

MarinTrust Social and Ethical Committee (SEC)

Terms of Reference (ToR)

MarinTrust utilises the skills of a Social and Ethical Committee (SEC) to assist with the development and implementation of the MarinTrust Certification Programme for the Marine Ingredient production industry.

The SEC is an objective-based group, representative of the marine ingredient value chain, aquaculture standards and civil society. Representation is sought from both seafood specific and social NGOs and relevant stakeholder interests.

The Terms of Reference of the SEC are as follows:

The function of the SEC is to manage social and ethical matters relating to the development of the MarinTrust Certification Criteria, including the social and ethical relevance and appropriateness of the programme for use as a third party, accredited Certification Programme.

Main Objective:

- To support the development and implementation of credible, robust, and realistic criteria focusing on human rights and social welfare within the MarinTrust Programme.

Key Activities:

- To maintain and develop the social criteria certification specifications of the MarinTrust programme and to confirm their relevance to current practice and market requirements for approval by the MarinTrust Governing Body Committee (GBC).
- Identify and recommend solutions to mitigate risks for crews on vessels supplying applicant fish meal factories.
- Based on Member and social insight of the Marine Ingredient Industry, provide knowledge and guidance that will contribute to accurate interpretation and alignment of the MarinTrust standard for assessment purposes.

- Provide advice by way of decisions, proceedings, and meeting minutes to the GBC, via the SCC, Technical Advisory Committee on any amendments considered to be necessary or desirable to ensure the accuracy, relevance, and credibility of the programme.
- Provide input and advice on documents prepared on the technical interpretation of the MarinTrust Certification Criteria and supporting Technical Guidance Documentation used in the assessment of Marine Ingredient Manufacturers of the MarinTrust programme develops and evolves.

Constitution

The Social and Ethical Committee is appointed by the MarinTrust Secretariat on behalf of the MarinTrust Appointments Committee (ACGBC). Membership will be based on advice, consultation and nominations put forward to the AC from the MarinTrust Secretariat, Marine Ingredient Industry, Governing Body CommitteeGBC, and identified stakeholders associated directly or indirectly with the MarinTrust Certification Programme, including relevant experts from the NGO sector.

The SEC will be composed of no more than 8 voting members plus a Chair. The membership of the SSC will be comprised of sufficient competency from the seafood industry with a sound knowledge of relevant social norms and criteria and shall include: shall include; social accountability experts and other standard holder, and representatives from the seafood industry.

The SEC's representation will be adapted from time to time to ensure it continues to represent the interests of the marine ingredient regions and areas of broader certification interest. This review will be conducted every 12 months by the Secretariat in consultation with the existing SEC members.

The SEC's Chair will be elected by the SEC and will be non-voting. Each member shall have one vote and the Chair will only cast a deciding vote in the event of a tie or there is a need of a quorum that a tied vote is cast by the members of the Committee.

The Chair shall have a term of 12 months. After this term the SEC will have the opportunity to re-elect or choose another Chair. As standard owner, MarinTrust will act as the Secretariat to this SEC. As standard owner, MarinTrust will act as the Secretariat to the Social and Ethical Committee.

Rules of Procedure for the SEC

The normal term of office for the members of the Committee shall be three years provided that:

- Any member of the Committee serving as a representative of an organisation or company shall retire on ceasing to be employed by that organisation or company;
- Any member may retire by providing the Chair with at least 2 months written notice;
- Any person whose term of office expires shall be eligible to be re-appointed to the Committee;
- The Chair may replace a member if the member fails to attend meetings of the SSC on more than two (2) consecutive occasions of unexcused absences.

SEC meetings shall be convened by notice in writing (e-mail) to each member at such times as the Chair shall direct and shall not be less than once a year. , together with the agenda, to each member at least 1 month in advance by the MarinTrust Secretariat with the support of the Chair.

All relevant committee papers and supporting documents (information pack) shall be shared with each member via email no later than 7 days prior to the meeting.

The Secretariat shall be responsible for taking and presenting a correct record of the proceedings at each meeting.

It is anticipated that members of the SEC will be asked to meet, either in person or via a remote platform, between 2-3 times in a calendar year but not less than once.

A Quorum at such meetings shall consist of no less than 46 voting members and shall be noted by the Chair at each committee.

A Quorum at such meetings shall consist of not less than two-thirds of the voting members of the Committee and shall be representative of the value chain.

Observers in attendance of SSC meetings shall speak but have no vote and shall be invited to meetings at discretion of the Chair and MarinTrust secretariat. MarinTrust Secretariat.

The Chair shall confirm an acceptable balance of interests among voting members at the start of each meeting.

At every meeting of the Committee the chair shall confirm there are no conflicts of interest. Any conflicts of interest raised and shall be recorded in the minutes.

The Chair, with the support of the MarinTrust Secretariat, shall be responsible for taking and presenting a correct record of the proceedings at each meeting.

In the absence of the Chair at any meeting, the Chair shall be taken by a member of the SSC selected in advance by the Chair, or, failing that, elected by a majority of those present.

All draft minutes shall be shared with the members via email by the Chair or MarinTrust Secretariat no later than 14 days after the meeting. These minutes will be approved at the next meeting, providing a quorum is present.

Minutes of all meetings will be prepared and circulated in advance of the next meeting. These minutes will be approved at the next meeting, providing a quorum is present.

Each member shall have one vote. The Chair or person presiding shall in the event of an equal division have a second casting vote.

With the consent of the Chair, specialist advisors and stakeholder observers may attend meetings of the Committee but they shall not be entitled to vote.

It is anticipated that members of the Committee will be asked to meet, either in person or via a remote platform teleconference, between 2-3 times in a calendar year but not less than once.

Confidentiality and Conflict of Interest:

Members of the SEC are appointed to support the development objectives of the MarinTrust programme and to ensure it is robust and transparent. Members should be:

- Willing to contribute to an overview process and lend their time and/or expertise without promise of remuneration, and able to attend meetings as required;
- Unaffiliated with any public or private entity that will try and leverage decisions based on a corporate, private, or public agenda;
- Committed to neutrality, transparency, and fairness in all dealings.

All prospective SSC members will be asked to provide a CV identifying their relevant experience, a short bio, for posting to the MarinTrust website if appointed. An appointed member will also sign a conflict of interest (annex 1) and confidentiality undertaking. Should a conflict of interest arise, the member is requested to report this to the Chair as soon as reasonably possible. The Chair shall decide on and instigate appropriate action. All such reported conflicts of interest and follow up actions agreed shall be recorded on the SEC files.



Member Agreement of Participation

This document stands as a non-binding agreement of participation for the below signatory; the person named herein has agreed to participate as a member of the Social and Ethical Committee for the MarinTrust Programme.

Name: _____ Date: _____

Title: _____

Signature: _____

Annex 1

Conflicts of Interest Declaration Form

I, _____, as
 Committee Member of MarinTrust Limited have set out below my interests [in accordance with the
 organisation’s conflicts of interest policy.]

I am a new committee member.

I am an existing committee member.

Category	Please give details of the interest and whether it applies to yourself or, where appropriate, a member of your immediate family, connected persons or some other close personal connection.
Current employment and any previous employment in which you continue to have a financial interest.	
Appointments (voluntary or otherwise), e.g. trusteeships, directorships, local authority membership, tribunals, etc.	
Membership of any professional bodies, special interest groups or mutual support organisations.	
Investments in unlisted companies, partnerships and other forms of business, where you own shareholdings (of more than 1% of issued capital) and beneficial interests.	
Gifts of hospitality offered to you by external bodies and whether this was declined or accepted in the last twelve months.	

Any contractual relationship with MarinTrust or any related entity.	
Any other interests not covered by the above which could give rise to a conflict of interest.	

To the best of my knowledge, the above information is complete and correct. I undertake to update as necessary the information provided, and to review the accuracy of the information on an annual basis.

Signed: _____

Position: _____

Date: _____

Amendment Log

DATE	ISSUE	AMENDMENT	AUTHORISED BY
March 2022	V2.1	Removal of references to V2 of the MarinTrust standard to encompass all standards and programmes under MarinTrust programme	Governing Body Committee
March 2022	V2.1	Update of references to TAC approval to SSC to reflect current governance	Governing Body Committee
March 2022	V2.1	Wording in Rules of Procedure for the SEC in reference to timeframes and responsibilities for meeting management (Agenda, Minutes and Pack timeframes submissions) for MarinTrust Secretariat and Chair where applicable	Governing Body Committee
March 2022	V2.1	Update of the Conflicts of Interest Declaration form	Governing Body Committee

