

GFSI Governance Model And Rules of Procedure

Version 7.0 September 2022



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History of Amendment

Date	Version	Change
20 th April 2021	6.0	Complete revision
September 2022	7.0	<p>Update of vision statement and governance structure chart</p> <p>Renaming of Capacity Building Sub Committee to Capability Building</p> <p>Update of Stakeholder Engagement to include as part of business cases</p> <p>Local Group Composition increased from 1 to 3 representatives</p> <p>New Article and Annex on CB2B Organising Group</p> <p>New Article and Annex on GFSI Codex Working Group</p> <p>New Article on Benchmarking and Technical Equivalence</p> <p>Complaints Article expanded to include Non Conformance and Sanctioning plus Benchmarking complaints and sanctions</p> <p>Update of CGF antitrust statement</p> <p>Breaches of Code of Ethical Conduct extended to GFSI own monitoring of market compliance</p> <p>New Annex XII Aide Memoire of Governance</p>

ARTICLE I: THE CONSUMER GOODS FORUM (CGF)

The Consumer Goods Forum (CGF) is a CEO-led organisation, bringing together the leading companies in the global consumer goods industry with a common purpose to drive positive change and build consumer trust. The CGF membership includes some 400 retailers, manufacturers, service providers and other stakeholders across 70 countries and reflects the diversity of the industry in geography, size, product category and format.

The CGF provides a unique global platform for collaborative action and best practice sharing under four broad pillars: End to End value chain, Health & Wellness, Social & Environmental Sustainability and Food Safety.

The CGF is led by a Board consisting of over 50 CEOs from member companies and has two Co-Chairs, representing the manufacturing and retail sectors. The CGF has a Managing Director who is responsible for the Central and Regional CGF teams and is accountable to the CGF Board.

The relationship between CGF and GFSI is as follows:

- The CGF establishes and oversees Coalitions of Action in line with the four pillars detailed above and one of these is the Global Food Safety Initiative (GFSI).
- The CGF Governance Committee appoints two Coalition Sponsors to each Coalition of Action from the CGF Board, one from each of the Board's manufacturer and retailer representatives.
- The CGF Coalition Sponsors are the key contacts on the CGF Board for any matter related to GFSI and fulfil the following specific duties:
 - Challenging the direction and progress (on behalf of the whole CGF Board).
 - Helping to engage other CGF CEOs in the work.
 - Acting as external advocates for the Coalition.
 - Reporting back to the full CGF Board on the progress and impact of the Coalition's work.
- Any CGF member company may join the GFSI Coalition of Action.
- Coalition of Action members where they are retailers or manufacturers, are entitled to nominate representatives who may apply to join a Steering Committee. The Steering Committee is responsible for developing the objectives and strategy for GFSI, subject to approval by the CGF Board.

ARTICLE II: THE GLOBAL FOOD SAFETY INITIATIVE (GFSI)

A. Mandate

The Global Food Safety Initiative vision is safe food for people everywhere. This CGF Coalition is an industry-driven initiative providing thought leadership on food safety system controls necessary to assure the safety of the food supply chain in an efficient manner. This work is advanced through collaboration between the world's leading food safety experts from retail, manufacturing and food service companies, as well as international organisations, governments, academia and service providers to the global food industry. They encourage open and non-discriminatory collaboration, build capability and promote a harmonised approach to managing food safety across the industry.

The Global Food Safety Initiative Coalition has three key objectives:

- 1) Benchmarking and Harmonisation: Harmonising and raising standards of food safety certification programmes with the aim of achieving 'once certified – recognised everywhere'.
- 2) Capability Building: Building food safety capabilities across the global food supply chain.
- 3) Public-Private Collaboration: Developing Public-Private Partnerships between food safety regulators, Intergovernmental Organisations (IGOs) and the food industry.

Each objective has a clearly defined outcome:

- 1) Benchmarking and Harmonisation: GFSI-recognised accredited, 3rd party certification guarantees a Food Safety System (FSS) that provides essential elements for the provision of safe food for people everywhere.
- 2) Capability building: Enabling improvements in the FSS of non GFSI certified Food Business Operators (FBOs) such that they are able to achieve GFSI certification and /or regulatory compliance resulting in safer food for people everywhere.
- 3) Public-Private Collaboration: Food safety regulators trust that GFSI certification can be used for risk-based resource allocation and, together with IGOs and the wider food industry, common food safety risks are addressed in a standardised way.

To fulfil these objectives, GFSI shall:

- Promote the global acceptance of GFSI-recognised certification programmes across industry, government, regulators and non-governmental organisations (NGOs) through the principle of 'certified once, accepted everywhere'.
- Specify minimum requirements for the effective governance and operation of food safety management certification programmes with a constant drive for continuous improvement and ensure equivalence of these standards across the food supply chain through consistent benchmarking programmes.
- Support the development of food safety capability in developing countries through partnerships with industry, government and NGOs.
- Drive global change through the strategic identification of food safety issues through multi-

stakeholder engagement, publishing position papers to promote calls for actions to address these food safety issues.

- Bring together food safety experts from all over the world to exchange knowledge on food safety issues.
- Commit to the highest standards of diversity, equality and inclusion in its way of working and that of its Committees and Groups

To fulfil these objectives, GFSI shall not:

- Own any food safety management certification programmes.
- Provide accreditation or certification.
- Make policy for any business or certification programme owners.
- Write standards or guidelines that impact on certification standards.
- Develop and/or deliver food safety training.
- Have any involvement outside food safety, such as quality, animal welfare, social compliance or the environment.
- Engage in lobbying activities i.e. seeking to influence government or regulators for individual and/or member gain beyond the ambition of achieving safe food for people everywhere.

B. GFSI Governance Structure

This diagram represents the Governance Structure of the GFSI but not the exact reporting relationship. For further information on the reporting structures see the respective Articles for each Committee / Group that is also summarised in Annex XII.



ARTICLE III: THE GFSI COALITION TEAM (CGF FOOD SAFETY COALITION TEAM)

The GFSI Coalition Leader (GFSI Director), the GFSI Coalition Team and their regional CGF colleagues around the world are appointed by the CGF and are accountable through the CGF Managing Director to the CGF Board. Their role includes:

- Ensuring that the CGF mission, values and governance rules are always reflected in the work of the Coalition and that the Coalition plans reflect high aspirations and avoid the risk of lowest common denominator proposals, managing the process to reach consensus.
- Providing transparency to the Steering Committee and CGF Board on the plans and progress of the Coalition.
- Ensuring that the views of all Coalition members in all regions (and where appropriate all other CGF members) are reflected in key decisions.
- Guiding the Steering Committee on an effective forward implementation plan and organising an efficient schedule of meetings and calls to engage the Steering Committee, Sub Committees, Working Groups and Local Groups.
- Leading effective implementation of the agreed strategy either by handling project management work directly or by overseeing third party project management resource.
- Leading consistent execution of the agreed communications strategy, either by handling the work directly or by appointing and overseeing third party communications resource.
- Being accountable for all Coalition expenditure against the agreed budget including contracting with all third-party service providers.
- Providing feedback and transparency on the extent to which all Coalition members, Working Group members, Local Group members and any stakeholders are acting in accordance with the Coalition Charter and Governance Model and Rules of Procedure.
- Developing and maintaining the relationships between GFSI and its stakeholders and relevant inter-governmental organisations.
- Ensuring compliance with the GFSI Governance Model and Rules of Procedure through the delivery of an Annual Review and the production of an associated Compliance Report for review by the GFSI Governance Sub Committee, Steering Committee and the CGF Board. (See Annex V)
- Maintaining efficient and effective internal working practices through the management of a GFSI Coalition Team Quality Management System.
- Ensuring GFSI compliance with applicable regulations.
- Ensuring GFSI operates at all times in line with [CGF antitrust statutes](#)

ARTICLE IV: STAKEHOLDER ENGAGEMENT

GFSI presides over a community that delivers food safety through capability building, public-private partnerships and the benchmarking and the harmonisation of food safety programmes recognised as meeting the GFSI Benchmarking Requirements. This community includes multiple actors playing multiple parts in delivering food safety audits and certification upon which the global food industry relies.

Appropriate engagement of this wide and diverse community is critical to the ability of GFSI in delivering its purpose of safe food for people everywhere. Each stakeholder defines their relationship with GFSI in line with their own objectives and strategy, and their role and relationship with the food industry. GFSI therefore defines an engagement strategy and engagement tools tailored to the needs of this relationship.

A. Principles

All engagement with GFSI is underpinned by:

- CGF Antitrust statutes.
- GFSI Governance Model and Rules of Procedure.
- GFSI Code of Ethical Conduct.

GFSI expects any parties wishing to engage with it to adhere to these and will not engage with stakeholders who are demonstrably in breach of any of the above.

The formality of the relationship between GFSI and their stakeholders varies in order to be appropriate to the influence of each stakeholder on GFSI's strategy and outcomes, and their impact on it:

- **Influence:** The point of view of the stakeholder would lead GFSI to review its outcomes or strategy.
- **Impact:** The actions of the stakeholder are critical to GFSI's ability to deliver its outcomes and strategy.

Table IV.1: Classification of GFSI stakeholders

Influence	Partners	Drivers
	<ul style="list-style-type: none"> • Are critical to the definition of the strategy / outcome. • Provide reference information to support GFSI's evidence-based work. 	<ul style="list-style-type: none"> • Are responsible for defining, resourcing and delivering the GFSI strategy. • Agree and define GFSI's strategy and outcomes with them.

	Beneficiaries <ul style="list-style-type: none"> Benefit from and trust the work of and tools developed by GFSI. Impact the success of GFSI in delivering its outcomes. 	Enablers <ul style="list-style-type: none"> Are critical to the implementation of the GFSI's strategic outcomes. Provide GFSI with insights into the opportunities and challenges of implementing GFSI's strategy and outcomes.
	Impact	

A tailored engagement strategy is defined for each category of stakeholders, led by a dedicated member of the GFSI team accountable for the mutually beneficial relationship between the stakeholders and GFSI. The nature of the engagement and the individual(s) accountable for managing the relationship is agreed during the development of business cases as part of programme management.

Table IV.2: GFSI's tailored stakeholder engagement strategy

Influence	Partners <ul style="list-style-type: none"> GFSI fosters alignment with partners to promote food safety goals. 	Drivers <ul style="list-style-type: none"> GFSI monitors closely and engages frequently with drivers.
	Beneficiaries <ul style="list-style-type: none"> GFSI monitors beneficiaries. 	Enablers <ul style="list-style-type: none"> GFSI keeps engaged with enablers.
	Impact	

The influence and impact of a stakeholder may vary for specific GFSI-led projects. The foundational level of engagement defined for each stakeholder will be reviewed for each project initiated by GFSI, as necessary, and adjusted for its need, in line with the principles of this document.

B. Identification and Classification of GFSI stakeholders

GFSI maintains a comprehensive list and classification of all their stakeholders, evaluating the impact and influence of each stakeholder on the GFSI strategy and outcomes, as illustrated in Annex I but as noted above this can vary according to the project or context of the specific engagement. If a stakeholder would like further detail on this classification and / or would like to understand its position in it, they may contact a GFSI team member or write to gfsinfo@theconsumergoodsforum.com.

C. GFSI's tools of engagement

GFSI uses a number of approaches to engage with their stakeholders. These approaches are governed by the CGF and GFSI and are applied based on:

- The classification of each stakeholder based on their influence and impact,
- The purpose of the engagement: informing, facilitating network between, or consulting stakeholders.

The governance requirements applicable to each of these engagement tools, and more specifically the consultation tools, are defined in this GFSI Governance Model and Rules of Procedure. This identifies eligibility criteria for all key GFSI's engagement tools, allowing stakeholders to optimise their opportunities to engage with GFSI.

Whenever this could benefit the purpose of GFSI and its stakeholders, GFSI, through its parent organisation, may accept the stakeholder's rules of engagement, e.g. become a member or an observer, as long as these do not contradict GFSI Governance Model and Rules of Procedure, Code of Ethical Conduct and CGF antitrust statutes.

GFSI's aim is that any of its stakeholders recognises how GFSI governs its relationship and engagement with them.

ARTICLE V: GFSI STEERING COMMITTEE

A. Mandate & Authority

The GFSI Steering Committee oversees and leads all GFSI activities ensuring that GFSI delivers on its objectives and integrates the expectations of stakeholders by:

- Defining the coalition's objectives and strategy, subject to approval by the CGF Board.
- Overseeing execution of the strategy, ensuring progress is made against agreed timelines and deliverables.
- Defining annually the composition, scope, objectives and deliverables of the Sub Committees, Working Groups and Local Groups.
- Appointing the Chair of each Sub Committee from amongst its members.
- Working closely with the GFSI Coalition Team and CGF Local Group Team (CGF Regional Team and GFSI Regional Manager), if present, to facilitate the implementation of GFSI activities.
- Working with the GFSI Coalition Team to develop fact-based position papers and progress reports.
- Maintaining effective communication and networking with key stakeholders.
- Promoting GFSI within the food industry and advocating GFSI initiatives.
- Appointing members to one of the GFSI Sub Committees and nominating their company experts to relevant GFSI Local and Working Groups.
- Ensuring effective governance of GFSI.
- Identifying additional resource needs via the Co-Chairs with the GFSI Coalition Team and developing proposals for the CEO Sponsors / CGF Governance Committee. The GFSI Coalition Team is accountable to the CGF for the GFSI budget.
- GFSI Steering Committee members undertake to contribute to the production of an Annual Review and Compliance Report (Annex V).

The work of the GFSI Steering Committee is pre- or non-competitive and it shall abide by the general Communication Rules and Regulations outlined in the Code of Ethical Conduct (See Article XIV) including full compliance to the stated antitrust rules.

B. Steering Committee Composition

All retailer and manufacturer members of the Coalition i.e. CGF full members whose CEOs have signed them up to the GFSI Coalition Charter, are eligible to apply to join the Steering Committee.

- Due to the nature of the GFSI Steering Committee work and the absolute need to maintain impartiality in relation to industry food safety requirements, Steering Committee membership is not assigned to service providers (defined as per the CGF's definition of sectorial categories), including associations, certification programme owners, certification or accreditation bodies, food safety related service providers. Mechanisms do exist to ensure full engagement with stakeholders not eligible to sit on the Steering Committee (see Article IV).

Steering Committee representatives must be formally nominated by the CEO of the member company.

The following criteria must also be fulfilled and will be assessed as part of the selection process by the GFSI Governance Sub Committee (See Section C below):

The individual;

- Is accountable for food safety in their company i.e. Director or Vice President of food safety, has demonstrable food safety experience with accompanying qualifications and a track record of improving food safety and quality in the food industry,
- Has the delegated decision-making authority for food safety to advance the Coalition,
- Is able to sign and adhere to the GFSI Steering Committee Statement of Commitment on behalf of their company (Annex II),
- Is able to demonstrate their company's proactive implementation of GFSI objectives, by actively promoting the 'certified once, recognised everywhere' principle and accepting all GFSI-recognised certification programmes in their respective supply chains,
- Commits to be personally active in GFSI's activities,
- Ensures that their cost of participation in all GFSI activities be covered by the company that they represent,
- Does not serve on the Board of any GFSI-recognised Certification Programme Owner or Certification Body and does not hold any other positions or engage in any other activities which could be viewed as anti-competitive as they relate to GFSI,
- Is a permanent employee of the member company (consultants are not eligible for GFSI Steering Committee or Sub Committee membership unless as envoys of the CGF Co-Sponsor. Envoys when not contracted by a CGF Co-Sponsors' company cannot stand for election as Co-Chair or Vice-Chair),
- Is not a member of the CGF Board or Governance Committee.

The GFSI Steering Committee has an upper limit of 29 members, for efficiency reasons. Steering Committee members are elected, by vote of the retailer and manufacturer members (see Election Process, below). Any change to limits must be approved by the CGF Coalition Sponsors after consultation with the CGF Governance Committee. Sponsors will also regularly review the outcome of elections, with a view to issues such as the rights of unrepresented Coalition members and overall committee balance / diversity (see C.2 Appointment Process criteria).

A company may not have more than one representative on the Steering Committee at any time. No substitutes for GFSI Steering Committee membership are allowed.

C. Election Process

C.1 Nomination / Candidacy

On a 6-monthly basis and depending on the vacancies available, a window of application is opened for nomination and election to the GFSI Steering Committee from eligible individuals.

Applications can be received from CGF Coalition members wishing to apply for Steering Committee membership by the GFSI Director. Applications are reviewed initially by the GFSI Coalition Team to ensure that they meet the eligibility criteria in Section B (above). A list of suitable applications is then

submitted to the GFSI Governance Sub Committee for review. The submission must include:

- a formal nomination from the CEO of the member company.
- a personal profile i.e. resume, CV, etc.
- a letter of motivation in relation to their membership of the Steering Committee.
- a completed application form (Annex III) confirming eligibility in accordance with the Criteria detailed in Section B (above).

C.2 Appointment Process

The GFSI Governance Sub Committee reviews the submission based on the following criteria:

- Membership of the CGF.
- Available capacity on the Steering Committee.
- Compliance with all of the elements defined in Section B (above).
- Balanced geographical and industry sector representation i.e. manufacturing and retail, including the need to have significant representation from both large and small industry companies to ensure that decisions take into account the diverse perspectives within the industry.
- The need to build trust and credibility among the stakeholders (governments, certification programme owners, global organisations, etc.).
- Personal willingness to contribute.
- Desire to collaborate.
- Commitment to the vision and mission of GFSI.
- Effective support of the Initiative in line with this Governance Model and Rules of Procedure and the GFSI Commitment pledge including the Code of Ethical Conduct (see Article XIV).

If there is vacancy on the Steering Committee and the Governance Sub Committee assesses that the candidate meets all of the qualifying criteria, a recommendation for appointment is sent to the Steering Committee. Members of the Steering Committee vote anonymously yes, no or abstention (any abstention will not be counted but will contribute to the minimum numbers required for the election process to be valid i.e. 75%, see below), and subject to over 50% voting in favour (with a minimum of 75% of Steering Committee Members voting), the individual will be appointed to the Steering Committee. If 50% or less vote in favour (with a minimum of 75% of Steering Committee Members voting), the individual's application to the Committee will be rejected. If a minimum of 75% of Steering Committee Members do not vote, the application will be submitted for a re-vote and this will continue until such time that an appropriate quorum for voting is reached i.e. 75%.

If there is no vacancy on the Steering Committee but the Governance Sub Committee assesses that the candidate meets all of the qualifying criteria, the application will be held until the next available space becomes available through the resignation of an existing member (where the company does not want to replace them with a suitable alternative representative).

If a Steering Committee member resigns from their position and their company wishes to continue representation on the Committee, the same appointment process described above will take place.

In circumstances where a Steering Committee member resigns from their position and their company wishes to continue their representation, but an application is also being held from a prospective new CGF Coalition member and where both candidates meet the criteria as determined by the GFSI Governance Sub Committee, both applicants will be submitted for ballot to the Steering Committee and

the candidate with the highest number of votes will be appointed. Where there is a tie in votes, the Co-Chairs' votes will constitute the casting votes. In the event that the Co-Chairs' votes are tied, the company with the existing position on the Steering Committee will retain their seat. The unsuccessful candidate will be retained until a future vacancy arises.

Newly appointed Steering Committee members must participate in an onboarding session provided by the Governance Sub Committee with supporting material provided by the GFSI Coalition Team. The Steering Committee members will be required to sign Annex II (GFSI Steering Committee Statement of Commitment) as part of the onboarding session.

D. Terms of Office and Re-election of Steering Committee members

Steering Committee members are initially appointed for 3 years with the possibility to serve for a further term of 3 years. Following two consecutive terms of service they must resign from their position. In exceptional circumstances, if a suitable alternative representative cannot be found, a Steering Committee member can be considered for a third term of 3 years subject to agreement by the GFSI Governance Sub Committee and re-election by the Steering Committee as described below.

In the last quarter of their first 3-year term, Steering Committee members are asked to indicate whether they are willing or not to stand for re-election. If they do not wish to stand for re-election, retiring Steering Committee members will be asked to confirm if their company is willing and able to provide an alternative qualified candidate although the replacement at Steering Committee level is not automatic and the candidate must go through the vetting and election process as defined in Section C (above).

Current Steering Committee members willing to stand for re-election are subject to an anonymous vote by the Steering Committee. Members of the Steering Committee will vote yes, no or abstention, against each individual candidate (any abstention will not be counted) and subject to over 50% voting in favour (with a minimum of 75% of Steering Committee Members voting), the individual will be re-appointed to the Steering Committee. If 50% or less vote in favour (with a minimum of 75% of Steering Committee Members voting), the individual's re-election to the Committee will be rejected. If a minimum of 75% of Steering Committee Members do not vote, the candidate can be submitted for re-voting and this may continue until such point that appropriate quorum for voting is reached i.e. 75%.

For current Steering Committee Members standing for re-election, the Steering Committee will take account of their record to date on the Steering Committee using the completed annual self-assessments (see Annex IV) e.g. their attendance record, contributions in meetings, and leadership of GFSI initiatives.

Written assurance on the independence and objectivity of the election process is available upon request by contacting the GFSI Coalition Team.

E. Meetings and Participation

E.1 Meetings Process

Steering Committee meetings are held at a minimum frequency of twice per year (Bi-annual meetings) in person or via video/teleconference.

- Where possible, Steering Committee meetings are held in conjunction with GFSI Working Group meetings or Local Group Focus Days (one-day conferences) to allow Steering Committee members to liaise with the members of the Working Groups and the Local Groups. One meeting each year is fixed in conjunction with the GFSI Conference.
- At least one meeting or call prior to the annual CGF Summit Meeting in June is arranged between the GFSI Coalition Team, GFSI Co-Chairs and the CGF-GFSI Coalition Sponsors.
- Additional conference calls may be organised between the bi-annual meetings (circa. 6 weekly).

Steering Committee agenda items are agreed between the Co-Chairs and the GFSI Coalition Team; a draft agenda is circulated to the Steering Committee two weeks in advance of the meeting.

- Preparation for the meetings is done collaboratively between the GFSI Coalition Team and the Co-Chairs with clear roles and responsibilities defined.
- The desired outcomes from each meeting are agreed on in advance between Co-Chairs and the GFSI Coalition Team.
- The Steering Committee agenda items are co-produced and co-presented with the relevant Steering Committee members.
- Papers (final agenda, pre-reads, reference material) for meetings are circulated to members at least one working week prior to the meeting.

Steering Committee meetings are chaired by the Co-Chairs and supported by the GFSI Coalition Team.

- The GFSI Coalition Team and the Co-Chairs additionally meet at regular intervals in-between Steering Committee meetings to plan and discuss matters arising as they relate to previous and future meetings e.g. monitoring of actions log, meeting follow up, meeting preparation and pre-reads.

Minutes are taken for all meetings, initially agreed with the Co-Chairs and then circulated to members for agreement within 2 weeks of the meeting and issued no later than 4 weeks after the meeting.

- An executive summary of the items discussed at the 2 bi-annual meetings and key decisions taken are produced and made accessible on the GFSI website within 4 weeks of the meeting.

Active participation during the meeting is expected. Steering Committee members must participate in at least two thirds of Steering Committee meetings and calls each year, either in person or via teleconference, or their seat on the Steering Committee will be reviewed.

- Non-attendance to three in-person Steering Committee meetings within a Steering Committee member's tenure will be followed up by the GFSI Director and the Governance Sub Committee and may result in referral to the Steering Committee and termination of Steering Committee membership. Attendance at less than two thirds of Steering Committee meetings and calls will also be taken into account with regard to future election nominations.

The Co-Chairs may call ad-hoc Steering Committee meetings to resolve specific issues, as required.

E.2 Meetings Content

The GFSI Steering Committee meetings focus on activities and topics requiring debate and consensus

building. All other activities will be addressed through alternative mechanisms i.e. updates through the monthly Steering Committee reports, ballots through email, etc.

The agendas are fixed allowing for standing items at every meeting to be covered.

The agendas should in particular allow for regular activity reports from the GFSI Sub Committees.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Chair of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken and compliance with it indicated by all members of the Steering Committee present.

The following items must be reviewed over the annual cycle of meetings.

Strategic

- Horizon scanning and identification of future priorities.
- Resource requirements.
- Co-Sponsors review.
- CGF Director review.
- Government to Business (G2B) meeting.
- Certification Programme Owners meeting.

Operational

- Annual Work Plan development for submission to the CGF for approval.
- Annual approval of Work Plan for Sub Committees, Working Groups and Local Groups (see Mandate Pro-forma in Annex VII).
- Annual Review and Compliance Report (constitution of Steering Committees, Sub Committees, Working Groups and Local Group; Attendance; Compliance with Governance Model and Rules of Procedure. See Annex V).
- A six-monthly update vs Work Plan from Sub Committees, Working Groups and Local Groups.
- Complaints and Sanctions review.

F. Decision Making

F.1 Meeting Quorum

For a Steering Committee to take place a quorum must be reached. The quorum is reached when more than 50% of the Steering Committee members are present. If this condition is not satisfied, a new meeting with a quorum must be scheduled or if the meeting cannot be rescheduled any decisions taken must be referred to those Steering Committee members not present for ratification in accordance with the decision making criteria (below).

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

A meeting may proceed in the absence of one of the Co-Chairs although it is expected that in such

situations the Vice-Chair of the respective college assumes the Co-Chair role at the meeting. A meeting should not proceed in the absence of both the Co-Chair and Vice-Chair of the same college although in exceptional circumstances i.e. withdrawal due to last minute illness or travel disruption, the meeting can be chaired by a single Co-Chair or Vice-Chair providing there is balance across colleges in the full Steering Committee.

F.2 Decision Process

Decisions are taken according to the following process:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the Coalition Mandate / Charter must be referred back to the Sponsors and the CGF Governance Committee for approval to change the Mandate / Charter.
- Decisions regarding Coalition activities that are consistent with the Mandate / Charter should as far as possible be made by consensus i.e. all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached on a proposed activity at Steering Committee level, decisions will be put to a vote (one vote per company). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds of attendees are in favour and provided that there is a sufficient critical mass of companies committing to implement then the action will be taken as agreed. This balanced majority must include a reasonable balance of manufacturers and retailers as determined by the Co-Chairs. Co-Chairs do not have a casting vote for decisions other than those involved in the appointment of new Steering Committee members.
- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Co-Chairs and Sponsors, and they may also appeal to the CGF Governance Committee.
- If a recommended action fails to achieve the two thirds majority, the Co-Chairs and CGF Coalition Team may choose to escalate the issue to the Sponsors and thence to the CEOs of the Coalition.
- If the Coalition CEOs cannot reach a consensus or a two thirds majority, then the proposed action lapses.

F.3 Decision Making Framework (DMF)

The GFSI recognises the significance of the decisions it takes and the impact this can have on its stakeholder communities. To ensure all key decisions are taken in a consistent and evidence-based way and recognising that strategic decisions are taken by the GFSI Steering Committee and Sub Committees, a formal decision-making framework is followed as detailed in Annex VI.

G. Behaviour and Code of Conduct

Steering Committee members must commit to adhering to the GFSI Governance Model and Rules of Procedure, including the Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI Steering Committee Statement of Commitment (Annex II).

Steering Committee members will be required to re-sign Annex II (GFSI Steering Committee Statement of Commitment) every 3 years upon re-election to the Steering Committee and when any major changes occur to the GFSI Governance Model and Rules of Procedure affecting the Steering Committee.

Steering Committee members will also be required to submit an annual self-assessment (see Annex IV) detailing their contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the Steering Committee (Section A).

H. Relief of Duty

The office of a Steering Committee member shall terminate in the event of:

- Voluntary resignation.
- Significant change of position within their company.
- Change of employer or retirement.
- Failure of the Steering Committee Member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above and in Article XIV.

I. Steering Committee Co-Chairs

I. 1. Role and Responsibilities

The GFSI Steering Committee shall have two Co-Chairs, one Co-Chair representing the Manufacturer College and the other Co-Chair representing the Retailer College. The Co-Chairs shall:

- Chair the GFSI Steering Committee Meetings. To this end, they are responsible for co-producing the agenda with the GFSI Coalition Team, opening and closing the meetings, steering discussions, ensuring observance of the rules, announcing voting decisions, reviewing meeting agendas, working papers and minutes, and reporting to the GFSI Coalition Team.
- Chair one of the designated Sub Committees and report back to the GFSI Steering Committee.
- Ensure that the Coalition plans reflect high aspirations and avoid the risk of lowest common denominator proposals.
- Ensure that the Coalition implements and delivers on its objectives, at a suitable pace.
- Ensure that the views of all Coalition members are reflected in discussions and decisions and that the Coalition's work is fully transparent to them.
- Lead the Coalition to align on external resources needed and, in consultation with the GFSI Coalition Team, agree on additional resource / funding proposals to the CEO Sponsors for approval by the CGF Governance Committee.
- Act as external advocates for the Coalition, including stakeholder engagement activities.
- Ensure efficient and effective meetings of the Coalition.
- Report back with the GFSI Coalition Team to the CEOs Sponsors on the progress and impact of the Coalition's work.

I.2 Eligibility/Nomination

Current Steering Committee members are eligible to submit their candidacy to the Governance Sub Committee to apply to become the GFSI Steering Committee Co-Chairpersons. Vice-Chairs from the previous term are automatically proposed as candidates, although they do have the right to decline. Envoys when not contracted by a CGF Co-Sponsors' company cannot stand for election as Co-Chair.

I.3 Election

Members of the Steering Committee will vote anonymously yes, no or abstention (any abstention will not be counted but will contribute to the minimum numbers required for the election process to be valid i.e. 75%, see below). The appointment requires the positive vote of over 50% of existing Steering Committee members. For the election process to be valid, a minimum of 75% of Steering Committee members are required to vote.

The election is held by secret ballot and each Steering Committee member should vote for two Chairs, one Chair from the Retailer College and the other Chair from the Manufacturer College. The candidates achieving the threshold of over 50% votes per College are elected as the Co-Chairs of the GFSI Steering Committee. In the event of there being a tie between candidates, the current Co-Chair of the relevant College will have the casting vote. In the event of no candidates achieving over 50% of votes, the two candidates from the respective Colleges receiving the highest votes will be subject to a second vote. For endorsement, nominees require positive votes from over 50% of the Steering Committee with a minimum of 75% of the Steering Committee members voting. In the event of not achieving a majority vote, the nominee will not be elected and the process for electing a new Co-Chair will be repeated.

In the event the election is uncontested i.e. an election in which the number of candidates is the same or less than the number of places available for election so that all candidates are guaranteed to be elected, a secret ballot will be held whereby the nominees are endorsed by Steering Committee member votes. The appointment of the nominees requires the positive vote of over 50% of Steering Committee members. For the uncontested endorsement process to be valid, a minimum of 75% of Steering Committee members are required to vote.

I.4 Term of office

The Co-Chairs' term is for 3 years, re-eligible once although re-election is required for the second term in accordance with the election process described in 1.3.

At the end of a Steering Committee member's term as Co-Chair, they may remain as a Steering Committee member for the remainder of their Steering Committee member term as governed by Steering Committee member term limits.

Co-Chairs who cease to be a member of the Steering Committee will relinquish their Co-Chair role with effect from the point at which they leave the Steering Committee.

I.5 Relief of duty

The conditions for the Relief of Duty of the Co-Chair are the same as for the Steering Committee members as outlined in Article V.H. The Co-Chair could also be released of their duty should they fail to perform their Chair duties effectively as outlined in Article V.I.1.

I.6 Replacement

In the event of one of the Co-Chairs being prevented from fulfilling their duties mid-term, the Vice-Chair from the same College as the Co-Chair in question acts as the Co-Chair fulfil the remaining term of the Co-Chair.

J. Steering Committee Vice-Chairs

J.1 Role and responsibilities

The GFSI Steering Committee shall have two Vice-Chairs. The Vice-Chairs shall:

- Serve as and perform the duties of a Member of the Steering Committee.
- Assist the Co-Chairs in the execution of their duties.
- Chair one of the designated Sub Committees and report back to the GFSI Steering Committee.

The Co-Chair(s) may temporarily delegate their powers to one or both of the Vice-Chairs. In the absence of the Co-Chairs or failing the appointment of the Co-Chairs of the Steering Committee, the Vice-Chair(s) assume the duties of the respective Co-Chair(s).

J.2 Eligibility / Nomination

Current Steering Committee members are eligible to submit their candidacy to the Governance Sub Committee to apply to become the GFSI Steering Committee Vice-Chairpersons. One Vice-Chair represents the Manufacturer College and the other Vice-Chair the Retailer College. Envoys when not contracted by a CGF Co-Sponsors' company cannot stand for election as Vice-Chair.

J.3 Election

Members of the Steering Committee will vote anonymously yes, no or abstention (any abstention will not be counted but will contribute to the minimum numbers required for the election process to be valid i.e. 75%, see below). The appointment requires the positive vote of over 50% of existing Steering Committee members. For the election process to be valid, a minimum of 75% of Steering Committee members are required to vote.

The election is held by secret ballot and each Steering Committee member should vote for two Vice Chairs, one from the Retailer College and the other from the Manufacturer College. The candidates achieving the threshold of over 50% votes per College are elected as the Vice-Chairs of the GFSI Steering Committee. In the event of there being a tie between candidates, the current Co-Chair of the relevant College will have the casting vote. In the event of not achieving over 50% of the votes, the two candidates from the respective College receiving the highest votes will be subject to a second vote. For endorsement, nominees require positive votes from over 50% of the Steering Committee with a minimum of 75% of the Steering Committee members voting. In the event of not achieving a majority vote, the nominee will not be elected and the process for electing a new Co-Chair will be repeated.

In the event the election is uncontested i.e. an election in which the number of candidates is the same or less than the number of places available for election so that all candidates are guaranteed to be elected, a secret ballot will be held whereby the nominees are endorsed by Steering Committee member votes. The appointment of the nominees requires the positive vote of over 50%. For the uncontested endorsement process to be valid, a minimum of 75% of Steering Committee members are required to vote.

J.4 Term of office

The Vice-Chairs' term is for a maximum of two 3-year terms although re-election is required for the second term in accordance with the election process described in J.3.

At the end of a Steering Committee member's term as Vice-Chair, they may remain as a Steering Committee member for the remainder of their Steering Committee member term as governed by Steering Committee member term limits.

Vice-Chairs who cease to be a member of the Steering Committee will relinquish their Vice-Chair role with effect from the point at which they leave the Steering Committee.

J.5 Relief of duty

The conditions for the Relief of Duty of the Vice-Chairs are the same as for the Steering Committee members as outlined in Article V.H. A Vice-Chair could also be released of their duty should they fail to perform their Vice-Chair duties effectively as outlined in Article V.J.1.

J.6 Replacement

In the event of one or both Vice-Chair(s) being prevented from fulfilling their duties mid-term, the Governance Sub Committee appoints a temporary Vice-Chair replacement to fulfil the remaining mandate of the Vice-Chair in question. This appointment takes into consideration the needs of the Sub Committee that was chaired by the Vice-Chair and is based on the same College as the Vice-Chair.

ARTICLE VI: GFSI SUB COMMITTEES

A. Mandate & Authority

The Sub Committees of the Steering Committee ensure that GFSI delivers on its objectives and integrates the expectations of stakeholders through the specialised committees below. The Sub Committees report to and make recommendations to the Steering Committee for endorsement as necessary.

The Sub Committees must strictly adhere to their assigned workplan from the GFSI Steering Committee. The Sub Committee reports back to the GFSI Steering Committee at least 6-monthly regarding the progress of its work and provide guidelines and direction for the work of the Working Groups and Local Groups, where relevant based on its designated mandate. In particular, the Sub Committees must seek endorsement from the GFSI Steering Committee regarding any decisions impacting GFSI's mission, strategy, resources, strategic relationships or public announcements.

The general responsibilities of the Sub Committees are as follows:

Governance Sub Committee

- To oversee and ensure the effective implementation and annual update of the GFSI Governance Model and Rules of Procedure.
- To supervise the GFSI Steering Committee Elections.
- To lead onboarding sessions for newly elected Steering Committee members.
- To recommend requests for GFSI resources as and when identified.
- To define the delegated roles and responsibilities of the Steering Committee members and monitor Steering Committee and Sub Committee engagement levels.
- To monitor the agreed timelines and deliverables of the Governance Sub Committee's work.
- To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the Governance Sub Committee
- To oversee the production of the Annual Review and Compliance Report and its submission to the Steering Committee and CGF Governance Committee.

Technical Sub Committee

- To supervise the entire benchmarking process to ensure the highest technical standards in the GFSI Benchmarking Requirements.
- To oversee the Technical Equivalence process.
- To maintain effective communication streams with the GFSI-recognised Certification Programme Owners (CPOs).
- To support the development of partnerships with technical bodies/organisations.
- To ensure harmonisation and alignment on best food safety practices through thought leadership.
- To support the management of the Technical Working Groups.
- To oversee the activities of the Scientific & Technology Advisory Group, the Stakeholder Advisory Forum Working Group and the CB2B Organising Group and their Business Plans in support of the Steering Committee.

- To monitor the agreed timelines and deliverables of the Technical Sub Committee's work.
- To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the Technical Sub Committee.

Public-Private Partnership (PPP) Sub Committee

- To continuously build and improve the credibility of third-party certification through GFSI's PPP outreach initiative.
- To provide guidance and facilitate relationships with Intergovernmental Organisations (IGOs), regional governmental organisations and national food safety authorities.
- To build food safety capability globally by providing guidance and direction for the implementation of the GFSI Global Markets Programme.
- To provide guidance for Government-to-Business (G2B) related activities.
- To support the consensus building and advocacy work of the GFSI Codex Working Group as and when required.
- To provide expertise and advice on PPP and regulatory affairs related issues.
- To oversee the activities of the G2B Organising Group and the GFSI Codex Committee Group and their Business Plans in support of the Steering Committee.
- To monitor the agreed timelines and deliverables of the PPP Sub Committee's work.
- To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the PPP Sub Committee.

Capability Building Sub Committee

- To continuously build and improve the credibility of the GFSI Capability building programme through GFSI strategic objectives and outreach initiatives.
- To provide guidance and facilitate relationships with Intergovernmental Organisations (IGOs), regional governmental organisations and national food safety authorities on GFSI capability building programmes and associated projects beyond the Global Markets Programme.
- To build food safety capability globally by providing guidance and direction for the implementation of the programme.
- To provide guidance for Government-to-Business (G2B) related activities relating to capability building.
- To provide expertise and advice on the content and framework of the GFSI capability building programme and related issues.
- To monitor the agreed timelines and deliverables of the Capability Building Sub Committee's work.
- To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the capability building Sub Committee.
- The GFSI Sub Committees shall abide by the general Communication Rules and Regulations outlined in the Code of Ethical Conduct (See Article XIV). In addition, GFSI Sub Committee members undertake to contribute to the production of an Annual Review and Compliance Report (Annex V).

B. Sub Committee Composition

All members of the GFSI Steering Committee are evenly allocated to each of the Sub Committees as defined in Article V.A & B. The Sub Committees shall be comprised of a maximum of 8 current Steering

Committee members.

When defining the composition of the Sub Committees, the interest of the Sub Committee members should be taken into consideration. A balance of industry sector, expertise, geography and length of service on the GFSI Steering Committee respectively should also be sought.

The composition of the Sub Committees will be reviewed by the GFSI Governance Sub Committee annually, and it will be validated by the GFSI Steering Committee during its in-person meeting that takes place concurrently with the GFSI Conference.

When deemed necessary, the Sub Committees may appoint a GFSI Steering Committee member from any other Sub Committee to act as an expert and to support the work of a Working Group or Local Group that they lead.

C. Election Process

All Sub Committee appointments are made by the GFSI Steering Committee and no election process is involved (see point B above).

D. Terms of Office

Assignment of the Steering Committee members to Sub-Committees is reviewed and confirmed immediately after their election or re-election to the Steering Committee. Exceptionally, the Sub-Committee assignment may be changed mid-term when required. The terms of office for Sub Committee members are aligned to their term of office on the GFSI Steering Committee.

E. Meetings and Participation

Sub Committee meetings/ conference calls are organised when deemed appropriate and occur at least quarterly. The Sub Committees may decide to meet in conjunction with the in-person GFSI Steering Committee meetings. Active participation during the Sub Committee meetings is expected. The Sub Committee members must participate in at least two thirds of the Sub Committee meetings and calls each year, either in person or via teleconference, or their seat on the GFSI Steering Committee will be reviewed.

Non-attendance to three consecutive Sub Committee meetings within a Sub Committee member's tenure will be followed up by the GFSI Director and the GFSI Governance Sub Committee. Lack of attendance to the Sub Committee meetings and calls will be taken into account with regard to future GFSI Steering Committee election nominations.

Sub Committee agenda items are agreed on between the Chair of the respective Sub Committee and the GFSI Coalition Team and a draft agenda, where deemed necessary, will be circulated to the Sub Committee 2 weeks in advance of the meeting.

- Preparation for the meetings is done collaboratively between the GFSI Coalition Team and the Chair with clear roles and responsibilities defined.

- The desired outcomes from each meeting are agreed in advance between Chair and the GFSI Coalition Team.
- The Sub Committee agenda items are co-produced and co-presented with the relevant Sub Committee Members.
- Papers for meetings including the final agenda will be circulated to members at least one working week prior to the meeting.

Sub Committee meetings are chaired by a Chair (Section I below) and supported by the GFSI Coalition team.

- The GFSI Coalition Team and the Chair will additionally meet at regular intervals in-between Sub Committee meetings to plan and discuss matters arising as they relate to previous and future meetings e.g. monitoring of actions log, meeting follow up, meeting preparation and pre-reads.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Chair of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

Minutes will be taken for all meetings, initially agreed on with the Chair and then circulated to members for agreement within 2 weeks of the meeting and issued no later than 4 weeks after the meeting.

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F. Decision Making

F.1 Meeting Quorum

For a Sub Committee to take place a quorum must be reached. The quorum is reached when more than 50% of Sub Committee members are present. If this condition is not satisfied, a new meeting with a quorum must be scheduled or if the meeting cannot be rescheduled any decisions taken must be referred to those Sub Committee members not present for ratification in accordance with the decision making criteria (below).

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

F.2 Decision Making Process

Decisions are taken according to the following process:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the scope or remit of the Sub Committee must be referred back to the GFSI Steering Committee for approval to change the scope.
- Decisions should as far as possible be by consensus i.e. all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached on a proposed activity at Sub Committee level, decisions will be put to a vote (one vote per company). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds of attendees are in favour and provided that there is a sufficient critical mass of companies committing to implement then the action will be taken as agreed. This balanced majority must include a reasonable balance of manufacturers and retailers.

- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Chair of the Sub Committee, and they may also appeal to the GFSI Steering Committee.
- If a recommended action fails to achieve the two thirds majority, the Chair and GFSI Coalition Team may choose to escalate the issue to the GFSI Steering Committee.
- If the GFSI Steering Committee cannot reach a consensus or a two thirds majority, then the proposed action will lapse.

F.3 Decision Making Framework (DMF)

The GFSI recognises the significance of the decisions it takes and the impact this can have on its stakeholder communities. To ensure all key decisions are taken in a consistent and evidence-based way and recognising that strategic decisions are taken by the GFSI Steering Committee and Sub Committees, a formal decision-making framework is followed as detailed in Annex VI.

G. Behaviour and Code of Conduct

The conditions of behaviour and code of conduct for Sub Committee members are the same as for the Steering Committee members as defined in Article V.G.

H. Relief of Duty and / or Replacement

The conditions for the Relief of Duty of the Sub Committee members are the same as for the Steering Committee members as outlined in Article in V.H.

In the event that one of the Sub Committee members relinquishes their seat at the GFSI Steering Committee, the Sub Committee Member will be replaced by the nominated and vetted candidate approved by the Steering Committee in accordance with the election process defined in Article V.C.2 until the next composition review of the Sub Committees.

I. Sub Committee Chair

I.1 Appointment

The GFSI Sub Committee Chair shall be one of either the Co-Chairs or Vice-Chairs of the GFSI Steering Committee and is appointed by the GFSI Steering Committee by consensus.

The Chair shall:

- Chair the GFSI Sub Committee Meetings. To this end, they are responsible for co-producing the agenda with the GFSI Coalition Team, opening and closing the meetings, steering discussions, ensuring observance of the rules, announcing decisions, reviewing meeting agendas and working papers.
- Ensure that the Sub Committee operates to the agreed mandate and where matters extend beyond its perceived remit to escalate this to the GFSI Steering Committee.
- Ensure that the views of all Sub Committee members are reflected in discussions and decisions.

- Ensure efficient and effective meetings of the Sub Committee.
- Report back, with support from the GFSI Coalition Team, to the GFSI Steering Committee on the progress and impact of the Sub Committee's work.

In the absence of the Chair a meeting of the Sub Committee cannot take place.

I.2 Term of office

The Chair's term of office is aligned with their tenure as Co-Chairs or Vice Co-Chairs of the Steering Committee.

I.3 Behaviour and Code of Conduct

The conditions of behaviour and code of conduct for the Chair are the same as for the Steering Committee members as defined in Article V.G.

I.4 Relief of duty

The conditions for the Relief of Duty of the Chair are the same as for the Steering Committee members as outlined in Article V.H. A Chair could also be released of their duty should they fail to perform their duties effectively as outlined above in Article VI.I.1.

I.5 Replacement

In the event of the Chair being prevented from fulfilling their duties mid-term, a new Chair will be selected by the GFSI Steering Committee to fulfil the remaining term of the departing Chair.

ARTICLE VII: GFSI WORKING GROUPS (WG)

Working Groups are multi-stakeholder groups formed to provide expertise and advice to the GFSI Steering Committee and Sub Committees on specific topics in relation to the GFSI Coalition of Action strategy.

A. Working Group Mandate & Authority

Working Group mandates shall be to a standard format (as indicated in Annex VIII) with a clear description of a specific scope and expected deliverables. Facilitated by the GFSI Coalition Team and any appointed GFSI Steering Committee experts, the Working Groups shall:

- Work collaboratively to deliver mandates provided by the GFSI Steering Committee and the Sub Committees through individual or group tasks, conference calls and consultations.
- Define with the GFSI Steering Committee, the Sub Committees and / or the GFSI Coalition Team, appropriate methodologies and work plans to execute their allocated tasks in the given timeframe.
- Consult with GFSI Stakeholders, as appropriate.
- The GFSI Working Groups shall abide by the general Communication Rules and Regulations outlined in the Code of Ethical Conduct (See Article XIV). In addition, GFSI Working Group members undertake to contribute to the production of an Annual Review and Compliance Report (Annex V).

B. Working Group Composition

Working Groups are mandated to deliver specific tasks identified by the GFSI Steering Committee or Sub Committee; they shall be disbanded upon completion of the assigned task.

- Each Working Group is composed of no more than 21 members, including the Co-Chairs.
- The GFSI Steering Committee or Sub Committee along with the GFSI Coalition Team determine the ideal membership structure for each Working Group, ensuring required expertise and balance where possible between stakeholders from different relevant sectors. This is reflected in the WG mandate (Annex VII).
- The Working Group shall designate at least one member (rapporteur) responsible for taking or collecting notes to maintain a record of the meetings.
- A Working Group may invite topic experts, chairs of other Working Groups or Local Groups to attend one of their meetings to support the delivery of their mandate, with agreement from the GFSI Coalition Team.
- Members of the Steering Committee can participate in the activities of Working Groups as observers.

Each member of a Working Group must:

- Work collaboratively to deliver the mandate provided by the GFSI Steering Committee and the Sub

Committees through individual or group tasks, conference calls and consultations, including the review of official documentation.

- Be an active member of the organisation they represent at the time of their candidacy.
- Demonstrate expertise as required by the mandate of the WG (Annex VII).
- Have the authority to endorse the decisions of the Working Group on behalf of their company.
- Be able to sign and adhere to the GFSI Working Group Members Statement of Commitment on behalf of their company (Annex VII).
- Commit to be personally active in GFSI's activities.
- Ensure that the cost of their participation in all GFSI activities will be covered by the organisations that they represent.
- Meet to discuss and identify key issues and make recommendations to the relevant GFSI Sub Committees and the GFSI Steering Committee.
- Define with the relevant GFSI Sub Committees and the GFSI Coalition Team appropriate methodologies and work plans to execute their allocated tasks in the given timeframe.
- As appropriate, proactively consult with GFSI Stakeholders.

Working Groups must not undertake any lobbying on behalf of their own business or Trade Associations and must always act in the interests of the GFSI Coalition objectives in line the with Code of Ethical Conduct (Article XIV).

Any outcomes and publications from Working Groups or Sub Working Groups are the Intellectual Property of the GFSI unless already owned and declared by a contributing member.

Any single organisation may not have more than one representative in each Working Group at any time. No substitutes for Working Groups are allowed. A single organisation has the right to be represented in a maximum of three Working Groups at one time.

C. Members candidacy and appointment process

C.1 Nomination / Candidacy

The GFSI Coalition team coordinates a call for participation appropriate to the targeted membership of the working group, ensuring equal chances for eligible candidates. Calls for participation may be public and/or targeted mailing to selected stakeholders as specified by the GFSI Coalition team. Anybody satisfying the criteria and willing to commit to the working group may apply by following the instructions included in the call for participation.

C.2 Appointment process

The process followed by the Steering Committee, Sub Committee(s) and the GFSI Coalition Team in the recruitment of Working Group members is as follows:

- The Steering Committee or Sub Committee and the GFSI Coalition Team prepare a brief with a specific request for nomination (profile of potential members, mandate, application deadline etc).
- In a public Call for Participation, a notice seeking appropriately qualified individuals is posted on the GFSI website.
- In a closed Working Group, a notice is published on the GFSI website or sent to targeted stakeholder groups, as appropriate.

- Candidates apply providing evidence of the details requested in the brief (application form to be completed).
- The GFSI Steering Committee or Sub Committee and the GFSI Coalition Team select the most suitable members, according to the criteria presented in the WG mandate and in alignment with the present rules.

Following the final selection of members, the group shall be closed to new members until the Working Group mandate is complete or until a member of the Working Group terminates their mandate as referred to in Article VII.D and Article VII.H.

Written assurance on the objectivity of the appointment process is available upon request by contacting the GFSI Coalition team.

Newly appointed Working Group members will participate in an onboarding session provided by the GFSI Coalition Team before attending their first meeting of the Working Group. The Working Group members are required to sign the Statement of Commitment in Annex VIII before their onboarding session.

D. Term of Office

Working Group members serve for the length of time required for the group to achieve its mandate from the GFSI Steering Committee or Sub Committee. In the case that a Working Group's activities exceed three years in duration, members will be asked to reapply after three years of involvement.

E. Meetings and Participation

The meetings of all Working Groups are organised by the GFSI Coalition Team twice a year, with geographical variation as decided by the GFSI Coalition Team. Where possible, Working Group meetings are held in conjunction with GFSI Steering Committee and / or Sub Committee meetings, Local Group Focus Days (one-day conferences) or GFSI Government to Businesses to allow the Steering Committee or Sub Committee Members to liaise with the members of the Working Groups.

An individual Working Group may decide, by exception, to hold extra meetings in person or via video/teleconference, where necessary. Any extra meetings should take place with the knowledge and approval of the GFSI Coalition Team.

Within a Working Group, members can work in smaller subgroups focused on specific topics when relevant, and with the approval of the GFSI Coalition Team.

Working Group agenda items are agreed on between the Co-Chairs and the GFSI Coalition Team; a draft agenda, where deemed necessary, is circulated to the Working Group members 2 weeks in advance of the meeting.

- Preparation for the meetings is done collaboratively between the GFSI Coalition Team and the Co-Chairs with clear roles and responsibilities defined.
- The desired outcomes from each meeting are agreed in advance between Co-Chairs and the GFSI Coalition Team.
- The Working Group agenda items are co-produced and co-presented with relevant Working Group

Members.

- Papers (pre-reads, reference material) and the final agenda for meetings are circulated to members at least one working week prior to the meeting.

Working Group meetings are Chaired by the Co-Chairs and supported by the GFSI Coalition Team.

- The GFSI Coalition Team and the Co-Chairs additionally meet at regular intervals in-between Working Group meetings to plan and discuss matters arising as they relate to previous and future meetings e.g. monitoring of actions log, meeting follow up, meeting preparation and pre-reads.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Co-Chair of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

Minutes are taken for all meetings by the rapporteur supported by the GFSI Coalition Team, initially agreed on with the Co-Chairs and then circulated to members for agreement within 2 weeks of the meeting and issued no later than 4 weeks after the meeting.

Working Group members may also be expected to deliver outputs outside of these above commitments in order to support the delivery of the Working Group's mandate.

Active participation during the meeting is expected. Working Group members must participate in at least two thirds of Working Group meetings and calls each year or their seat on the Working Group will be reviewed.

If a member is unable to attend a Working Group meeting, the member is responsible for informing the Working Group's Co-Chairs and GFSI Coalition Team before the meeting. In addition, the member shall send to the Working Group Co-Chairs and the GFSI Coalition Team the following:

- An update on any actions agreed to in the previous meeting.
- Comments on any materials planned for review during the meeting.
- Comments and approval of the previous meeting's minutes.

F. Working Group Decision Making

F.1 Meeting Quorum

For a Working Group to take place a quorum must be reached. The quorum is reached when more than 50% of Working Group members are present. If this condition is not satisfied, the meeting must be adjourned and a new meeting with a quorum must be scheduled. Furthermore, the GFSI Coalition Team or the Working Group Chair may determine that attendance indicates a predominance of interest for any single stakeholder group, and in such case, may cancel the meeting.

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

F.2 Decision Process

The Working Group Co-Chairs shall facilitate decision-making through seeking consensus amongst the

Working Group. Decisions are taken according to the following:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the scope or remit of the Working Group must be referred back to the Steering Committee or Sub Committee for approval to change the scope.
- Decisions should as far as possible be by consensus i.e. all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached on a proposed activity at Working Group level, decisions will be put to a vote (one vote per represented organisation). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds of attendees are in favour and provided that there is a sufficient critical mass of companies committing to implement then the action will be taken as agreed.
- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Co-Chairs of the Working Group, and they may also appeal to the GFSI Steering Committee or Sub Committee.
- If a recommended action fails to achieve the two thirds majority, the Co-Chairs and GFSI Coalition Team may choose to escalate the issue to the GFSI Steering Committee or Sub Committee.
- If the GFSI Steering Committee or Sub Committee cannot reach a consensus or a two thirds majority, then the proposed action will lapse.

G. Behaviour and Code of Conduct

Working Group members must commit to adhering to the GFSI Governance Model and Rules of Procedure, including the Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI Working Group Statement of Commitment (Annex VIII).

Working Group members are required to re-sign Annex VIII (GFSI Working Group Statement of Commitment) every 3 years upon re-appointment to the Working Group and when any major changes occur to the GFSI Governance Model and Rules of Procedure affecting the Working Group.

Working Group Chairs will also be required to submit an annual self-assessment (see Annex IV) detailing their group and each member's contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the Working Group.

H. Relief of Duty

The office of a Working Group Member shall terminate in the event of:

- Voluntary resignation.
- Significant change of position within their company.
- Change of employer or retirement.
- Dismissal by the GFSI Steering Committee or Sub Committee for failure of a Working Group member to fulfil the Behaviour and Code of Conduct requirements outlined above in Article VII.G.

In the event that an individual fails to achieve the agreed levels of commitment, that member will be dismissed from the Working Group. The decision to dismiss a member will be sanctioned by the relevant Sub Committee or Steering Committee.

In the event that a decision is taken to remove and replace a member for reasons such as absenteeism, lack of contribution or lack of respect for the Behaviour and Code of Ethical Conduct, other members of the Working Group shall be informed of the circumstances and the record shall be included within the meeting minutes.

I. Working Group Co-Chairs

I.1 Appointment

The Working Group shall have two Co-Chairs. The Co-Chairs are appointed from among the Working Group members by the Steering Committee or relevant Sub Committee by consensus.

The Co-Chairs shall:

- Chair the Working Group Meetings. To this end, they are responsible for opening and closing the meetings, steering discussions, ensuring observance of the rules, announcing voting decisions, reviewing meeting agendas, working papers and minutes, and reporting to the GFSI Coalition Team.
- Ensure that the Working Group operates to the agreed mandate and where matters extend beyond its perceived remit to escalate this to the GFSI Steering Committee or GFSI Sub Committee.
- Ensure that the views of all Working Group members are reflected in discussions and decisions.
- Work with the GFSI Coalition Team to ensure an agenda is confirmed for each meeting of the Working Group and circulated to the Working Group, with any associated pre-reads, at least 1 week before the meeting.
- Ensure that minutes of the meeting are taken by a member of the group (rapporteur) supported by the GFSI Coalition Team when available; they must approve meeting minutes as a true record of meetings.
- Ensure efficient and effective meetings of the Working Group.
- Consider the work programme and form subgroups to deliver specific work items where necessary and relevant, and with the approval of the GFSI Coalition Team and the GFSI Sub Committee or GFSI Steering Committee, where relevant.
- Determine with the GFSI Steering Committee or GFSI Sub Committee and the GFSI Coalition Team whether meeting attendance indicates a predominance of interest for any single stakeholder group.
- Work with the GFSI Steering Committee, the relevant GFSI Sub Committee(s) and the GFSI Coalition Team to ensure that the composition of the Working Group is balanced and that the commitment of all its members is tracked through attendance and activity.
- Report back, with support from the rapporteur and the GFSI Coalition Team, to the GFSI Steering Committee or relevant GFSI Sub Committee at 6-monthly intervals on the progress and impact of the Working Group's work including submission of an Annual Self Assessment of the Working Group in accordance with Annex IV (Committee / Group Self Assessment).

In the absence of a Co-Chair a meeting may proceed under the Chairmanship of a single Co-Chair.

I.2 Term of office

A Working Group Co-Chair is appointed for the duration of the planned Working Group activity, or a maximum of three years. At the end of three years, a Working Group Chair may be re-appointed for a further three-year term. At the end of a Working Group member's term(s) as Chair, they may remain as

Working Group member for the remainder of their term as governed by the Working Group member term limits.

I.3 Behaviour and Code of Conduct

The conditions of Behaviour and Code of Conduct for the Chairs are the same as for the Working Group members as defined in Article VII.G.

I.4 Relief of duty

The conditions for the Relief of Duty of the Chairs are the same as for the Working Group members as outlined in Article VII.H. A Chair could also be released from their duty should they fail to perform their duties effectively as outlined in Article VII.I.1.

I.5 Replacement

In the event of a Co-Chair being prevented from fulfilling their duties mid-term, a replacement is appointed for the reminder of the term, in accordance with the appointment process (I.1).

J. Observers

To support and promote the objectives of GFSI, observers may be invited by the Co-Chairs and the GFSI Coalition Team to the meetings of the Working Groups. In each case, the observer must have confirmed in writing that they have read and understood the GFSI Code of Ethical Conduct including these specific rules to which they must adhere:

- Attendance is limited to two observers per group on a first come first serve basis (excluding Steering Committee members).
- Observers may only participate in Working Group discussions on invitation from the Co-Chair.

ARTICLE VIII: GFSI LOCAL GROUPS (LG)

Local Groups are industry-driven, multi-stakeholder groups in a particular region of the world mandated by GFSI and authorised by the CGF. The role of a Local Group is to tailor and implement the global Coalition's strategy in a region.

A. General Principles for the Establishment and Operation of Local Groups

A.1 Authorisation, Location and Sponsorship

- The GFSI Coalition Team and the CGF Regional Boards, where applicable, jointly make recommendations to the CGF Governance Committee on which regions, if any, require and merit a Local Group. These priorities should be based on a CGF-wide perspective of both the local need for action and the CGF's local capabilities to make a unique impact. The remit of the Local Group may extend beyond the GFSI Coalition of Action to include activities in support of other CGF COAs.
- Unless expressly approved by the CGF Governance Committee, Local Groups may only be established in the existing CGF regions i.e. China, Japan, USA / Canada, Latin America, Europe.
- The CGF will support the Local Group with the appointment of a Local Group CGF Leader / Team / Consultant and associated facilities. Where a CGF Local Group Team is established, they report to the GFSI Coalition Team and provide administrative support for the Local Group in accordance with its mandate from the CGF Governance Committee.
- The management, facilitation and required resources (financial, material or human) for local meetings, events i.e. events, work projects and communication tools, shall be the responsibility of the Local Group CGF Leader / Team in agreement with the GFSI Coalition Team.
- The Local Group must not seek sponsorship or undertake any form of revenue generation without authorisation from the GFSI Coalition Team, GFSI Steering Committee and/or CGF Governance Committee.
- The Local Group member option should not be used as an excuse for large multinationals to avoid full CGF membership or contributing to global Coalition costs.

A.2 Governance

- The GFSI Steering Committee approves annually the Local Group's proposed work plan, as agreed on with the GFSI Coalition Team, to ensure that it is consistent with the global strategy.
- To Public-Private Partnership Sub-Committee oversees the activities of the Local Groups and their Business Plans in support of the Steering Committee.
- Each Local Group is co-chaired by representatives from one CGF retail member and one CGF manufacturer member.
- Local Group Co-Chairs can request the appointment of a GFSI Steering Committee member to support the work of the Local Group.

A.3 Activity reporting

- The Local Group reports biannually to the GFSI Steering Committee on its activities and issues

according to the GFSI Local Group mandate. The format for the report should be consistent with that described in Annex V to allow for incorporation into the annual GFSI Steering Committee report.

B. Mandate & Authority

The Local Group must strictly adhere to their assigned work plan agreed on with the GFSI Coalition Team and approved by the GFSI Steering Committee. The Local Group reports back to the GFSI Coalition Team and GFSI Steering Committee regarding the progress of its work and it must seek authorisation from the GFSI Coalition Team regarding any decisions impacting GFSI's mission, strategy, resources, strategic relationships including public-private partnerships and public announcements.

B.1 Mission and Aims

Local Groups bring together local food safety experts to work collaboratively on the food safety issues relevant in the region. Sharing the same GFSI Coalition vision of safe food for people everywhere, the mandate of the Local Group is to:

- Implement GFSI's global priorities locally.
- Build engagement and awareness among companies and relevant local stakeholders.
- Build relationships with local government bodies.

This is aligned to the 3 core GFSI Coalition objectives:

- 1) Harmonising and raising standards of food safety certification programmes.
- 2) Building food safety capabilities across the global food supply chain.
- 3) Public Private Partnerships between food safety regulators, IGOs and the food industry.

Specific activities associated with the above may be as follows:

- To communicate the GFSI vision, objectives and approach to foster a greater understanding and uptake of GFSI approaches with relevant local audiences.
- To be ambassadors and represent GFSI at meetings, conferences and seminars.
- To create linkages with public policymakers in conformity with the PPPs business plan of the Local Group.
- To gather and share feedback on the uptake and impact of the GFSI approach within the region.
- To support the work of the Working Groups by acting as a regional and local relay for communication and implementation of specific projects (e.g. Global Markets Programme, Public-Private Partnership, etc.) and inform those Working Groups of the activities in the region.

The Local Group is prohibited from undertaking any lobbying on behalf of their own business or Trade Associations and must always act in the interests of the GFSI Coalition objectives and in conformity with CGF anti-trust rules.

Any outcomes and publications from Local Groups or Sub Local Groups are the Intellectual Property of the GFSI unless already owned and declared by a contributing member.

The Local Groups work in close cooperation with the GFSI Coalition Team and the GFSI Steering

Committee.

B.2 Work Plan

Each Local Group must conduct a stakeholder mapping exercise prior to establishing its work plan, objectives and expected outputs in line with the mandate given above. A template for the production of this work plan is given in Annex VII. The work plan must be agreed on with the GFSI Coalition Team and then presented to the GFSI Steering Committee for approval annually.

The Local Group must not engage in any pilot schemes or projects and must not establish codes of practice, positions, standards or certification processes without approval by the GFSI Coalition Team and GFSI Steering Committee.

B.3 Communication

The GFSI Local Groups shall abide by the general Communication Rules and Regulations outlined in the Code of Ethical Conduct (See Article XIV). The Local Groups are not authorised to create any social media account in the name of GFSI. Local Groups are provided with dedicated social media hashtags for their countries. The GFSI brand, GFSI logo and the Global Markets Programme brand is the property of the Consumer Goods Forum.

C. Local Group Composition

There is no limit to the number of members within a Local Group, but they should comprise no more than 25% of non-retail, non-manufacturer members. Each Local Group shall be as balanced as possible between stakeholders from the following sectors:

- Retail/Wholesale.
- Distribution.
- Food service/Catering.
- Manufacturing.
- Primary Production.
- Certification Programme Owners.
- Certification bodies.
- Academia.
- Service providers to the food industry
- Other relevant supply chain participants, including industry associations

Depending on the strategic local priorities of the Local Groups, other partners such as the following stakeholders can have an observer status at the Local Group subject to approval by the GFSI Coalition Team (also see Section J):

- Government
- NGOs and IGOs

One representative is allowed from each company unless the company is a member of the CGF and a

signatory to the GFSI Coalition of Action, where up to 3 representatives will be allowed. This provision is expressly designed to enable the company to include representatives with expertise in each of the 3 strategic objectives of the GFSI and, as such, the company should not seek to appoint individuals with replicate expertise. Any company with more than one representative will only have one vote.

For Local Groups where several countries should be represented, the group should aim to have a minimum of one representative per country. The GFSI Coalition Team, GFSI Steering Committee and CGF Governance Committee, if relevant, should prioritise together a list of countries that are to be represented at the Local Group level for GFSI / CGF strategic priorities.

The Local Group decides whether to establish sub-groups in order to achieve its mandate or set up multi-stakeholder Local Working Groups. This must be agreed on with the GFSI Coalition Team. All members of such groups must commit to adhering to this Article (VIII) of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI Local Group Members Statement of Commitment (Annex IX).

To ensure the opportunity for succession of new Local Group membership, there shall be an annual review of membership to allow for either a replacement or for reappointment of members as necessary to keep the group effective.

D. Members candidacy and appointment process

D.1 Roles and Responsibilities

Local Group members work collaboratively to achieve the objectives of the GFSI Local Group, according to its mandate and under the guidance of the Local Group Co-Chairs and the GFSI Coalition Team and GFSI Steering Committee.

D.2 Eligibility/Nomination and Appointment

In establishing membership of a new Local Group, the following approach should be adopted:

- Preparation of a brief and specific call for nomination (profile of members, mandate, application deadline etc.)
- Public call for participation for three weeks on the GFSI website or through relevant communication channels for the locality.
- Candidates apply according to the details requested in the brief (CV, application letter, letter of endorsement from business.)
- The GFSI Coalition Team and, where present, the CGF Local Group Team select the most suitable members according to the criteria presented in the brief and in alignment with the present rules. Additional advice regarding appointment can be sought from the GFSI Steering Committee as required.

Written assurance on the objectivity of the appointment process is available upon request by contacting the GFSI Coalition team.

Once established, nomination and appointment of new members of the Local Group and its sub groups

can be made by the Local Group Co-Chairs and the GFSI Coalition Team in accordance with the requirements detailed in the original brief and specific call for nomination.

Local Group members cannot be substituted with another representative of their organisation without prior agreement with the Local Group Co-Chairs and the GFSI Coalition Team.

D.3 Terms of Office and Re-appointment

There is no maximum duration for membership of a Local Group.

Local Group membership is reviewed on an annual basis by the Co-Chairs, the CGF Local Group Team and the GFSI Coalition Team (see Relief of Duty, below).

E. Meetings and Participation

Each Local Group should meet on a minimum of two occasions annually although it can decide to meet more frequently. Local Groups not meeting at a suitable frequency will be reviewed by the GFSI Coalition Team and may be terminated. A draft agenda, where deemed necessary, is circulated 2 weeks in advance of the meeting and a final agenda no later than 1 week before the meeting.

Each Local Group establishes a clear agenda and communication process. This process shall be reviewed and validated by the GFSI Coalition Team. Meeting minutes are prepared and shared with Local Group members and the GFSI Coalition Team.

Papers for meetings will be circulated to members at least one working week prior to the meeting.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Co-Chairs of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

Minutes are taken for all meetings, initially agreed on with the Co-Chairs and then circulated to members for agreement within 2 weeks of the meeting and final minutes issued no later than 4 weeks after the meeting.

All costs and expenses for participants' participation in any or all activities of the GFSI Local Group must be covered by the organisations that they represent.

Note: In some countries, local regulations may require prior approval of the Local Group Agenda and Minutes with the GFSI Legal Counsel. This should be determined with the GFSI Coalition Team.

F. Decision Making

The Local Group Co-Chairs facilitate decision-making amongst the Local Group. The Local Group Co-Chairs will facilitate decision-making through consensus amongst the Local Group. For a Local Group to take place a quorum must be reached. The quorum is reached when more than 50% of Local Group members are present. If this condition is not satisfied, a new meeting with a quorum must be scheduled or if the meeting cannot be rescheduled any decisions agreed must be referred to those Local Group

members not present for ratification in accordance with the decision making criteria (below). Furthermore, the Local Group Co-Chairs and GFSI Coalition Team may determine that attendance indicates a predominance of interest for any single stakeholder group, and in such case, may cancel the meeting.

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

Decisions are taken according to the following:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the scope or remit of the Local Group must be referred back to the GFSI Coalition Team and GFSI Steering Committee for approval to change the scope.
- Decisions should as far as possible be by consensus i.e. all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached on a proposed activity at Local Group level, decisions will be put to a vote (one vote per company). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds are in favour and provided that there is a sufficient critical mass of companies committing to implement then the action will be taken as agreed. This balanced majority must include a reasonable balance of manufacturers and retailers.
- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Co-Chairs of the Local Group but may also appeal to the GFSI Steering Committee.
- If a recommended action fails to achieve the two thirds majority, the Co-Chairs or GFSI Coalition Team may choose to escalate the issue to the GFSI Steering Committee.
- If the GFSI Steering Committee cannot reach a consensus or a two thirds majority, then the proposed action will lapse.

G. Behaviour and Code of Conduct

Local Group Members must commit to adhering to this Article (VIII) of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI Local Group Statement of Commitment (Annex IX).

Local Group members will be required to re-sign Annex IX (GFSI Local Group Members Statement of Commitment) every 3 years and when any major changes occur to the GFSI Governance Model and Rules of Procedure affecting the Local Group.

Local Group Co-Chairs will also be required to submit an annual self-assessment (see Annex IV) detailing their and the group member's contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the Local Group.

H. Relief of Duty

The office of a Local Group Member shall terminate in the event of:

- Voluntary resignation.

- Change of employer or retirement.
- Dismissal by the Local Group Co-Chairs, the GFSI Coalition Team or the GFSI Steering Committee for failure of a Local Group member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above in Article VIII.G.

In the event that an individual fails to achieve the agreed levels of commitment, that member will be dismissed from the group and appropriate alternative nominations to the Local Group shall be made by the Local Group, GFSI Coalition Team or the GFSI Steering Committee.

In the event that the Co-Chairs, the GFSI Coalition Team and the GFSI Steering Committee remove and replace a member for reasons such as absenteeism, lack of contribution or lack of respect for the Behaviour and Code of Ethical Conduct, other members of the Local Group shall be informed of the circumstances and the record shall be included within the meeting minutes.

I. Co-Chairs

I.1 Appointment

The GFSI Coalition Team shall appoint two Co-Chairs, one from a retail CGF member and one from a manufacturer CGF member for each Local Group. The Co-Chairs must be CGF members and their companies must be signatories to the GFSI Coalition of Action and must have received a letter of endorsement from the CoA nominee.

The Co-Chairs will be required to attend a 1-2 day induction session and must additionally undertake to allocate a minimum of one day every month to GFSI Local Group activities.

Annually, the Co-Chairs report on Local Group activity to the GFSI Coalition Team and GFSI Steering Committee and in addition shall carry out any duties agreed upon by the GFSI Coalition Team and the GFSI Steering Committee in the specific Local Group work plan. In order to deliver their duties, it is a requirement that the Chair be fluent in English.

The Co-Chairs shall:

- Chair the Local Group Meetings. To this end, they are responsible for opening and closing the meetings, steering discussions, ensuring observance of the rules, announcing voting decisions, reviewing meeting agendas, working papers and minutes, and reporting to the GFSI Coalition Team.
- Ensure that the Local Group operates to the agreed mandate and where matters extend beyond its perceived remit to escalate this to the GFSI Coalition Team.
- Ensure that the views of all Local Group members are reflected in discussions and decisions.
- Ensure that notes are taken by a member of the group (rapporteur) and approve meeting notes as a true record of meetings.
- Ensure efficient and effective meetings of the Local Group.
- Consider the work programme and form subgroups to deliver specific work items where necessary and relevant, and with the approval of the GFSI Coalition Team.
- Ensure that new members participate in a comprehensive induction process.
- Determine with the GFSI Coalition Team whether meeting attendance indicates a predominance of interest for any single stakeholder group.
- Work with the GFSI Coalition Team and the GFSI Steering Committee to ensure that the

composition of the Local Group is balanced and that the commitment of all its members is tracked through attendance and activity.

- Report back, with support from the rapporteur, the local CGF Team and the GFSI Coalition Team, to the GFSI Steering Committee at 6 monthly intervals on the progress and impact of the Local Group's work.

In the absence of a Co-Chair a meeting may proceed under the Chairmanship of a single Co-Chair.

I.2 Term of office

A Local Group Co-Chair is appointed for three years, after which they can be re-appointed for successive two-year periods. At the end of a Local Group member's term(s) as Co-Chair, they may remain as a Local Group member for the remainder of their term as governed by the Local Group member term limits.

I.3 Behaviour and Code of Conduct

Local Group Co-Chairs must commit to adhering to the same conditions as required for Local Group members (Article VIII.G.)

I.4 Relief of duty

The conditions for the Relief of Duty of the Co-Chairs are the same as for the Local Group members as outlined in Article VIII.H. A Co-Chair could also be released of their duty should they fail to perform their duties effectively as outlined in Article VIII.I.1.

I.5 Replacement

In the event of the Co-Chair being prevented from fulfilling their duties mid-term the GFSI Steering committee and / or the GFSI Coalition team will appoint a replacement from within the Local Group.

J. Observers

To support and promote the objectives of GFSI, observers may be invited by the Co-Chairs and the GFSI Coalition Team to the meetings of the Local Groups. This may be of particular benefit to those organisations considering applying for a position on the Local Group. In each case, the observer must confirm in writing that they have read and understood the GFSI Code of Ethical Conduct.

- Attendance from businesses is limited to two observers per group on a first come first serve basis.
- A single business is allowed one observer at any one time and that individual is restricted to one meeting only.
- Non limit exists for government / NGOs / IGOs.



ARTICLE IX: SCIENCE AND TECHNOLOGY ADVISORY GROUP

A. Mandate & Authority

The Science and Technology Advisory Group (STAG) provides GFSI with an expert independent outlook on any science and technology developments that may impact GFSI's food safety activities. This network of multi-disciplinary experts acts as an objective source and review of the evidence underpinning GFSI strategic priorities, decisions, and activities. Facilitated by the GFSI Coalition Team and their appointed Chair, the STAG shall:

- Collect, collate, and analyse information and data, identifying emerging matters related to food safety.
- Produce:
 - a yearly foresight report of scientific and technological developments that may impact food safety and GFSI activities
 - a six-monthly output update/report concerning the critical science and technology insights and trends pertaining to food safety
 - specific briefing documents on request from the GFSI Steering Committee to support the committee's discussions and decision making
 - an annual review and compliance report of all work undertaken in accordance with Annex V
- Maintain a network of experts who may be called upon to join working groups based on the need of the STAG mandate or assignments.
- Deliver quality and independent output within the timeline set by the GFSI Steering Committee.
- Identify potential avenues for further investigation and reporting.
- Initiate research studies, subject to GFSI Coalition Team and GFSI Technical Committee agreement, where there is insufficient data to facilitate a clear understanding of a specific issue.

B. Composition

The members of the STAG are:

- Proven thought leaders and key contributors in their fields. Diversity of thinking is vital, and the participants must be committed to the purpose of GFSI and STAG.
- Independent from industry, typically employed by a university, research institute, or government body.

The members of STAG are not expected to be experts in all areas but to understand the fundamentals of food systems, food safety, and food security. The STAG composition shall satisfy the right balance of discipline, expertise, geography, and diversity of thinking as decided upon by the GFSI Coalition Team. That balance may change based on the needs and current activities within GFSI and on recommendation from the STAG. The number of STAG members may vary based on the needs of the

GFSI and of the STAG itself to deliver its mandate efficiently, but it should comprise of no less than 5 members and no more than 15 members.

C. Members candidacy and appointment process

The STAG members are appointed for three years; they may re-apply for membership after serving for three years. Potential candidates to STAG membership will be communicated to the GFSI Coalition Team and the GFSI Steering Committee / relevant Sub Committees, namely Technical Sub Committee. The STAG Chair shall consider those recommendations and recommend a membership to the GFSI Coalition Team and Technical Committee based on the criteria set in section B. Composition. The GFSI Coalition Team and Technical Committee shall confirm that the proposed composition satisfies the composition criteria of STAG.

D. Meetings and Participation

The STAG works remotely via emails and videoconferences with a minimum of four meetings a year. Expert groups focussed on specific mandates will also meet predominantly remotely, however at a frequency based on the specific assignment and workflow need. In the course of its activities or in the process of delivering against specific mandates, both the STAG and the expert groups may choose to meet face to face if the opportunity presents and providing all other convening criteria can be met.

A draft agenda, where deemed necessary, will be circulated 2 weeks in advance of the meeting and a final agenda no later than 1 week before the meeting.

Papers for meetings will be circulated to members at least one working week prior to the meeting.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Chair of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

Minutes will be taken for all meetings, initially agreed with the Chair and then circulated to members for agreement within 2 weeks of the meeting and final minutes issued no later than 4 weeks after the meeting.

All costs and expenses for participants' participation in any or all activities of the GFSI STAG must be covered by the organisations that they represent.

E. Decision Making

Decisions of the STAG and any expert groups are through data and science-driven consensus amongst the members. The quorum for the STAG and expert group meetings will be over 50% of the members. If this condition is not satisfied, a new session must be scheduled. Furthermore, the GFSI Team or the STAG Chair may determine that attendance indicates a predominance of interest or a lack of critical input and, in such case, may cancel the meeting.

When documents are modified extensively during a meeting, the documents will be subsequently

circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place. Decisions are taken according to the following:

- Seek data-driven and science-based consensus in decision making. Consensus is based on the agreement of all present members.
- When a consensus cannot be reached, members commit to making every effort to determine the best available solution.
- If a solution cannot be identified, the output of the STAG or expert group shall reflect all the divergent opinions, respecting the balance of all perspectives to facilitate GFSI in taking an informed decision.

F. Behaviour and Code of Conduct

STAG Members must commit to adhering to this Article of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI Working Group Statement of Commitment (Annex VIII).

STAG members will be required to re-sign Annex VIII (GFSI Working Group Members Statement of Commitment) every 3 years upon re-appointment to the STAG and when any major changes occur to the GFSI Governance Model and Rules of Procedure affecting the STAG.

STAG members will also be required to submit an annual self-assessment (see Annex IV) detailing their contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the STAG.

G. Relief of Duty

The office of a STAG Member shall terminate in the event of:

- Voluntary resignation.
- Change of employer or retirement.
- Dismissal by the STAG Chair, the GFSI Coalition Team or the GFSI Steering/Technical Committee for failure of a member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above in Article IX.D.

The leaving member and the Chair of the STAG shall agree to any notice period and completion of outstanding work based on the needs of the STAG and the leaving member's circumstances.

The Chair may recommend a replacement for the leaving member to the GFSI Technical Committee based on the criteria set in section B. Composition. The GFSI Technical Committee shall confirm that the new proposed composition satisfies the composition criteria of STAG.

In the event that the Chair, the GFSI Coalition Team and the GFSI Steering/Technical Committee remove and replace a member for reasons such as absenteeism, lack of contribution or lack of respect for the Behaviour and Code of Ethical Conduct, other members of the STAG shall be informed of the circumstances and the record shall be included within the meeting minutes.

H. STAG Chair

H.1 Role and Responsibilities

The Chair's primary role is to report on the STAG's activities to the GFSI Technical Committee, Steering Committee and GFSI Coalition team, ensuring conformance to the GFSI Governance Rules and the delivery of the mandate. The Chair is also expected to deliver the documented outputs of the STAG to GFSI, with input from the STAG members. As such, the chair shall:

- Recommend candidates of the STAG members to the GFSI Coalition Team and the Technical Sub Committee.
- Work with the Technical Sub Committee and the GFSI Coalition Team to ensure that the composition of the STAG is balanced and allows the delivery of the mandate, including reporting on the commitment of all its members tracked through attendance and contribution.
- Ensure that the activities of the STAG match its mandate and report any potential challenges on that matter to the GFSI Coalition Team.
- Decide with the GFSI Coalition Team on the frequency of STAG meetings and email exchanges.
- Chair all meetings, ensuring there is an open and adequate discussion on each agenda item and that those discussions are documented and highly transparent.
- Facilitate decision-making through consensus, as referred to in section E.
- Deliver the documented outputs of the STAG to GFSI as described in the mandate.
- Present the outputs of the STAG to the GFSI Coalition Team and the GFSI Technical Sub Committee / Steering Committee at 6-monthly intervals.

H.2 Appointment process

The Chair of the STAG is appointed on invitation from the GFSI Steering Committee upon recommendation from the GFSI Coalition Team and Technical Sub Committee based on the above criteria. The Chair of the STAG shall:

- Satisfy the criteria set in the section B. Composition.
- Have the skills and competence required to deliver its role and responsibilities. This includes excellent reporting and writing skills, building consensus, organising the work of a large group of people.
- Have extensive experience and knowledge in food safety and science.
- Have an active network in the food safety and scientific communities.
- Be independent of industry, e.g., employed by a university, research institute, or recently retired.
- Be confident in addressing both members of STAG and the GFSI Steering/Technical Sub Committee.

H.3 Term of office and relief of duty

The chair of the STAG is appointed for three years; the incumbent may re-apply for chairmanship after serving for three years. The office of the STAG Chair shall terminate in accordance with the terms for relief of duty of STAG members (see Article IX.G).

I. Expert groups

In accordance with the requirements of the GFSI Steering Committee and with advice from the STAG, Expert Groups may be appointed to support specific mandates or assignments of the STAG. The Expert Group's appointment and rules of governance are in accordance with those defined for the STAG and the appointed Chair of the Expert Group will report to the STAG Chair or a nominated individual from the STAG. The Expert Group's membership will be limited to the lifespan of the specific projects they have been requested to participate in, subject to the eligibility criteria already outlined in section b. If eligible, Expert Group members may participate in multiple working groups.

J. Output Standards

All outputs will be reviewed to ensure that the people involved have the necessary expertise and independence. For each mandate or piece of work, a sub-group of the STAG, independent from the authors of the work, under the guidance of the Chair, will ensure that the necessary guidelines for quality and ethics have been followed. The review will cover the following considerations:

- The rigour and expertise applied to the review (including where appropriate peer review).
- The qualifications, experience, and history of those contributing.
- The independence of the findings.

All studies independent of results and findings will be published as long as they meet the output standards.

ARTICLE X: G2B Organising Group

This Article has been prepared for use if, and when a formal G2B Organising Group is constituted.

As our food network becomes more globalised and interconnected, we have seen increased expectations for greater transparency and integrity as consumers are more aware of issues related to food safety and traceability. There is a growing awareness that we are unable to build a safer and more efficient food supply chain without the support of local and national public partners. Utilising our collective resources, industry stakeholders and governments can work more effectively together to ensure that there are safeguards in place along the entire value chain, from farm to fork, to ensure safe food for people everywhere.

GFSI strategy is made of three strategic outcomes each related to the core activities of GFSI (harmonisation, public-private-partnerships and capability building). The GFSI strategic outcome on public-private-partnership is to ensure that food safety regulators trust that GFSI certification can be used for risk-based resource allocation. In 2016, an annual Government-to-Government (G2G) and Government-to-Business (G2B) meeting, hosted by GFSI, was created jointly with some competent authorities and this now operates annually to further deliver collaboration between all stakeholders.

A. Mandate

The Government to Business (G2B) Organising Group is responsible for planning and implementation of the annual G2B forum.

The G2B forum provides an informal opportunity for public and private sectors to identify and examine areas that could improve food safety outcomes for consumers through greater collaboration. Bringing together regulators and food safety experts from the GFSI private sector community and international organisations, the G2B will focus on finding practical and innovative solutions to challenges faced in ensuring safe food for people everywhere. Through this enhanced dialogue and resulting cooperative effort, the G2B seeks to build trust, stronger constructive relationships and enhance projects between the public and private sectors.

Powered by the CGF, with coordination and logistic support from the GFSI team to implement the G2B forum, in the absence of a formal structure, and budget, the G2B intends to work in a collaborative and inclusive manner with all stakeholders involved for safe food for people everywhere and seeks to increase and broaden the understanding of the important intersection between regulatory oversight and voluntary accredited third-party certification programmes.

In this way, the G2B can act as a catalyst and influencer that can lead to positive developments within other multilateral fora and bilateral initiatives.

Specifically, the Organising Group shall:

- Consider current issues impacting food safety and regulatory oversight and identify subject areas that would benefit from further focused examination. In addition to defining the main thematic areas for discussion, the G2B Organising Group will also determine the most appropriate means (e.g. workshops, plenary etc.) to facilitate the dialogue and identify the logistical requirements.
- Invite and engage, via the food safety network, a broad community of food safety competent

authorities to participate in the G2B forum and working programmes to have a fair participation from regions all over the world.

- Participate in all the preparatory conference calls.
- Attend the GFSI webinars and engage or follow projects where competent authorities are engaged with GFSI for better coordination.
- In addition, GFSI G2B Organising Group members undertake to contribute to the production of an Annual Review and Compliance Report (Annex V).
- The G2B Organising Group will work in collaboration with the PPPs Sub Committee and will report on its activities to the Steering Committee at 6-monthly intervals.

The G2B Organising Group Members must commit to adhering to this Article of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI G2B Organising Group Statement of Commitment (Annex X) upon appointment and re-appointment to the Group.

B. G2B Group Composition

The work of the G2B Organising Group will be overseen by two Co-Chairs from the Public Authority and the GFSI Steering Committee, supported by a secretariat provided by the Global Food Safety Initiative (GFSI) Coalition Team.

In addition to the Co-Chairs of the Steering Committee who are *ex officio* members of the Group, the membership is open to individuals who meet the following profile criteria;

- GFSI Steering Committee Members – GFSI Coalition Team members can represent GFSI Steering Committee members when necessary
- Regulators able to demonstrate senior management commitment from their organisation to engage on this project, its aims and objectives
- Regulators from national competent authorities with adequate technical expertise on food safety legislation/regulation, official controls/enforcement, risk assessment and risk management. Specifically, they should be involved, or influence the planning/implementing of food inspections.
- Policy and programme officials or food safety experts from intergovernmental organisations (e.g. FAO, World Bank, WTO, WHO) who agree to share existing practices among peers and food safety experts to promote safe food for people everywhere.

Group members must demonstrate the following;

- Have a willingness to engage and work openly with the industry for the greater good of improving regulatory compliance of food business operators via their food safety systems and accredited third-party certification.
- Have the ability to be engaged on the project throughout its entire duration.
- Commit to the GFSI outcome to build trust in GFSI so that food safety regulators trust that GFSI certification can be used for risk-based resource allocation.
- Ability to take decisions in the name of the organisation.
- Provide foresight and strategic thinking in their deliberations.

C. Members candidacy and appointment process

The GFSI Coalition Team will launch a call for participation to its public stakeholders to be part of the G2B Organising Group. Appointment to the Group will be made by the GFSI Coalition Team in consultation with the GFSI Steering Committee or relevant Sub Committee, where necessary based on the following;

- The ability of the individual to meet the criteria defined in Section B (above)
- Ensuring an appropriate regional balance
- Ensuring an appropriate balance of relevant jurisdictions including International Standard Setting bodies

In addition, the composition of the G2B Organising Group is reviewed each year and continued involvement will be dependent on the above criteria and evidence of the following:

- Active participation of its members
- Delivery of the Group mandate and the annual objectives
- Has demonstrated alignment between the organisation and GFSI strategic objectives

Following the final selection of members, the group shall be closed to new members until the G2B yearly cycle is over.

D. Term of Office

Group members serve a term of 1 year, renewable each year. Their involvement is reviewed by the GFSI Coalition Team annually and may be terminated if they are not contributing to or fulfilling the role of a member as defined in C. (above).

E. Meetings and Participation

Monthly videoconferences will be a maximum of two hours duration and be held from October to March.

A call for agenda items, where deemed necessary, is made to members two weeks in advance of a videoconference, and the Co-Chairs will approve the final agenda.

A final agenda and papers for meetings are circulated to members at least one working week prior to the meeting.

Meeting minutes are prepared and circulated to members by the secretariat, once approved by the Co-Chairs within two weeks of the meeting. Final minutes are issued no later than 4 weeks after the meeting. Minutes receive final approval at the following videoconference.

Key outcomes from meetings are communicated through the GFSI website as necessary.

The Organising Group may be called upon to provide direction to the GFSI Coalition Team on related logistical issues such as invitations, promotion, interpretation.

The working language of the Organising Group is English.

Members of the Organising Group are expected to:

- Commit to the GFSI outcome to build trust in GFSI so that food safety regulators trust that GFSI certification can be used for risk-based resource allocation
- Demonstrate and sustain their commitment to the advancement of the group mandate
- Engage actively and work openly with all members of the Group to plan and implement a successful annual G2B forum.
- Consider the interests of all potential G2B participants across the international community.
- Provide foresight and strategic thinking in their Group deliberations.
- Engage their organisations and other organisations and jurisdictions in participating to the G2B when necessary

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Co-Chairs of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

All costs and expenses for participants' participation in any or all activities of the G2B Organising Group must be covered by the organisations that they represent.

F. Decision Making

The Group Co-Chairs will facilitate decision-making through consensus amongst the Group. For a Group to take place a quorum must be reached. The quorum is reached when more than 50% of Group members are present. If this condition is not satisfied, a new meeting with a quorum must be scheduled or if the meeting cannot be rescheduled any decisions agreed must be referred to those Group members not present for ratification in accordance with the decision making criteria (below). Furthermore, the Group Co-Chairs and GFSI Coalition Team may determine that attendance indicates a predominance of interest for any single stakeholder group, and in such case, may cancel the meeting.

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

Decisions are taken according to the following:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the scope or remit of the Group must be referred back to the GFSI Coalition Team and GFSI Steering Committee for approval to change the scope.
- Decisions should as far as possible be by consensus i.e. all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached on a proposed activity at Group level, decisions will be put to a vote (one vote per member). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds are in favour and provided that there is a sufficient critical mass of members committing to implement then the action will be taken as agreed.
- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Co-Chairs of the Group but may also appeal to the GFSI Steering Committee.
- If a recommended action fails to achieve the two thirds majority, the Co-Chairs or GFSI Coalition Team may choose to escalate the issue to the GFSI Steering Committee.
- If the GFSI Steering Committee cannot reach a consensus or a two thirds majority, then the

proposed action will lapse.

G. Behaviour and Code of Conduct

Group Members must commit to adhering to this Article (X) of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV.

H. Relief of Duty

The office of a Group Member shall terminate in the event of:

- Voluntary resignation.
- Change of employer or retirement.
- Dismissal by the Group Co-Chairs, the GFSI Coalition Team or the GFSI Steering Committee for failure of a Group member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above in Article X.G.

In the event that an individual fails to achieve the agreed levels of commitment, that member will be dismissed from the group and appropriate alternative nominations to the Group shall be made by the Group, GFSI Coalition Team or the GFSI Steering Committee.

In the event that the Co-Chairs, the GFSI Coalition Team and the GFSI Steering Committee remove and replace a member for reasons such as absenteeism, lack of contribution or lack of respect for the Behaviour and Code of Ethical Conduct, other members of the Group shall be informed of the circumstances and the record shall be included within the meeting minutes.

I. Co-Chairs

I.1 Appointment

The three Co-Chairs of the G2B comprise the current GFSI Steering Committee Co-Chairs, one from a retail CGF member and one from a manufacturer CGF member, and a Co-Chair from the Public Authority. The Co-Chair from the Public Authority will be appointed from amongst the Public Authority representatives on the Group by consensus. If consensus cannot be reached, the GFSI Coalition Team will appoint a Co-Chair.

In order to deliver their duties, it is a requirement that the Co-Chairs be fluent in English.

The Co-Chairs shall:

- Chair the Group Meetings. To this end, they are responsible for opening and closing the meetings, steering discussions, ensuring observance of the rules, announcing voting decisions, reviewing meeting agendas, working papers and minutes, and reporting to the GFSI Coalition Team.
- Ensure that the Group operates to the agreed mandate and where matters extend beyond its perceived remit to escalate this to the GFSI Coalition Team.
- Ensure that the views of all Group members are reflected in discussions and decisions.
- Ensure that notes are taken by a member of the Group (rapporteur) and they must approve

meeting notes as a true record of meetings.

- Ensure efficient and effective meetings of the Group.
- Consider the work programme and form subgroups to deliver specific work items where necessary and relevant, and with the approval of the GFSI Coalition Team.
- Ensure that new members participate in a comprehensive induction process.
- Determine with the GFSI Coalition Team whether meeting attendance indicates a predominance of interest for any single stakeholder group.
- Work with the GFSI Coalition Team and the GFSI Steering Committee to ensure that the composition of the Group is balanced and that the commitment of all its members is tracked through attendance and activity.
- Report back, with support from the rapporteur and the GFSI Coalition Team, to the GFSI Steering Committee on the progress and impact of the Group's work at 6-monthly intervals.
- Submit an annual self-assessment (see Annex IV) detailing their group and each member's contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the Group

In the absence of a Co-Chair from the Public Authority or the GFSI Steering Committee, a meeting may not proceed. In the absence of one of the Co-Chairs of the GFSI Steering Committee, the meeting may proceed under the Chairmanship of a single GFSI Steering Committee Co-Chair.

I.2 Term of office

No maximum term is defined for the G2B Group Public Authority Co-Chair, but their involvement will be reviewed by the GFSI Coalition Team annually and may be terminated if they are not contributing to or fulfilling the role of a member as defined above. The maximum term of the G2B Group GFSI Steering Committee Co-Chair is defined by their term in office as the GFSI Steering Committee Co-Chairs and termination of office on the GFSI Steering Committee results in termination of office on the G2B Group.

At the end of a Group member's term(s) as Co-Chair, they may remain as a G2B Group member for the remainder of their term as governed by the G2B Group member term limits.

I.3 Behaviour and Code of Conduct

Group Co-Chairs must commit to adhering to the same conditions as required for Group members (Article X.G.)

I.4 Relief of duty

The conditions for the Relief of Duty of the Co-Chairs are the same as for the Group members as outlined in Article X.H. A Co-Chair could also be released of their duty should they fail to perform their duties effectively as outlined in Article X.I.1.

ARTICLE XI: CB2B Organising Group

Certification Bodies (CBs) are key stakeholders for the effective implementation of certification programmes recognised by GFSI, managing the operational aspects of the audit and certification process. CBs have invaluable insight into the execution of GFSI recognised certification programmes through their delivery of audits and their interaction with certification programme owners (CPOs) and their respective schemes.

GFSI, as an industry-led Coalition of Action of The Consumer Goods Forum, brings together businesses, the end users of the certification programmes, seeking to make strategic decisions based on the results of the certificated audit. GFSI also has extensive knowledge of the CPOs, their schemes, and their governance.

A collaborative relationship between GFSI, businesses and Certification Bodies is essential to deliver a sustainable approach to certification, to develop a culture of continuous improvement and instil trust in food safety management system certification across the entire food system.

To facilitate this collaborative approach, and as part of the GFSI stakeholder engagement plan (GFSI Governance Model and Rules of Procedure Article IV), GFSI will provide a platform for CBs and Businesses to partner and contribute towards a shared aspiration of safe food for people everywhere through the CB2B Organising Group and its activities.

A. Mandate

The aim of the CB2B Group is to share insights between Certification Bodies and businesses to improve the operational and strategic delivery of audits certified to recognised GFSI certification programmes and to enhance trust in the third party certification services thereby achieving the GFSI's harmonisation goal of "once certified, accepted everywhere".

The CB2B Organising Group is responsible for:

- Selecting areas of interest for collaboration between both parties in alignment with GFSI's mission and strategic objectives
- Developing an annual business plan in accordance with Annex VII of the Governance Model and Rules of Procedure
- Establishing Task Groups to progress identified areas of collaboration and coordinating the selection of Task Group members in accordance with the principles specified below
- Preparing a 6-monthly summary of activities, findings and conclusions from Task Groups for submission to the GFSI Steering Committee to provide input into strategic discussions on audit and certification
- Producing a yearly Review and Compliance Report on CB2B activities aligned to the GFSI format detailed in Annex V
- Planning and implementing the annual CB2B Forum
- Monitoring the delivery of Task Groups to the agreed plan and reviewing outputs prior to submission to the GFSI Steering Committee
- Ensuring adherence of all participants of the CB2B Organising Group and Task Groups to the GFSI Governance Model and Rules of Procedure, including the Ethical Code of Conduct and Statement of

Commitment

- Ensuring members of the CB2B Organising Group and Task Groups act as representatives of their respective community seeking views on input into discussions and providing feedback of output within the constraints of confidentiality
- Work in collaboration with members of the GFSI Steering Committees or GFSI Technical Committee through Co-Chairs of the Organising Group or formed Task Group depending on selected topics assigned to respective Groups.

GFSI, through the CGF, will provide logistic and technical secretariat support to ensure the effective delivery of the CB2B Organising Group and Task Groups. This support may be delegated to members of the Organising Group or the Task Groups



Figure XI.1: Reporting structure of the CB2B Organising Group and Task Groups

B. CB2B Organising Group and Task Group Composition & Appointment Process

B.1 CB2B Organising Group

The CB2B Organising group will be composed of a maximum of 6 representatives of the CB community and 6 representatives of businesses (retailers and manufacturers) and will always include the same number of CB and business representatives. A call for membership will be issued by the GFSI Coalition Team. The GFSI Coalition team will initiate a call for participation among their stakeholders satisfying the below eligibility criteria; applicants must be signatories of the GFSI Coalition of Action or designated by the CB communities as their representatives. Applications will be reviewed by the GFSI Coalition Team and the GFSI Technical Sub-Committee and proposals submitted to the GFSI Steering Committee for approval. The GFSI Steering Committee will also review the proposed composition of the CB2B Organising Group with a view to issues such as balance and diversity. The work of the CB2B Organising

Group will be overseen by 2 Co-Chairs: 1 business (retailer or manufacturer) representative, and 1 CB representative nominated and approved in accordance with Section H (below).

Membership is open to individuals who meet the following criteria:

- CGF members who are signatories to the GFSI Coalition of Action, or CB representatives
- Ability to take decisions in the name of the organisation they represent
- Ability to act as a representative of the wider community of businesses / CBs
- Foresight and strategic thinking in the application and use of GFSI recognised food safety certifications programs.

B.2 Task Groups

A public call for participation to Task Groups will be issued by the GFSI Coalition Team on behalf of the CB2B Organising Group. Appointment to the Task Groups will be made by members of the CB2B Organising Group and GFSI Coalition Team in consultation with the GFSI Technical Sub Committee or Steering Committee, where relevant based on the following:

- The ability of the individual to meet the criteria defined in Section B (above) aligned with their knowledge and experience to support the delivery of the Task Group's mandate
- Ensuring an appropriate balance of all parties involved

Task Groups can include experts specifically identified and appointed for their subject matter expertise by the Organising Group in consultation with the GFSI Coalition Team and GFSI Steering Committee or relevant Sub-Committee.

Task Groups will have 2 Co-Chairs, 1 from a retailer / manufacturer and 1 from a CB, nominated and approved in accordance with Section H (below).

B.3 Review of Composition

In addition, the composition of the CB2B Organising Group and subsequent Task Groups will be reviewed each year and continued involvement will be dependent on the above criteria and evidence of the following:

- Active participation of its members
- Delivery of the Group mandate and the Business Plan
- Demonstrable alignment between the organisation and GFSI strategic objectives.

Following the final selection of members, the CB2B Organising Group and Task Group shall be closed to new members until the CB2B yearly cycle is over or if resignations necessitate appointment between cycles.

C. Term of office

Members of the Organising Group are appointed for a term of 3 years at which point a further call for participation will be issued and those meeting the defined criteria will be proposed and approved in accordance with Section B (above). Members can be re-appointed via this process on an unlimited number of occasions. Task Group members are appointed for the duration of the Task Group or 3 years, whichever is the shortest.

D. Meetings and participation

The CB2B organising group shall meet at least bi-annually to determine the main agenda for the year and validate the continuation of CB2B Task Group activities.

Plenary sessions will be organised at least annually to present the outcome of CB2B Task Groups, review and validate progress, and redefine activities where applicable. All members of the CB2B Group will be invited to the plenary sessions.

Task Groups will meet as frequently as required to deliver their specific mandate assigned by the Organising Group. The following apply to meetings of the CB2B Organising Group and meetings of any CB2B Task Group.

Meetings and/or video call durations shall not exceed 2 hours without a break.

The working language of the CB2B forum will be English.

D.1 Agenda

Agenda items are agreed between the Co-Chairs and the GFSI Coalition Team; a draft agenda, where deemed necessary, is circulated to the CB2B Organising Group / Task Group 2 weeks in advance of the meeting.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV of the GFSI Governance Model and Rules of Procedure. The Co-Chair of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

D.2 Attendance at meetings

Attendance will be subject to the approved list of participants received prior to the actual meeting. Active participation during the meeting is expected. Members must participate in at least two thirds of meetings and calls each year, either in person or via teleconference, or their membership will be reviewed.

If a member is unable to attend a meeting, the individual is responsible for informing the Co-Chairs and GFSI Coalition Team before the meeting. In addition, they shall send to the Co-Chairs and the GFSI Coalition Team the following:

- An update on any actions agreed in previous meetings.
- Comments on any materials planned for review during the meeting.
- Comments and approval of the previous meeting's minutes.

D.3 Meeting pre-read

A final agenda and any papers for pre-reading will be circulated to the members at least one working week prior to the meeting.

D.4 Meeting minutes

Minutes be taken for all meetings, initially agreed with the Co-Chairs and then circulated to members for agreement within 2 weeks of the meeting and issued no later than 4 weeks after the meeting. Minutes will receive final approval at the following meeting.

Minutes will be prepared and circulated by the GFSI Coalition team for the Organising Group, and by an individual designated secretary within the respective Task Group.

All costs and expenses for participants' participation in any or all activities of the meetings must be covered by the organisations that they represent.

E. Decision making

The Chair(s) facilitate decision-making amongst the Group. The objective in decision making is to reach a consensus amongst the Group.

For a meeting to take place a quorum must be reached and at least one of the Co-Chairs must be present. The quorum is reached when more than 50% of Group members are present. If this condition is not satisfied, a new meeting with a quorum must be scheduled or if the meeting cannot be rescheduled any decisions agreed must be referred to those Group members who are not present for ratification in accordance with the decision-making criteria (below). Furthermore, the Group Co-Chairs and GFSI Coalition Team may determine that attendance indicates a predominance of interest for any single stakeholder community, and in such a case, may cancel the meeting.

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

Decisions are taken according to the following:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the scope or remit of the Group must be referred for approval to change the scope to the GFSI Coalition Team and
 - the GFSI Steering Committee in the case of the Organising Group
 - the CB2B Organising Group in the case of any CB2B Task Groups
- Decisions should as far as possible be by consensus i.e., all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached on a proposed activity at Group level, decisions will be put to a vote (one vote per member). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds are in favour and if there is a sufficient critical mass of members committing to implement then the action will be taken as agreed.
- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Co-Chairs of the Group but may also appeal to the GFSI Steering Committee.
- If a recommended action fails to achieve the two thirds majority, the Co-Chairs or GFSI Coalition Team may choose to escalate the issue to the GFSI Steering Committee.
- If the GFSI CB2B Group cannot reach a consensus or a two thirds majority, then the proposed action will lapse.

F. Behaviour and code of conduct

CB2B Group Members must commit to adhering to this Article (XI) of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV.

CB2B Group members will be required to re-sign the GFSI CB2B Group Statement of Commitment every 3 years and when any major changes occur to the GFSI Governance Model and Rules of Procedure affecting the CB2B Group.

CB2B forum members will also be required to submit an annual self-assessment (see Annex IV) detailing their group and each member's contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the CB2B Group.

G. Relief of duty

The office of a Group Member shall terminate in the event of:

- Voluntary resignation
- Change of employer or retirement.
- Dismissal by the Group Co-Chairs, the GFSI Coalition Team or the GFSI Steering Committee for failure of a Group member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above in Article XI.G.

In the event that an individual fails to achieve the agreed levels of commitment, that member will be dismissed from the group and appropriate alternative nominations to the Group shall be made by the Group, GFSI Coalition Team or the GFSI Steering Committee.

In the event that the Co-Chairs, the GFSI Coalition Team and the GFSI Steering Committee remove and replace a member for reasons such as absenteeism, lack of contribution or lack of respect for the Behaviour and Code of Ethical Conduct, other members of the Group shall be informed of the circumstances and the record shall be included within the meeting minutes.

H. Co-chairs

H.1 Appointment

The work of the CB2B Organising Group will be overseen by 2 Co-Chairs; 1 business (retailer or manufacturer) representative who is a signatory to the GFSI CoA, and 1 CB representative. The business representative will be nominated by the GFSI Technical Sub-Committee and approved by the GFSI Steering Committee. The CB representative will be nominated by the CBs collectively and approved by the GFSI Steering Committee (or their mandated Sub-Committee).

To deliver their duties, it is a requirement that the Co-Chairs be fluent in English.

The Co-Chairs shall:

- Chair the Group Meetings. To this end, they are responsible for opening and closing the meetings, steering discussions, ensuring observance of the rules, announcing voting decisions, reviewing

meeting agendas, working papers and minutes, and reporting to the GFSI Coalition Team.

- Ensure that the Group operates to the agreed mandate and where matters extend beyond its perceived remit to escalate this to the GFSI Coalition Team.
- Ensure that the views of all Group members are reflected in discussions and decisions.
- Ensure that notes and minutes are taken by a member of the group, and they must approve meeting minutes as a true record of meetings.
- Ensure efficient and effective meetings of the Group.
- Consider the work programme and form Task Groups to deliver specific work items where necessary and relevant, and with the approval of the GFSI Coalition Team.
- Ensure that new members participate in a comprehensive induction process.
- Determine with the GFSI Coalition Team whether meeting attendance indicates a predominance of interest for any single stakeholder group.
- Work with the GFSI Coalition Team and the GFSI Steering Committee to ensure that the composition of the Group is balanced and that the commitment of all its members is tracked through attendance and activity.
- Report back with the GFSI Coalition Team to the GFSI Steering Committee on the progress and impact of the Group's work at 6-monthly intervals.

H.2 Term of office

Co-Chairs are appointed for the duration of the planned Group's activities, or a maximum of three years, renewable. At the end of three years, a Working Group Chair may be re-appointed for a further three-year term following the appointment process described in h.1. At the end of the term as Co-Chair, they may remain as an Organising / Task Group member for the remainder of their term as governed by the Organising / Task Group member term limits.

H.3 Behaviour and Code of Conduct Group

Co-Chairs must commit to adhering to the same conditions as required for Group members (Article XI.F.)

H.4 Relief of duty

The conditions for the Relief of Duty of the Co-Chairs are the same as for the Group members as outlined in Article X.G. A Co-Chair could also be released of their duty should they fail to perform their duties effectively as outlined in this Article.

ARTICLE XII: GFSI CODEX Working Group

The GFSI Codex Working Group is a group of food regulatory experts with a wide geographical representation. This Working Group defines and provides relevant strategy for Codex agendas as well as horizon scanning for the GFSI Board.

A. Mandate

A.1 Purpose

Under the authority of the GFSI Steering Committee, the GFSI Codex Working Group is established with the purpose of elevating the recognition of GFSI's mission amongst International Governmental Organisations and government delegates by demonstrating GFSI's leadership in the food safety ecosystem. The Working Group develops, engages and advocates GFSI positions as developed by member companies using a science-based approach to advance safe food for people everywhere.

A.2 Deliverables

Recommendations to the GFSI Steering Committee:

- Horizon scanning and advice on emerging issues to be addressed, particularly within international standards setting bodies e.g. OIE (World Organisation for Animal Health), IPPC (International Plant Protection Convention), Codex Alimentarius Commission, and the parent organizations of the latter (FAO, WHO).
- Advocacy strategy.
- Provide feedback to the GFSI Steering Committee regarding the impact of Codex discussions on GFSI activities.

Development of GFSI positions:

- Collect feedback from internal technical experts within member companies and the GFSI Local Groups (LGs), when necessary, to prepare draft GFSI positions.
- Write draft GFSI positions.
- Ensure consistency with the work of other GFSI Working Groups (WGs)/Sub Committees.
- Disseminate GFSI positions to relevant stakeholders when necessary.
- Share GFSI positions in the appropriate Codex platform (e.g., plenary meeting, or the physical/electronic working groups).

Relationship with GFSI Working Groups, Sub Committees, Local Groups:

- Review recommendations/positions from GFSI WGs and LGs and advise the GFSI Steering Committee regarding content related to Codex matters (including work related to Codex regional Committees).
- Support and advise GFSI WGs and LGs addressing issues related to Codex and to international standards setting bodies (OIE, IPPC, Codex) and governing agencies (FAO, WHO).
- To increase the outreach of GFSI positions, GFSI Local Groups will be encouraged to advocate final GFSI Codex Committee positions with the relevant national stakeholder (e.g., National Codex

Delegation).

In addition, the GFSI Codex Working Group will report on activity at 6-monthly intervals to the GFSI Steering Committee and will contribute to the production of an Annual Review and Compliance Report (Annex V)

B. Working Group composition

The GFSI Codex Working Group will be made of a maximum of 11 member representatives further to the guidelines below for representation:

- The Working Group is open to retailers, manufacturers, food service companies and producers who have been (for their CODEX expertise) invited and/or validated by the GFSI Steering Committee or GFSI PPP Sub-Committee, with priority being given to GFSI Steering Committee and CGF member companies.
- The Working Group must commit to comply with the Codex governance rules for Observers.
- At the beginning of each year, the composition of the Working Group will be reviewed by the GFSI Coalition Team and the GFSI PPP Sub-Committee.
- Each company at the GFSI Codex Working Group will have one seat and one representative within the Working Group. This seat is allocated solely to the official GFSI Codex Working Group company representative and a company cannot send a substitute company representative for the meetings / calls. In case of a highly technical position which requires the expertise of an internal expert from a member company who is not the company's official representative on the Committee, the following conditions apply:
 - the GFSI team, the members of the Working Group and the official representative of the company will collectively agree the specific call that the internal expert can join.
 - all representatives other than the official member of the company, must have been on-boarded beforehand by the official company representative regarding Codex, the GFSI Codex Working Group and GFSI.
- If a member of the Working Group is a member of another observing organisation at Codex, then they shall be required to declare this information at the beginning of their tenure. An interested Codex Committee candidate can be refused to join the GFSI Codex Working if they are representing other organisations that contradicts the CGF and GFSI values and antitrust rules.
- GFSI will only admit Codex Committee members who are part of other organisations that share the same non-competitive, collaborative and safe food for people everywhere values.

In addition, the Chair of the Working Group, in collaboration with the GFSI team, may invite representatives of GFSI's Working Groups and Local Groups, academia or persons qualified in the matters to be discussed, with a view to informing a specific meeting.

C. Election Process

C.1 Nomination / candidacy

Interested parties wishing to apply for the GFSI Codex Working Group may submit to the GFSI Coalition Team a personal and company profile with a letter of motivation, outlining their suitability and support from their senior management, to join the Working Group.

- Nomination to the Working Group is personal; no substitute for GFSI Codex Working Group membership is allowed.

- In developing its recommendations, the GFSI Steering Committee or GFSI PPP Sub-Committee will aim to ensure that the full Working Group post-nomination will:
 - Satisfy the composition rules laid in this Article.
 - Ensure sufficient continuity so that the collective memory of the Working Group is not lost. No more than 50% of the Working Group should be renewed at once.

C.2 Appointment process

- The GFSI Coalition team will prepare a list of other potential Working Group members including any applications received voluntarily or following a proactive approach based on recommendations from the Working Group members or the GFSI Steering Committee / GFSI PPP Sub-Committee, as long as it is believed the candidate could contribute to the effectiveness of the Working Group.
- The GFSI PPP Sub-Committee will review all the proposed candidates and compose a recommended nomination list, to be put forward to the GFSI Steering Committee. They will take into account all of the nomination criteria described below.
- The GFSI Steering Committee will vote yes, no or abstention, against this list with a vote of over 50% being required to approve the submission and with at least 75% of Steering Committee members voting.
- If the proposed list is rejected, reasons for the rejections will be provided by the GFSI Steering Committee to the GFSI PPP Sub-Committee.
- Written assurance on the independence and objectivity of the election process is available upon request by contacting the GFSI Coalition Team.

C.3 Eligibility criteria

Everyone on the proposed list must:

- Represent one of the types of organisations listed in the “Working Group Composition” section of this Article.
- Be an active member of the organisation they represent at the time of their nomination.
- Have expertise in Codex matters within their organisations and a strong knowledge of the relevant Codex Committees.
- Understand Codex issues related to international standards, including Codex, certifications, accreditations and GFSI ways of working.
- Have authority to endorse GFSI positions on behalf of their company and sign and adhere to the GFSI Codex Working Group Statement of Commitment (Annex XI).
- Commit to the Behaviour and Code of Conduct as described in Section G (below).
- Be able to travel to the GFSI Conferences/Government to Business (G2B) Meetings.

C.4 Terms of Office and Re-election

Working Group members are initially appointed for 3 years with the possibility to renew their term for a further 3 years. All current Working Group members are eligible for re-election after their first term. Following two terms of service they must resign from their position. In exceptional circumstances, if a suitable alternative representative cannot be found, a Working Group member can be considered for a maximum of 3 terms subject to agreement by the GFSI PPP Sub-Committee and re-election by the Steering Committee as described above.

D. Meetings and Participation

Physical meetings will be held twice a year.

Where possible, GFSI Codex Working Group meetings should be held in conjunction with GFSI Steering Committee meetings, GFSI WG meetings, LG Focus Days (one-day conferences) or Codex meetings to allow the forum to liaise with the WGs and the LGs. Each year, one meeting will be held in conjunction with the Global Food Safety Conference and the Government to Business (G2B) meeting.

Active participation during the meeting is expected. Working Group members must participate in at least two thirds of meetings and calls each year, either in person or via teleconference, or their seat on the Working Group will be reviewed.

If a member is unable to attend a meeting, the individual is responsible for informing the Chair and GFSI Coalition Team before the meeting. In addition, they shall send to the Chair and the GFSI team the following:

- An update on any actions they agreed to in the previous meeting.
- Their comments on any materials planned for review during the meeting.
- Their comments and approval of the previous meeting's minutes.

In the absence of the Chair, the meeting can proceed under the chairmanship of the Vice-Chair.

Calls organised by GFSI fall into one of three categories:

- Ad hoc conference calls should be organised as soon as relevant Codex documents in line with the GFSI Codex Dashboard are released for comments.
- Quarterly calls should be organised to discuss horizon scanning, outreach efforts and other topics of relevance. Minutes should be recorded by GFSI for these calls.
- Additional meetings and conference calls may be organised with the agreement of half of the Working Group members and with the knowledge and approval of the GFSI Coalition Team.

All costs and expenses for Working Group members' participation in any or all GFSI activities must be covered by the organisations that they represent.

The GFSI Codex Working Group Chair will prepare, where deemed necessary, a draft agenda for each meeting with the support of the GFSI Coalition Team and circulate to members within 2 weeks of the meeting. Working Group members may submit items for inclusion on the agenda. The final agenda and the relevant documents will be issued to the Working Group at least one week before meetings.

Minutes will be taken for all meetings, initially agreed with the Chair and then circulated to members for agreement within 2 weeks of the meeting and issued no later than 4 weeks after the meeting.

E. Decision-Making Process

For a Working Group meeting to take place a quorum must be reached. The quorum is reached when more than 50% of the Working Group members are present. If this condition is not satisfied, a new meeting with a quorum must be scheduled or if the meeting cannot be rescheduled any decisions taken must be referred to those members not present for ratification in accordance with the decision making criteria (below).

When documents are modified extensively during a meeting, the documents will be circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place.

The decision-making process is as follows:

Post CAC Meeting:

1. The GFSI Codex Working Group will agree after each CAC meeting which relevant Codex work items will be monitored on the GFSI Codex Dashboard. This decision will be validated by the GFSI Coalition Team and the GFSI Steering Group Members of the Public Private Partnership (PPP) Sub-Committee if necessary.
2. The GFSI Codex Working Group will prepare an annual report, in line with Annex V of the Governance Model and Rules of Procedure, highlighting the key accomplishments that will be shared with the GFSI Steering Committee.

At the publication of a relevant Codex document which is in line with agreed work items on the GFSI Codex Dashboard:

3. The GFSI Coalition Team will ensure that the Codex document for comments will be sent to the GFSI Codex Working Group within 2 business days of Codex notification with:
 - a. the Codex document to comment.
 - b. the draft GFSI template that will be used to write the GFSI position.
 - c. any other relevant document to support comments from members.
 - d. the deadline for the members to comment.
 - e. the date, time, dial-in details for an alignment call with the GFSI Codex Working Group members.

Submission of the inputs from the members to build the GFSI Codex Committee positions shall be:

- Written and shared by the members of the Working Group through the collaborative online tool: Google Drive provided by the CGF.
- Be visible for every other member company of the GFSI Codex Working Group as part of GFSI's non-competitive approach in order to promote inclusiveness and transparency within the Working Group.
- Be submitted a minimum of 2-3 working days prior to an alignment call in order to allow the GFSI Coalition Team to review, consolidate and draft a position prior to the call.

Process for the alignment calls to build the GFSI Codex Working Group:

- Only the comments and inputs received in time prior to the alignment call will be considered by the GFSI Coalition Team.
- Once the GFSI Coalition Team has received the comments and inputs from the members and based on the comments received, if certain specific experts from within the member companies of the GFSI Codex Working Group are needed, the GFSI team will inform the members of the Working Group that the technical expert will join the relevant call. Official Working Group representatives are not obliged to join the specific call, if their technical expert is joining the call. However, the technical expert must have been onboarded beforehand by the official company representative regarding Codex, the GFSI Codex Working Group and GFSI before they can join the specific call.
- All members that are unable to join the call and who have not submitted positions prior to the call, by default, agree to the outcome of the alignment call.
- Following the call, the draft position will be distributed, and any objections must be received within the timeline agreed during the call. It shall be understood that no explicit objection means acceptance of position.

Decisions are taken according to the following process:

- All members are expected to participate in decisions.
- Decisions that are not consistent with the Mandate must be referred back to the GFSI Coalition

Team for approval to change the Mandate / Charter.

- Decisions should as far as possible be made by consensus i.e. all members agree to support the decision even if it is not their preferred option.
- If consensus cannot be reached at Working Group level, decisions will be put to a vote (one vote per company). In the spirit of maintaining a bias to action, if a balanced majority of more than two thirds of attendees are in favour then the action will be taken as agreed. This balanced majority must include a reasonable balance of manufacturers and retailers.
- If a member of the minority opposed to action has concerns about the decision, they should seek to resolve them in the first instance with the Chair, and they may also appeal to the GFSI Coalition Team.
- If a recommended action fails to achieve the two thirds majority, the Chairs and GFSI Coalition Team may choose to escalate the issue to the GFSI PPP Sub-Committee or the GFSI Steering Committee.
- If the GFSI Sub-Committee/Committee cannot reach a consensus or a two thirds majority, then the proposed action will lapse.

F. GFSI Codex Positions

- GFSI Codex positions shall be based on CGF's antitrust rules and collaborative values.
- GFSI Codex positions shall always seek and be in line with GFSI's mission "safe food for people everywhere".
- The content of GFSI Codex positions should consider the latest version of the GFSI Benchmarking Requirements and all the GFSI technical guidelines publicly available.
- GFSI Codex positions shall never be an exact replica of other organisations' positions. The GFSI Codex Working Group, even if it is in complete agreement with another organisation's position, shall always maintain its unique stance which is to defend safe food for people everywhere with exemplar food safety management systems practices through accredited third-party certification programmes. This position shall always be reiterated according to GFSI's branding and wording format under the leadership of the GFSI Coalition Team.

G. Behaviour and Code of Conduct

Working Group members shall be actively engaged in the GFSI Codex Working Group, contributing to the objectives of the Working Group in the form of expertise and support. "Actively" means actual collaboration (contribution to position papers) or participation. Members shall commit to accomplishing the tasks which have been assigned to them and to which they have agreed.

Working Group members must sign and endorse the "GFSI Statement of Commitment" (Annex XI) and re-sign this upon re-appointment. They shall be:

- Responsive to the GFSI Steering Committee / PPP Sub-Committee's direction and / or guidance.
- Complete the GFSI Codex Working Group onboarding session upon admission to the Working Group.
- Prepared, engaged, constructive and collaborative.
- Using the GFSI collaborative tool to work online with their peers and with the GFSI team.
- Prompt, and timely in decision-making.
- Supportive of decisions, once agreed.
- Fair and participative in formal voting, decisions and approval of minutes.
- Maintain confidentiality of any decisions that have not been officially agreed upon.

- Be compliant with those bylaws, with Codex bylaws/procedures and code of practice

Any member of the GFSI Codex Working Group can inform members of the Working Group or GFSI Steering Committee or GFSI Coalition Team regarding behaviours that are going against GFSI's non-competitive/antitrust rules and collaborative approach as well as any breach to aforementioned bylaws.

Rules for representing GFSI in Codex's meetings:

- GFSI works in full transparency with all its partners and wants to ensure all Codex rules and bylaws for Observers are properly observed by its members at Codex. Therefore, all GFSI positions will be made public and are shared on the Codex platform.
- GFSI will also be transparent to Codex regarding the representation of its GFSI Codex Working Group members during Codex meetings and will inform Codex when one of its Working Group members is not participating in the name of GFSI but in the name of another organisation, when GFSI sees this as necessary to inform Codex.
- All members of this Working Group shall normally be observers at Codex Committees' meetings under the GFSI/ CGF banner and no other organisations banner unless there is an agreement before the meeting about which banner the Working Group member will represent in order to allow a balance among several observing organisations at Codex.
- Any GFSI Codex Working Group member representing GFSI at the Codex meetings can only take the position which has been agreed at the GFSI Codex Working Group level or can only make interventions in line with the GFSI's mission.
- GFSI will allow only Codex Working Group members who are part of other organisations sharing the same non-competitive, collaborative and safe food for people everywhere values.

Observers to the GFSI Codex Working Group:

- GFSI usually allows a maximum of two observers to each of its working group meetings, observers in this Working Group will be allowed only if the GFSI Coalition Team and members of this Working Group collectively agree.

H. Relief of Duty

The office of a Working Group member shall terminate in the event of;

- Voluntary resignation.
- Significant change of position within their company.
- Change of employer or retirement.
 - In case of change of employer the member participation shall be re-assessed and re-validated by the GFSI Steering Committee or GFSI PPP Sub-Committee with the validation of the Working Group members
- Failure of the Member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above and in Article XIV of the Governance Model and Rules of Procedure.
- Dismissal by the GFSI Steering Committee for failure to fulfil the Behaviour and Code of Conduct requirements outlined above.

In each instance, all members of the Working Group and the GFSI Steering Committee shall be informed of the circumstances and the record shall be included within the meeting minutes.

I. Working Group Chair and Vice-Chair

I.1 Role and Responsibilities of the Working Group Chair / Vice-Chair shall be to:

- Consider the deliverables defined in the mandate and confirm the annual objectives against the strategic priorities of GFSI with the Working Group.
- Chair all meetings, ensuring there is always open and adequate discussion on each agenda item and that these discussions are documented.
- Invite in collaboration with the GFSI team, members of the GFSI Working Groups and Local Groups, academia or persons qualified in the matters to be discussed with a view to informing the meeting.
- Submit proposed strategic priority amendments to the GFSI team from the Working Group for the GFSI Board of Directors.
- Facilitate decision-making amongst the Working Group members.
- Ensure, with the GFSI Coalition Team, that meeting materials and agendas are sent out at least one week in advance to the Working Group members.
- Ensure that minutes are taken, agreed with the Working Group members and issued within 4 weeks of the meeting.
- Ensure, with the GFSI team, that next steps are delivered as planned, with timelines and responsibilities maintained.
- Determine with the GFSI team whether meeting attendance and participation indicates a predominance of interest for any single stakeholder group.
- The Working Group Vice-Chair serves as and performs the duties of a member of the Working Group. In addition, the Vice-Chair assists the Chair in the execution of their duties. The Chair may temporarily delegate their powers to the Vice- Chair.
- In the absence of the Chair or failing the appointment of the Chair of the Working Group, the meeting is presided by the Vice Chair.
- Submit an annual self-assessment (see Annex IV) detailing their group and each member's contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the Group

I.2. Eligibility / Nomination

All Working Group members are eligible to become the Chair and Vice-Chair.

I.3 Election

The Working Group Chair and Vice Chair will be appointed by the GFSI Coalition Team who will submit the nomination to the GFSI PPP Sub-Committee and who will, in turn, submit the recommendation to the GFSI Steering Committee for approval. The appointment of Chair and Vice-Chair requires a positive vote of a simple majority (51%) of GFSI Steering Committee members present during the meeting at which the vote takes place. Each member has one vote and in the event of the candidate(s) not being approved, the GFSI Coalition Team will be requested to identify a further candidate whereupon the same process will be followed until a successful candidate is appointed.

I.4. Term of office

The Chair and Vice-chair will be appointed for a period of three years; they may be re-elected and there is no limit on the number times they may be re-elected. Where a Chair or Vice-Chair is deselected they may continue to serve as a Working Group member providing the reason for deselection is not due to contravening the Behaviour and Code of Conduct.



I.5 Relief of Duty

The conditions for the Relief of Duty of the Chair and the Vice-Chair are the same as for the Working Group members as outlined in Section H.

I.6 Replacement

In the event of the Chair being prevented from fulfilling their duties mid-term, the Vice-Chair shall fulfil the remaining term. In the event of the Vice-Chair being prevented from fulfilling their duties mid-term, the Working Group will vote on a replacement from within the Working Group membership.

ARTICLE XIII: BENCHMARKING & TECHNICAL EQUIVALENCE REQUIREMENTS

The Benchmarking Requirements and Technical Equivalence Requirements detail the key minimum requirements for a food safety certification programme to either be recognised by the GFSI as meeting its benchmark requirements (Certification Programme Owners and Professional Recognition Bodies) or, in the case of Schemes or Standards operated by public organisations or authorities, acknowledged as being equivalent to the benchmark requirements. This Article applies principally to the Benchmarking Requirements for CPOs and Technical Equivalence Requirements. Benchmarking for PRBs is managed through existing Committee and Working Group structures and is not further referenced in this Article.

A. Mandate

The GFSI Coalition Team under the authority of the GFSI Steering Committee is responsible for the development and management of the Benchmarking Requirements and Technical Equivalence Requirements processes including the framework, the delivery and the review. The GFSI Technical Sub Committee oversees benchmarking and the activities of the Stakeholder Advisory Forum Working Group (SAFWG) on behalf of the Steering Committee. The Benchmarking Requirements for recognition and the Technical Equivalence processes are accessible to stakeholders and published on the GFSI website ([Benchmarking Requirements](#)) ([Technical Equivalence](#))

The requirements reflect current best thinking and practice and are regularly reviewed and updated to:

- Align to the recommendations of internationally recognised organisations such as ISO and Codex Alimentarius
- Reflect the constant evolution of food safety sciences and remain ahead of any emerging food safety issues
- Improve food safety outcomes of GFSI-recognised certification programmes

This Article details the processes employed by the GFSI Coalition Team in managing the Benchmarking Requirements and Technical Equivalence processes and ensures that the above principles are applied when undertaking a review of them. It also ensures that they are reviewed through a transparent process ensuring stakeholder engagement. It ultimately ensures trust in GFSI-recognised certification, in line with GFSI's vision of "once certified, accepted everywhere" and purpose of delivering "safe food for people everywhere".

B. Benchmarking Requirements and Technical Equivalence process overview

The Benchmarking Requirement process to achieve formal recognition and the Technical Equivalence process to allow acknowledgement consist of a number of key elements summarised as follows and detailed in full in the respective documents published on the GFSI website (see links above);

- a. Application
- b. Desktop Assessment
- c. Office Visit Assessment
- d. Corrective Action Plan
- e. Public Stakeholder Consultation
- f. Completion of Corrective Actions
- g. Final Decision (Recognition in the case of Benchmarking and acknowledgement in the case of Technical Equivalence, or Rejection)
- h. Monitoring of Continuous Alignment (for Recognised Schemes only)

C. Roles and Responsibilities

The GFSI Steering Committee (with delegated authority to the GFSI Technical Sub Committee, as necessary):

- is accountable for the Benchmarking Requirements and Technical Equivalence Requirements
- identifies the priorities for the review and amendments of the Benchmarking Requirements' and Technical Equivalence Requirements' content
- makes a final decision on GFSI recognition of the Certification Programme or acknowledgement of Technical Equivalence, based on the recommendation of the Benchmark Leader and the GFSI Senior Technical Manager
- makes final decisions on any suspensions, extensions or withdrawals of GFSI recognition, and considers any appeals

The GFSI Senior Technical Manager is responsible for:

- the review of the processes for Benchmarking Requirements and Technical Equivalence Requirements
- the training, competence and consistency of Benchmark Leaders
- the management of the Stakeholder Advisory Forum Working Group (SAFWG) to ensure the content of the respective requirements documents remain up to date and consistent with the latest food safety requirements
- the delivery and governance of Benchmarking and Technical Equivalence in accordance with the defined requirements

The GFSI Director is responsible for oversight of compliance to the governance requirements of the Benchmarking and Technical Equivalence processes with particular emphasis on the sanctioning arrangements as detailed in the respective processes.

The Benchmark Leader is responsible for assessing whether certification programmes or standards submitted by applicants meet the Benchmarking Requirements or for Technical Equivalence Requirements. The Benchmark Leader also manages the ongoing monitoring of continuous alignment to the Benchmarking Requirements of the recognised Schemes.

The Stakeholder Advisory Forum Working Group, supported by a GFSI-appointed Technical Writer, identifies how the priorities identified by the GFSI Steering Committee may be reflected in the Benchmarking Requirements and Technical Equivalence Requirements. The constitution and operation of the SAFWG is detailed in Section G below.

The Technical Writer ensures consistency of language and structure of the Benchmarking Requirements and Technical Equivalence requirements.

All GFSI stakeholders may take part in the public consultation during which newly draft Benchmarking Requirements are submitted for their scrutiny.

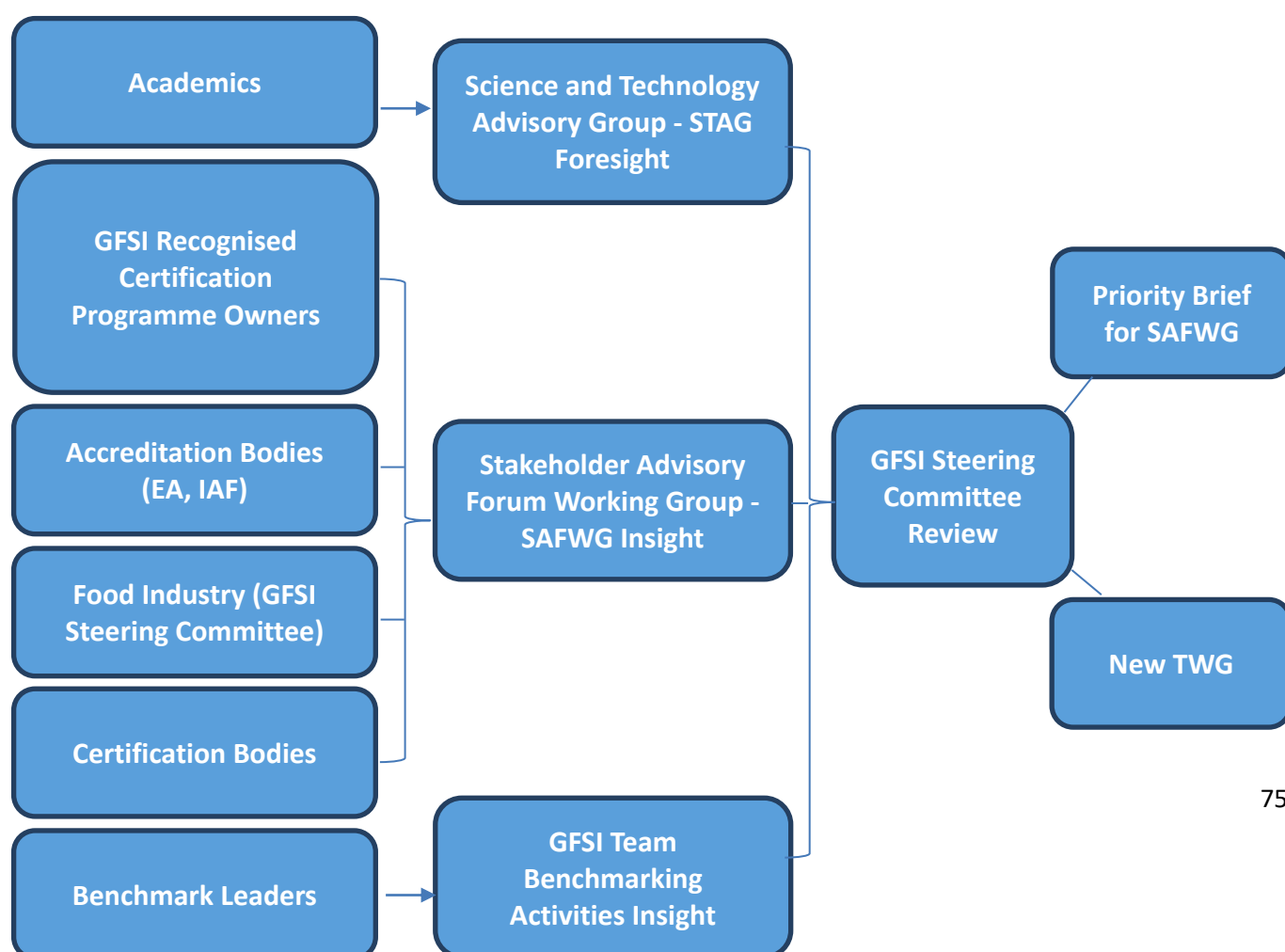
D. Review of the Benchmarking Requirements and Technical Equivalence Requirements

The GFSI Steering Committee and / or the Technical Sub Committee identifies the priorities for the review and amendments of the Benchmarking Requirements' and Technical Equivalence content. They are assisted in doing so by an extensive network of stakeholders illustrated in chart 1:

- The Science and Technology Advisory Group (STAG) ensures scientific input and foresight into emerging food safety issues
- The Stakeholder Advisory Forum Working Group (SAFWG) collates insight from represented stakeholders
- The GFSI Coalition team collates insight from the Benchmark Leaders and benchmarking activities

The GFSI Steering Committee and / or Technical Sub Committee may also decide to set up a Technical Working Group (TWG) to address an identified priority through a group of experts. Those reviews are usually formalised during one of the bi-annual GFSI Steering Committee meetings, although the GFSI Steering Committee may brief the SAFWG at any point on an identified priority.

Chart 1 How Opportunities and Priorities are Identified



E. How content is created and published

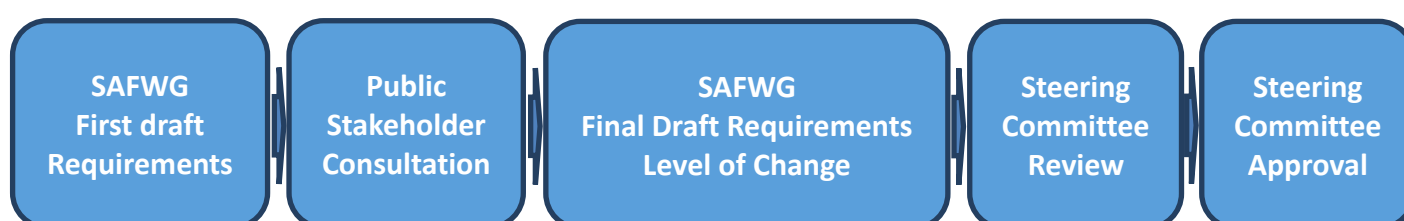
The SAFWG reviews the priorities identified by the GFSI Steering Committee and / or Technical Sub Committee and takes responsibility for reflecting them in content for the GFSI Benchmarking Requirements and Technical Equivalence Requirements, in line with the following principles:

- align to the recommendations of internationally recognised organisations such as ISO and Codex Alimentarius;
- reflect the constant evolution of food safety sciences and remain ahead of any emerging food safety issues;
- improve food safety outcomes of GFSI-recognised certification programmes.

The SAFWG draws up draft Benchmarking Requirements or Technical Equivalence Requirements with the support of the Technical Writer, who ensures consistency of language and structure of the requirements. Those are published on the GFSI website (mygfsi.com) for public stakeholder consultation. The length of the consultation depends on the extent of the changes submitted, ranging from 1 to 4 weeks.

SAFWG reviews and addresses all responses to the public consultation; they draw a final draft of the requirements which is submitted to the GFSI Steering Committee via the GFSI Coalition Team and Technical Sub Committee for approval as shown in chart 2.

Chart 2: How content is created



The proposal from SAFWG includes a recommendation on the level of change this final proposal represents for the GFSI Benchmarking Requirements as illustrated in chart 3. Technical Equivalence Requirements reviews do not generate subversions and therefore only result in the production of new versions i.e. Level 4.

- Level 1 includes changes that do not add to the intent(s) of the requirements, e.g. removal of obsolete elements, spelling and grammar mistakes, rephrasing.
- Level 2 and 3 lead to the publication of a subversion of the amended parts of the requirements.
 - Level 2 involves the addition of a single intent, potentially through several amended / new key elements

- Level 3 includes addition and amendments of several key elements across a single scope of the requirements.
- Level 4 involves significant changes to the requirements in terms of structure and layout as well as addition of several important key elements across the whole document. This level of change leads to a publication of a new version. A new version is typically presented at the annual GFSI Conference.

The GFSI Steering Committee reviews the SAFWG proposal:

- if the Steering Committee approves the proposal from the SAFWG, the draft content can move to final stage and publication.
- if the Steering Committee has queries on the proposal from the SAF, those are reverted back to this group via the GFSI Coalition Team. A new final proposal is presented to the GFSI Steering Committee until this is approved.

The GFSI Coalition Team answers to the Stakeholders who took part in the public consultation, based on the approved final draft and the SAFWG review of those responses. The GFSI Coalition Team coordinates the publication of the new Benchmarking Requirements:

- Notification of the GFSI Communication's Team and forwarding of the new content to the designated graphic design company for GFSI formatting
- Public News release on mygfsi.com
- Formal communication to the GFSI-recognised Certification Programme Owners and the whole GFSI communities of the changes made to the Benchmarking Requirements or the relevant public authorities regarding Technical Equivalence requirements

Chart 3: Levels of Change in Requirements

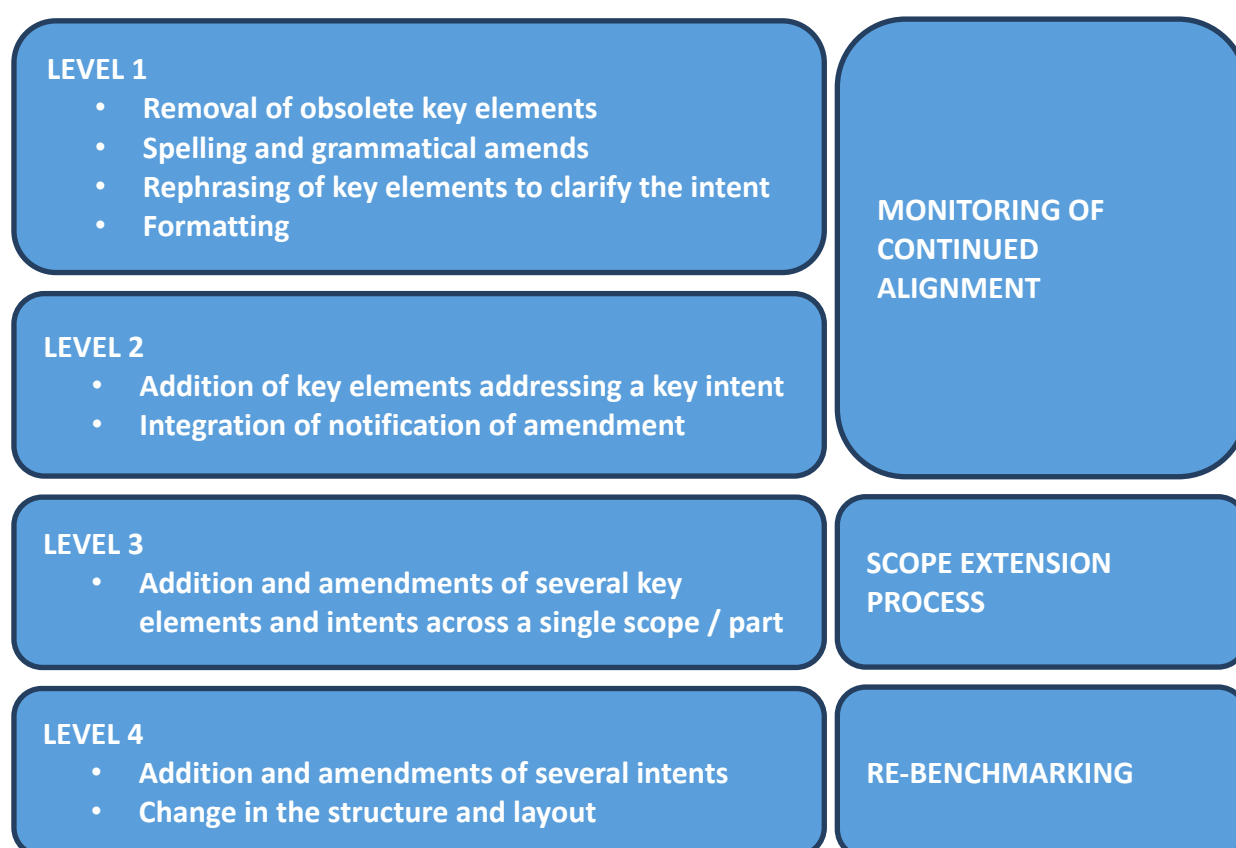
LEVEL 1 <ul style="list-style-type: none"> • Removal of obsolete key elements • Spelling and grammatical amends • Rephrasing of key elements to clarify the intent • Formatting 	NOTIFICATION OF AMENDMENT AT ANY TIME
LEVEL 2 <ul style="list-style-type: none"> • Addition of key elements addressing a key intent • Integration of notification of amendment 	SUBVERSION AT ANY TIME (ONLY CHANGED PART CHANGE VERSION)
LEVEL 3 <ul style="list-style-type: none"> • Addition and amendments of several key elements and intents across a single scope / part 	
LEVEL 4 <ul style="list-style-type: none"> • Addition and amendments of several intents • Change in the structure and layout 	NEW VERSION AT THE GFSI CONFERENCE (ENTIRE DOCUMENT CHANGES VERSION)

F. How content is implemented

The GFSI Coalition Team processes the implementation of the new requirements, in line with GFSI Benchmarking Requirements process, the Technical Equivalence process and this process, as illustrated in chart 4.

- Level 1 changes are implemented through the monitoring of the continuous alignment of the GFSI-recognised CPOs
- Level 2 changes are implemented through the monitoring of the continuous alignment for GFSI-recognised CPOs
- Level 3 changes are implemented through a scope extension recognition process for GFSI-recognised CPOs using that specific scope.
- Level 4 changes are implementing through a full re-benchmarking

Chart 4 How content is implemented



G. Stakeholder Advisory Forum Working Group (SAFWG)

G.1 Mandate & Authority

The SAFWG provides the GFSI Steering Committee with expert advice on amendments to the GFSI Benchmarking Requirements and Technical Equivalence requirements so that these documents remain current and aligned with the food safety requirements and trends of the market.

Facilitated by the GFSI Coalition Team and their appointed Chair, and with oversight from the GFSI Technical Sub Committee, the SAFWG shall undertake the following duties;

- Recommendations to the GFSI Steering Committee
 - key amendments to the requirements (Part II, Part III and Part IV of the Benchmarking Requirements and all Parts of the Technical Equivalence requirements)
 - answer to GFSI Technical Sub Committee and GFSI Steering Committee questions and queries on the content of the requirements
 - scan horizon and advise on emerging issues to be addressed within the requirements
 - raise concerns to the GFSI Technical Sub Committee and GFSI Steering Committee and advise on technical and implementation issues of the requirements to reflect different industry perspectives
- Relationship with GFSI Working Groups and Local Groups
 - review and validate recommendations from GFSI Working Groups and Local Groups to the GFSI Technical Sub Committee and GFSI Steering Committee on the content of the requirements
 - support and advise GFSI Working Groups and Local Groups addressing issues that may affect the content of the requirements
- Relationship to GFSI Technical Writers (chair of the SAFWG)
 - brief the GFSI Technical Writers on the approved amendments to carry out within the requirements
 - validate the work of the GFSI Technical Writers in preparation for approval by the GFSI Technical Sub-Committee and GFSI Steering Committee

The SAFWG must report on progress against its plan at 6-monthly intervals to the GFSI Steering Committee and must also contribute to the production of an Annual Review and Compliance Report as detailed in Annex IV.

G.2 Composition

The SAFWG can consist of a maximum of 21 members. 50% of members must be from retail, manufacturing and food service companies, with a priority given to GFSI Steering Committee member companies and CGF member companies that are signatories to the GFSI Coalition of Action. Every effort should be made to ensure a balance between retail and manufacturing members of the group. 25% of members can be from GFSI-recognised Certification Programme Owners (CPOs), 12.5% of members can be from Certification Bodies, or representatives of this stakeholder group and 12.5% of members can be from Accreditation Bodies, or representatives of this stakeholder group. In all cases, priority will be given to CGF member companies that are signatories to the GFSI Coalition of Action.

G.3 Members candidacy and appointment process

SAFWG members are appointed for a term of 3 years that is renewable by the GFSI Coalition Team. The following principles apply to the appointment;

- The SAFWG is a closed group and applications are received through invitation from GFSI to organisations
- Members must represent one of the types of organisations listed in the “composition criteria”
- Members must be an active member of the organisation they represent
- Members’ organisation must demonstrate commitment to the GFSI recognition model, e.g. applying it in their companies or supply chain, be a GFSI-recognised certification programme
- Members must understand:
 - international standards, including ISO,
 - food safety certifications,
 - accreditation, the IAF and IAF MLA regulations,
 - GFSI way of working.
- Members should be an expert in at least one of the above, i.e. able to demonstrate in-depth knowledge recognised by their peers, significant experience
- Members should be selected to ensure balance of expertise as listed above and industry (primary vs. manufacturing, retailers vs. manufacturers)
- Members should commit to the behaviour and code of conduct stated in the GFSI Governance rules
- Members should have demonstrated that commitment in the case of re-nominations or whenever they took part to GFSI Technical Working Groups in the past
- At least 50% of members must have served on the SAF in the past to maintain continuity.
- CPO representatives should be selected to ensure all GFSI scopes are covered between the different organisations they represent.
- CPO nominated representatives should hold a role in their organisation that gives them authority over and knowledge of CBs representatives should be representing one of the CB organisations GFSI maintains a stakeholder relationship.
- CBs representatives should be delivering certifications against GFSI-recognised Certification Programmes.

G.4 Meetings and Participation

The SAFWG works remotely via emails and videoconferences and in person with a minimum of two physical meetings a year.

A draft agenda, where deemed necessary, will be circulated 2 weeks in advance of the meeting and a final agenda no later than 1 week before the meeting.

Papers for meetings will be circulated to members at least one working week prior to the meeting.

Every agenda shall contain, as its first item, a statement regarding Competition and Antitrust as detailed in Article XIV Section I. The Chair of the meeting shall read such statement at the start of each meeting, and the minutes shall record that this has been undertaken.

Minutes will be taken for all meetings, initially agreed with the Chair and then circulated to members for agreement within 2 weeks of the meeting and final minutes issued no later than 4 weeks after the meeting.

All costs and expenses for participants’ participation in any or all activities of the GFSI SAFWG must be covered by the organisations that they represent.

G.5 Decision Making

Decisions of the SAFWG are through data and science-driven consensus amongst the members. The quorum for the SAFWG and expert group meetings will be over 50% of the members. If this condition is not satisfied, a new session must be scheduled. Furthermore, the GFSI Team or the SAFWG Chair may determine that attendance indicates a predominance of interest or a lack of critical input and, in such case, may cancel the meeting.

When documents are modified extensively during a meeting, the documents will be subsequently circulated for comment and approval ahead of a final decision being taken or ahead of a vote taking place. Decisions are taken according to the following:

- Seek data-driven and science-based consensus in decision making. Consensus is based on the agreement of all present members.
- When a consensus cannot be reached, members commit to making every effort to determine the best available solution.
- If a solution cannot be identified, the output of the SAFWG shall reflect all the divergent opinions, respecting the balance of all perspectives to facilitate GFSI in taking an informed decision.

G.6 Behaviour and Code of Conduct

SAFWG Members must commit to adhering to this Article of the GFSI Governance Model and Rules of Procedure together with the GFSI Code of Ethical Conduct as defined in Article XIV. They must also sign, endorse and abide by the GFSI Working Group Statement of Commitment (Annex XIII).

SAFWG members will be required to re-sign Annex XIII (GFSI Working Group Members Statement of Commitment) every 3 years upon re-appointment to the SAFWG and when any major changes occur to the GFSI Governance Model and Rules of Procedure affecting the SAFWG.

SAFWG members will also be required to submit an annual self-assessment (see Annex IV) detailing their contribution to the delivery of the overall GFSI Mandate (Article II) and the specific Mandate of the SAFWG.

G.7 Relief of Duty

The office of a SAFWG Member shall terminate in the event of:

- Voluntary resignation.
- Change of employer or retirement.
- Dismissal by the SAFWG Chair, the GFSI Coalition Team or the GFSI Steering/Technical Committee for failure of a member to fulfil the Behaviour and Code of Ethical Conduct requirements outlined above in Article XIII.D.

The leaving member and the Chair of the SAFWG shall agree to any notice period and completion of outstanding work based on the needs of the SAFWG and the leaving member's circumstances.

The Chair may recommend a replacement for the leaving member to the GFSI Coalition Team based on the criteria set in section B. Composition.

In the event that the Chair, the GFSI Coalition Team and the GFSI Steering/Technical Committee remove and replace a member for reasons such as absenteeism, lack of contribution or lack of respect for the Behaviour and Code of Ethical Conduct, other members of the SAFWG shall be informed of the circumstances and the record shall be included within the meeting minutes.

G.8 SAFWG Chair

a. Role and Responsibilities

The Chair's primary role is to report on the SAFWG activities to the GFSI Technical Sub Committee, the GFSI Steering Committee and GFSI Coalitionteam, ensuring conformance to the GFSI Governance Rules and the delivery of the mandate. The Chair is also expected to deliver the documented outputs of the SAFWG to GFSI, with input from the SAFWG members. As such, the chair shall:

- Recommend members of the SAFWG to the GFSI Coalition Team.
- Work with the GFSI Technical Sub Committee, the GFSI Steering Committee and the GFSI Coalition Team to ensure that the composition of the SAFWG is balanced and allows the delivery of the mandate, including reporting on the commitment of all its members tracked through attendance and contribution.
- Ensure that the activities of the SAFWG match its mandate and report any potential challenges on that matter to the GFSI Coalition Team.
- Decide with the GFSI Coalition Team on the frequency of SAFWG meetings and email exchanges.
- Chair all meetings, ensuring there is an open and adequate discussion on each agenda item and that those discussions are documented and highly transparent.
- Facilitate decision-making through consensus, as referred to in section E.
- Deliver the documented outputs of the SAFWG to GFSI as described in the mandate.
- Present the outputs of the SAFWG to the GFSI Coalition Team, the GFSI Technical Sub Committee and the GFSI Steering Committee.

b. Appointment process

The Chair of the SAFWG is appointed on invitation from the GFSI Coalition Team based on the above criteria. The Chair of SAFWG shall:

- Satisfy the criteria set in the section B. Composition.
- Have the skills and competence required to deliver their role and responsibilities. This includes excellent reporting and writing skills, building consensus, organising their work, and the work of a large group of people.
- Have extensive experience in food safety and science.
- Have an active network in the food safety and scientific communities.
- Be independent of industry, e.g., employed by a university, research institute, or recently retired.
- Be confident in addressing both members of SAFWG and the GFSI Steering Committee / Technical Sub Committee.

c. Term of office and relief of duty

The chair of the SAFWG is appointed for three years; they may re-apply for chairmanship after serving



for three years. The office of the SAFWG Chair shall terminate in accordance with the terms for relief of duty of SAFWG members (see Article XIII.G).

ARTICLE XIV: GFSI CODE OF ETHICAL CONDUCT

GFSI recognises that it is essential to only conduct activities in an ethical manner that ensures the confidence of all parties involved in food safety as well as the wider public. Each of GFSI's organisational entities (such as the Steering Committee, Local Groups, Working Groups and Local Groups) and staff members are committed to advancing the trust and respect of consumers through integrity, honesty and ethical business conduct and therefore are expected to act in accordance with this Code of Ethical Conduct. Each member within GFSI's stakeholder community has a responsibility to adhere to this Code and additionally shall comply with the applicable laws and regulations wherever they do business.

The GFSI Code of Ethical Conduct applies to all members of the GFSI Coalition team, GFSI Steering Committee, Sub Committees, Working Groups, Local Groups and to any observers, other GFSI meeting participants or person involved in any capacity in GFSI activities. It is also applicable to any GFSI event or side event that is organised, hosted or sponsored in part or whole by GFSI.

A. Commitment to Promoting Food Safety

All GFSI stakeholders shall act honestly, impartially, in good faith and in the best interests of GFSI. All GFSI stakeholders will hold working to improve consumer safety as their priority and will work towards improving food safety while collaborating with colleagues in a fair, responsive and equitable manner. GFSI is committed to benchmarking globally recognised and accredited third-party food safety certification programmes by ensuring fair and responsive application of the principles of due process, transparency, openness and impartiality whilst enhancing the achievement of the UN Sustainable Development Goals in the food supply chain. They will also consider all relevant interests at the local, national, and international level, taking appropriate measures to facilitate the inclusion of consumer and other relevant stakeholders' perspectives.

B. Impartiality

GFSI is committed to the harmonisation and improvement of food safety systems through the benchmarking and recognition of Certification Programmes. To do this effectively, all GFSI stakeholders shall:

- Support the dissemination of food safety information, technology, and good practice, and promote sustainable development in a completely impartial manner.
- Contribute to the development and continuous improvement of the GFSI Benchmarking Requirements, and promote the adoption and fair use of accredited, GFSI recognised third-party food safety certification, particularly with regard to requirements for integrity, objectivity and impartiality.
- Act impartially in relation to the GFSI Benchmarking and Recognition Process, ensuring that they are independent in judgement and actions, and take all reasonable steps to be satisfied as to the soundness of their decisions.

C. Use of GFSI name, mark and logo

GFSI stakeholders share a duty to maintain and enhance the reputation of GFSI and shall not engage in conduct likely to bring discredit upon GFSI. All stakeholders shall make their best efforts, and take all appropriate action, to ensure the proper use of the GFSI name, mark, and logo, and to prevent the unauthorised use, in any form, of GFSI publications, communications and documents. All requests for use of the GFSI logo must be approved by GFSI, unless you are contracted directly with GFSI and the contract states otherwise.

D. Promoting the aims of GFSI

All GFSI staff, GFSI organisational entity members and other GFSI stakeholders providing services in the name of GFSI shall use due care and diligence in fulfilling the functions of their role. They commit to actively and accurately promoting and representing GFSI within their networks, at internal or external events and during stakeholder discussions. Additionally, they commit to following the mandate of the relevant GFSI Stakeholder group. All GFSI stakeholders are committed to making their best endeavours to contribute towards GFSI's global vision and relevance by applying the relevant international standards developed by the international standard setting bodies properly and diligently and conducting business and other relationships considerately and in full compliance with the aims of GFSI.

E. Discrimination

GFSI stakeholders shall contribute to actions taken by GFSI to help any participant, large or small, in the food supply chain to improve their food safety mechanisms in alignment with the standards developed by the international standards setting bodies, regardless of turnover, religious or political connections, or the race or sex of the persons concerned.

F. Conflicts of Interest

All GFSI stakeholders shall prevent conflicts of interest pertaining to GFSI-related matters from arising, by communicating in a fair and transparent manner with all relevant parties. Any GFSI stakeholder should inform the GFSI staff and the Steering Committee of any existing or potential conflicts of interest, arising out of any GFSI roles of responsibility, fulfilment of duties or the conduct of business.

G. Confidentiality

All GFSI stakeholders shall treat as confidential all information that is obtained through professional access to GFSI work including any discussions, documents, decisions exchanged between GFSI stakeholders before, during and after any GFSI meetings that have not been officially agreed upon and / or are not yet in the public domain. Such confidential information remains the property of the source from which it was obtained. They shall not disclose it or allow it to be disclosed to a third-party or parties, unless that disclosure is required by law or has been authorised by the source of the information. Any information provided to GFSI stakeholders that is not in the public domain is regarded as confidential information.

H. Effective delivery of Stakeholder group activity

Stakeholders will engage in GFSI activities, including actively preparing for GFSI events and meetings, e.g. reviewing meeting minutes and pre-reads, being present at a minimum of two thirds of all relevant meetings and calls per annum and being engaged, thought-provoking and collaborative during GFSI's meetings and events. They commit to promptly responding to GFSI requests and consultation and dedicating time and effort between conference calls, meetings and events in order to support the punctual delivery of the assigned mandate. Stakeholders will support consensus building within GFSI's decision-making processes, which includes acknowledging, respecting, building on and responding to the various perspectives, comments and ideas of other, identifying and promptly addressing arising disputes to ensure a quick resolution, supporting all adopted consensus-derived decisions based on thoughtful deliberation and externally communicating as one unified GFSI voice. GFSI staff commit to minimising the costs associated with the core functions of GFSI and to being open and honest about its funding and sponsorship.

I. Competition and Antitrust

The CGF supports a competitive marketplace and the GFSI has an unwavering policy of complying with competition laws in all its activities. All GFSI stakeholders commit to the following principles:

- To respect and adhere to fair competition and trade practice laws at the national and international level relevant to the governing jurisdiction.
- To refrain from anti-competitive behaviour including, but not limited to, any agreement or understanding regarding price-fixing, bid-rigging, market allocation or restriction of supplies, or exchanging competitively sensitive information or abusing a position of market dominance.
- GFSI stakeholders should never discuss or exchange information on commercially sensitive subjects. "Commercially sensitive information" is defined as company-specific information which, if exchanged, could influence competitors' future conduct. It refers to, but is not limited to the following prohibited subjects:
 - Price information: selling or purchasing prices, including not only actual prices charged but also the elements of pricing and pricing policy, for example, costs, discounts, promotional terms and trade terms;
 - Price changes or present or future trading conditions;
 - Capacity, costs or production output;
 - Plans relating to future business, investment, product, marketing and advertising strategies;
 - Purchasing or bidding plans or other commercial strategies;
 - Sales volumes or values, or sales quotas;
 - Market shares;
 - Proprietary technical development;
 - Individual dealings with customers or suppliers or buying associations including the status or content of yearly negotiations; and
 - Proposals for joint market conduct regarding specific companies, including customers, suppliers and other industry participants, including boycotts and blacklists.
- GFSI engages with owners of standard-setting programmes that have legitimate food safety purposes and benefit the marketplace and consumers. Such programmes must not, however, unduly restrict competition.

- Any GFSI recognition must be based on an open and transparent process, allowing participation for all and it should advance GFSI's goals of promoting food safety globally.
- Indeed, participation in GFSI is voluntary and:
 - No one should be pressured to participate in it or penalised for not doing so;
 - Participants in GFSI shall remain free at all times to join other initiatives;
 - Membership of GFSI shall be open to all companies within the industry on a non-discriminatory basis as set forth in the GFSI Governance Rules and CGF Statutes;
 - Participants in GFSI shall not be restricted in any respect in the ways they decide to conduct their businesses. All actions of GFSI stakeholders remain voluntary. Each individual member remains free to make independent business decisions.
- The following antitrust statement must be read out at the beginning of every meeting of the Steering Committee, Sub Committees, Working Groups and Local Groups and any subsidiary groups that are set up and operated under the auspices of the CGF / GFSI;

THE CONSUMER GOODS FORUM - ANTITRUST CAUTION

"The Forum shall not enter into any discussion, activity or conduct that may infringe, on its part or on the part of its members, any applicable competition law. By way of example, members shall not discuss, communicate or exchange any commercially sensitive information, including information relating to prices, marketing and advertising strategy, confidential individual company level innovation and R&D projects, costs and revenues, trading terms and conditions with third parties, including purchasing strategy, terms of supply, trade programmes, or distribution strategy."

MESSAGE TO NEW MEMBERS OR PEOPLE TAKING PART FOR THE FIRST TIME:

"Please take note that taking part in the Forum is subject to having read and understood the Forum's competition guidelines and list of Do's and Don'ts. If you have not yet done so, please do so now."

Competition Law "Do's and Don'ts" for members attending CGF/GFSI meetings: The CGF/GFSI has an unwavering policy of complying with competition law in all its activities. The key principle is that no agreement as to trading matters is to be discussed at CGF/GFSI meetings. Furthermore, no matter what is discussed at any meeting it is always up to each member to decide individually on its individual trading terms with every business partner.

DO:

- Promote the interests of consumers.
- Feel free to discuss regulatory and market developments, socio-political issues or planned changes in the law and regulations; joint lobbying activities.

DO NOT:

- Discuss prices charged to any customer or paid to any supplier.
- Discuss details of trading terms with any customer or supplier.
- Discuss current stock levels, volumes and capacity, delivery/production time, recent or planned sales figures, shelf positioning, promotions, allocation of sales territories or markets or customers, purchasing strategies or confidential company level innovation or R&D projects or product launches.
- Engage in discussions that could lead to a boycott of a supplier or customer or to an understanding that a named supplier or customer is not a suitable business partner.

- The general rule is: do not exchange any confidential or commercially sensitive information that would reduce uncertainties in commercial negotiations.
- **Remember: Competition law will apply even if you are trying to promote the interests of the consumer goods sector for the benefit of consumers. Having genuinely laudable aims does not mean that competition rules do not apply!**
- This means that you are **not** allowed to share information relating to **individual** confidential company level **initiatives** on innovation and sustainability, even if these relate to e.g., reduction of food waste. As such, **collective commitments** of members on innovation and sustainability are permissible. However, these collective commitments must not lead to anti-competitive agreements or the exchange of sensitive information. **Please get legal advice in advance of any such initiative.**

BE CAUTIOUS ABOUT:

- Referring to particular customers or suppliers by name.
- Publishing information and data which is confidential, and which could lead to alignment of behaviour in relation to competitive parameters (price, quality, range, service, innovation)

Further details on the CGF Competition Law and Compliance Guidance together with its Antitrust policy can be found at this link ([CGF Antitrust Policy](#))

SANCTIONS: Any member or representative of a member who does not conform with any competition law provision and, in particular, with any of the principles set forth in the present guidelines may be asked by any other member(s) to leave the meeting where the infringement occurs. Any such member or representative may be temporarily or definitively excluded from participating in the meetings. Any staff member who does not conform to any competition law provision and, in particular, with any of the principles set forth in the present guidelines may be liable to be dismissed in accordance with CGF employment contracts and procedures.

J. Fairness and Respect

GFSI Stakeholders commit to providing environments for the CGF/GFSI staff, other GFSI organisational entity members and other meeting attendees that is healthy and safe, fair, honest and free of harassment, bullying, hostility and offensive behaviour, and to taking immediate and appropriate action if it is found to be otherwise.

K. Bribery and Corruption

GFSI is committed to conducting its activities in a manner that is consistent with the highest ethical standards, including standards intended to prevent bribery and corruption, and using its best endeavours to ensure that all stakeholders are aware of, and share, its commitment to conducting business ethically.

L. Abuse of Position

GFSI stakeholders should not use any information obtained through their engagement with GFSI to commercially promote their personal or their organisation's interests. They must not publicly reveal internal GFSI information or confidential information e.g. discussions, decisions, exchanged between

GFSI stakeholders before, during and after any GFSI meetings without prior authorisation from the GFSI Coalition Team or the relevant GFSI stakeholder group. Use of the name of GFSI or the relevant GFSI stakeholder group to engage GFSI in external commitments without prior agreement from the GFSI Coalition Team or the relevant GFSI stakeholder group is strictly prohibited. Stakeholders must not use their position or participation within GFSI for personal gain nor should they offer or appear to offer preferential treatment to any person or group. They must not disseminate false or misleading information about GFSI and / or decisions made within the relevant group nor withhold necessary information that may result in an unfair assessment or consideration of a particular issue.

M. Communication

GFSI Stakeholders shall abide by the general Communication Rules and Regulations outlined below:

- Where part of a Steering Committee, Sub Committee, Working Group or Local Group, Members' names, their job title and their organisation shall be published on the GFSI website.
- All documents published by or using the GFSI logo must be approved by the GFSI Coalition Team and CGF Local Group Team, if applicable before use.
- If members choose to share their involvement in the programme through their corporate or organisational communication, whether internal or external, relevant credible and agreed information will be provided by the GFSI Coalition Team or the CGF Local Group Team, if applicable. All materials must be reviewed and approved by the GFSI team and the CGF Local Group Team, if applicable.
- External materials shall be provided on the website with public access.

The GFSI Coalition Team or the CGF Local Group Team, if applicable shall provide Committees, Groups or Stakeholders with all general communication tools for the presentation of its approach. The GFSI Coalition team will additionally provide detail on Working Group activities and processes, where relevant. The GFSI Coalition Team or the CGF Local Group Team shall also provide relevant Committees and Groups with communication tool templates and the GFSI visual identity for adaptation to their local communication needs. Any communications tools adapted and/or developed by Committees, Groups or Stakeholders must be submitted to the GFSI Coalition Team or the CGF Local Group Team for review and validation prior to use.

N. Observers

To support and promote the objectives of GFSI, observers may be invited to the face-to-face meetings of the Working Groups and the Local Groups. In each case, the observer will have confirmed in writing that they have read and understood the GFSI Code of Ethical Conduct including these specific rules to which they must adhere:

- Attendance depends on the approval of the Chair and the GFSI Coalition Team and is limited to two observers per group on a first come first serve basis.
- The Working Groups' face-to-face meetings are convened in parallel sessions. Observers may also attend the Working Groups' sessions on invitation only.
- Observers may only participate in Working Group discussions on invitation from the Chair.

O. Data Protection

Members and representatives of a member are called upon to register and supply certain personal data (such as their name, position, company name and e-mail address) (“Personal Data”) for the purpose of creating a Member account, being registered on The Consumer Goods Forum’s members directory, obtaining and/or accessing to certain information about our activities or the services that we offer, and/or subscribing to our blog, newsletters or webinars. Members or representative of a member may also register for events organised by or with The Consumer Goods Forum via our event websites. This ticketing and registration service is normally directly managed by registration agencies. Personal Data collected by these agencies will be transmitted to The Consumer Goods Forum for the purposes of recording event registration, issuing event ticket and, as the case may be, sending materials and/or information in connection with such event. The Personal Data communicated to The Consumer Goods Forum for these purposes might be disclosed to The Consumer Goods Forum members’ directory (if you are a Member), to our local subsidiaries and authorised partners of the said event (if you attend our event), and to authorised subcontractors / data processors such as the service providers that are in charge of hosting our website or involved in its content or management.

P. Review

The Code of Ethics shall be reviewed bi-annually to ensure that it continues to reflect GFSI’s commitment towards its staff and stakeholders as well as any amendments to the GFSI Governance Model and Rules of Procedure.

Q. Reporting of Breaches

The GFSI Director shall be contacted for clarification regarding a specific business conduct question, or to report a breach of the Code of Ethics. The person raising the concern will not be subject to discipline or discrimination, provided the matter was raised in good faith. The GFSI Director will promptly investigate, in accordance with its Complaints Procedure (Article XV), any alleged non-compliance with the Code of Ethics. A confirmed breach of the Code will result in disciplinary or corrective action being taken or legal proceedings, if deemed necessary. In addition to breaches reported by Stakeholders, the GFSI also conducts routine monitoring in the wider marketplace to uphold its standards and reputation and where contraventions are identified to its Code of Ethical Conduct or any other matter that may bring the Brand into disrepute, appropriate sanctions will be implemented.

Article XV: Complaints, Non-Compliance, and Sanctioning

A. Commitment

The GFSI is committed to operating to the highest standards of fairness and impartiality in accordance with its Code of Ethical Conduct as detailed in Article XIV. In order to do this, the GFSI employs measures to monitor compliance to these standards and encourages all stakeholders to give us feedback on our service or where they believe the GFSI and/or their stakeholders do not behave in accordance with our commitment. In the event that the GFSI identifies non-compliance to its standards or where any stakeholder has reason to complain about any action, process or individual related to the GFSI operations including its benchmarking programme, the process detailed below should be followed.

We want to help resolve the identified non-compliance or your complaint as quickly as possible.

We will listen to your complaint, take your complaint seriously, conduct a proper investigation into the complaint or non-compliance and ensure action is taken to learn from the complaint or non-compliance and to improve our future ways of working.

A complaint or non-compliance may relate to;

- The standard of service that we provide
- The behaviour of our staff or those connected with GFSI Committees and Groups
- The policies and decisions taken by the GFSI, its Committees and Groups and the decision-making processes including non-alignment of a Certification Programme Owner (CPO) or Professional Recognition Body (PRB) to the GFSI Benchmarking Requirements
- Breach of Code of Ethical Conduct
- Action by any party impacting on the reputation of the GFSI Brand.

Note:

- The GFSI uses third parties to monitor the usage of GFSI image assets in web content, online marketplaces, social media and web domains and any misuse is reviewed with the GFSI Senior Manager / Director and action to rectify this is agreed and implemented by the third-party service provider.
- Separately defined complaints and sanctioning processes are detailed in the GFSI Benchmarking Requirements for CPOs and PRBs, they align with the principles in this Article. CPOs and PRBs should refer to the requirements in both documents.

B. Our Standards for Managing a Complaint and Non-Compliance

- We will treat all complaints and non-compliances seriously
- The individual raising the complaint or non-compliance will be treated with courtesy and fairness at all times

- Complaints and non-compliances will be treated in confidence within the department
- All complaints and non-compliances will be responded to within 48 hours of receipt and an investigation will be initiated
- The complaint and non-compliance will be investigated by a nominated GFSI Coalition Team member in accordance with this procedure (see Table XV.1) and with particular reference to the standards defined in this Governance Model and Rules of Procedure and the Code of Ethical Conduct (plus the Benchmarking Requirements if the complaint relates to a CPO or PRB)
- Complaints relating to specific individuals will not be investigated by the specified individuals and, in the case of non-compliances this will also apply where this may present a conflict of interest
- All complaints and non-compliances and the manager investigating them will be recorded on an internal register to track their nature and resolution
- The outcome of the investigation will be reported back to the complainant / notifier within 30 days of the initial complaint / notification (60 days if the sanction requires escalation – see Table XV.1) and if this cannot occur, we will write and explain why and when you can expect a full reply

C. Confidentiality

- All complaints / non-compliances received will be dealt with confidentially and in accordance with relevant data protection laws.

D. How to Complain

You can make a complaint by post or email. You can send an email clearly marked 'Complaint' to; gfsicomplaint@theconsumergoodsforum.com including your contact details and a brief description of the complaint or in writing to; GFSI Complaints, Global Food Safety Initiative, c/o The Consumer Goods Forum, 47-53 rue Raspail, 92300 Levallois-Perret. France.

Complaints from members of the Steering Committee, Sub Committees, Working Groups or Local Groups relating to the constitution, decisions and ways of working of such Committees and Groups should initially be raised with the Chair(s) of the respective Committee or Group. The process for escalating matters that cannot be resolved is also defined in the respective Articles. Similarly, any complaint relating to Benchmarking Requirements or non-alignment of a CPO / PRB can be raised directly with the GFSI Senior Technical Manager.

Notwithstanding the process described above, any stakeholder who has reason for complaint can additionally raise the complaint with the GFSI Coalition Team by email or letter.

E. Investigation and Sanctioning

The nature of the investigation will be framed according to the complaint / non-compliance and whether the matter relates to an alleged breach of Governance, Ethical Conduct or other requirements or whether it is a matter requiring clarification of process or procedure.

A confirmed breach will result in sanctioning that may include corrective action, disciplinary action (including suspension of a CPO or PRB in relation to non-alignment with Benchmarking Requirements) or legal proceedings, as deemed necessary.

F. Appeals

In the event of a complainant / notifier being dissatisfied with the outcome of the investigation or where a recipient of a sanction has reason to believe this is inappropriate, an appeal can be made by notifying the GFSI Coalition Team at; gfsinfo@theconsumergoodsforum.com of the reasons for the appeal within 30 days of receiving the initial complaint outcome. The message must be marked 'Appeal'.

- All appeals will be responded to within 48 hours of receipt
- The appeal will be investigated by a nominated GFSI Coalition Team member in accordance with this procedure (see Table XV.1)
- Appeals relating to specific individuals will not be investigated by the specified individuals
- All appeals and the manager investigating them will be recorded on an internal register to track their nature and resolution
- The outcome of the appeal will be reported back to the complainant / notifier within 30 days of the initial complaint and if this cannot occur, we will write and explain why and when you can expect a full reply
- The decision of the appeal is final.

G. Reporting of Complaints, Non-Compliances and Sanctions

The GFSI Director will receive a monthly report on complaints and non-compliances received, the overall nature of such complaints and non-compliances and the status of their resolution. The GFSI Governance Sub Committee will receive a report quarterly and the GFSI Steering Committee will receive a report annually as part of the Annual Review and Compliance Report (See Annex V). An annual summary will also be published on the GFSI Website following approval by the GFSI Steering Committee.

Complaint and non-compliance outcomes that relate to process, procedure or decisions that may be helpful for general stakeholder awareness may be summarised, anonymised, where appropriate and shared as case studies, on the GFSI website.

Table XV.1 Complaints, Appeals and Sanctioning

Nature of Complaint / Non-Compliance	Investigating Manager*	Sanction Options	Approval of Sanction	Appeal Investigating Manager*
Standard of GFSI service Behaviour of GFSI staff, Committees & Groups	GFSI Senior Manager or GFSI Director	No action, Corrective action, Disciplinary action incl. suspension, Legal proceedings	Investigating Manager	Peer or more Senior GFSI colleague to the GFSI Senior Manager or GFSI Director
Policies & decisions taken by GFSI, its Committees & Groups & the decision-making process Breach of Code of Ethics			GFSI Governance Sub-Committee	Appeal Committee drawn from GFSI Steering Committee
Action by any party impacting on the reputation of the GFSI Brand^			GFSI Steering Committee	Appeal Committee drawn from Coalition of Action Signatories
Complaint against a CPO/PRB	GFSI Senior Technical Manager	No action, Warning~, Suspension~ or Withdrawal~ of Recognition.	All actions except No action - GFSI Steering Committee and CGF Lawyer	Appeal Committee drawn from Coalition of Action Signatories
Non-alignment of Benchmarking Requirements (CPO & PRB)				

*: The Investigating Manager must not be the individual subject to the complaint or appeal and, in the case of a non-compliance this principle will also apply where it may present a conflict of interest

^: Note that the GFSI uses third parties to monitor the usage of GFSI image assets in web content, online marketplaces, social media and web domains and any misuse is reviewed with the GFSI Senior Manager / Director and action to rectify this is agreed and implemented by the third-party service provider

~: The GFSI Senior Technical Manager reviews non-alignment & requests & reviews the corrective action plan from the CPO / PRB. The decision to sanction is notified to the CPO / PRB and escalated for approval. The sanctioning statement is issued to the Steering Committee, the CPO / PRB and is published on mygfsi.com. The GFSI Senior Technical Manager & Benchmark Leader implement monitoring of the CPO / PRB corrective action plan in a defined timescale and recommend; Extension of current status, Escalation to next level i.e. warning to suspension or suspension to withdrawal or Lifting of the sanction (which is communicated by the GFSI Director to the Steering Committee, the CPO / PRB and on the mygfsi.com).

ANNEX I: CLASSIFICATION OF GFSI STAKEHOLDERS*

Stakeholder	Impact	Influence	Category	Dedicated GFSI Team member
CGF Board	High	High	Drivers	GFSI director
GFSI CoA sign ups	High	High	Drivers	GFSI director
Academia	Low	High	Partners	GFSI STM
CGF Legal Counsels	Low	High	Partners	GFSI STM & SPM
FS regulators - Policy makers	Low	High	Partners	GFSI SPM
International standard setting agencies	Low	High	Partners	GFSI STM
Accreditation Bodies	High	Low	Enablers	GFSI STM
Auditors	High	Low	Enablers	GFSI STM
Capability Building IGOs	High	Low	Enablers	GFSI SPM
Capability Building NGOs	High	Low	Enablers	GFSI SPM
Certification Bodies	High	Low	Enablers	GFSI STM
CGF members (non-CoA signatories)	High	Low	Enablers	GFSI STM & SPM
FS regulators - Enforcement agencies	High	Low	Enablers	GFSI SPM
GFSI Service Providers	High	Low	Enablers	GFSI STM & SPM
GFSI Sponsors	High	Low	Enablers	GFSI STM & SPM
GFSI-recognised entities (CPOs)	High	Low	Enablers	GFSI STM
<i>Press Partners</i>	High	Low	Enablers	GFSI SCM
Subject Matter Experts	High	Low	Enablers	GFSI STM
Consumers	Low	Low	Beneficiaries	GFSI Coordinator
FBO – non CGF members	Low	Low	Beneficiaries	GFSI Coordinator

*: In accordance with Article IV of this document this classification can vary according to the project or context of the specific engagement s is defined during Programme Management.

ANNEX II: GFSI STEERING COMMITTEE

STATEMENT OF COMMITMENT

The Global Food Safety Initiative is a Consumer Goods Forum Coalition of Action with a vision for safe food for people everywhere. GFSI has the following objectives:

- 1) **Benchmarking and Harmonisation:** Harmonising and raising standards of food safety certification programmes with the aim of achieving ‘once certified – recognised everywhere’.
- 2) **Capability Building:** Building food safety capabilities across the global food supply chain.
- 3) **Public-Private Collaboration:** Developing Public-Private Partnerships between food safety regulators, Intergovernmental Organisations (IGOs) and the food industry.

The GFSI Steering Committee oversees and leads all GFSI activities ensuring that GFSI delivers on its objectives and integrates the expectations of stakeholders by:

- Defining the coalition’s objectives and strategy, subject to approval by the CGF Board.
- Overseeing execution of the strategy, ensuring progress is made against agreed timelines and deliverables.
- Defining annually the composition, scope, objectives and deliverables of the Sub Committees, Working Groups and Local Groups.
- Appointing the Chair of each Sub Committee from amongst its members.
- Working closely with the GFSI Coalition Team and CGF Local Group Team (CGF Regional Team and GFSI Regional Manager), if present to facilitate the implementation of GFSI activities.
- Working with the GFSI Coalition Team to develop fact-based position papers and progress reports.
- Maintaining effective communication and networking with key stakeholders.
- Ensuring effective governance of GFSI.

GFSI Steering Committee members agree to work towards the delivery of the GFSI objectives by:

- Recognising and adhering to the GFSI Governance Model and Rules of Procedure, including the GFSI Code of Ethical Conduct.
- Committing to actively support and promote the ‘certified once, accepted everywhere’ principle, thus accepting all GFSI recognised certification programmes in their respective supply chains without preference and only requiring second party audits of their suppliers that do not duplicate the requirements of third party certification.
- Promoting GFSI within the food industry and advocating GFSI initiatives.
- Participating in one of the GFSI Sub Committees and volunteering their company experts to relevant GFSI Working Groups.
- Disclosing any other food safety-related Board seats they hold in other organisations or any other conflicts of interest during their tenure on the GFSI Steering Committee.
- Not undertaking any lobbying on behalf of their own business or Trade Associations.

Any Intellectual Property arising from work conducted as part of the GFSI Steering Committee remains the property of the GFSI unless already owned and declared by a contributing member.

Name:

Title:

Signature:

Date:

ANNEX III: APPLICATION FOR MEMBERSHIP OF THE GFSI STEERING COMMITTEE

Please complete all boxes in the attached Table and submit your application and accompanying letter of nomination from your CEO, your CV / resume and a letter of motivation to the GFSI Coalition Leader (GFSI Director).

Name:		
Job Title:		
Company:		
Contact details:		
Mobile:		Email:
Address:		
QUESTION	PROVIDE A SHORT SENTENCE OF EVIDENCE TO SUPPORT EACH ANSWER <i>The Appointments Panel will use responses to prioritise applicants if numbers exceed the capacity of the Steering Committee</i>	<i>Appointments Panel Notes</i>
Confirm that your company is a CGF Member		
Are you accountable for food safety?		
Please confirm your food safety experience with accompanying qualifications and any track record of improving food safety and in the food industry*		

Do you commit to abiding by all SC rules of confidentiality as they relate to GFSI SC matters?		
Do you have the delegated decision-making authority for food safety to advance the Coalition?		
Confirm that you are able to sign and adhere to the GFSI Steering Committee Statement of Commitment on behalf of your company		
Confirm that you fully endorse the 'certified once, recognised everywhere' principle AND that you accept all GFSI-recognised certification programmes in your supply chains		
Do you commit to be personally active in GFSI's activities?		
Confirm that the costs of your participation in all GFSI activities will be covered by the organisations you represent		
Can you confirm that you do not serve on the Board of any GFSI-recognised Certification Programme Owner or Certification Body and that you do not hold any other positions or engage in any other activities which could be viewed as anti- competitive as they relate to GFSI?		
Please list any membership you may have of Boards, Committees or Organisations relating to food safety for panel review		
Confirm that you are a permanent employee of the member company (consultants are not eligible for GFSI Steering Committee membership).		

Confirm that you are not a member of the CGF Board or the CGF Governance Committee	Yes / No	
Confirm that you have attached a copy of your CV / resume	Yes / No	
Confirm that you have attached a letter of motivation	Yes / No	
Signed Date		
<i>Decision of the Appointments Panel: Recommended / Not Recommended</i>		
<i>Rationale</i>		
<i>Ranking (where necessary)</i>		
<i>Signed on behalf of the GFSI Coalition Leader</i>		
<i>Date</i>		

***Criteria for Food Safety Expertise suitable for Steering Committee membership** The following list provides suitable examples of the type of experience and core skills expected of an individual to be considered for the GFSI Steering Committee (in relation to the specific question 'Please confirm your food safety and quality experience with accompanying qualifications and any track record of improving food safety and quality in the food industry')

- Degree or post graduate Degree in Food Science, Technology or relevant biological science (Chemistry, Biochemistry, Microbiology)
- 10 years+ experience in applying food safety and quality management frameworks in the food industry
- Member of a national or internationally recognised food safety and quality advisory committee
- Author of published papers and books on food safety and quality
- Auditor experience or management of audit functions related to food safety and quality management
- Hands on experience of food safety and quality management systems



ANNEX IV: COMMITTEE/GROUP SELF-ASSESSMENT

The active contribution of GFSI Committee/Group members is critical to the successful delivery of the Coalition's mandate and objectives and to assist in ensuring equitable input by all members, the following self-assessment must be completed and submitted to the GFSI Coalition Leader by (Insert Date).

ANNUAL COMMITTEE/GROUP SELF ASSESSMENT (INSERT YEAR)	
Name and Company	
Date of first joining the Committee/Group	
Confirm you have signed the Statement of Commitment for your Committee/Group within the last 3 years	Yes / No
Role on Committee/Group (delete as appropriate)	Chair / Vice-Chair / Member
Number of Committee/Group meetings attended this year	
Summarise your key contributions to the Committee/Group meetings (papers written, papers reviewed, proposals submitted, decisions made, etc.)	
Other Committees or Working Group representation and contributions made	

Provide any detail of the contributions you have made to the GFSI Coalition Objectives:	
1. Harmonising and raising standards of food safety certification programmes	
2. Building food safety capabilities across the global food supply chain	
3. Partnering with food safety regulators, NGOs and the wider food industry	
<i>For GFSI Steering Committee Members Only</i> – Confirm Sub Committee membership (delete as appropriate)	Governance / Technical / PPP / Local Groups
Role on Sub Committee (delete as appropriate)	Chair / Vice-Chair / Member
Number of Sub Committee meetings attended this year	
Summarise your key contributions to the Sub Committee meetings (papers written, papers reviewed, proposals submitted, decisions made, etc.)	
Date	
Signed	

ANNEX V: ANNUAL REVIEW AND COMPLIANCE REPORT

Effective delivery of the GFSI strategy and objectives together with the compliance with the Governance Model and Rules of Procedure are critical to the sustainable operation of this CGF Coalition of Action for Food Safety.

In order to demonstrate continuous alignment to the mandate, an Annual Review and Compliance Report will be produced to summarise the key activities of the GFSI Coalition Team, Steering Committee, Sub Committees, Working Groups and Local Groups.

The report will be compiled by the GFSI Coalition Team using submissions prepared by each of the respective Committees, Sub Committees, Working Groups and Local Groups.

A common framework will be used for the Annual Review to allow for a consistent view of objectives, activity and key deliverables. The Compliance Report will summarise the key elements relating to governance of each of the groups e.g. constituent members, number of meetings, attendance, complaints, etc.

The GFSI Governance Sub Committee will be accountable for the production of the Annual Review and Compliance Report and will present the report to the Steering Committee in the first quarter of each new calendar year and, once accepted, submitted to the CGF Governance Committee in the first half of each new calendar year.

The GFSI Governance Sub Committee will be responsible for ensuring an action plan is in place to address any issues or deviations and that all matters are satisfactorily resolved within the defined timeframe.

Table AV.1: Template for Annual Review and Compliance Report

ANNUAL REVIEW AND COMPLIANCE REPORT (INSERT YEAR)
Title of Committee / Group:
Chair(s): <i>(Name and Company)</i>
Vice-Chair(s): <i>(Name and Company)</i>
Executive Summary of activities and key deliverables / decisions made:

ANNUAL REVIEW**Objectives:**

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 7.
- 8.

Agreed Work Plan: (*List priorities from agreed work plan*)

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 7.
- 8.

Activities undertaken for each work plan priority

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 7.
- 8.

Key deliverables / decision taken for each work plan priority

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 7.
- 8.

COMPLIANCE REPORT	
Membership	
Total number of members*	
Number of CGF Members	
Number from Manufacturing	
Number from Retail	
Number from Food Service	
Number from others (specify)	
Number of members with a signed Statement of Commitment^	
Number of new members joining in the year	
Number of new members receiving an induction	
Number of members relieved from duty	
Meetings	
Number of meetings held (face to face)	
Number of meetings held (remote)	
Number of non quorate meetings	
Attendance at meetings (%)~	
Stakeholder meetings	
Number of meetings with regulators	
Number of meetings with NGOs	
Number of meetings with other bodies (specify)	
Complaints <i>(only relevant for GFSI Coalition Team report)</i>	
Number of complaints received	
Number of complaints upheld	
Governance Model and Rules of Procedure <i>(only relevant for the Governance Sub Committee)</i>	
Date of review	
Code of Ethical Conduct <i>(only relevant for the Governance Sub Committee)</i>	
Date of review	

*: Numbers may fluctuate during the year and the number reported will be as of December in that year.

^: Must be less than 3 years old.

~: Number of attendees (excluding GFSI Coalition Team) divided by number of members and multiplied by 100.

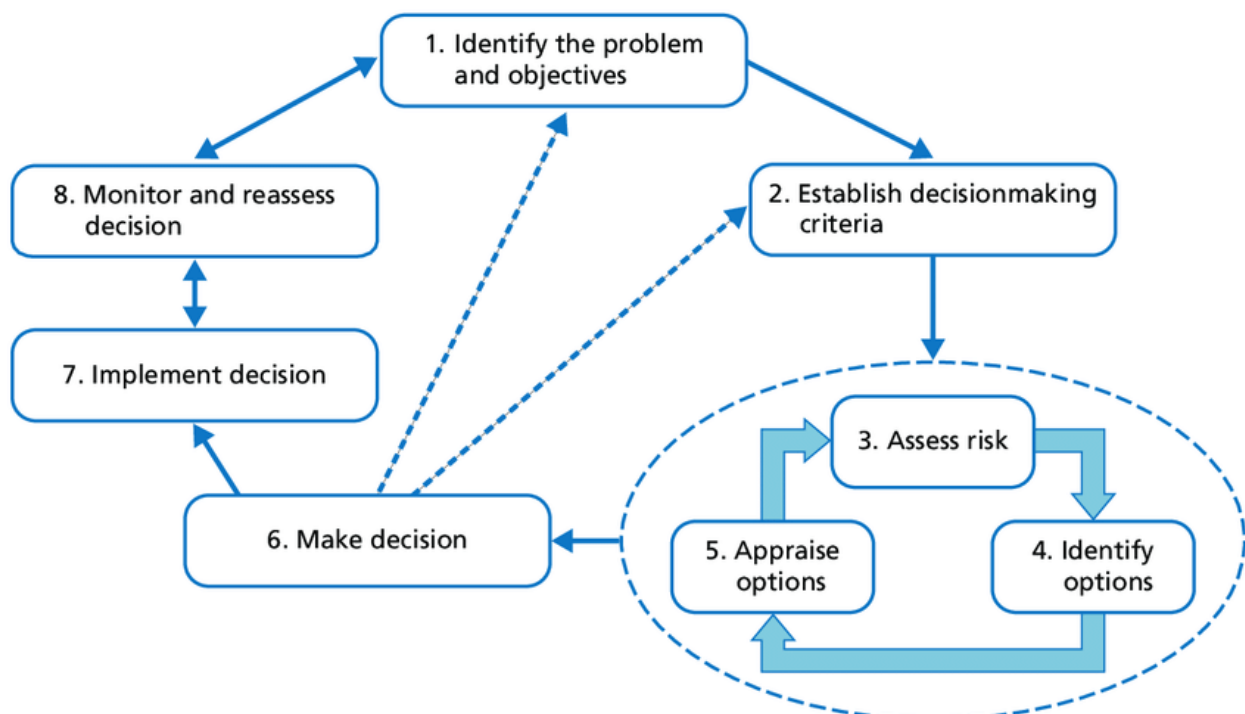
ANNEX VI: DECISION MAKING FRAMEWORK

The GFSI is aware that its size and scale means that it often makes decisions that directly impact the food industry and the 150,000 organisations certified to a GFSI-recognised programme. The GFSI always wants this impact to be in the service of the consumer and food safety. GFSI believes, more than ever, that GFSI decision-making must always be clear, open and transparent and in line with other CGF Coalitions of Action has adopted the following decision-making framework aligned to the vision and purpose of GFSI and the GFSI legal statutes. The decision-making framework aims to ensure the decisions it makes meet the highest standards of accountability and transparency.

As most major strategic decisions are taken by the GFSI Steering Committee, the GFSI DMF is designed to ensure that each GFSI decision:

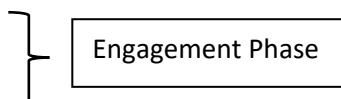
- Is taken at the right level.
- Relates to GFSI strategic priorities and outcomes.
- Takes account of the GFSI framework as a science and evidence-based organisation free from commercial interests.
- Takes account of legal and other relevant considerations including antitrust statutes.
- Is transparent.
- Demonstrates accountability to the GFSI stakeholder community.

A. Decision Making Framework Diagram:



B. Decision Making Framework Description:

1. Identify the problem and the outcomes you are seeking to achieve
2. Establish suitable decision-making criteria using the following considerations:
 - Decision type – Major / Significant / Minor
 - Major Decisions – these typically include strategic decisions which highly impact the wider GFSI stakeholder community and require substantive changes to the current modus operandi. High risk, high impact decisions from which GFSI cannot retreat. Major decisions require Consultation, with the outcomes of the Consultation to be made available to the Steering Committee prior to its decision.
 - Significant Decisions – these typically include amendments to existing strategy which may highly impact the GFSI stakeholder community, but which are low risk, or decisions which are of low impact on the GFSI community but are deemed high risk to GFSI itself. May include decisions taken in crisis mode. Significant decisions require full Steering Committee approval as per the Governance Rules.
 - Minor Decisions – these typically include operational decisions and decisions taken in the application of defined GFSI processes and governance and which do not highly impact the wider GFSI stakeholder community, and which do not require substantive changes to the current modus operandi. Low risk decisions from which GFSI may retreat. Decisions which may be taken at GFSI Committee level and do not require GFSI Steering Committee wide approval. For reasons of agility, minor decisions can be made without the need to consult or engage widely.
 - Alignment with the GFSI strategic priorities, Coalition of Action Charter and antitrust statutes
 - Meets GFSI outcomes
 - Risk profile
3. Assess the risk posed to GFSI linked to the problem we are trying to solve
4. Identify options
5. Appraise options
6. Make decision
7. Implement decision
8. Monitor and reassess decision



C. Communication of decision-making outcomes

Major and significant decisions will be published on mygfsi.com either as standalone positions or as part of the minutes from the GFSI Steering Committee or Sub Committees as defined in Articles V and VI.

ANNEX VII: COMMITTEE / GROUP MANDATE TEMPLATE*

Committee / Group Name:		Date of Approval:
Chair(s):		
Mandating Committee:		
Purpose (What are you planning to do & why?)		
Scope (Describe the scope of the work?)		
Deliverables (What will be the outputs and when will they be delivered?)		
Composition Criteria (CGF Member, Retailer/Manufacturer, profile and expertise required)		
Resources / Costs Required		
Timescale (What is the planned start and completion date of the work?)		

*: Note: This template is a guide only and can be modified to suit the needs and context of the Group.

ANNEX VIII: GFSI WORKING GROUP MEMBERS STATEMENT OF COMMITMENT

The Global Food Safety Initiative is a Consumer Good Forum Coalition of Action with a vision for safe food for people everywhere. GFSI has the following objectives:

- 1) **Benchmarking and Harmonisation:** Harmonising and raising standards of food safety certification programmes with the aim of achieving 'once certified – recognised everywhere'.
- 2) **Capability Building:** Building food safety capabilities across the global food supply chain.
- 3) **Public-Private Collaboration:** Developing Public-Private Partnerships between food safety regulators, Intergovernmental Organisations (IGOs) and the food industry.

Facilitated by the GFSI team and the relevant GFSI Sub Committee, the Working Group shall:

- Work collaboratively to deliver mandates provided by the GFSI Steering Committee and the Sub Committees through individual or group tasks, conference calls and consultations.
- Define with the GFSI Steering Committee, the Sub Committees and / or the GFSI Coalition Team, appropriate methodologies and work plans to execute their allocated tasks in the given timeframe.
- Consult with GFSI Stakeholders, as appropriate.

Working Groups are prohibited from carrying out any lobbying on behalf of their own business or Trade Associations and must always act in the interests of the GFSI Coalition objectives.

Any outcomes and publications from Working Groups or Sub Working Groups are the Intellectual Property of the GFSI unless already owned and declared by a contributing member.

GFSI Working Group members agree to work towards the delivery of the GFSI objectives by:

- Recognising and adhering to the GFSI Governance Model and Rules of Procedure, including the GFSI Code of Ethical Conduct.
- Actively supporting and promoting GFSI and its activities within their company.
- Seeking authorisation from the GFSI Coalition Team regarding any decisions impacting GFSI's mission, strategy, resources, strategic relationships including public-private partnerships and public announcements.

Name:

Title:

Signature:

Date

ANNEX IX: GFSI LOCAL GROUP MEMBERS STATEMENT OF COMMITMENT

The Global Food Safety Initiative is a Consumer Good Forum Coalition of Action with a vision for safe food for people everywhere. GFSI has the following objectives:

- 1) Harmonising and raising standards of food safety certification programmes.
- 2) Building food safety capabilities across the global food supply chain.
- 3) Public Private Partnerships between food safety regulators, IGOs and the food industry.

Local Groups bring together local food safety experts to work collaboratively on local food safety issues. Sharing the same mission as the GFSI, their mandate is to:

- 1) Implement GFSI's global priorities locally.
- 2) Build engagement and awareness among companies and relevant local stakeholders.
- 3) Build relationships with local government bodies.

Sharing the same mission as the GFSI, specific activities associated with the above may be as follows:

- To communicate the GFSI vision, objectives and approach to foster a greater understanding and uptake of the GFSI approach with relevant local audiences.
- To be ambassadors and represent GFSI at meetings, conferences and seminars.
- To create linkages with public policymakers in conformity with the PPPs business plan of the Local Group.
- To gather and share feedback on the uptake and impact of the GFSI approach within the region.
- To support the work of the Working Groups by acting as a regional and local relay for communication and implementation of specific projects e.g. Global Markets Programme, Public-Private Partnership, etc.) and inform those Working Groups of the activities in the region.

The Local Group is prohibited from carrying out any lobbying on behalf of their own business or Trade Associations and must always act in the interests of the GFSI Coalition objectives.

Any outcomes and publications from Local Groups or Sub Working Groups are the Intellectual Property of the GFSI unless already owned and declared by a contributing member.

GFSI Local Group members agree to work towards the delivery of the GFSI objectives by:

- Recognising and adhering to the GFSI Governance Model and Rules of Procedure, including the GFSI Code of Ethical Conduct.
- Actively supporting and promoting GFSI and its activities within their company.
- Promoting actively the 'certified once, accepted everywhere' principle by accepting all GFSI recognised certification programmes in their respective supply chains without preference.

Name:

Title:

Signature:

Date:

ANNEX X: GFSI G2B/CB2B GROUP MEMBERS STATEMENT OF COMMITMENT

The Global Food Safety Initiative is a Consumer Good Forum Coalition of Action with a vision for safe food for people everywhere. GFSI has the following objectives:

1. Benchmarking and Harmonisation: Harmonising and raising standards of food safety certification programmes with the aim of achieving 'once certified – recognised everywhere'.
2. Capability Building: Building food safety capabilities across the global food supply chain.
3. Public-Private Collaboration: Developing Public-Private Partnerships between food safety regulators, Intergovernmental Organisations (IGOs) and the food industry.

Facilitated by the GFSI team and the relevant GFSI Sub Committee, the G2B/CB2B forum shall:

- Work collaboratively to deliver mandates provided by the GFSI Steering Committee and the Sub Committees through individual or group tasks, conference calls and consultations.
- Define with the GFSI Steering Committee, the Sub Committees and / or the GFSI Coalition Team, appropriate methodologies and work plans to execute their allocated tasks in the given timeframe.
- Consult with GFSI Stakeholders, as appropriate.

G2B/CB2B working group members are prohibited from carrying out any lobbying on behalf of their own business or Trade Associations and must always act in the interests of the GFSI Coalition objectives.

Any outcomes and publications from the G2B/CB2B forum are the Intellectual Property of GFSI unless already owned and declared by a contributing member.

GFSI G2B/CB2B forum members agree to work towards the delivery of the GFSI objectives by:

- Recognising and adhering to the GFSI Governance Model and Rules of Procedure, including the GFSI Code of Ethical Conduct.
- Actively supporting and promoting GFSI and its activities within their company.

Name:

Title:

Signature:

Date

ANNEX XI: GFSI CODEX WORKING GROUP MEMBERS STATEMENT OF COMMITMENT

The Global Food Safety Initiative is a Consumer Good Forum Coalition of Action with a vision for safe food for people everywhere. GFSI has the following objectives:

1. Benchmarking and Harmonisation: Harmonising and raising standards of food safety certification programmes with the aim of achieving 'once certified – recognised everywhere'.
2. Capability Building: Building food safety capabilities across the global food supply chain.
3. Public-Private Collaboration: Developing Public-Private Partnerships between food safety regulators, Intergovernmental Organisations (IGOs) and the food industry.

Facilitated by the GFSI Coalition Team and the relevant GFSI Sub-Committee, the GFSI Codex Working Group shall:

- Work collaboratively to deliver mandates provided by the GFSI Steering Committee and the Sub Committees through individual or group tasks, conference calls and consultations.
- Define with the GFSI Steering Committee, the Sub Committees and / or the GFSI Coalition Team, appropriate methodologies and work plans to execute their allocated tasks in the given timeframe.
- Consult with GFSI Stakeholders, as appropriate..

GFSI Codex Working Group members are prohibited from carrying out any lobbying on behalf of their own business or Trade Associations and must always act in the interests of the GFSI Coalition objectives.

Any outcomes and publications from the GFSI Codex Working Group are the Intellectual Property of GFSI unless already owned and declared by a contributing member.

GFSI Codex Working Group members agree to work towards the delivery of the GFSI objectives by:

- Recognising and adhering to the GFSI Governance Model and Rules of Procedure, including the GFSI Code of Ethical Conduct.
- Actively supporting and promoting GFSI and its activities within their company.

Name:

Title:

Signature:

Date

ANNEX XII: GFSI GOVERNANCE: AIDE MEMOIRE



Committee / Group	Mandate Key Points	Authority	Composition	Criteria for appointment	Agenda and Minutes	Decisions	Statement of Commitment	Reporting
CGF Board Co-Sponsors	<ul style="list-style-type: none"> Challenging the direction and progress of the COA Helping to engage other CGF CEOs in the COA Acting as external advocates for the COA Reporting to the CGF Board on the progress and impact of the COA 	Reports to the CGF Board	CGF Board Members (1 retail, 1 manufacturer)	N/A	N/A	N/A	N/A	N/A
Coalition Team	<ul style="list-style-type: none"> Ensuring the CGF & COA mission, values & governance rules are adhered to, providing an annual report demonstrating compliance Managing the process to ensure consensus building & inclusivity Providing transparency to the Steering Committee & CGF Board Developing effective implementation plans and meeting schedules Leading effective implementation of COA strategy Leading consistent execution of the communications strategy Being accountable for expenditure against an agreed budget Developing and maintaining stakeholders and IGO relationships Maintaining effective & efficient internal working practices via the QMS Ensuring compliance with all regulations & CGF antitrust statutes 	Reports to the CGF MD and CGF Board	Director, Senior Managers and team members	N/A	N/A	N/A	N/A	Annual Internal Audit. Annual Review and Compliance Report.

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Steering Committee	<ul style="list-style-type: none"> Defining the COA objectives & strategy, subject to CGF Board approval Overseeing strategy execution to agreed timelines & deliverables Defining annually the composition, scope, objectives & deliverables of Sub Committees, Working Groups & Local Groups Appointing the Chair, Vice-Chair & members of each Sub Committee Working with the GFSI Coalition Team and Local Group Team to facilitate the implementation of GFSI activities. Supporting the GFSI Coalition Team to implement GFSI activities & develop fact-based position papers/progress reports Effectively communicating & networking with key stakeholders Promoting GFSI within the food industry & GFSI initiatives Participating in a GFSI Sub Committee and nominating company experts to relevant GFSI Local and Working Groups Ensuring effective governance of GFSI Identifying additional resource needs via the Co-Chairs with the GFSI Coalition Team and developing proposals for the CEO Sponsors / CGF Governance Committee. Contribute to the Annual Review & Compliance Report 	Reports to the CGF Co-Sponsors and CGF Board	<p>Co-Chair / Vice-Chair (1 retail, 1 manufacturer) 29 Members (incl. Chair & Vice-Chair)</p> <p>Term of Office: Members: 3 years. Re-election for 1 further term (or 2 by exception). Co-Chairs/Vice-Chairs: 3 years. Re-election for 1 further term.</p>	<p>CGF Member (Signatory to COA). Food safety accountability. Expertise in food safety management. Signatory to 'once certified-recognised everywhere'. Permanent employee (except envoys). No conflicts of interest e.g. Board member of a GFSI-recognised CPO. Non CGF Board member.</p> <p>Members are reviewed by the Governance Sub Committee and elected by the Steering Committee.</p>	<p>Meetings: 2/year + calls 6-weekly</p> <p>Agenda: Draft: 2 weeks Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks Mygfsi summary of bi-annual meetings: 4 wks</p>	<p>Consensus and 2/3 majority.</p> <p>Quorum: >50%.</p>	Yes & upon re-election	<p>Annual Review & Compliance Report.</p> <p>Annual Self-Assessment. 6-monthly update vs work Plan from Sub Committees and Groups.</p>
Governance Sub Committee	<ul style="list-style-type: none"> To ensure implementation & annual update of the Governance Model To supervise the GFSI Steering Committee Elections To lead onboarding sessions for new Steering Committee members To recommend requests for GFSI resources as and when identified To define delegated roles & responsibilities of Steering Committee members and monitor engagement levels of all Committees & Groups To monitor the agreed timelines and deliverables of the Governance Sub Committee's work. To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the Governance Sub Committee To oversee the production of the Annual Review & Compliance Report & its submission to the Steering & CGF Governance Committee 	Reports to the GFSI Steering Committee	<p>Chair (Co/Vice-Chair of Steering Committee) 8 Members incl. Chair (from the Steering Committee)</p> <p>Term of Office: Members & Chair: No fixed term (aligned to term on Steering Committee)</p>	As Steering Committee	<p>Meetings/calls: 4/year</p> <p>Agenda: Draft: 2 weeks, where necessary Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and 2/3 majority.</p> <p>Quorum: >50%.</p>	As Steering Committee	<p>Annual Review & Compliance Report.</p> <p>Annual Self-Assessment. 6-monthly update vs work Plan to Steering Committee.</p>
Technical Sub Committee	<ul style="list-style-type: none"> To supervise the Benchmarking process to the highest standards To oversee the Technical Equivalence process To maintain effective communication with GFSI-recognised CPOs & support developing partnerships with technical bodies/organisations To ensure harmonisation & alignment on best food safety practices To support the management of the Technical Working Group To oversee the activities of the Scientific & Technology Advisory Group, the Stakeholder Advisory Forum Working Group and the CB2B Organising Group and their Business Plans in support of the Steering Committee. To monitor the agreed timelines and deliverables of the Technical Sub Committee's work. To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the Technical Sub Committee. 							
Public-	<ul style="list-style-type: none"> To ensure credibility of 3rd party certification through the PPP initiative 							

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Private Partnership (PPP) Sub Committee	<ul style="list-style-type: none"> To support relationship building with IGOs, governmental organisations and food safety authorities To build food safety capability globally by providing guidance and direction for the implementation of the GFSI Global Markets Programme To provide guidance for G2B related activities To support consensus building & advocacy of the GFSI Codex WG To provide expertise & advice on PPP & regulatory affairs related issues To oversee the activities of the G2B Organising Group and the GFSI Codex Committee Group and their Business Plans in support of the Steering Committee To monitor the agreed timelines and deliverables of the PPP Sub Committee's work. To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the PPP Sub Committee. 							
Capability Building Sub Committee	<ul style="list-style-type: none"> To build & improve credibility of the Capability building programme To support relationship building with IGOs, governmental organisations & food safety authorities on capability building programmes and projects beyond the Global Markets Programme. Build food safety capability globally by providing guidance & direction To provide guidance for Government-to-Business (G2B) related activities relating to capability building To provide expertise and advice on the content and framework of the GFSI capability building programme and related issues. To monitor the agreed timelines and deliverables of the Capability Building Sub Committee's work. To update the GFSI Steering Committee at 6-monthly intervals regarding key developments within the capability building Sub Committee. 							
Working Group	<p>Mandate is developed as part of initiating a new WG. General mandate;</p> <ul style="list-style-type: none"> Work to deliver mandates provided by the GFSI Steering & Sub Committee through individual or group tasks, conference calls and consultations Meet to discuss and identify key issues and make recommendations to the Sub Committees and the GFSI Steering Committee Define with the Steering & Sub Committee and/or the GFSI Coalition Team, appropriate work plans to execute the tasks in the given timeframe Consult with GFSI Stakeholders, as appropriate. 	Reports to the GFSI Coalition Team with review by the GFSI Steering Committee or relevant Sub Committee	<p>Co-Chairs (1 retail, 1 manufacturer). 21 Members (incl. Co-Chairs)</p> <p>Term of Office: Members: For duration of WG or 3 years & re-appointment every 3 years. Co-Chairs: 3 years with re-election for 1 further term.</p>	<p>Co-Chairs and Members do not have to be CGF Members but must meet criteria as set out when TOR are developed.</p> <p>Co-Chairs and Members are appointed by the Sub Committee and/or Steering Committee with support from the GFSI Coalition Team.</p> <p>Organisations can be on 3 Working Groups. Maximum 1 representative per Working Group.</p>	<p>Meetings: 2/year + calls as required</p> <p>Agenda: Draft: 2 weeks, where necessary Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and 2/3 majority.</p> <p>Quorum: >50%.</p>	Yes & upon re-appointment	<p>Annual Review & Compliance Report.</p> <p>Annual Self-Assessment (by Co-Chairs). 6-monthly update vs work Plan to Steering Committee.</p>
Local Groups	<p>Local Groups bring together local Food Safety Experts to work collaboratively on local Food Safety issues with a general mandate to;</p> <ul style="list-style-type: none"> Implement GFSI's global priorities locally 	Reports to the GFSI Coalition	Co-Chair (1 retail, 1 manufacturer). Unlimited Members	Co-Chairs must be CGF members and signatories to the COA.	Meetings: 2/year + calls as required	Consensus and 2/3 majority.	Yes & every 3 years.	Annual Review & Compliance

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	<ul style="list-style-type: none"> Build engagement and awareness among companies and relevant local stakeholders. Build relationships with local government bodies. Communicate the GFSI vision & objectives to foster greater understanding & uptake of GFSI approaches with local audiences To be ambassadors & represent GFSI at external events Create linkages with public policy makers aligned to the PPPs business plan To feedback on uptake & impact of the GFSI approach within a region To act as local relays for communication & implementation of Working Group projects (e.g. Global Markets Programme), reporting back to WGs on activities in their geography 	Team and review by the GFSI Steering Committee	<p>but 75% from retail / manufacturers.</p> <p>Term of Office: Members-Unlimited but review & re-appoint annually Co-Chairs-3 years and re-appointed for successive 2 years.</p>	<p>Members do not have to be CGF Members but must meet criteria for appointment.</p> <p>Members are appointed by the GFSI Coalition Team & CGF Local Team (advised by GFSI Steering Committee, where required) for set up and then appointed in collaboration with the Local Group members.</p> <p>CGF Members can have 3 representatives on a Local Group</p>	<p>Agenda: Draft: 2 weeks, where necessary Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	Quorum: >50%.		Report. Annual Self-Assessment (by Co-Chairs). 6-monthly update vs work Plan to Steering Committee.
Scientific & Technology Advisory Group	<p>Provides GFSI with expert independent outlook on science & technology developments impacting food safety. A multi-disciplinary expert group acts as an objective source & review of evidence underpinning GFSI strategic priorities, decisions, & activities. The STAG shall:</p> <ul style="list-style-type: none"> Collect, collate, & analyse information & data, identifying emerging matters related to food safety Produce a yearly foresight report of developments impacting food safety & GFSI activities Produce a six-monthly report of critical science & technology insights & trends pertaining to food safety Produce specific briefing documents on request from the GFSI Steering Committee to support discussions / decision making Issue an annual review and compliance report of work undertaken Maintain a network of experts to join working groups based on the need of the STAG mandate or assignments Deliver quality & independent output Identify potential avenues for further investigation & reporting Initiate research studies where there is insufficient data to facilitate a clear understanding of a specific issue. 	Reports to the GFSI Coalition Team with oversight by the GFSI Technical Committee and review by the Steering Committee, where relevant	<p>Chair (relevant expert). 5-15 Members.</p> <p>Term of Office: Members and Chair: 3 years & re-appointment every 3 years.</p>	<p>Chair and Members do not have to be CGF Members but must meet criteria for appointment.</p> <p>Members are appointed by the GFSI Coalition Team and GFSI Technical Committee based on a review of applicants by the STAG Chair.</p> <p>Chair is appointed by the GFSI Steering Committee upon recommendation by the Coalition Team and GFSI Technical Committee.</p>	<p>Meetings: 4/year plus calls as required</p> <p>Agenda: Draft: 2 weeks, where necessary Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and recording reasons when consensus cannot be reached.</p> <p>Quorum: >50%.</p>	Yes & upon re-appointment	<p>Annual Review and Compliance Report.</p> <p>Annual Self-Assessment.</p> <p>Six-monthly trends report.</p> <p>Annual foresight report.</p>
G2B Organising Group	<p>The Government to Business (G2B) Organising Group is responsible for planning & implementation of the annual G2B forum for public and private sectors to identify & examine areas that could improve food safety outcomes through greater collaboration. Bringing together regulators & food safety experts from the GFSI private sector community and international organisations, the G2B will focus on finding practical and innovative solutions to challenges faced in ensuring safe food for people everywhere. Specifically, the Organising Group will;</p> <ul style="list-style-type: none"> Consider current issues impacting food safety & regulatory oversight & identify subject areas that would benefit from focused examination Determine the most appropriate means (e.g. workshops, plenary etc.) to facilitate the dialogue & identify the logistical requirements Invite & engage, via the food safety network, a broad community of food safety competent authorities to participate in the G2B forum & 	Reports to the GFSI Coalition Team with oversight by the GFSI Public-Private Partnership Sub Committee and review by the Steering Committee	<p>Co-Chair (1 Public Authority, 2 GFSI Steering Committee Co-Chairs) Unlimited Members.</p> <p>Term of Office: Members: 1 year, renewable annually. Chair: no maximum limit but reviewed annually.</p>	<p>Business Members consist of GFSI Steering Committee Members. Government Members consist of Regulators and Policy / Programme Officials from public institutions e.g. WHO</p> <p>Members are appointed by the GFSI Coalition Team in consultation with the Steering Committee and PPP Sub Committee.</p> <p>Co-Chairs: GFSI Steering Committee Co-Chairs. Public Authority Co-Chair appointed by the Public Authority</p>	<p>Meetings: 6 video conferences/ year (Oct-Mar)</p> <p>Agenda: Draft: 2 weeks Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and 2/3 majority.</p> <p>Quorum: >50%.</p>	Yes & upon re-appointment	<p>Annual Review and Compliance Report.</p> <p>Annual Self-assessment (by Co-Chairs). 6-monthly update vs work Plan to Steering Committee.</p>

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	working programmes to have a fair participation from regions all over the world.			Representatives or if no consensus by the GFSI Coalition Team.				
CB2B Organising Group	<p>The aim of the CB2B Group is to share insights between Certification Bodies and businesses to improve the operational and strategic delivery of audits certified to recognised GFSI certification programmes and to enhance trust in the third party certification services thereby achieving the GFSI's harmonisation goal of "once certified, accepted everywhere". The CB2B Organising Group is responsible for:</p> <ul style="list-style-type: none"> • Selecting areas of interest for collaboration between both parties in alignment with GFSI's mission and strategic objectives • Developing an annual business plan in accordance with Annex VII of the Governance Model and Rules of Procedure • Establishing Task Groups to progress identified areas of collaboration and coordinating the selection of Task Group members • Preparing a 6-monthly summary of activities, findings and conclusions from Task Groups for submission to the GFSI Steering Committee to provide input into strategic discussions on audit and certification • Producing a yearly Review and Compliance Report on CB2B activities aligned to the GFSI format detailed in Annex V for submission to the GFSI Steering Committee 6-monthly plenary meetings • Planning and implementing the annual CB2B Forum • Monitoring the delivery of Task Groups to the agreed plan and reviewing outputs prior to submission to the GFSI Steering Committee • Ensuring adherence of all participants of the CB2B Organising Group and Task Groups to the GFSI Governance Model and Rules of Procedure • Ensuring members of the CB2B Organising Group and Task Groups act as representatives of their respective community seeking views on input into discussions and providing feedback of output within the constraints of confidentiality • Work in collaboration with members of the GFSI Steering Committees or GFSI Technical Committee through Co-Chairs of the Organising Group or formed Task Group depending on selected topics 	Reports to the GFSI Coalition Team with oversight by the GFSI Technical Sub Committee and review by the Steering Committee	<p>Co-Chairs (1 retail/manufacturer, 1 CB) 12 Members (6 Business and 6 CBs)</p> <p>Term of Office: Members and Chair: 3 years and unlimited re-appointment but review of membership annually.</p>	<p>Retail/manufacturer Members must be CGF Members and signatories to the COA.</p> <p>CBs do not have to be CGF Members but must meet criteria for appointment.</p> <p>Members are appointed by the GFSI Coalition Team in consultation with the GFSI Technical Sub Committee and Steering Committee.</p>	<p>Meetings: 2/year plus additional video conferences.</p> <p>Agenda: Draft: 2 weeks, where necessary Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and 2/3 majority.</p> <p>Quorum: >50%.</p>	Yes and every 3 years	<p>Annual Review and Compliance Report.</p> <p>Annual Self-assessment (by Co-Chairs).</p> <p>6-monthly update vs work Plan to Steering Committee.</p>
GFSI Codex Committee Group	<p>The GFSI Codex Working Group is established with the purpose of elevating the recognition of GFSI's mission amongst International Governmental Organisations and government delegates. The Working Group develops, engages and advocates GFSI positions as developed by member companies using a science-based approach to advance safe food for people everywhere. Deliverables;</p> <ul style="list-style-type: none"> • Recommendations to the GFSI Steering Committee on horizon scanning and emerging issues, advocacy strategy and feedback regarding the impact of Codex discussions on GFSI activities. • Development of GFSI positions ensuring engagement of stakeholders, consistency with the work of other GFSI Working Groups and dissemination of GFSI positions to relevant stakeholders. • Support the GFSI network of committees and groups in reviewing the alignment of recommendations / positions with Codex and to encourage outreach of such groups to relevant national stakeholders 	Reports to the GFSI Coalition Team with oversight by the GFSI Public-Private Partnership Sub Committee and review by the Steering Committee	<p>Chair and Vice Chair. 11 members.</p> <p>Members 3 years. Re-election for 1 further term (2 by exception).</p> <p>Chair and Vice Chair 3 years. Re-election for unlimited further terms.</p>	<p>Members / Chair / Vice-Chair do not have to be CGF Members but must meet criteria for appointment.</p> <p>Members / Chair / Vice-Chair are appointed by the GFSI Coalition Team, PPP Sub Committee and Steering Committee.</p>	<p>Meetings: 2 meetings per year</p> <p>Agenda: Draft: 2 weeks Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and 2/3 majority.</p> <p>Quorum: >50%.</p>	Yes and upon re-appointment.	<p>Annual Review and Compliance Report.</p> <p>Annual Self-assessment (by Co-Chairs).</p> <p>6-monthly update vs work Plan to Steering Committee.</p>

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	e.g. National Codex Delegation.							
Stakeholder Advisory Forum Working Group (SAFWG)	<p>The SAFWG provides the GFSI Steering Committee with expert advice on amendments to the GFSI Benchmarking Requirements and Technical Equivalence requirements so that these documents remain current and aligned with the food safety requirements and trends of the market. The SAFWG shall undertake the following duties;</p> <ul style="list-style-type: none"> Recommendations to the GFSI Steering Committee on key amendments to the Benchmarking Requirements, answer to GFSI Steering Committee questions and queries on content, scan horizon and advise on emerging issues and raise concerns to the GFSI Steering Committee and advise on technical and implementation issues Engage with GFSI Working Groups and Local Groups regarding ongoing needs and potential changes to requirements Manage the relationship with the GFSI Technical Writers on the approved amendments to the requirements 	Reports to the GFSI Coalition Team with oversight by the GFSI Technical Sub Committee and review by the Steering Committee	<p>Chair. 21 members (50% retail/manufacturer, 25% GFSI recognised CPOs, 12.5% CBs, 12.5% ABs or other associations).</p> <p>Members & Chair - 3 years plus unlimited further terms.</p>	<p>Members / Chair do not have to be CGF Members but must meet criteria for appointment.</p> <p>Members / Chair are appointed by the GFSI Coalition Team.</p>	<p>Meetings: 2 meetings per year and 8 weekly conference calls.</p> <p>Agenda: Draft: 2 weeks, where necessary Final: 1 week Papers: 1 week</p> <p>Minutes: Draft: 2 weeks Final: 4 weeks</p>	<p>Consensus and recording reasons when consensus cannot be reached.</p> <p>Quorum: >50%.</p>	Yes and upon re-appointment.	<p>Annual Review and Compliance Report.</p> <p>Annual Self-assessment (by Co-Chairs).</p> <p>6-monthly update vs work Plan to Steering Committee.</p>

ANNEX XIII: GLOSSARY

The Consumer Goods Forum (CGF): A CEO-led organisation, which brings the world's retailers and manufacturers within the field of consumer goods to collaborate and secure consumer trust as well as drive positive change and greater efficiency across four areas: food safety, environmental and social sustainability, health & wellness, and value chain efficiency.

The Global Food Safety Initiative (GFSI): The CGF's Coalition of Action (CoA) on food safety and a global multi-stakeholder community which seeks to ensure a safe global food supply.

GFSI Stakeholders: Actors, organisations and individuals that have an interest in GFSI, actively support or participate in GFSI activities, and/or engage with the GFSI team/the CGF in order to ensure the delivery of GFSI's strategic objectives and the achievement of its purpose of safe food for people everywhere.

GFSI organisational entity members: Refers to any members within GFSI's organisational network such as the GFSI Steering Committee, Local Groups and Working Groups that have been given a CGF/GFSI mandate to execute their activities in order to ensure the efficient delivery of GFSI's aims and objectives.

Certification Programme: A documented food safety Certification Programme, which has specified requirements (including standards and normative documents), specific rules and procedures.

International standard setting bodies: Are international bodies that cover matters pertaining to food safety such as the Codex Alimentarius Commission, the International Plant Protection Convention (IPPC) and the World Organisation for Animal Health (OIE), which set internationally recognised standards that are referenced by the World Trade Organisation (WTO).