

Articles of Czech Wind Energy Association

Article 1 Legal statute

Czech Wind Energy Association (hereinafter referred to as CWEA) is a voluntary professional and occupational association of physical and legal entities, established pursuant to Act no. 83/1990 Coll., on Association of Citizens, as amended.

Article 2 Registered office, address, fiscal year

- a) CWEA has a registered office at the address: Novotného lávka 200/5, 110 00 Praha, Staré Město.
- b) The address for service is subject to change as required by CWEA. The change of address shall be announced to members and all involved parties in writing, by mail or fax, or e-mail, and also published on website www.csve.cz and in the following issue of the association's bulletin.
- c) The fiscal year is a calendar year.

Article 3 Tasks and objectives of CWEA

The association is on a voluntary and occupational basis, it focuses solely on non-profit objectives related to the use of wind energy as a renewable energy resource and the environmental protection. It includes namely:

- a) Spreading the ideas of wind energy use with the objective to support permanently this environment-friendly renewable source of energy, useful for the state economy. CWEA also supports the use of other renewable resources.
- b) The support of members' interests in completion and amendments of legislation and administration. The support of members' interests in planning, construction, operation and eventual removal of wind farms. The support of information exchange among the members.
- c) The support of applied research in the field of wind energy in collaboration with universities, research institutes and inventors.
- d) provide assistance for people interested in wind energy,
- e) spread professional information on the use of wind energy towards professional public; organize seminars, conferences, discussions, excursions for the purpose, publish in periodicals, in the own bulletin *Větrná energie* and on website www.csve.cz;
- f) educate non-professional public and state administration; co-operate with the media and professional periodicals, maintain the website www.csve.cz, participate in public forums etc.;
- g) contribute to the educational process of children and young people, in particular within environmental education schemes; co-operate with schools, local and state administration and authorities with direct or transferred competencies, environmental and information centers, non-profit organizations etc.
- h) co-operate with all entities supporting the tasks and objectives of CWEA;
- i) membership in international organizations dealing with wind energy exploitation;
- j) advocate for the sustainable development, protecting nature and landscape pursuant to relevant legal regulations (namely Act no. 114/92 Coll., as amended). It includes mainly designs, constructions and operation of wind farms, participation in approval and permission procedures,

in public discussions, particularly with regard to the examination of the environmental impacts of constructions, participation in landscape planning on the whole territory of the Czech Republic.

- k) education of the professional, pedagogical and general public

The tasks and objectives of CWEA are to be fulfilled with regard to the current personal and financial abilities of CWEA.

Article 4 Form of CWEA work

- a) The members permanently promote the objectives of the association and make public appearances in compliance with the objectives. CWEA represents the interests of its members in relation to state administration and authorities.
- b) The resources of CWEA shall be spent only on purposes in compliance herewith. The membership in CWEA does not imply any entitlement to remuneration from the resources of the association.
- c) Upon the resolution of its board of chairmen CWEA may establish a professional secretariat and enter into contracts and agreements according to current legislation provided the economic situation of CWEA enables that.

Article 5 Membership

- a) The members may be physical and legal entities that are interested to participate actively in the fulfillment of CWEA's objectives. The members of CWEA over 18 years have the right to vote and be a candidate in the affairs of CWEA.
- b) New member of CWEA is admitted upon a written, completely filled application form, approved by the board on its nearest regular meeting and upon the payment of a member fee for the particular calendar year. Rejected applications may be appealed within two weeks of refusal delivery. The appeal is irrevocably resolved by the general meeting.
- c) The board of chairmen may resolve on the expulsion of a member by at least five votes, in case the member infringe the articles or damage the reputation of CWEA.
- d) The membership is ended on the request of the member, by a dissolution of a legal entity or upon decease of a member –physical entity, or due to an overdue membership fee payment according to Art. 6 or upon expulsion according to Art. 5 (c). The request to end the membership must be delivered in writing to the CWEA Board of Chairmen.
- e) The end of membership discontinues all rights and claims of a member towards CWEA.
- f) In relation to CWEA the members – legal entities are represented by one person who execute the rights and duties of a member.
- g) The members of CWEA are entitled to a free basic information service and to the participation in CWEA events.
- h) A honorary member may be an outstanding personality or a man of worth, Czech or foreign, engaged in the field of wind energy. The honorary members are elected by the general meeting upon the proposal of the Board or recommendation of CWEA members. The proposals from members must be delivered to the Board at least 60 days before the date of the general meeting. The honorary member is entitled to participate in the general meeting and he/she is entitled to vote as a member of CWEA; he/she is also entitled to participate in the meeting of the Board of CWEA.
- i) Under the terms mentioned in Art. 5 (h) hereof the general meeting may elect a honorary chairman of CWEA. The honorary chairman may be elected only from the CWEA membership. The honorary chairman is exempted from the membership fee.

Article 6 Membership fees

- a) Annual membership fee is payable by the end of February of the particular year by a bank transfer to the CWEA account. The variable symbol for the money transfer is the birth number for persons and registration number for legal entities. The members agree that CWEA uses these identification signs for its internal needs. The general meeting shall specify, upon the proposal of the Board, a minimum annual membership fee for the next year.
- b) CWEA shall present a receipt for any paid membership fees and financial donations.
- c) The membership fee rate is derived from member categories:
 - 1) *entities not commercially involved in the field of wind energy:*
includes physical and legal entities (e. g. professional public, academic workers, students, private nonprofit organizations, representatives of state administration and authorities). The non-commercial membership of persons who participate in executive bodies of companies involved in wind energy is acceptable only if the particular company is also a member of CWEA.
 - 2) *entities commercially involved in the field of wind energy:*
includes physical and legal entities commercially involved in wind energy and related fields
- d) The membership fee shall be paid for one whole calendar year; in case a member is accepted in the course of a calendar year, he/she shall pay a pro rata fee calculated from the date of acceptance. Honorary members are exempted from membership fees.

Article 7 Bodies of CWEA

CWEA has following bodies:

- a) general meeting
- b) board of chairmen
- c) auditing committee
- d) working committee

Article 8 General meeting of CWEA

- a) Regular general meeting decides in all substantial affairs of CWEA. It meets once a year, by the end of March of the particular year at latest. The Board shall call the meeting in writing, with a program proposal, with at least 15 days' notice, in one of following forms:
 - 1) by a letter
 - 2) by fax or electronic mail
- b) The Board calls the general meeting upon its resolution, or upon a written request from at least one quarter of CWEA members, or upon the resolution of a regular general meeting. The general meeting is called with at least 15 days' notice in a form that is applicable for general meeting and with a proposal of program enclosed. The general meeting is presided over by the chairman or vice-chairman or by other member of the CWEA Board. Minutes of the meeting shall be produced and signed by the chairman of the general meeting and the minutes clerk.
- c) The general meeting especially:
 - 1) elects and suspends the members of the Board and the auditing committee;
 - 2) decides on the change of articles;
 - 3) approves an activity report presented by the chairman or other authorized member of the Board, and an economy report;
 - 4) specifies the kind and rate of membership fees;

- 5) specifies basic tasks and objectives of CWEA
 - 6) decides on the dissolution of the association
- d) Each member without any overdue membership fee has one vote at the general meeting. A member from the category of entities commercially involved in wind energy is, according to the clause mentioned hereinabove, entitled to one vote, in case he/she pays three times the amount of basic membership fee he/she is entitled to two votes, eventually in case of ten times the amount paid to three votes. The approval of two-third majority of all present members is necessary to change the Articles. The two-third majority of all members is necessary to dissolve CWEA. In other cases the general meeting decides by the majority of all present members. If a general meeting was called pursuant to the Articles, the regular and special general meeting is quorate regardless the number of present members. The members can delegate their representatives who must present a written authorization.

The decisions of the general meeting have mainly the form of resolutions.

Article 9 CWEA Board of Chairmen

- a) The Board consists of seven elective members. At its first meeting the Board elects its chairman, vicechairman and designates a treasurer (economist) of CWEA – respectively. The member of the Board may be only a member – physical entity, respectively a representative of a member – legal entity.
- b) The Board manages the activities of CWEA pursuant to the Articles and resolutions of the general meeting. The electoral term of the Board is two years; the Board continues in office until new valid elections.
- c) If the number of members in the Board falls, a next proposed candidate with the highest number of votes from the last election takes the place of the missing member. In case of equal number of votes of next candidates, voting shall take place. In case of a lack of candidates, another member of the Board shall be co-opted by the elected Board.
- d) CWEA is represented by its chairman who acts on its behalf. The Board may authorized also other members of the Board to represent and act on behalf of CWEA within specified extent.
- e) The chairman or vice-chairman calls the meeting of the Board if necessary. The chairman calls the meeting within two weeks if he is asked to do so by at least three members of the Board.
- f) The Board is quorate if at least four members are present.
- g) The resolution of the Board accepts a proposal voted for at least by four its members. If necessary voting per-rollam (via e-mail) is acceptable.
- h) Minutes are taken from the meeting of the Board, approved by the chairman. The CWEA members are kept informed.
- i) Expenses to be paid from the CWEA resources must be approved by the chairman (up to 5000 CZK) or by the Board (over 5000 CZK).
- j) For the purposes of the regular general meeting the Board prepares annual report on CWEA activities and a plan of the association for the next term.

Article 10 CWEA working committee

If necessary the working committees establishes and dissolves the Board. Working committees consist of companies' representatives, professionals and research workers who do not have to be members of CWEA. Working committees meet as necessary. They create their own rules of procedure. The chairmen of working committees are appointed by CWEA chairman upon the proposal of the Board. Working committees follow the assignment of the general meeting and the Board.

Article 11
CWEA auditing committee

The auditing committee consists of three members. The auditing committee elects its chairman. The general meeting elects the auditing committee in the year following the date of regular election of the Board. The auditing committee is elected for two years. Repeated candidacy is acceptable. The auditing committee prepares an auditing report on CWEA finances once a year.

Article 12
Dissolution of CWEA

If CWEA dissolves, the remaining assets are transferred to a non-profit organization specified by the general meeting and shall be exclusively used for at least one activity pursuant to Article 3 hereof.