

## REGIONAL MINISTRY OF INNOVATION, SCIENCE AND ENTERPRISE

*SPANISH DECREE 21/2005, of 1 February, approving the Articles of Association of the Agencia Andaluza de la Energía (Andalusian Energy Agency).*

### PREAMBLE

The Andalusian Energy Agency was established by Spanish Law 4/2003, of 23 September and is part of the competent Regional Ministry for energy. It is a public entity, in accordance with the provisions of article 6.1.b) of the Ley General de la Hacienda Pública de la Comunidad Autónoma de Andalucía (Spanish General Law of Public Finance for the Autonomous Community of Andalusia) and is recognized as an independent legal and financial entity with full legal capacity and capacity to act.

The Andalusian Energy Agency aims to optimise energy supplies within the Autonomous Community of Andalusia, in economic and environmental terms, by working within the framework of the Estrategia Autónoma ante el Cambio Climático (Autonomous Strategy for Climate Change), which was approved by the Acuerdo de Consejo de Gobierno (Governing Council agreement) of 3 September 2002.

In light of the above, the present Decree therefore approves the Articles of Association by which the Andalusian Energy Agency should be governed.

By virtue thereof, on the proposal of the Regional Ministry of Innovation, Science and Enterprise representative, and in accordance with the Advisory Council, and prior consultation with the Governing Council in its meeting held on 1 February 2005,

### I HEREBY STATE

Article 1. Formation and approval of the Articles of Association

The Andalusian Energy Agency is constituted and its Articles of Association approved in accordance with the provisions of Spanish Law 4/2003, of 23 September, for the creation of the Andalusian Energy Agency. The Articles of Association are included in the Annex of the present document.

Article 2. Initial donation and allocation of Sodean shares

1. The following property and rights are initially allocated to the Andalusian Energy Agency so that it may achieve its objectives:

a) A founding donation of 1,800,000 euros.

b) Shares owned by SOPREA, S.A (Andalusian Economic Promotion and Reconversion Society) in SODEAN Sociedad para el Desarrollo Energético de Andalucía S.A. (Society for the Energy Development of Andalusia): Three-hundred and seventy thousand shares, each with a nominal value of 1.2 euros and a total value of 440,000 euros, for which purpose the Andalusian Energy Agency is authorised

to acquire the aforementioned shares in SODEAN, S.A.

2. The property and rights allocated to the entity will be detailed in full in the corresponding shares certificate.

First final provision. Delegation of authority for regulatory development.

The Regional Ministry for Innovation, Science and Enterprise is authorized to pass the necessary provisions and acts for the development and implementation of this Decree.

Second final provision. Coming into force.

The present Decree will come into force the day following its publication in the Boletín Oficial de la Junta de Andalucía (Official Gazette of the Regional Government of Andalusia).

Seville, 1 February, 2005

MANUEL CHAVES GONZALEZ

President of the Regional Government of Andalusia

FRANCISCO VALLEJO SERRANO

Regional Ministry of Innovation, Science and Enterprise

### ANNEX

### ARTICLES OF ASSOCIATION OF THE ANDALUSIAN ENERGY AGENCY

#### CHAPTER I

#### Nature and Duties

##### Article 1. Nature and objective

The Andalusian Energy Agency, created by virtue of Spanish Law 4/2003, of 23 September, is a company belonging to the Regional Government of Andalusia, in accordance with the provisions of article 6.1.b) of Spanish General Law of Public Finance 5/1983, of 19 June, for the Autonomous Government of Andalusia. The aforementioned public entity is formed with the objective of optimizing the energy supply within the Autonomous Community of Andalusia, both in economic and environmental terms, in accordance with the directives established by the Regional Ministry which has competence with regard to energy.

##### Article 2. Legal capacity and attachment

1. As a public entity, the Andalusian Energy Agency is an independent legal entity, with full legal capacity and the capacity to act in order to achieve its goals. It is self-financed and administered, and is part of the Regional Ministry for energy.

2. When performing its duties, the Andalusian Energy Agency will be subject to the energy directives and policies established by the competent Regional Ministry for energy, who will establish objectives and directives for its work, monitor its activities and, in conjunction with the Regional Ministry of Economy and Finance, control its efficacy and finances, in accordance with the current regulations and without prejudice to other competences attributed to it by law.

##### Article 3. Legal Status

1. The Andalusian Energy Agency will act as a public entity, in accordance with the provisions of the Real Decreto Legislativo 2/2000 (Royal Legislative Decree), of 16 June, approving the reviewed text of the Ley de Contratos de las Administraciones Publicas (Law on Public Administration Contracts) and is subject to its specific regulations regarding its structure and operations and legislation on patrimony, finance and others which may be applicable in terms of its economic and financial arrangements. The entity will also be governed by private law regulations, which may be applicable to external legal relationships, financial relationships and any relationships that it has with third parties in general. Staffing arrangements will be governed by labour laws and any other regulations that may be applicable.

2. The Andalusian Energy Agency will exercise the administrative powers related to its objective, allocated by the competent Regional Ministry for energy. In particular, the processing and concession of public grants and subsidies, acting under such circumstances in accordance with public law regulations.

3. Likewise, the work of the Agency will be subject to strict criteria to protect public interest and social profitability, as well as advertising and competition standards.

#### Article 4. Registered offices

1. Without prejudice to the provisions of article 8.20, the Andalusian Energy Agency will have its registered offices in the headquarters of the competent Ministry for energy.

#### Article 5. Duties and initiatives

1. To comply with its objectives, the Andalusian Energy Agency may propose any activities it deems necessary to the corresponding competent Ministry for energy, apply directives to that effect and perform the following duties, in accordance with the provisions of article 3 of Law 4/2003, by which it is created:

- a) Improve the quality of energy services within the Community.
- b) Collaborate in the expansion and development of energy infrastructures for generation, transportation and distribution.
- c) Achieve maximum efficiency in the use of energy.
- d) Strengthen the Autonomous Community's self-sufficiency through the diversification of sources.
- e) Promote the application of technological innovation, as well as develop R&D within the energy sector in our Autonomous Community.
- f) Promote the use of renewable energies.
- g) Contribute to the development of less pollutant energies, as well as limit the emission of pollutant effluents into the atmosphere.
- h) Promote and encourage energy saving and the rational use of energy, in particular avoiding energy losses from homes and in public and private installations.
- i) Promote cogeneration.
- j) Collaborate with public and private institutions in implementing activities to improve the energy system.
- k) Contribute to reducing pollution and the impact on the environment caused by the current energy system.
- l) Promote energy efficiency in transport within the Autonomous Community.
- m) Promote and collaborate in the development of

more energy efficient appliances.

n) Promote and contribute to adequately educating the population on the use of energy and energy consumption.

o) Contribute to the territorially balanced expansion of energy production and supply, promoting in particular the supply of electricity to remote rural areas.

p) Suggest any work that it considers necessary to the competent Ministry for energy.

q) Manage subsidy lines entrusted by the competent Ministry for energy, in accordance with what is established in article 106 of Law 5/1983, the Spanish General Law of Public Finance, of 19 July, for the Autonomous Community of Andalusia.

r) Award grants from their budget, in accordance with article 104 of the aforementioned Law 5/1983.

s) Draft an annual report on compliance with the objectives of the Regional Energy Plan.

t) Provide incentives to and encourage Local Corporations in the promotion of renewable energies.

2. In addition to the general intervention instruments that the Agency may use, and any promotional means deemed appropriate, it may adopt the following initiatives among others to achieve its statutory objectives:

a) Promote and favour the practice of energy audits in both the public and private sectors.

b) Promote energy efficiency in the design and construction of dwellings and other buildings, encouraging the use of energy certificates for new and existing buildings

c) Promote concrete actions for renewable energy installations.

d) Develop and implement plans and programmes requested by Public Administrations and individuals.

e) Promote working lines with those entities that support energy research.

f) Promote the organisation of initiatives to increase awareness at all educational and professional levels.

g) Draft periodical statements and balance sheets, for each sector and general ones.

h) Develop awareness and information campaigns aimed at business people, workers and citizens in general.

i) Promote investment in energies that are environmentally friendly, as well as measures for energy saving.

j) Carry out systematic studies on the energy consumption and invoicing of property used for offices or services of the Andalusian Regional Government, as well as analyse more economically and technically advantageous tenders from the different supplier companies.

k) Promote participation of Andalusian companies and institutions in national and international energy programmes.

l) Monitor and inspect energy installations for production, transportation, distribution, sale and consumption, as requested.

m) Promote energy efficient transport systems.

n) Promote efficiency and energy saving in all cases involving the use of energy, such as:

- Use of water for irrigation and public supplies.

- Handling and production of waste.

o) Any other activity related to the above, as well as

others that may be attributed.

## CHAPTER II

### Organisation of the Entity

#### Article 6. Bodies

1. In accordance with the provisions of article 6.1 of Spanish Law 4/2003, the governing and managing bodies of the Andalusian Energy Agency are as follows:

- a) Governing Board
- b) President
- c) Director-General

2. The entity will have the necessary administrative structure for its operations, in accordance with what has been established in the Reglamento de Regimen Interior (Regulations for Internal Organisation).

3. In accordance with the first additional provision of Spanish Law 4/2003, of 23 September, the Governing Board will have an Advisory Board, acting as an advisory and consulting body.

#### Section 1. The Governing Board and President

##### Article 7. Composition and character

1. The Governing Board is the highest body within the entity. It is the executive managing body; it governs the agency and establishes directives for its work, in accordance with those of the Regional Government of Andalusia, through the competent Regional Ministry for energy.

2. The members of the Governing Board and the President will be elected by the Regional Ministry of Governing, on the proposal of the competent Regional Ministry for energy, and will be made up of the following:

President.

Voting Members:

- The competent General Secretary for energy.
- The competent Director-General for energy.
- The competent Director-General for research, technology and enterprise.

- A representative, of at least Director-General status with the prior approval of the following Regional Ministries: Governing, Economy and Finance, Public Works and Transport, Agriculture and Fishing, the Environment and Health.

-Two members appointed on the proposal of the competent Regional Ministry for energy.

-The Director-General of the Andalusian Energy Agency.

3. The Governing Board may have a Vice President, who will be appointed by the competent Regional Ministry for energy from the members of the Governing Board.

4. The Governing Board will be assisted by a Secretary, with voice but without vote, appointed by the Board itself, on the proposal of the President.

5. Those persons who have been invited by the President may attend Governing Board meetings, without voice or vote, to inform on a certain matter under consideration.

#### Article 8. Duties

The Governing Board is responsible for the following duties:

1. Ensure that all work performed by the entity complies with applicable law.

2. Approve the preliminary draft of the PAIF Programme (Programme for Action, Investment and Financing), in accordance with the provisions of General Law of Public Finance 5/1983, of 19 July, for the Autonomous Community of Andalusia and other applicable regulations, so that it may be handed over to the Regional Ministry of Economy and Finance by the competent Regional Ministry for energy.

3. Approve the preliminary budgets for operations and capital, which the public entity should draw up annually, in accordance with section 3 of article 57 of the Spanish General Law of Public Finance for the Autonomous Community of Andalusia, so that it may be handed over to the competent Regional Ministry for energy and then to the Regional Ministry of Economy and Finance, in accordance with the provisions of article 60 of the aforementioned Law.

4. Approve the Balance Sheet, Profit and Loss Account and Report, in accordance with the General Accounting Plan. It will also approve the Management Report and the entity's Annual Report.

5. Approve investments and economic operations, including the formation of and participation in commercial companies and consortiums, with prior compliance with all legal requirements.

6. Approve Regulations for the Internal Organisation of the Governing Board, as well as any changes and modifications to the same, which they consider necessary to improve the functioning of the entity.

7. Approve general activities in the Programme for Action, Investment and Financing, prior to the Report and within the framework established by Spanish Budgetary Laws for the Autonomous Community of Andalusia.

8. Authorise provisions for payments, costs and risks for sums higher than 450,000 euros, incurred while implementing individual activities from the Programme for Action, Investment and Financing, as well as those approved by the Council in accordance with section 5.

9. Provisionally approve, on the proposal of the President, activities or investments whose obligations of payment, cost or risk are greater than 3,000,000 euros. These should be approved by the Governing Council of the Regional Government of Andalusia.

10. Authorise costs that compromise funds for future financial years by sums lower than 12,100,000 euros.

11. Approve personnel policies and the entity's functional organization chart, in accordance with what has been established in the Regulations for Internal Organisation, as well as employee's payment schemes.

12. Supervise the work of the Director-General and the Agency itself.

13. Make decisions concerning the use of shares and resources, belonging to the entity, to defend their interests, or approve those taken by the Director-General in emergencies.

14. Approve the transfer of rights and debts on property which forms part of the entity's own assets, without this capacity extending to donated property.

15. Approve proposals for Collaboration Agreements with other Public Administrations or private entities.

16. Gather information on matters referred to them by the Director-General for consideration.

17. Appoint representatives of the Andalusian Energy Agency in affiliated companies.

18. Receive periodical updates on the management and work of affiliated companies.

19. Approve grants of sums higher than 450,000 euros, with the limitations established in point 9 of the present article and in section q) of article 5.1 of the present Articles of Association.

20. Change the registered offices of the entity, as well as establish, change or terminate managerial positions.

21. Those duties that are expressly attributed by Spanish Law, the present Articles of Association and development regulations, delegated to them and necessary or appropriate for the development of and compliance with the Agency's objectives.

#### Article 9. Delegations and powers

1. For more effective management, the Governing Board may permanently or temporarily delegate some of its duties to one or several members of the Board, in accordance with what is established in Spanish Law 30/1992, of 26 November, on the Legal Status of Public Administrations and General Administrative Procedures, and in compliance with any regulations which may be applicable.

2. In order to carry out its duties more effectively, the Governing Board may grant general and special powers to persons without limitations.

#### Article 10. Organisation of sessions

1. The Governing Board will hold ordinary meetings at least once every three months and extraordinary meetings, when approved by the President.

2. The Governing Board will have a valid first meeting, when the President and at least six of its voting members are present, and a second meeting when at least the President and four voting members are present.

3. The organisation of the Governing Board's operations will be that established in the Regulations for Internal Organisation, observing at all times essential processes of the general procedures for establishing the commitment of collegiate bodies, in accordance with what is established in chapter II of Title II of Spanish Law 30/1992.

### Section 2. The President

#### Article 11. President of the Agency

1. The President of the Andalusian Energy Agency will also be the President of the Governing Board.

2. The President will have the following responsibilities:

a) Officially represent the Agency and its Governing Board.

b) Ensure compliance with the agreements of the Governing Board.

c) Approve summons for Governing Board sessions, establishing the agenda and indicating the place, date and time.

d) Preside over and direct the deliberations of the Governing Board and if required, resolve possible draws with

their casting vote.

e) Endorse deeds and certifications of the Board's agreements.

f) Approve provisions for costs and payment plans referred to them.

g) Refer activities or investments whose obligations of payment, cost or risk are greater than 3,000,000 euros to the Governing Board for approval.

h) Appoint the Director-General of the Andalusian Energy Agency.

i) Any others established by the present Articles of Association and the Regulations for Internal Organisation.

3. The President may temporarily or permanently delegate responsibilities, which by their nature may be delegated, to the Vice President.

4. In cases of absence or illness, the Vice President may substitute the President and perform their duties.

### Section 3. The Director-General

#### Article 12. Designation

1. The appointment and termination of the position of Director-General will be carried out by the President.

2. When selecting the Director-General of the Andalusian Energy Agency, the candidates' merits and capabilities must be taken into account, and their professional experience must be compatible with the duties to be carried out.

#### Article 13. Duties

1. The Director-General will be responsible for directly managing the activities of the Andalusian Energy Agency, in accordance with the directives of the Governing Board. They will perform the following duties in particular:

a) Represent the Agency in its day-to-day management, and by virtue of this, represent the agency for legal matters and in any type of public or private action.

b) Grant powers to Lawyers and Solicitors to defend the Agency before Judges and Tribunals, facilitating the corresponding Power of Attorney and informing the Governing Board in its next meeting.

c) Adopt the resolutions required to comply with the agreements of the Governing Board.

d) Effectively manage and coordinate all departments within the entity and the administration of its assets.

e) Refer the organic structure of the company and any modifications to this to the Governing Board for its approval.

f) Approve and inform the Governing Board or, when required, propose the implementation of works or investments included in the approved plans and budgets, as well as contract the work, management and provision of services within their competence.

g) Refer budgets requiring its approval or knowledge to the Governing Board, in accordance with what is established in the present Articles of Association.

h) Approve provisions for costs and payment plans for the entity, which are lower than 450,000 euros, within the limitations established in the present Articles of Association and in the Regulations for Internal Organisation.

i) Sign and inform the Governing Board of any contracts and agreements required for compliance with the objectives

of the Andalusian Energy Agency, appearing before a Notary, if required, in order to register the same.

j) Act as senior manager for employees, contract staff and exercise other duties assigned to this role by the Regulations for Internal Organisation.

k) Appoint and distribute the company's managing staff.

l) Issue reports referred to them by the Governing Board.

m) Provide instructions when necessary to improve the entity's services.

n) Draft the annual Report on the entity's activities.

o) Ensure compliance of information systems established.

p) Award grants from the Agency's budget for sums lower than 450,000 euros and inform the Governing Board.

q) Refer activities or investments whose obligations of payment, cost or risk are greater than 450,000 euros but not greater than 3,000,000 euros to the Governing Board for their approval.

r) Draw up the accounts.

s) Any other duties delegated by the Governing Board or its President, as well as those granted by the Regulations for Internal Organisation.

2. The responsibilities of the Director-General of the Andalusian Energy Agency may be delegated to employees of the entity, with the prior authorisation of the Governing Board, except those included under letters b),d),e),f),h),k),q),r) and t) of section 1.

#### Section 4. The Advisory Board

##### Article 14. Composition

1. The Advisory Board, an advisory and consulting body to the Governing Board, will be made up by the following members:

- The President of the Andalusian Energy Agency who will act as President of the Board.

- The Vice President of the Andalusian Energy Agency, who will act as Vice President.

- The Secretary General from the competent Regional Ministry for energy.

- The competent Director-General for energy.

- The competent Director-General for research, technology and enterprise.

- The Director-General of the Andalusian Energy Agency.

- A representative from each of the following Regional Ministries, with the status of Director-General at least:

Governing

Economy and Finance

Public Works and Transport

Agriculture and Fishing

Environment

Health

- A representative from the Central Government, appointed by the Government Delegation in Andalusia.

- Two representatives from Local Corporations with the largest operations in Andalusia, appointed by the Federación de Municipios y Provincias (Federation of Municipalities and Provinces).

- Two representatives from the largest trade unions in Andalusia, appointed by the same.

- Two representatives appointed by the Confederación de Empresarios de Andalucía (Confederation of Andalusian Entrepreneurs).

- A representative appointed by the largest Andalusian ecology federations or associations.

- A representative from the consumer or user organisation with the largest number of operations in Andalusia.

- A representative appointed by the Confederación de Asociaciones de Vecinos de Andalucía (Confederation of Andalusian Residents' Associations).

- Two voting members appointed by the competent Regional Ministry for energy, chosen from renowned experts in research or the application of energy technologies, energy planning or research into the environmental impact of energy consumption, its measurement or economic and social impact of the same.

2. The Secretary of the Governing Board will act as Secretary of the Advisory Board and will attend Board sessions, with voice, but without vote.

3. The voting members of the Advisory Board who do not form part of the Governing Board will be appointed and terminated by the President of the Andalusian Energy Agency, on the proposal of their respective bodies, entities or organisations. The proposals may include the appointment of the corresponding substitutes. The bodies or entities represented may substitute the voting members and designated substitutes at any time, with prior communication to the competent authority for their appointment.

4. In accordance with what is established in article 140 of Law 18/2003, of 29 December, approving taxation and administrative measures, at the time of formation, as well as in cases of modifications or renewals of its members, the Advisory Board must have a balanced composition of men and women, so that both sexes are represented by at least 40 per cent of the designated members, excluding those who are part of the Board as a result of the position which they hold. Each of the institutions, organisations and entities that appoint or propose representatives should take into account the aforementioned percentage.

##### Article 15. Duties and organisation of operations

1. The Advisory Board has the following duties:

a) Act as an informative, consulting and advisory body.

b) Provide information on preliminary drafts of laws and decrees on energy matters, which may be submitted to the Regional Ministry of Governing for approval.

c) Provide information on energy plans and programmes in Andalusia.

d) Promote coordination between public and private initiatives in favour of optimising energy resources.

e) Put forward measures to be developed as part of the Andalusian Energy Agency's work to solve energy problems.

f) Promote activities for energy saving and the use of renewable energies.

g) Provide information for the Annual Activities Report.

2. The Board's operations will be organised as established in general terms for collegiate administrative

bodies, and in particular a full meeting will be held when called by the President, at least twice a year. The board will also meet when requested by at least half of its members.

3. Anyone invited by the President as a result of their experience and knowledge of matters being discussed may attend the Advisory Board sessions and those of the Work Committees, when required. Such persons will attend with voice but without vote.

### CHAPTER III

#### Patrimony and Resources

##### Article 16. Patrimony

1. The patrimony of the Andalusian Energy Agency will include the property and rights attributed by Spanish Law 4/2003, those which the entity acquires while carrying out its duties, and any others allocated or ceded to the Agency in the future by any public or private figure or in virtue of any title.

2. Patrimony will be used to achieve the goals of the Andalusian Energy Agency, as will profits or consideration from property allocated or ceded to the Agency.

3. In the case of the Andalusian Energy Agency being dissolved, any remaining assets will be incorporated into those of the Regional Government of Andalusia, following payment of the pending obligations.

##### Article 17. Resources

The entity's resources, including the fixed donation from the Regional Ministry of Governing, will be used for its formation and setting up costs and will include the following:

1. Products and profits from the entity's assets.
2. Assignations fixed in budgets for the Autonomous Community of Andalusia and grants from other public entities.
3. Ordinary and extraordinary income obtained from carrying out its work.
4. Shares and income originating from agreements signed and the participating companies and entities.
5. Loans, which may be issued, as well as credit and other financial arrangements, which may be agreed with banks and other credit companies, both nationally and internationally, with the limitations established for this purpose by the Budgetary Law for the Autonomous Community of Andalusia.
6. The issuing of obligations or other certificates of debts, which may be included in the ratio of public funds for institutional savings, within the limits annually determined by the Spanish Budgetary Law for the Autonomous Community of Andalusia.
7. Contributions and donations made to the entity by individuals.
8. Any other resource not included in the previous sections, which may be attributed.

### CHAPTER IV

#### Planning and Economic-Financial Organisation

Article 18. PAIF (Annual Programme for Action, Investment and Financing)

The Andalusian Energy Agency will draw up a Programme for Action, Investment and Finance each year, for the following financial year, including a Report explaining the contents of this and the main modifications if any to the already existing one, in accordance with the provisions of articles 57, 58 and 59 of Law 5/1983 and in compliance with the multiannual forecasts issued by the entity, in accordance with article 8.2 of Spanish Law 4/2003.

##### Article 19. Budget for operations and capital

The public company will issue an annual budget for operations and another for capital, in accordance with the provisions of articles 57, 58 and 59 of Spanish Law 5/1983.

##### Article 20. Tax arrangements

The Andalusian Energy Agency, as a public entity within the Autonomous Community, will enjoy tax exemptions and benefits established by Spanish Law.

### CHAPTER V

#### Monitoring mechanisms

##### Article 21. Monitoring efficacy

The efficacy of the Andalusian Energy Agency's Programme for Action, Investment and Financing will be monitored by competent Regional Ministry for energy, in conjunction with the Regional Ministry of Economy and Finance, in accordance with what is established in article 58.2 of Spanish Law 5/1983.

##### Article 22. Monitoring of finances

The aim of financial monitoring is to monitor the economic-financial operations of the entity and will be carried out mainly through auditing procedures and techniques, in accordance with the provisions of article 85 of Spanish Law 5/1983. The Andalusian Energy Agency is subject to permanent financial controls, in accordance with the provisions of 85.4 of the General Law of Public Finance for the Autonomous Community of Andalusia, in the terms established in Decree 9/1999, of 19 January, on budgetary, financial, monitoring and accounting arrangements for companies belonging to the Regional Government of Andalusia.

The Governing Board may retain from the General Intervention of the Regional Government of Andalusia, audits of the entity's finances carried out by independent specialists, under the conditions and with submission to the current legal standards.

##### Article 23. Monitoring of Accounts

The Andalusian Energy Agency is subject to public accounts arrangements, and is obligated to provide accounts, in accordance with the provisions of articles 86 and 87 of Spanish Law 5/1983, as well as accountant's liability, in accordance with the provisions of the aforementioned Law.

### CHAPTER VI

#### Organisation of staff

#### Article 24. Employees' legal status

1. Employees of the Andalusian Energy Agency will be subject to the regulations established by Spanish Labour Law.

2. Working relationships within the entity will be governed by the conditions established in the employment contracts, which are signed for such purposes and will be subject to the Statute of Workers' Rights, collective agreements and any other applicable regulations.

3. The selection of employees to work in the Andalusian Energy Agency will be done in accordance with the criteria established by the Governing Board, which in all cases should respect standards of merit, capability, equality and advertising, with the exception of management or employees in positions of trust, which will be governed by regulations applicable to senior management contracts and will be appointed by the Director-General.

#### Article 25. Incorporation of civil servants

Civil servants will be incorporated into the Andalusian Energy Agency, in accordance with what is established in article 10.4 of Spanish Law 4/2003.

### CHAPTER VII

#### Exercising of rights and jurisdiction

#### Article 26. Regulations on competence and jurisdiction

1. The Andalusian Energy Agency is subject to general procedural regulations on competence and jurisdiction, which are applicable to private individuals, without prejudice to the specific regulations applicable by virtue of its nature as a public entity.

2. Acts passed by the governing bodies of the Andalusian Energy Agency, when exercising its administrative duties, will be considered as administrative acts, and therefore Spanish Law 30/1992 will be applicable. Resolutions passed by the Director-General of the Andalusian Energy Agency may be appealed against before the President, and resolutions passed by the President and Director-General may be appealed against, if required, before the competent Regional Ministry for energy.

#### Article 27. Active legal capacity

The public company is authorised to use all types of administrative or legal rights or resources, with the limitations established by the applicable regulations.