

1. Code of Conduct

1.1 Introduction

The Roundtable on Sustainable Palm Oil (hereafter RSPO) is committed to ensure that stakeholder consultations and its relevant processes are conducted with the upmost professionalism within a supportive, constructive, objective, ethical and responsive framework. To this end, the RSPO Secretariat wishes to ensure that it and all members of the RSPO convened Biodiversity & High Conservation Values Working Group (BHCVWG) abide by the rules of participation as prescribed in this Code of Conduct Policy.

All BHCVWG members are expected to read, understand and subsequently apply the standards of conduct outlined herein.

The BHCVWG members shall at all times ensure that their participation is consistent with and reinforces the positive public image of the RSPO.

All BHCVWG members are urged to participate in all BHCVWG discussions and deliberations with confidence and to express their views unreservedly and openly. This is particularly applicable to all meetings and discussions. All members shall observe the proper decorum in all discussions and meetings and shall respect the views and opinions of fellow working group members.

In the spirit of working together in an amicable, solution oriented and constructive fashion in pursuit of the objectives of the BHCVWG, any member of the BHCVWG who has a bona fide personal grievance shall refer such grievance to the RSPO Secretariat and the Co-Chairpersons of the BHCVWG by writing formally to the same outlining the nature of the grievance.

Failure by any member of the BHCVWG to comply with the Code of Conduct policy may result in the removal of the said member from the BHCVWG after the breach or failure is referred to the BHCVWG and the RSPO Secretariat and a consensus is reached.

This Code of Conduct also applies to all observers invited to BHCVWG discussions, meetings and other forms by which the BHCVWG conducts its business.

1.2 Confidentiality

As a general rule, all BHCVWG members must respect and maintain the confidentiality of the information gained/submitted/obtained/shared/revealed/becomes privy to by virtue of membership in the BHCVWG. This includes information in tangible or intangible form, orally or in writing, wherever and whenever made in furtherance of the BHCVWG's Terms of Reference.

More specifically:-

- Any information owned or generated by the RSPO Secretariat which is not limited to notes, presentations or discussion papers is to remain confidential. Any member of the BHCVWG who wishes to make such information public or provide the information to a third party shall first secure the prior written consent of the RSPO Secretariat and state the reasons for wanting to make such information public or available to 3rd parties.
- If any member of BHCVWG wishes to make public or reveal to a 3rd party any information supplied by another member of the BHCVWG, he/she shall seek the prior written consent of the member of the BHCVWG that so supplied such information.
- Where information in any form is made available, submitted or derived by/from Companies in furtherance of the work of BHCVWG it shall remain confidential. Any member of the BHCVWG who wishes to make such information public or provide such information to a 3rd party shall first secure the prior written consent of the Company that generated/submitted the said information. In such cases where the BHCVWG member has secured such written consent, a copy of the same shall be furnished by the BHCVWG member to the RSPO Secretariat as proof of the consent so secured.
- Information that is deemed sensitive by the RSPO Secretariat such as violations of the RSPO P&C by Companies (whether proven or not) , complaints or grievances lodged against a company, any pending matters in relation to mediation and arbitration, negotiations or settlements by companies in relation to any violations shall remain strictly confidential.
- Members that have direct relations with implicated stakeholders or are (potential) parties to the complaints, disputes, settlements and negotiations being discussed shall inform the parties and recuse themselves from discussions about such specific cases.
- Information that is excluded from confidentiality includes any information which the member of the BHCVWG can demonstrate is already within public domain or is rightfully obtained from a 3rd party without breach of any obligation/rights to/of the owner/3rd party.
- Where BHCVWG members have an obligation to share information related to the rights of the affected communities with them and with the organisations providing them with support, they may do so provided that they also inform the RSPO Secretariat and discuss it with the RSPO member concerned. This applies to information that RSPO members are required to share with affected stakeholders in line with RSPO's first Principle.

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1.3 Conflict of Interest

The RSPO Secretariat expects all members of the BHCVWG to perform their duties as outlined in the Terms of Reference for the BHCVWG with the upmost integrity, objectivity and independence.

Members of the BHCVWG shall take care that their action/s will not conflict or be seen to conflict with the objectives of the BHCVWG which is to;

- Identify biodiversity and ecosystem services, including related social and cultural values impacted by the production, processing, procurement and use of sustainable palm oil products.
- Support the development of new or revised “practical sustainability standards” that address biodiversity, ecosystem services and social and cultural values on plantation landscapes.
- Provide technical input for the elaboration of pragmatic guidelines to support the application of the above “practical sustainability standards,” particularly at critical stages in the development of new plantations.
- Support the RSPO in the application of the HCV framework by screening, reviewing and improving the assessment process.
- Provide technical advice to the RSPO Secretariat upon request.

If under any circumstance, a member of the BHCVWG senses that a course of action that they have pursued, or are presently pursuing or contemplating pursuing may place them in a situation of conflict with the objectives of the BHCVWG, the member shall take immediate steps to make this possible conflict known to the RSPO Secretariat and the other BHCVWG members.

In view of the fact that the Terms of Reference of the BHCVWG which provides the overarching framework of the responsibilities of the BHCVWG, each member shall not provide any **unsolicited** documents, communicate in a manner, nor pursue any action that can be construed as making a potential bid, tender, providing proof of eligibility or making a business proposal to the BHCVWG or the RSPO Secretariat.

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1.4 Outside Working Group Activities

All working group members is to understand that there is shared responsibility to ensure the good professional image and credibility of the RSPO and the BHCVWG; and to further ensure that no member causes any reputational damage to the same.

In the event a need arises to communicate publically or to stakeholders on outcomes or decisions made by the BHCVWG, members will ensure the accuracy of the information and that the interpretation of all outcomes and decisions of the BHCVWG are consistent with the consensus reached within the BHCVWG.

In dealings with anyone outside of the BHCVWG, each member shall take care to not do or say anything in a manner that would undermine or compromise the decision making and consensus building processes within the BHCVWG or the ultimate consensus itself.

2. Exclusion of Liability

The members of the BHCVWG and all other persons such as observers, technical advisors and consultants to the BHCVWG are put on notice that the RSPO Secretariat under no circumstances will be held responsible for any loss or damage arising from the breach by a member of the BHCVWG or observers, technical advisors and consultants to the BHCVWG, of any of the provisions contained in this Code of Conduct Policy Statement.

3. Code of Conduct Declaration

I....., acknowledge that I have received and read a copy of this Code of Conduct Policy Statement, have understood all of its terms, and agree to abide by the provisions contained therein.

[Name]

[Signature]

[Date]

[Organisation]