

## ASI Joint Ventures Policy ASI 合资企业政策

This Policy was last modified on 19 February 2019 and is available at: [www.aluminium-stewardship.org/about-asi/policies/](http://www.aluminium-stewardship.org/about-asi/policies/)  
本政策于 2019 年 2 月 19 日最新修改，可从以下网址获取：[www.aluminium-stewardship.org/about-asi/policies/](http://www.aluminium-stewardship.org/about-asi/policies/)

### 1. What is ASI?

#### 1. 什么是 ASI?

The Aluminium Stewardship Initiative (ASI) is a global, multi-stakeholder, non-profit standards setting and certification organisation. ASI's objectives are to:

铝业管理倡议组织（ASI）是一个全球性、多利益相关方、非赢利标准制定和认证组织。ASI 的目标是：

- Define globally applicable standards for sustainability performance and material chain-of-custody for the aluminium value chain
- 为铝业价值链定义全球适用的可持续发展绩效标准和材料监管链标准
- Promote measurable and continual improvements in the key environmental, social and governance impacts of aluminium production, use and recycling
- 促进铝在生产、使用和回收环节中在主要环境、社会和治理影响中可衡量及持续改进的发展
- Develop a credible assurance and certification system that both mitigates the risks of non-conformity with ASI standards and minimises barriers to broad scale implementation
- 建立可靠的保证和认证体系，既减轻了不符合 ASI 标准的风险，又最大限度地减少了大规模实施的障碍

### 2. What is this Policy?

#### 2. 这项政策是什么？

ASI recognises that there are many sizes and types of business entity in the aluminium value chain and aims to be inclusive in its membership structure and certification program. This policy summarises how Joint Ventures can participate in ASI.

ASI 承认铝价值链中有许多规模和类型的商业实体，旨在包容其会员结构和认证计划。此政策规定了合资企业如何参与 ASI。

### 3. What is a Joint Venture?

#### 3. 什么是合资企业？

Joint Ventures are usually formed where two or more independent parties come together to jointly execute a particular business activity or project. The arrangement between the parties is typically formalised in one of the following ways (with the specifics governed by Applicable Law):

合资企业通常由两个或两个以上的独立方在一起共同执行特定的业务活动或项目。双方之间通常采用以下方式之一合作（具体内容受适用法律管辖）：

- A corporation 组建一个公司
- A partnership 合作伙伴关系

- An unincorporated contractual arrangement. 非法人合约关系

#### 4. ASI Members and Joint Ventures

##### 4. ASI 会员和合资企业

In order for a Joint Venture to participate in ASI's membership structure and (where applicable) the ASI certification program, at least one Joint Venture party, or the Joint Venture entity itself, must be an ASI member.

The ASI Constitution does make provision for 'Joint holding of a membership in ASI' under clause 5.9, where two or more bodies corporate may jointly hold a membership in any class of membership in ASI. A body corporate may be a Joint Membership Holder in respect of one membership in ASI only. To discuss this option further, please contact the ASI Chief Executive Officer.

为了使合资企业能够参与 ASI 的会员组织和（如适用）ASI 认证计划，至少一个合资方或合资企业本身必须是 ASI 会员。

ASI 章程明确根据第 5.9 条规定“共同持有 ASI 会员资格”，两个或两个以上的法人团体可以共同拥有 ASI 任何一类会员资格。一个法人团体可以是一个联合会员资格持有人，仅限 ASI 的一名会员。要进一步讨论此选项，请联系 ASI 首席执行官。

#### 5. Seeking ASI Certification

##### 寻求 ASI 认证

Companies seeking ASI Certification join ASI as a 'Production and Transformation' or 'Industrial User' member. Members in these classes must achieve certification against applicable requirements of the ASI Performance Standard for at least one facility or product line within two years of joining ASI.

In the event that the entity or facility seeking ASI Certification is in a Joint Venture arrangement, the concept of 'Control' is important. The ASI Assurance Manual (V1, 2017, p28) notes the following:

作为“生产和转型”或“工业用户”类公司加入 ASI 会员组织。这些类别的会员必须在加入 ASI 后的两年内，针对至少一个设施或产品线进行 ASI 绩效标准的认证。

如果寻求 ASI 认证的实体或机构是以合资企业形式申请，“控制权”的概念很重要。ASI 保证手册（V1, 2017，第 28 页）定义了以下内容：

##### *'Control' by an ASI Member and Joint Venture arrangements*

##### *ASI 会员和合资企业的“控制权”*

A Business, Facility or Product/Program to be included within a Member's Certification Scope must be within the Control of that Member. 'Control' means direct or indirect ownership, direct or indirect power to remove, nominate or appoint at least 50% of the members of the Board or management, day-to-day executive management, or any legally recognised concept analogous to these (see Glossary definition).

包含在会员认证范围内的业务、设施或产品/计划必须在该会员的控制范围内。“控制权”是指直接或间接所有权，可直接或间接的移除、提名或任命至少 50% 的董事会成员或管理层，日常执行管理层或任何法律认可的类似概念（见词汇表定义）。

It is the responsibility of the Member to demonstrate 'Control' of Entities and/or Facilities nominated to be part of their Certification Scope to the satisfaction of the Auditor. This should be done as part of the Self Assessment process when Certification Scope is defined, and prior to the audit planning stage.

会员有责任证明“控制权”被提名为其认证范围的实体和/或设施，以得到认证人员的认可。需在定义认证范围时以及认证计划阶段之前作为自我评估过程的一部分完成。

An Entity seeking Certification that is structured as a joint venture could have equity vested in more than one ASI Member and/or organisations that are not members of ASI. The controlling operator of the Entity (one of the joint venture partners) must be an ASI Member, or the joint venture Entity itself could be an ASI Member, in order to seek ASI Certification.

以合资企业形式构建的认证实体可以拥有一个以上 ASI 会员和/或非 ASI 会员组织的股权。实体的控制运营商（合资伙伴之一）必须是 ASI 会员，或合资企业实体本身是 ASI 会员，以寻求 ASI 认证。

An ASI Member that has equity in a joint venture Entity, but not Control, cannot include that Entity in their own Certification Scope. However, where Performance Standard Certification is achieved by a joint venture Entity in which an ASI Member has equity, it can count towards that Member’s commitment to achieve Certification for at least part of their business, even if that Member is not the controlling operator. It can also be linked to the Member’s page on the ASI website.

在合资企业实体中拥有股权而非控制权的 ASI 会员不能在其自己的认证范围内包含该实体。但是，如果 ASI 会员拥有股权的合资企业通过了绩效标准认证，则该会员承诺至少部分业务获得认证，即使该会员不是控制运营商，它也可以链接到 ASI 网站上的会员页面。

## 6. Managing the ASI Certification process in elementAI 6.在 elementAI 铝元素平台上管理 ASI 认证过程

ASI Members manage their Certification process in ASI’s online assurance platform, *elementAI*. Each ASI Member in ‘Production and Transformation’ and ‘Industrial Users’ membership classes has its own secure login area (Member account) where it can work on Self Assessments and liaise with ASI Accredited Auditors. There is no limit to the number of individual users (User accounts) per Member account.

会员可在 ASI 在线保证平台 elementAI 铝元素平台中管理认证流程。“生产和转型”和“工业用户”会员等级中的每个 ASI 会员都有自己的安全登录帐户（会员帐户），可以在其中进行自我评估并与 ASI 认证公司联络。每个会员帐户的个人用户（用户帐户）数量没有限制。

If one or more ASI Members are part of a Joint Venture, the controlling Member/s would be able to manage ASI Certification workflows relating to the Joint Venture in their Member account on elementAI. User accounts can be given access to the Joint Venture data in elementAI by the ASI Secretariat, at the request of the controlling ASI Member.

如果一个或多个 ASI 会员是合资企业的一部分，则拥有控制权的会员将能够在其铝元素平台 elementAI 的会员账户中管理与合资企业相关的 ASI 认证工作流程。可根据 ASI 秘书处的要求，使用用户帐户访问合资企业数据。

Member and User accounts can be established in elementAI to address the following situations:

可以在 elementAI 铝元素平台中建立会员和用户帐户，以解决以下情况

Joint Venture structure 合资企业结构	elementAI options 铝元素平台选项
<ul style="list-style-type: none"> <li>The Joint Venture entity is an ASI Member in its own right</li> <li>合资企业实体本身就是 ASI 会员</li> </ul>	<ul style="list-style-type: none"> <li>The Joint Venture entity has its own Member account</li> <li>合资企业实体拥有自己的会员账户</li> </ul>
<ul style="list-style-type: none"> <li>One ASI Member is the controlling entity in the Joint Venture and one or more additional ASI Members are Joint Venture parties</li> <li>一个 ASI 会员是合资企业的控制实体，一个或多个 ASI 会员是合资方</li> </ul>	<ul style="list-style-type: none"> <li>The Joint Venture data can be managed in the controlling Member’s account</li> <li>合资企业数据可以在有控制权的会员账户中进行管理</li> <li>Individual user accounts can be created with access to only the Joint Venture data (including from personnel not within the controlling Member)</li> <li>可以创建个人用户帐户，只能访问合资企业</li> </ul>
<ul style="list-style-type: none"> <li>One ASI Member is the controlling entity in the Joint Venture and one or more additional Joint Venture parties are not ASI members</li> <li>一个 ASI 会员是合资企业的控制实体，一个</li> </ul>	

或多个额外的合资方不是 ASI 会员	数据（包括非控制会员内的人员）
<ul style="list-style-type: none"> <li>One ASI Member is the controlling entity in the Joint Venture, one or more additional ASI Members are Joint Venture parties, and one or more additional Joint Venture parties are not ASI members</li> <li>一个 ASI 会员是合资企业的控制实体，一个或多个 ASI 会员是合资方，一个或多个额外的合资方不是 ASI 会员</li> </ul>	
<ul style="list-style-type: none"> <li>Two ASI Members share equal control of the Joint Venture</li> <li>两名 ASI 会员拥有对合资企业的同等控制权</li> </ul>	<ul style="list-style-type: none"> <li>The Joint Venture data can be managed from both controlling Members' accounts</li> <li>可以从两个有控制权的会员账户管理合资企业数据</li> <li>Individual user accounts can be created with access to only the Joint Venture data (including from personnel not within the controlling Member)</li> <li>可以创建个人用户帐户，只能访问合资企业数据（包括非控制成员内的人员）</li> </ul>
<ul style="list-style-type: none"> <li>ASI Members are not the controlling entity in the Joint Venture</li> <li>ASI 会员不是合资企业的控制实体</li> </ul>	<ul style="list-style-type: none"> <li>ASI Certification can only be sought when the controlling entity is an ASI member.</li> <li>只有在控制实体是 ASI 会员时才能进行 ASI 认证。</li> </ul>

## 7. The ASI Chain of Custody Standard and Joint Ventures

### 7. ASI 监管链标准和合资企业

ASI Chain of Custody (CoC) Certification is designed to support businesses in the aluminium value chain that wish to provide their customers and stakeholders with independent assurance for responsible production and sourcing of Aluminium. ASI CoC Certification is voluntary for ASI Members, though encouraged. The ASI CoC Standard is structured into three sections, which set the necessary framework for managing robust Chain of Custody systems:

ASI 监管链（CoC）认证旨在为铝价值链中的企业提供支持，这些企业希望为其客户和利益相关者提供负责任的生产和采购的独立保证。ASI 鼓励会员进行 CoC 认证，但不是强制性的。ASI CoC 标准分为三个部分，为管理强大的监管链系统设置了必要的框架：

- **Sections 1– 2.** General CoC Management: Management System and Responsibilities; Outsourcing Contractors.
- **Sections 3 – 7.** Confirming Eligible Inputs: Primary Aluminium; Recycled Aluminium; Casthouses; Post-Casthouse; Due Diligence.
- **Sections 8 – 12.** CoC Accounting, Documentation and Claims: Mass Balance System; Issuing CoC Documents; Receiving CoC Documents; Market Credits System; Claims and Communications.
- **第 1-2 节.** 一般性 CoC 管理：管理体系和责任；外包承包商。
- **第 3 -7 节.** 确认符合条件的输入：原铝、再生铝、熔铸、熔铸后续、尽职调查。
- **第 8-12 节.** CoC 核算，文件和声明：质量平衡系统；发布 CoC 文件；接收 CoC 文件；市场信用体系；声明和沟通。

The ASI CoC Standard explicitly addresses Joint Venture situations. The ASI CoC Standard Guidance (V1, 2017, p27) notes the following:

ASI CoC 标准明确说明了合资企业的情况。ASI CoC 标准指南（V1,2017，第 27 页）注明以下内容：

Section 3 of the CoC Standard supports the uptake of the ASI Performance Standard by specifying that CoC Material (in the form of ASI Bauxite, ASI Alumina and/or ASI Liquid Metal) comes from Facilities that are:

- Certified against the ASI Performance Standard (or a comparable Responsible Mining Standard, where this has been recognised by ASI), and
- Within an Entity's CoC Certification Scope, or
- Those in which the Entity holds a legal interest and are within the CoC Certification Scope of another CoC Certified Entity, so as to accommodate joint venture situations.

CoC 标准的第 3 部分通过指定 CoC 材料（以 ASI 铝土矿、ASI 氧化铝和/或 ASI 铝液的形式）来自以下设施支持 ASI 绩效标准的认证：

- 通过 ASI 绩效标准认证（或 ASI 认可的可比较的负责任采矿标准），以及
- 在实体的 CoC 认证范围内，或
- 实体拥有合法权益且属于另一个 CoC 认证实体的 CoC 认证范围的那些，以适应合资企业的情况。

Joint venture arrangements involving multiple shareholders are common in the upstream aluminium industry, due to the significant capital investment required needed to establish new facilities. These facilities are often operated on a tolling basis, whereby the shareholders are entitled to a percentage of the production in accordance with their financial investment.

由于在上游铝业中很常见到涉及多个股东的合资企业，建立新设施所需大量资本投入。这些设施通常以收费方式运营，股东有权根据其财务投资获得一定比例的生产。

#### 8. What kind of claims about ASI can be made by Joint Venture partners?

##### 8. 合资企业合作伙伴可以提出哪些关于 ASI 的声明？

The ASI Claims Guide sets out the rules and supporting guidance for the types of claims that may be made regarding ASI Certification and Membership. These include:

ASI 声明指南规定了可能针对 ASI 认证和会员资格提出声明类型的规则和支持指南。这些包括：

- Claims relating to ASI Membership
- Claims relating to the ASI Performance Standard
- Claims relating to the ASI Chain of Custody Standard
- Use of ASI Logos and QR Code
- Monitoring, enforcement and complaints
- 与 ASI 会员资格相关的声明
- 与 ASI 绩效标准相关的声明
- 与 ASI 监管链标准相关的声明
- 使用 ASI 徽标和 QR 码
- 监督、执法和投诉

The Claims Guide (V1, 2017, p8) also addresses Joint Venture situations, noting the following:

声明指南（V1,2017，第 8 页）也涉及合资企业的情况，并注意到以下情况：

Organisations that are not members of ASI may be able to make general marketing claims that make reference to ASI, subject to the applicable requirements of this Guide.

非 ASI 会员的组织可能会根据本指南的适用要求提出引用 ASI 的一般营销声明。

In the aluminium value chain, non-members may include:

- Organisations with a non-Controlling interest in a joint venture or similar arrangement that is covered by ASI Certification. The Entity in Control of the joint venture would need to be an ASI Member in order to seek and achieve Certification (in a jointly controlled JV, only one of the controlling parents needs to be an ASI Member for this purpose). Any separate claims made by non-members must be in conformance with

the general principles set out [in the Claims Guide] in section 3, and with section 5 and/or 6 on ASI Certification.

在铝价值链中，非会员可能包括：

- 对 ASI 认证涵盖的合资企业或类似安排具有非控制权益的组织。合资企业的控制实体需要成为 ASI 会员才能寻求并获得认证（在共同控制的合资企业中，只有一个控制方需成为 ASI 会员才能达到此目的）。非会员提出的任何单独的声明必须符合第 3 节[声明指南]中规定的一般原则，以及 ASI 认证的第 5 和/或 6 部分。

## 9. Questions?

### 9.问题？

If you have any questions about a particular Joint Venture situation and how it can participate in ASI, please contact [info@aluminium-stewardship.org](mailto:info@aluminium-stewardship.org) and a member of the ASI Secretariat will respond.

如果您对特定的合资企业情况以及如何加入 ASI 有任何疑问，请联系 [info@aluminium-stewardship.org](mailto:info@aluminium-stewardship.org)，ASI 秘书处工作人员将给您做进一步的解答。