

GOV11 – Membership Committee Terms of Reference – 2011-09-13		
Changes	Changes on the tasks and decision power item according to the decision taken during the last Board meeting in May 2011.	
Approval of the original document:	BO	2008-10-10
Approval of previous version:	EC	2009-04-22
Approval of current version	EC	2011-09-13

Period of validity and modifications

This document has been approved by the Executive Committee of the Union for Ethical BioTrade (in short UEBT) on the date of 13 September 2011. Any modification of these terms of reference shall be approved by the Board or its Executive Committee. They remain valid until such a revision occurs.

Appointment and Duration of Terms of officers

The Membership Committee is composed of 5 members of the Board: 2 Trading Members and 3 Affiliate Members. Board members may delegate this function to other staff of their organization, on the understanding that this is a long-term delegation.

Committee members are appointed by the Board for the duration of 1 year.

Purpose

The purpose of the Membership Committee is to ensure the integrity of the UEBT membership by ensuring that new members have the ethical profile expected from a UEBT member, and that existing members continue to comply with the UEBT membership obligations and conditions.

Membership application procedure:

The membership application procedure consists of the following steps:

For trading members:

1.	Application:	Submission of application form and supporting documents
2.	Membership Committee:	Review of application by Membership Committee and grant/reject approved candidate status.
3.	Third party audit of the approved candidate:	Third party audit by UEBT qualified Verification Body (paid by candidate)
4.	Granting provisional membership status:	Upon compliance of the minimum indicators (as attested by the Verification Body) an applicant automatically becomes provisional member.
5.	Approval of work-plan by the Verification Body	Preparation of the work-plan, based on the outcomes of the 3 rd party audit, and submission of the work-plan for approval of the Verification Body.
5.	Membership committee:	Approval of full membership of the provisional member based on the public summary of the audit report, approval of the work-plan by the Verification Body, and outcomes of the public consultation.

For affiliate members:

1.	Applicant:	Submission of application form and supporting documents
2.	Membership Committee:	Review of application by membership committee and approval/rejection of membership

Tasks and decision power:

The Membership Committee has the authority to approve:

- Membership applications,
- Full membership of Trading and Affiliate Members. The Membership Committee may refer decisions to the UEBT Board of Directors.

The Membership Committee may also be requested to provide recommendations to the Board 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 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.

Final decisions regarding the ending of membership are taken by the UEBT Board of Directors.

Committee President and the role of the Secretariat

The Committee appoints a President from its midst, who will report to the Board and the General Assembly on the functioning and decisions of the Committee

The UEBT Secretariat acts as Secretary to the Committee. As such it prepares the agenda and background documentation on agenda points, and elaborates the minutes of each meeting. Before each meeting, it will provide to the Committee a summary of the issue at stake, a clear indication of decisions/feedback required from the Committee, necessary background information.

Meetings are convened by the Committee's President and facilitated by the Secretariat. Committee members can request that additional issues be put on the agenda, or request that a special meeting is convened to address a specific issue.

Meeting format and decision-making

The Committee discusses issues by e-mail. Teleconferences may be organised if need arises. 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 including not less than 2 Affiliate Members and 1 Trading Member.

Confidentiality and conflict of interest

Information regarding applications should be treated as confidential. In certain cases, upon request of applicants, the Committee may be withheld strategic commercial information. The Secretariat will inform the Committee when this is the case.

If a decision to be taken creates a potential conflict of interest with other (applicant) members, she/he shall notify this to the membership committee. In case of a conflict of interest, the member shall refrain from taking part in the relevant discussions and decisions.

Integrants to the Membership Committee shall sign a confidentiality agreement addressing the issues of confidentiality and conflict of interest.

Reporting

Minutes will be prepared on all meetings of the Membership Committee. Minutes will be signed by the President of the Committee and presented to the Board.