



RULES OF PROCEDURE OF THE COUNCIL

Global Green Growth Institute

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RULES OF PROCEDURE OF THE COUNCIL

I. DEFINITIONS

Rule 1.

For the purpose of these Rules:

- (a) GGGI – means the international body known as the Global Green Growth Institute established under the Agreement as defined below.
- (b) Agreement – means the Agreement on the Establishment of the Global Green Growth Institute, signed on 20 June 2012 in Rio de Janeiro, Brazil.
- (c) Assembly – means the Assembly as established by Article 6 and described by Article 7 of the Agreement.
- (d) Council – means the Council established by Article 6 and described by Article 8 of the Agreement.
- (e) Contributing Member – means a Member of the GGGI that has provided a qualifying financial contribution in accordance with Article 3 c of the Agreement.
- (f) Participating Member – means a member of the GGGI that is not a Contributing Member.
- (g) Members present and voting – means members present at the meeting at which voting takes place and casting an affirmative or negative vote.
- (h) Experts – means experts who can contribute substantially to the objectives of the GGGI.
- (i) Non-State Actors – means non-state actors who can contribute substantially to the objectives of the GGGI.
- (j) Chair – means the Chair of the Council as elected in accordance with Rule 6 of these Rules.
- (k) Secretariat – means the Secretariat established by Article 6 and described by Article 10 of the Agreement.
- (l) Director-General – means the Director-General appointed by the Assembly in accordance with Article 10 of the Agreement.

II. REPRESENTATION

Rule 2. Composition of the Council

The Council shall comprise no more than 17 members from Parties to the Agreement, as follows: five from Contributing Members, five from Participating Members, five Experts or Non-State Actors, the host country, which shall have a permanent seat on the Council, and the Director-General.

Rule 3. Nomination and Election

Pursuant to Article 7.5 a of the Agreement, and in accordance with Rules 2 and 16 of these Rules, prospective members of the Council shall:

- (a) in the case of Experts or Non-State Actors, be nominated by a member of the Council and appointed by the Council, pursuant to Article 8.2 c of the Agreement. Vacancies shall be filled in the same manner. Experts or Non-State Actors are in principle eligible to serve up to two consecutive terms, unless otherwise decided by the Council;
- (b) be bound by the Rules of Procedure of the Council; and
- (c) subject to their responsibilities to the Council, not disclose any confidential or proprietary information coming to their knowledge by reason of their duties for the Council. The duty of the member not to disclose confidential information constitutes an obligation in respect of that member, and shall remain an obligation after the expiration or termination of that member's function for the Council.

Rule 4. Representatives and Alternates

Each Contributing Member and Participating Member of the Council shall designate an individual accredited representative, who may be accompanied by an alternate representative and advisers, as may be required. Such members of the Council shall submit the names of their accredited representatives, alternates and advisers to the Secretariat at least 7 days before the session they are to attend. Non-State Actors or Experts who are members of the Council may also be accompanied by advisers and shall notify the Secretariat at least 7 days before the session

they are to attend, and submit the names of their advisers to the Secretariat at least 7 days before the session they are to attend.

Rule 5. Vacancies

If a Contributing Member or a Participating Member of the Council resigns or is otherwise unable to complete the assigned term of office or to perform the functions of that office, the Chair of the Council, bearing in mind the proximity of the next session of the Assembly, may nominate another member as candidate for consideration by the Assembly, pursuant to Rule 6 of the Rules of Procedure of the Assembly, with due regard to the balanced representation among the Contributing Members and Participating Members. If an Expert or a Non-State Actor of the Council resigns or is otherwise unable to complete the assigned term of office or to perform the functions of that office, the Chair of the Council may, in consultation with the other members of the Council and with the Secretariat, appoint a replacement, pursuant to Rule 6 of the Rules of Procedure of the Assembly. Appointment pursuant to this paragraph shall count as one term.

III. OFFICERS

Rule 6. Election of Chair and Vice-Chairs

The Council shall elect its own Chair and two Vice-Chairs. The Chair and the Vice-Chairs shall be elected by the members of the Council, with due regard to the balanced representation among the Contributing Members, Participating Members, and Experts and Non-State Actors.

Rule 7. Capacities

- (a) If the elected Chair is not able to serve in that capacity for a meeting, he or she shall designate one of the Vice-Chairs to serve as Chair. If both Vice-Chairs in addition to the Chair are unable to serve in their respective capacities, the Council shall elect a member from among its members present to serve as Chair for that meeting.
- (b) If the Chair or a Vice-Chair ceases to be able to carry out his or her functions, or ceases to be a member, a new Chair or Vice-Chair shall be elected for the remainder of the term.

Rule 8. Responsibilities of the Chair

- (a) The Chair shall preside over the meetings of the Council as provided for under this rule.
- (b) In addition to exercising the functions conferred upon the Chair elsewhere by these Rules, the Chair shall declare the opening and closing of meetings, preside at meetings, ensure the observance of these Rules, accord the right to speak, put questions to the vote if necessary, and announce decisions. The Chair shall rule on points of order and, subject to these Rules, shall have control of the proceedings and over the maintenance of order at the meeting.
- (c) The Chair may propose to the Council a limitation on the time to be allowed to speakers and on the number of times each member may speak on a question, the adjournment or closure of the debate and the suspension or adjournment of a meeting.

IV. MEETINGS**Rule 9. Meetings of the Council**

- (a) At the first Council meeting of each calendar year, the Chair shall propose for the approval of the Council a schedule of meetings for that calendar year. To the extent possible, these meetings should be held in conjunction with sessions of the Assembly.
- (b) If changes to the schedule or additional meetings are required, the Chair shall, in consultations with all members, give notice of any changes in the dates of scheduled meetings, and/or of the dates of extraordinary meetings.
- (c) An extraordinary meeting of the Council shall be convened upon the initiative of one-third of its members.

Rule 10. Venue

Meetings of the Council shall be held at the headquarters of the GGGI, or another venue proposed by the host country or another Council member, as agreed by the Council.

Rule 11. Notice

The Chair shall convene and give notice of the date of each meeting of the Council at least 60 days prior to the date of such meeting. The Secretariat shall promptly notify all those invited to the meeting.

Rule 12. Agenda

- (a) The Council shall approve, at the end of each session on the proposal of the Director-General, a provisional agenda for the next meeting.
- (b) The Chair, assisted by the Secretariat, shall draft the provisional agenda of each meeting of the Council and distribute a copy of such provisional agenda to all those invited to the meeting.
- (c) Additions or changes to the provisional agenda of a meeting may be proposed to the Secretariat by any member and incorporated in the proposed agenda provided that the member shall give notice thereof to the Secretariat at least 30 days before the date set for the opening of the meeting. The proposed agenda and supporting materials for the meeting shall be distributed by the Secretariat to all those invited to the meeting 15 days before the date set for the opening of the meeting.
- (d) The Council shall, at the beginning of each meeting, adopt the agenda for the meeting.

Rule 13. Deliberations

- (a) The agenda and deliberations of the Council shall reflect the functions set forth in Article 8.5 of the Agreement (see Annex to Rules of Procedure).
- (b) Meetings of the Council shall be conducted in closed sessions, in which only the members and alternates may participate accompanied by their advisers, unless the Council decides otherwise.

Rule 14. Written Procedure

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

The participation of the members of the Council may be facilitated and the votes of the members of the Council may be recorded, subject to procedures determined by the Council in a separate decision whereby the provisions of the Agreement as well as other relevant provisions of these Rules shall be fully respected.

Rule 15. Quorum

A quorum for any decision of the Council shall be a simple majority of the members.

Rule 16. Voting

- (a) Each member of the Council shall have one vote, except the Director-General.
- (b) The Council shall make every effort to reach decisions by consensus. If all efforts at consensus have been exhausted, and no consensus reached, on the request by the Chair, decisions shall as a last resort be adopted by a simple majority of the members present and voting, except as otherwise provided in this Rules of Procedure. In addition, the adoption of decisions shall require a majority of Contributing Members present and voting, as well as a majority of Participating Members present and voting. For the avoidance of doubt, decisions may be taken by written procedure between meetings of the Council.

V. SUB-COMMITTEES, PANELS, AND WORKING GROUPS

Rule 17. Establishment of Sub-Committees

The Council may establish sub-committees, panels or working groups as it deems necessary for the performance of its functions, including, as appropriate, a Facilitative Sub-Committee, a Human Resources Sub-Committee, a Program Sub-Committee and an Audit & Finance Sub-Committee. The Audit & Finance Sub-Committee shall be chaired by a Contributing Member.

Rule 18. Representation on Sub-Committees

At least one Contributing Member, one Participating Member, and one Expert or Non-State Actor shall be represented on each sub-committee, unless the Council decides otherwise.

Rule 19. Terms of Reference

In establishing such sub-committees, panels, or working groups, the Council shall also agree on their terms of reference, number of members, and tenure. Sub-committees, working groups, and panels should be reviewed annually by the Council to determine whether they should be continued or their terms of reference modified.

VI. SECRETARIAT**Rule 20. Secretary**

The Director-General, or an official of the Secretariat appointed by the Director-General, shall serve as secretary to the Council.

Rule 21. Additional Functions

In addition to any subsequent decision by the Assembly, the Secretariat shall, in accordance with these Rules:

- (a) receive, reproduce and distribute to members and alternate members the documents in relation to Council meetings;
- (b) assist the Council in fulfilling tasks relating to the maintenance of files and the collection, processing and public availability of information;
- (c) assist the Chair in preparing the annual report; and
- (d) perform any other work that the Council may require, subject to the availability of resources.

VII. LANGUAGE AND RECORDS**Rule 22. Language**

The working language of the Council shall be English.

Rule 23. Records

Written records of the Council or recordings of proceedings of the Council or any sub-committees, working groups, or panels shall be maintained by the Secretariat and provided to the members of the Council.

VIII. AMENDMENTS AND SUSPENSION

Rule 24. Amendment to the Rules

These Rules may be amended, subject to the provisions of the Agreement, provided that the Assembly receives notification on such amendment. Amendment shall be made by consensus of the members. If all efforts at consensus have been exhausted, and no consensus reached, on the request by the Chair, amendment to the Rules of Procedure are adopted by a majority of members present and voting, as well as a majority of both Contributing Members and Participating Members present and voting.

Rule 25. Suspension of the Rules

Any of these Rules may be suspended, subject to the provisions of the Agreement, by a decision of the Council taken by a two-thirds majority of the members present and voting.