

Terms of Reference of the Complaints and Appeals Panel and Associated Declarations

Endorsed by the Complaints Panel on 26/09/201

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TERMS OF REFERENCE OF THE RSPO COMPLAINTS PANEL MEMBERS

Preamble

For the purpose of hearing a Complaint in accordance with the RSPO Complaints and Appeals Procedure 2017, a RSPO Complaints Panel has been established by the RSPO Secretariat with the membership, terms of reference and modus operandi as stated below.

The RSPO Secretariat is tasked with the responsibility of appointing a Complaints Panel member (who is an RSPO member) from a list titled 'Complaints Panel Member List'. For each formal complaint accepted by the RSPO Secretariat a Panel to deliberate on that particular complaint shall be convened from the said list.

Persons named in the Complaints Panel Member List shall be available for appointment to any Complaints Panel for a period of three (3) years from the date of being so listed and may at the end of that period, subject to his or her consent and the Secretariat's agreement, continue to be listed for renewable periods of two years at a time.

The RSPO Secretariat shall as far as possible make every attempt to select panel members who broadly represent the RSPO stakeholder base but emphasis shall be given to relevant expertise of the member in relation to the nature of the complaint.

Composition of Complaints Panel & Associated Matters

The RSPO Complaints Panel which is constituted from RSPO Members shall take note of the following:-

- I. The Complaints Panel is led by a Chairperson who is elected by the members of the Panel and leads all complaints meetings
- II. In the absence of the Chairperson at any complaint meetings of the Panel, this position shall be occupied by the Co-Chairperson, or a panel member selected by the Chairperson in advance or, failing that, elected by a majority of those present.
- III. The status of the Complaints Panel is such that it has powers only as provided for within the RSPO Complaints & Appeal Procedure 2017. This includes the power to suspend or terminate a member of the RSPO if the nature of the breach by a member in relation to a complaint warrants such action.
- IV. Membership to the Complaints Panel is purely voluntary without expectation of remuneration.
- V. The Panel members shall remain anonymous unless anonymity is waived by the Panel in accordance with the Procedure.

Role of the Complaints Panel

- I. To investigate, evaluate, deliberate and deliver a decision or a course of action (such as interim measures and corrective actions) on formal complaints within the framework of the RSPO Complaints and Appeals Procedure 2017.

- II. If requested by the Board of Governors of RSPO , to investigate , evaluate and report on matters falling outside the formal complaints systems but nevertheless linked to a violation of the RSPO Principles and Criteria by a member of the RSPO
- III. From time to time to provide recommendations to the RSPO Secretariat/Board of Governors on matters that would contribute constructively and positively towards the improvement of the RSPO Complaints Procedure and other RSPO Key Documents that have a bearing on the RSPO Complaints procedure & process.

Responsibility of the Complaints Panel Member

It shall be the responsibility of the member to be committed to neutrality, fairness, objectivity and where required confidentiality in dealing with all complaints.

- I. It shall be the responsibility of each member to disclose any conflict of interest that would render them unsuitable to hear a complaint (whether existing or potential). Pursuant to this all members shall execute a no-conflict of interest declaration and confidentiality undertaking in the form and manner prescribed in these Terms of Reference.
- II. All decision making on complaints are to be accomplished by consensus. In the event consensus cannot be obtained despite striving for one, a vote will be called for by the Chairperson where the majority decision will prevail.
- III. It shall be the responsibility of every panel member to be thoroughly familiar with the RSPO Key Documents, Code of Conduct, as well as the RSPO Complaints and Appeals procedure 2017 and its Guidelines.

End of Terms of Reference

ANNEXURE 1 – DECLARATION FORM FOR COMPLAINTS PANEL MEMBER

Declaration Form (Non-Disclosure and No Conflict)

Complaints Panel Member

I... hereby accept the appointment as member of the Complaints Panel to investigate and decide upon the Complaint in accordance with the provisions of the Complaints and Appeals Procedure 2017.

Non-Disclosure Agreement

Unless reasonably required for the performance of my duties and the exercise of the powers prescribed in the Complaints and Appeals Procedure 2017 I hereby undertake not to disclose any information that I should become privy to as a member of the Complaints Panel.

I understand “information”, in this context, to include: deliberations during Panel meetings, evidence arising from investigations, directions to parties to the Complaint or the Secretariat or any person appointed to assist in the investigations of the Panel and any other information the disclosure of which can reasonably be expected to affect the integrity of the complaints process and or the Complaints Panel.

Declaration of No Conflict of Interest

I hereby declare as follows:

a) that I do not have any professional, financial or personal relationship with the parties or their subsidiaries or their personnel, or their representatives that would result in bias or prejudice or otherwise impact my judgment as a Panel member. I however as a matter of caution* declare that

And

b) that in any event, should a conflict arise in the course of serving as a member of the Complaints Panel I shall immediately declare it to the RSPO Secretariat.

I understand that any failure on my part to adhere to the non-disclosure agreement or if I fail to declare a circumstance that I am reasonably be expected to disclose as a matter that may give rise to a conflict of interest then my membership to the Complaints Panel may be terminated and my name is liable to be struck out from the Complaints Panel Members List.

Yours Truthfully

.....

*If applicable please declare any circumstance that may give rise to a perception of conflict

TERMS OF REFERENCE FOR THE RSPO APPEALS PANEL MEMBERS

Preamble

For the purpose of hearing an Appeal against the decision of the Complaints Panel in accordance with the RSPO Complaints and Appeals Procedure 2017, an RSPO Appeals Panel has been established by the RSPO Secretariat with the membership, terms of reference and modus operandi as stated below.

The RSPO Secretariat is tasked with the responsibility of appointing an Appeals Panel member from a list titled 'Appeals Panel Member List'. For each formal appeal accepted by the RSPO Secretariat a Panel to deliberate on that Particular appeal shall be convened from the said list.

The RSPO Secretariat shall as far as possible make every attempt to select appeal panel members who have relevant expertise in relation to the nature of the appeal.

Composition of Appeals Panel & Associated Matters

- I. The Appeals Panel is led by a Chairperson who is elected by the members of the Panel and leads all appeal meetings
- II. In the absence of the Chairperson at any appeal meetings of the Panel, this position shall be occupied by a panel member selected by the Chairperson in advance or, failing that, elected by a majority of those present.
- III. The status of the Appeals Panel is such that it has powers only as provided for within the RSPO Complaints & Appeal Procedure 2017.
- IV. The Panel members shall remain anonymous unless anonymity is waived by the Panel in accordance with the Procedure.

Role of the Appeals Panel

- I. To consider the decision of the Complaints Panel, the grounds of appeal, arguments of parties to the appeal and to deliver a decision on the appeal and where relevant a course of action (such as corrective actions) on formal appeals within the framework of the RSPO Complaints and Appeals Procedure 2017.

Responsibility of the Appeals Panel Member

- I. It shall be the responsibility of the member to be committed to neutrality, fairness, objectivity and where required confidentiality in dealing with all appeals.
- II. It shall be the responsibility of each member to disclose any conflict of interest that would render them unsuitable to hear an appeal (whether existing or potential). Pursuant to this all members shall execute a non-conflict of interest declaration and confidentiality undertaking in the form and manner prescribed in these Terms of Reference. Any failure to declare a circumstance that can reasonably be expected to give rise to conflict of interest or any failure to adhere to the confidentiality undertaking may result in the removal of the member from the Panel and his or her name may be liable to be struck out from the Appeals Panel Members List.

- III. All decision making on appeals are to be accomplished by consensus. In the event consensus cannot be obtained despite striving for one, a vote will be called for by the Chairperson where the majority decision will prevail.
- IV. It shall be the responsibility of every panel member to be thoroughly familiar with the RSPO Key Documents, Code of Conduct, as well as the RSPO Complaints and Appeals procedure 2017 and its Guidelines.

End of Terms of Reference

ANNEXURE 2 – DECLARATION FORM FOR THE APPEALS PANEL MEMBER

Declaration Form (Non-Disclosure and No Conflict)

Appeals Panel Member

I... hereby accept the appointment as member of the Appeals Panel to evaluate and decide upon the Appeal in accordance with the provisions of the RSPO Complaints and Appeals Procedure 2017.

Non-Disclosure Agreement

Unless reasonably required for the performance of my duties and the exercise of the powers prescribed in the Complaints and Appeals Procedure 2017, I hereby undertake not to disclose any information that I should become privy to as a member of the Appeals Panel. I understand “information”, in this context, to include: deliberations during Panel meetings, directions to parties to the Appeal or the Secretariat or any person appointed to assist in the duties of the Panel and any other information the disclosure of which can reasonably be expected to affect the integrity of the appeal process and or the Appeals Panel.

Declaration of No Conflict of Interest

I hereby declare as follows:-

- a) that I do not have any professional, financial or personal relationship with the parties or their subsidiaries or their personnel or their representatives that would result in bias or prejudice or otherwise impact my judgment as an Appeals Panel member. I however as a matter of caution* declare that
.....;
- b) that I was not in any form or manner involved in the proceedings of the Complaint that is now the subject of this Appeal.

And

- c) that in any event should a conflict arise in the course of serving as a member of the Appeals Panel I shall immediately declare it to the RSPO Secretariat.

I understand that any failure on my part to adhere to the non-disclosure agreement or if I fail to declare a circumstance that I am reasonably be expected to disclose as a matter that may give rise to a conflict of interest then my membership the Appeals Panel may be terminated and my name is liable to be struck out from the Appeals Panel Members List.

Yours truthfully,

.....

*If applicable please declare any circumstance that may give rise to a perception of conflict



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