



A. GREEN-E GOVERNANCE BOARD

The Green-e Renewable Energy and Greenhouse Gas Reduction Certification Program (*Green-e*) is governed by an independent board called “The Green-e Governance Board” (Board). The Center for Resource Solutions serves as the program administrator. For a list of current board members, see: http://www.green-e.org/about_who_gov_bd.shtml.

1. Purpose of the Board

The Board ensures that the Program’s standards and policies are appropriate and necessary to meet its stated goals and objectives, and that certification and verification are handled in a credible and effective manner. The Board regularly reviews the Program’s standards and will amend them as necessary so that they remain consistent with changing circumstances and evolve with market conditions. The Board will receive and act on recommendations from the Power Marketers Advisory Committee (PMAC), the Utility Green Pricing Advisory Committee (UGPAC), the Greenhouse Gas Reductions Marketers Advisory Committee (GMAC)¹, and an Advisory Stakeholder Group to ensure the Program is practical and consistent with broader public policies. Two subcommittees of the Board will also serve to review and make recommendations for Board approval of Green-e applications for utility green pricing programs, and for implementation of and review of applications to the GHG standard.

2. Frequency of Meetings

The Board will meet approximately quarterly. One of these meetings will be face-to-face and the remaining three will take place via conference call.

3. Structure of the Board

The Board shall include national leaders from organizations that support the greater use of renewable resources and the reduction of greenhouse gas emissions, work for consumer protection and promote improvement of the environment.

¹ This committee to be established once the GHG reduction certification program is implemented. Members will be organizations that have certified products under the Green-e GHG standard.

The Board will be comprised of at least ten, but no more than 16 voting members. We will attempt to have one representative from each of the following groups:

- Environmental Organizations;
- Consumer Groups;
- Generator Representatives (Non-Marketer);
- Sustainable Business Organizations or Green Power Purchasers;
- Public Policy Advocates
- Center for Resource Solutions Board² Member; and
- Regulatory Agencies (Ex officio)

We will attempt to have broad geographic representation among the Board members. The Center for Resource Solutions' President will serve on the Board as a voting member.

The chairs of the PMAC, the UGPAC, and the GMAC will sit on the Board as non-voting members. The Board has the option to establish Advisory Committees as necessary to provide advice and recommendations to the Board on issues related to the program.

The Chair of the Board reserves the right to ask a Board member to resign if the member does not participate in meetings or provide written comments on decisions for over one year or does not provide a positive contribution to Board discussions and decisions.

If a Board member leaves their current organization, Green-e will determine in discussion with the Board member whether the member should continue to serve on the Board as a representative of their new organization, or whether a representative from the member's original organization or some other organization should be chosen as a replacement.

The Board will have two subcommittees: the Utility Green Pricing Subcommittee and the GHG Reduction Certification Subcommittee. The Utility Green Pricing Subcommittee will meet on an ad hoc basis to review applications for Green-e certification of monopoly utilities, and to initially address any proposed Green-e policy changes that specifically apply to utilities. The GHG Reduction Certification Subcommittee will meet on an ad hoc basis to evaluate the eligibility of GHG offset project standards for inclusion in the Green-e Program, to review applications for Green-e certification of GHG reduction products, and to initially address any proposed Green-e policy changes that specifically address Green-e's GHG reduction certification standards. The subcommittee recommendations will be brought to the Green-e Governance Board for consideration.

4. Decision Making Protocol

At least half of the Board members must be present at a meeting to constitute quorum. If quorum is not present, the voting members that are present will determine

² This representative will serve as the chair of the Green-e Governance Board.

whether the meeting should continue or be rescheduled. If the meeting continues, no decisions are final until enough votes are secured via e-mail or other means to constitute quorum.

For approval of utility green pricing applications, a representative from the same region as the utility must be present at the meeting or vote via email.

Green-e staff, Board members, the chairs of the UGPAC, PMAC, and GMAC and Stakeholder Advisory Committee members can suggest topics for Board discussion and action. In particular, new standard developments, utility green pricing application approvals, and conformance and minor modifications to existing standards and policies will be brought to the Board for review and approval. Administrative or ministerial changes do not need to be approved by the Board.

Prior to the Board meeting, Green-e staff will provide members with background documents and a proposed course of action. During the course of the meeting, Board members will discuss the topic(s) and Green-e staff proposal(s). There will be a motion for decision, this will be seconded and a vote will be taken. Every effort will be made to reach consensus of all Board members present at the meeting. However, if consensus cannot be reached, the decision of the majority of members present may be final. The chair of the Green-e Governance Board has the authority and discretion to determine whether the discussion should continue to push for consensus or be decided based on the majority of votes.

Following the meeting, Green-e staff will prepare draft meeting minutes and circulate to the Board for review. Board members will have two weeks to review and approve the draft minutes. After the two week deadline, Green-e staff will incorporate any comments received and send a final version of the minutes to Board members. Board meeting minutes will be posted to the Green-e website for public review.

B. POWER MARKETERS ADVISORY COMMITTEE

The Power Marketers Advisory Committee (PMAC) is comprised of representatives of the program's participating REC and competitive electricity marketers. All participating marketers may suggest program modifications to the Green-e Governance Board. The Chair of the PMAC is elected by a simple majority vote by the members of the PMAC. The Chair will sit on the Green-e Governance Board as a non-voting member, and has the responsibility of representing all marketers participating in the PMAC.

The PMAC will make suggestions to the Green-e Governance Board on Program issues associated with the feasibility and practicality of various implementation options and details and will provide recommendations for changes that improve the effectiveness of the Green-e Renewable Electricity Certification Program. In addition the PMAC will provide advice on such issues as marketing the Green-e logo and implementing the public education campaign.

C. UTILITY GREEN PRICING ADVISORY COMMITTEE

The Utility Green Pricing Advisory Committee (UGPAC) is comprised of representatives of the program's participating utilities. All participating utilities may suggest program

modifications to the Green-e Governance Board. The Chair of the UGPAC is elected by a simple majority vote by the members of the UGPAC. The Chair will sit on the Green-e Governance Board as a non-voting member, and has the responsibility of representing all UGPAC members.

The UGPAC will make suggestions to the Green-e Governance Board on Program issues associated with the feasibility and practicality of various implementation options and details, especially in relation to utility green pricing programs, and will recommend changes that improve the effectiveness of the Green-e Renewable Electricity Certification Program. In addition, the UGPAC will provide advice on such issues as marketing the Green-e logo and implementing the public education campaign.

D. GREENHOUSE GAS REDUCTION MARKETERS ADVISORY GROUP (GMAC)

The Greenhouse Gas Reduction Marketers Advisory Group will be formed after the GHG standard is adopted by the Green-e governance board and the program begins product certifications. The GMAC will be comprised of representatives of the program's participant marketers. All participating marketers may suggest program modifications to the Green-e Governance Board. The Chair of the GMAC is elected by a simple majority vote by the members of the GMAC. The Chair will sit on the Green-e Governance Board as a non-voting member, and has the responsibility of representing all marketers participating in the GMAC.

The GMAC will make suggestions to the Green-e Governance Board on Program issues associated with the feasibility and practicality of various implementation options and details and will provide recommendations for changes that improve the effectiveness of the Green-e GHG Reduction Certification Program. In addition, the GMAC will provide advice on such issues as marketing the Green-e logo and public education initiatives.

E. ADVISORY STAKEHOLDER GROUP

The Green-e Renewable Energy Certification Program relies on stakeholders to help develop appropriate standards that are consistent with program goals. CRS will attempt to collect comments from stakeholders when it is considering substantive changes to the Green-e Standards. The advisory stakeholder group is comprised of representatives from environmental organizations, power marketers, renewable developers, greenhouse gas reduction developers and marketers, energy and climate policy experts and other interested parties. Stakeholders can make recommendations to the Green-e Governance Board for modifications to the certification standards to ensure that they remain consistent with changing circumstances and evolve with market conditions and to ensure the Program is practical and consistent with broader public policies.

[The Green-e Renewable Electricity and Greenhouse Gas Reduction Certification Program is administered consistent with the overall goals of the Center for Resource Solutions and the regulations under which non-profit organizations operate.]

GREEN-E BOARD MEMBERS

Karl R. Rábago, *Chair*
The AES Corporation

Lori Bird*
National Renewable Energy Laboratory

Audrey Chang+
Natural Resource Defense Council

Matt Freedman
The Utility Reform Network

Jan Hamrin
Center for Resource Solutions

Susan Innis*
Western Resource Advocates

Erin Meezan
Interface

Alan Noguee+
Union of Concerned Scientists

Rachel Shimshak*
Renewable Northwest Project

Rita Kilpatrick
Southern Alliance for Clean Energy

Jan Smutny-Jones
Independent Energy Producers
Association

Michael Vickerman*
Renew Wisconsin

Virgil Welch+
Environmental Defense

Rick Weston*
The Regulatory Assistance Project

Non-voting Member, PMAC Chair

Rob Harmon
Community Energy, Inc.

Non-voting Member, UGPAC Chair

Michael Brown
Santee Cooper

PROPOSED ADDITIONAL BOARD MEMBERS

Derik Broekhoff, World Resource Institute +
Janet Peace, Pew Center on Global Climate Change+

PROPOSED ADDITIONAL NON-VOTING BOARD MEMBERS

California Climate Change Action Registry+
Canadian Standards Association+
GMAC Chair

* Utility Green Pricing Sub-Committee Member

+ Carbon Offset Sub-Committee Member