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PROGRAMME

Technical Advisory Board

SUMMARY

This document details the role and functioning of the Technical Advisory Board (TAB), the independent governing body overseeing the Standard. The purpose of the TAB is to offer scientific and technical insights to ERS and to guarantee the accuracy and robustness of its tools and methodologies.



Table of Contents

Table of Contents	1
NORMATIVE REFERENCES	2
TEMPLATES	2
Technical Advisory Board	3
ROLE	3
APPOINTMENT PROCESS	4
1. First Appointment Process	4
2. Regular Appointment Process	4
COMPOSITION OF THE TECHNICAL ADVISORY BOARD	5
WORKING GROUPS	7
MEETINGS AND DECISION-MAKING	8
WORKING MODALITIES	9
ROLE & INDEPENDENCE OF THE SECRETARIAT	10
COMPENSATION	11



NORMATIVE REFERENCES

This document must be read in conjunction with the following documents:

- ERS Programme
- ERS Governance
- <u>Standard Setting and Methodology Development Procedure</u>
- Code of Ethics and Business Conduct
- Rules of Procedure

TEMPLATES

This document is linked with the following templates:

• <u>Declaration of Interest</u>



Technical Advisory Board

ROLE

- Submission. The TAB can mandate the Secretariat to draft Standard Revision Propositions in line with the <u>Standard Setting and Methodology Development</u> Procedure.
- Review. Once the Secretariat drafts and submits a Standard Revision Proposition to the TAB, it is responsible for assessing all amendments and additions to the proposition. Depending on the TAB's decision, a Standard Revision Proposition can be approved or sent back to the Secretariat for revisions.
- 3. Working Groups. In cases where specific scientific or technical expertise is required, the TAB may mandate the Secretariat to assemble a Working Group dedicated to reviewing or drafting a documentation section. The appointment procedure and role of Working Groups are specified in the <u>Working Groups</u> section of this document.
- 4. Approval. The TAB has authority over any changes to the Standard documentation and is, therefore, the only Entity responsible for approving standard revisions relevant to their scope (excluding direct revisions). Its decisions are final and cannot be contradicted by ERS. A Working Group cannot make the final approval decision.



APPOINTMENT PROCESS

1. First Appointment Process

- 1.1. During the first appointment process, the Executive team mandates the Secretariat to put together a Technical Advisory Board. To do so, the Secretariat sources and interviews potential candidates according to the following criteria:
 - 1.1.1. The number of candidates should be twice the number of seats.
 - 1.1.2. The TAB must represent a variety of technical expertise, including remote sensing, livelihoods, ecological restoration and carbon markets.
 - 1.1.3. The TAB must be available starting January 2024.
- 1.2. The Secretariat submits the best candidates to the Executive team which makes the final appointment decision.

2. Regular Appointment Process

When the mandate of a TAB member ends, if a TAB member is excluded or resigns, or if ERS wishes to onboard an additional TAB member, the regular appointment process applies.

- 2.1. The Secretariat must publish a call for applications for a minimum duration of 30 days.
- 2.2. The Secretariat then establishes a shortlist of potential candidates that emerged from the call for application.
 - 2.2.1. Current TAB members are encouraged to submit potential candidates.



- 2.2.2. The number of proposed names must be at least twice the number of empty seats.
- 2.3. The Executive team reviews this list and selects potential TAB members based on the appointment criteria.

COMPOSITION OF THE TECHNICAL ADVISORY BOARD

- 1. **Group members**. The TAB shall comprise a group of up to ten (10) independent experts.
 - 1.1. To facilitate TAB governance, two (2) co-chairs are appointed by TAB members to:
 - 1.1.1. Organise discussion points and platforms between TAB members to review and propose standard revisions;
 - 1.1.2. Take the lead in the mandate and organisation of Working Groups;
 - 1.1.3. Take meeting notes when Secretariat Agents are not present;
 - 1.1.4. Report back and coordinate with the Secretariat.
 - 1.2. Co-chairs equally share those tasks and can delegate their powers to each other in case of unavailability.
 - 1.3. Co-chairs are appointed during the first TAB meeting of every calendar year.
- 2. **Mandate duration**. TAB members are appointed for two-year mandates and for a maximum of three (3) terms, whether consecutive or not.
- 3. **Appointment criteria**. The Secretariat appoints TAB members using the following criteria:



- 3.1. **Experience**. TAB members must have leadership and organisational management experience.
- 3.2. **Expertise**. TAB members must have demonstrated technical expertise in ERS-related fields, especially in ERS's three pillars (Ecological Recovery, Carbon, and Livelihoods). Members must also show proficiency in related fields (such as carbon markets and remote sensing) to offer complementary perspectives and increase the Standard's legitimacy.
- 3.3. **Diversity**. The pool of candidates should include representatives from different stakeholder groups. Candidates must represent different genders and ethnicities and come from various continents.
- 3.4. Quotas. To guarantee the representation of all relevant stakeholder groups, the TAB needs at least one representative of the following groups:
 - 3.4.1. Researchers and academics;
 - 3.4.2. Non-Governmental Organisations;
 - 3.4.3. Project developers;
 - 3.4.4. Local communities.
- 4. Conflicts of interest. To guarantee the independence of the TAB, its members must avoid conflicts of interest with ERS and must sign the <u>Declaration of Interest</u>. Furthermore, if TAB members find themselves in a conflict of interest situation, they should:
 - 4.1. **Disclose the conflict**. TAB members should openly acknowledge their conflict of interest to fellow TAB members and the Secretariat.
 - 4.2. **Recuse themselves if necessary**. Depending on the nature and severity of the conflict, it may be appropriate for TAB members to remove themselves from the decision-making process entirely.



- 5. **Duties**. In line with the appointing criteria, TAB members must adhere to the Rules of Procedure and to the Code of Ethics and Business Conduct and agree with their role and mandate by signing the TAB Terms of References.
- 6. **Exclusion.** Members may be excluded from the TAB by the Secretariat upon the proposal of at least one other TAB member. TAB members can only be excluded on the following grounds:
 - 6.1. They violate the provisions of the <u>Code of Ethics and Business Conduct</u> concerning conflicts of interest or confidentiality or any other duty assigned to them.
 - 6.2. A court mandate restricts their ability to exercise their powers or rights.
 - 6.3. They missed two (2) TAB meetings without prior notice.
 - 6.4. Criticism arises from their business reputation or involvement in commercial, political, or lobbying activities, which could harm ERS reputation.

If one or more of these criteria are met, removal from a TAB member can be considered. TAB members cannot be excluded without substantial material evidence, and excluded TAB members must be notified of their exclusion at least thirty (30) consecutive days in advance. TAB members may also choose to terminate their involvement with ERS prior to the completion of their term, provided there is mutual consent with the Secretariat. Once a TAB member is excluded, the Secretariat initiates a regular appointment process.

WORKING GROUPS

 Mandate. Working Groups can be formed whenever the TAB recognises a need for additional expertise in a specific field or when addressing a specific topic.
 TAB members assess and justify the need for a Working Group collegially.



- 2. **Composition**. A Working Group is composed of up to two (2) independent experts.
- 3. **Appointment criteria**. The appointment criteria for Working Groups are the same as for TAB members. Where relevant, TAB members can lead and/or participate in a Working Group. In such cases, the ERS Secretariat must assign TAB members roles within the Working Groups.
- 4. **Appointment process**. The appointment process for Working Groups follows the *Regular Appointment Process* of the TAB.

MEETINGS AND DECISION-MAKING

- First meeting. During the first meeting of each year, TAB members read the annual agenda prepared by the Secretariat and make the necessary adjustments.
- 2. **Frequency**. TAB members meet on a regular and ad-hoc basis. TAB members must participate in meetings unless noticing the Secretariat three (3) weeks prior.
 - 2.1. **Quarterly meetings.** The Secretariat must present major advancements to TAB members and, when relevant, can discuss Standard Revisions with them.
 - 2.2. **Ad hoc meetings**. When necessary, TAB members may schedule ad hoc meetings to discuss specific topics, especially Standard Revisions.
- 3. **Minutes of meetings.** The Secretariat is responsible for drafting meeting minutes, which must be signed by all TAB members.
- 4. TAB decisions.
 - 4.1. **Majority Vote**. The TAB operates based on a majority voting system.



- 4.2. **Online.** The TAB may approve decisions online, during meetings, using live voting systems.
 - 4.2.1. If a TAB member is unable to participate in the live decision-making process, they are required to delegate their voting authority to another TAB member.
- 4.3. **Offline**. The TAB may approve decisions asynchronously, using appropriate and secured voting platforms.
- 4.4. For both scenarios, the co-chairs are responsible for documenting the reasons behind TAB decisions using the appropriate templates, in line with the <u>Standard Setting and Methodology Development Procedure</u>.
- 4.5. If a TAB member fails to submit his/her decision within the required timeframe, it can be considered grounds for their exclusion.
- 4.6. The Secretariat cannot interfere with TAB decisions. As such, Secretariat Agents must not be present during decision-making processes.

WORKING MODALITIES

- The working language is English for both written and oral communication.
- The following elements regarding TAB members must be disclosed on <u>ERS'</u> <u>website</u>:
 - Name;
 - Position within the TAB;
 - Short bio;
 - Portrait.



 Remote work. TAB members operate fully remotely. ERS is responsible for providing the appropriate technological solutions to allow the TAB to function properly.

ROLE & INDEPENDENCE OF THE SECRETARIAT

- Organisation. The Secretariat is responsible for organising the administrative and logistical aspects of TAB activities. This includes:
 - 1.1. Scheduling meetings;
 - 1.2. Drafting the agenda for each meeting;
 - 1.3. Drafting the meeting minutes.
- Independence and Transparency. ERS recognises that the Secretariat holds a
 potential influence on the TAB. To avoid any interference with the TAB's
 activities, the Secretariat must comply to the following rules:
 - 2.1. Secretariat Agents must not interfere with the mission and decisions of TAB members. They should only interact with them for organisational and administrative matters and answer their questions and/or remarks on Revision Propositions. Secretariat Agents are not allowed to attend meetings where decision-making or votes are executed.
 - 2.2. The Secretariat sends the minutes of meetings to all TAB members within seven (7) consecutive days after the meeting. If a TAB member has not signed the minutes or raised a concern seven (7) consecutive days after receiving them, the Secretariat can consider them accepted by default.
 - 2.3. All versions of the Standard Revision Procedure documents must be publicly disclosed on the <u>ERS website</u> to ensure full transparency of procedures. Any stakeholder may monitor ERS's activity and submit a standard-level grievance to ERS.



- 2.4. To guarantee the independence of the TAB from all ERS Entities, the following rules apply:
 - 2.4.1. **Sovereignty**. TAB decisions are sovereign and cannot be challenged or opposed formally or informally by any ERS Agent.
 - 2.4.2. **Separation**. R&D, Certification and External Relations team members are prohibited from participating in any TAB activity.

COMPENSATION

- ERS compensates TAB members for their services and intellectual contribution to the Standard. This compensation is decided on a case-by-case basis, depending on each TAB member's seniority and field of expertise.
- 2. TAB members can receive compensation for travel-related expenses following the ERS travel policy.
- 3. ERS occasionally calls for ad hoc meetings to tackle topics requiring TAB expertise. In such instances, TAB members may be asked to contribute to deliverables by joining or providing reviews and inputs. Compensation is determined on a case-by-case basis and clarified before TAB members are asked to participate in such activities.



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