

## **Terms of Reference**

### **REVIEW OF RSPO MEMBERSHIP RULES**

#### **1. Background**

The Roundtable on Sustainable Palm Oil (RSPO) is a global, multi-stakeholder initiative on sustainable palm oil. Members of RSPO, and participants in its activities come from many different backgrounds, including plantation companies, manufacturers and retailers of palm oil products, environmental and social NGOs, and from many countries that produce or use palm oil. The principal objective of RSPO is “to promote the growth and use of sustainable palm oil through cooperation within the supply chain and open dialogue between its stakeholders” (RSPO Membership Rules, 2020). As of April 2023, RSPO has over 5,500 members, registered in over 100 countries/territories.

The RSPO Membership Rules (“Rules”) is a key document that provides guidance on the rules and requirements on becoming an RSPO Member as well as the administration of RSPO membership. The document was first endorsed by the Board of Governors in 2016 and was subsequently revised in 2020. In order to ensure that it is aligned with other existing and newly revised key documents, the RSPO is seeking an independent expert (“Consultant”) to review the RSPO Membership Rules and relevant key documents.

#### **2. Objectives**

##### Objectives:

- a) Undertake a review of the RSPO Membership Rules to determine if the requirements are aligned with other relevant key documents.
- b) Identify gaps and improvements that can help strengthen the implementation of the requirements set in the RSPO Membership Rules to achieve organisational goals and vision.
- c) Undertake a review of the Group Membership requirements to determine issues and challenges in its implementation from an administrative and legal perspective.
- d) Undertake a review of the Beneficiary Ownership section of the RSPO Membership Rules and identify issues and legal implications in its implementation.
- e) Draft recommended amendments to the RSPO Membership Rules document and other relevant key documents.

The findings and recommendations resulting from the review will be presented to the relevant Divisions/Units at the RSPO Secretariat and/or relevant RSPO committees for consideration and be subsequently incorporated in the RSPO Membership Rules and, where applicable, to relevant key documents for implementation.

Scope of the review:

The Consultant will conduct a review of the RSPO Membership Rules document covering the aspects highlighted below:

- Methodology or approach in undertaking the review.
- Provide a review of RSPO Membership Rules to determine if the requirements are aligned with other key documents.
- Provide a review of the Group Membership requirements of the RSPO Membership Rules to determine issues and challenges in its implementation from an administrative and legal perspective.
- Provide a review of the Beneficiary Ownership section of the RSPO Membership Rules document and identify issues and legal implications in its implementation.
- Identify gaps and improvements to strengthen the implementation of the requirements set in the RSPO Membership Rules to achieve organisational goals and vision.
- Provide recommendations for enhancement and amendment to the RSPO Membership Rules and other relevant key documents.

Key documents to be reviewed (but not limited to) are the following:

- RSPO Statutes
- RSPO Code of Conduct for Members and Supply Chain Associates
- RSPO Membership Rules
- RSPO Certification System
- RSPO Remediation and Compensation Procedures (RaCP) for Land Clearing Prior to High Conservation Value (HCV) Assessment
- RSPO Complaints and Appeals Procedures

**3. Timeframe**

- An initial draft of the report will be presented for review by the project team and relevant divisions by the end of September 2023.
- A revised draft addressing feedback received will need to be submitted by mid-October 2023 for final comments.
- A final edited report will be delivered by the end of October 2023.

**4. Deliverables**

The Consultant shall submit a detailed report of its findings and recommendations on the work as described above and for RSPO review.

The above report must be prepared in English and in an editable format.

**5. Minimum requirements for eligibility**

Knowledge and experience of working with associations or membership-based organisations, particularly non-profit organisations.

**6. Tender Submission Guidelines**

**a. Submission Timeline**

Your submission should adhere to the dates below:

<b>Date</b>	<b>Tender Activity</b>	<b>Active Party</b>
13 June 2023	Terms of Reference published	RSPO
7 July 2023	Proposals must be received by this date	Vendor
7 July 2023	Start of clarifications* on proposals (if required)	RSPO & Vendor
14 July 2023	Shortlisting of vendors	RSPO
21 July 2023	RSPO Tender Committee review	RSPO
28 July 2023	Award of successful vendor	RSPO and Vendor

\* Clarifications may involve email communication or even online presentations if required.

**b. Submissions Evaluation Criteria**

RSPO would evaluate your proposal based on the criteria below:

- Content, technical knowledge of the subject and methodology
- Resources and working team
- Past experience in global multi-stakeholder organisations
- Understanding of the requirements and commitments needed to meet the objectives.

**c. Submissions email address**

Proposals should be submitted as PDF documents, strictly via email to [tender@rspo.org](mailto:tender@rspo.org) by 6:00 PM (GMT+8) on Friday, 7 July 2023.

Any enquiries in connection with this Terms of Reference shall be submitted to [tender@rspo.org](mailto:tender@rspo.org).