GOV11 – Membership Committee Terms of Reference
17-04-2017

Union for Ethical BioTrade

THE UNION FOR ETHICAL BIOTRADE

The Union for Ethical BioTrade (UEBT) is a non-profit association that promotes sourcing with respect. We support and verify companies’ commitments to innovation and sourcing that contribute to a world in which people and biodiversity thrive.
TABLE OF CONTENTS

I. Period of validity and modifications..................................................................................3
II. Appointment and Duration of Terms of officers.................................................................3
III. Purpose ..........................................................................................................................3
IV. Tasks and decision power: ...............................................................................................3
V. Meeting facilitation and reporting ....................................................................................3
VI. Meeting format, and decision-making .............................................................................4
VII. Confidentiality and conflict of interest ..........................................................................4
VIII. Contact Information ......................................................................................................4
I. Period of validity and modifications
This document has been approved by the UEBT BoD on 7 April 2017. Any modification of these terms of reference shall be approved by the UEBT BoD or its Executive Committee. This document remains valid until such a revision occurs.

II. Appointment and Duration of Terms of officers
The UEBT Membership Committee is composed of 3-5 representatives of the UEBT BoD. Board members may delegate this function to other staff of their organization, on the understanding that this is a long-term delegation.

The BoD appoints committee members for a period of 1 year. The UEBT BoD can renew the terms without any restriction. The BoD shall seek to assure that participants to the Membership Committee reflects as much as possible the different stakeholder groups of which the UEBT BoD is composed, including different geographies, supply chain positions and types of organization.

III. Purpose
The purpose of the Membership Committee is to ensure the integrity of the UEBT membership and provide support to the UEBT Secretariat.

IV. Tasks and decision power:
The Membership Committee has the following tasks:

- Review quarterly membership compliance reports to be prepared by the UEBT Secretariat with the purpose of:
  - Periodically verifying that the UEBT Secretariat has duly followed UEBT’s procedures on membership applications;
  - Providing general oversight of UEBT’s membership compliance status.

- Provide advice to the UEBT Secretariat and/or BoD regarding the following issues:
  - Actions to be taken when a member does not comply with the membership application process or other membership obligations and conditions;
  - Complaints received by UEBT about membership issues (UEBT PRO07 – Appeals procedure);
  - Modifications of membership criteria, as required;
  - Modifications to membership fees, as required;
  - Any other matter related to membership.

- Issue a formal recommendation to the BoD on the ending of membership.

V. Meeting facilitation and reporting
The UEBT Secretariat facilitates the meetings of the Membership Committee. As such it prepares the agenda, background documentation on agenda points, and elaborates the minutes of each meeting. The UEBT Secretariat also prepares meeting reports to the BoD and General Assembly.

Meetings are convened by the UEBT Secretariat every quarter. Both UEBT and the committee members may request additional meetings, or that additional issues be put on the agenda.
VI. Meeting format, and decision-making
The Committee discusses issues by e-mail and/or teleconferences, as preferred by the Committee. Committee members normally have 10 working days to react on issues raised, unless indicated differently. Members may request a different deadline.

The Membership Committee will endeavour to take its decisions by consensus. Consensus is defined as the absence of sustained opposition but does not require unanimity. In case consensus cannot be achieved, or when a vote is needed, a simple majority is required.

VII. Confidentiality and conflict of interest
Committee members are bound by confidentiality, and any issue discussed at the Membership Committee, as well as any information regarding UEBT members should be treated as confidential. Conflicts of interest should be declared before each Committee meeting.

VIII. Contact Information
Any inquiry about this document of the Union for Ethical BioTrade should be addressed to:

**Union for Ethical BioTrade - Secretariat**
De Ruyterkade 6
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Or via email: membership@ethicalbiotrade.org