2. The membership fees should be paid by all members during January of the respective calendar year, but no later than 31st March.
3. Any updates to the yearly membership fees shall be decided by the General Assembly and communicated to members via e-mail.

Article 3 - Member Rights

1. All members are entitled to:
 - a. Attend and vote in General Assemblies. Only paid members will be invited to attend and vote;
 - b. Receive information about the Association and attend activities organized by SEYN at a discounted rate (depending on the activity, attending activities may require the payment of a fee, even if a discount applies);
2. Only members with paid annual fees and approved by the Board are eligible to be part of SEYN's governing bodies.

Article 4 - Member Duties

1. All members have a duty to:
 - a. Contribute to the fulfillment of SEYN's Mission and Goals;
 - b. Attend Ordinary and Extraordinary General Assembly meetings, or delegate their vote to another member;
 - c. Follow the statutes and internal regulations;
 - d. Pay the annual membership fee no later than 31st March of the corresponding year.

Article 5 - Member Exclusion

1. SEYN will exclude from the list of members any member that:
 - a. Is determined to act against the Mission and Goals that the Association stands for;
 - b. Fails to pay the annual membership fee for two consecutive years, 60 days after being formally notified in writing.

SECTION 3: Governing Bodies

Article 1- General Assembly

1. The General Assembly is the highest governing body of the Association and is composed of all members in the full use of their rights.

Article 2 - Functioning of the General Assembly

1. The General Assembly will take place virtually over a videoconferencing platform, or alike, and may include a physical location announced by the President of the General Assembly.
2. The General Assembly has exclusively deliberative functions.
3. The General Assembly is chaired by a President, a Vice-president, and a Secretary.
4. The Vice-president shall assist the President and replace his absences.
5. The Secretary and Vice-president shall record the minutes of all sessions.
6. The call for the General Assembly meeting, indicating the date, time, place, and Agenda, will be communicated in writing via email by the President of the Board, or whoever replaces them, at least eight days in advance.
7. Decisions of the General Assembly are taken by simple majority, whenever the Law, the Statutes of the Association, and/or Internal Regulations do not expressly state otherwise.
8. All decisions on amendments to the Statutes and the approval or amendment of Internal Regulations must be approved by a two-thirds majority of the number of members present during the General Assembly meeting.
9. A General Assembly meeting is deemed valid with the presence of half of the members or with any number of members fifteen minutes after the scheduled time.
10. Minutes of all meetings of the General Assembly need to be recorded in writing. A recording of the meeting will be accepted as a backup alternative.

Article 3 - Meetings of the General Assembly

1. The General Assembly can meet on an Ordinary or Extraordinary basis.
2. The General Assembly will meet Ordinarily:
 - a) Once annually before March for appreciation and voting on the previous year's accounts, the budget proposal, for the current year and the activity plan, and other management proposals
 - b) Every four years, simultaneously with the yearly ordinary General Assembly, for the election of the Governing Bodies
 - c) In the years of elections, the election of the new Governing Bodies will always take place after the General Assembly to approve the accounts of the outgoing Board of Directors
3. The General Assembly will meet Extraordinarily whenever there is an urgency that cannot wait for the Annual General Assembly Meeting, such as:
 - a) To elect or fill any vacancies in the Governing Bodies;
 - b) At the reasoned request of the Governing Bodies;
 - c) To resolve the merger or dissolution of the Association;

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- d) To deliberate on the approval of or changes to the Regulations or the Statutes.
- 4. Each type of member is entitled to the following number of votes:
 - a) Founding members: 3 votes
 - b) Supporting members: 1 vote
 - c) Youth members: 1 vote

Article 4 - Competencies of the General Assembly

- 1. The General Assembly is responsible for electing or dismissing the Board of Directors and the Fiscal Council, or any of its members.
- 2. The General Assembly is also responsible for:
 - a) Deliberating on the approval and/or amendment of the Regulations and Statutes;
 - b) Deliberating on the dissolution of the Association;
 - c) Reviewing and voting annually on the Accounts, and the proposal for the activities and budget for the following year;
 - d) Deliberating on proposals presented by the Board of Directors, Fiscal Council, or members.

Article 5 - Board of Directors

- 1. The Board is the executive body of the Association and is composed of three members: The President; Executive-Director (Secretary), and Treasurer;
- 2. The Board will meet regularly, at least once a month.
- 3. The Board will meet, extraordinarily, as convened by any of its members.
- 4. Minutes of the Board meetings must be recorded in writing and/or other digital formats.

Article 6 - Competencies of the Board

- 1. The Board is responsible for:
 - a. Managing and coordinating all of the Association's activities following the principles defined in the Statutes and Regulations;
 - b. Implementing the decisions taken by the General Assembly;
 - c. Representing the Association internally and externally.
 - d. Preparing an Annual Activity Report and Accounts Report for the previous year;
 - e. Convening General Assembly Meetings;
 - f. Reviewing, deciding, and responding to requests by individuals or organizations to be admitted as members of the Association;
 - g. Informing members of all activities performed by the Association, and the participation in other associative organizations;
 - h. Creating commissions, working groups, or task forces to assist in the exercise of its functions, as necessary.
- 2. Board Members are entitled to receiving financial compensation for their duties in representing the Association, as permitted by law.
- 3. Board Members may also be hired or contracted to perform other services for SEYN even if these are not related to their formal statutory duties.

Article 7 - Competencies of the President of the Board

1. The President is responsible for:
 - a. Chairing the Board meetings and ensuring the coordination of Board activities;
 - b. Dispatching urgent matters and submitting them for approval by the remaining members at the next scheduled Board meeting;
 - c. Representing the Association in external events and meetings.

Article 8 - Competencies of the Executive Director/Secretary

1. The Secretary is responsible for the internal functioning of the association, namely:
 - a. Preparing and presenting all matters that need to be addressed for deliberation at Board Meetings;
 - b. Ensuring that Board Meetings record minutes;
 - c. Ensure that Board decisions are carried out.

Article 9 – Competencies of the Treasurer

1. The Treasurer is responsible for the Association's financial transactions, namely:
 - a. Present the accounts for the year at Board meetings;
 - b. Review and check invoices and receipts for expenses, and target expenses;
 - c. Check the values in the Association's coffers and bank accounts using the information provided by the President of the Board.

Article 10 – Board Decisions

1. The Board may only meet if a majority of its members are present.
2. Board decisions will be made by a simple majority of those present.

Article 11 - Fiscal Council

1. The Fiscal Council is the supervisory body for the economic and financial activity of the Association and is composed of three members: A President, a Secretary, and a Rapporteur.
2. The Fiscal Council can meet when the majority of its members decide, or at the request of the Board of Directors.
3. Meetings of the Fiscal Council must record minutes.

Article 12 - Competencies of the Fiscal Council

1. The Fiscal Council is responsible for:
 - a. Examining the Association's Accounting and Treasury;
 - b. Giving an opinion on the Accounts Report presented by the Board.
 - c. Presenting to the Board all suggestions regarding the scope of financial management deemed of interest to the Association.

Article 13 - Dissolution

1. It is the exclusive competence of the General Assembly to deal with the dissolution of the Association and to establish the procedure to be followed under the current legislation.

Section 4: Financial matters

Article 1 - Revenue Sources

1. SEYN Revenue sources include the following:
 - a. Annual membership fees;
 - b. Income from the Association's assets and its activities and services;
 - c. Subsidies or grants awarded to SEYN by private and public entities;
 - d. In general, any income, benefits, donations, allowances as permitted by law.
2. As in Section 3, Article 6, any member can be hired or contracted to perform services for the Association, upon approval of the Board.
3. The Association will retain a percentage of the honoraria or fees received by any member contracted under a project implemented by SEYN.
 - a. Such percentage shall be decided by the Board on a case-by-case basis and depending on the specific project.
 - b. The percentage retained shall not be less than 5% of the budgeted fees paid by the contracting entity or client.
 - c. This percentage will be used to cover SEYN's operational costs (fixed costs, taxes, admin, accountancy, subscriptions, etc.) or any other core costs deemed essential by the Board of Directors.

Article 2 - Accounts

1. SEYN will use Transferwise¹ – a London-based online money transfer service – for its banking operations. All Board Members have access to the online account and shall be notified by email of all payments made.
2. If needed, SEYN may open a bank account, upon the decision of the Board of Directors.

Article 3 - Assets

1. In the event of dissolution and liquidation of the Association, any balance and assets will revert to the purposes decided by the General Assembly following the recommendation of the Board, after settling all debts and following the provisions of the law.

¹ **Transferwise** is regulated in Europe by the National Bank of Belgium (NBB) as an Authorised Payment Institution.