

Proposed change to Oversight Board Charter

Public consultation paper, November 2020



PURPOSE

1. This paper invites feedback from any interested party on a proposed change to the Charter of the GDT Events Oversight Board and Rulings Panel to enable the term of the Oversight Board to be extended under extraordinary circumstances.
2. The GDT Events Oversight Board discussed the proposed change on 28 October 2020 and supports this consultation process being undertaken. The Oversight Board will consider any feedback received prior to deciding whether to adopt the proposed change.

PROPOSAL

3. The current term for Oversight Board Members (except the Chairperson) ends on 31 December 2020, requiring that Members be selected for new three-year terms beginning 1 January 2021.
4. The Oversight Board meeting on 28 October discussed how the extraordinary circumstances arising from the globally disruptive Covid-19 event had prevented meetings from being held in person to discuss substantive matters.
5. Members agreed that the continuing uncertainty arising from government and corporate responses around the world to Covid-19 makes it undesirable to significantly change its membership at this time, as would occur under the selection process specified by the Charter.
6. To ensure the continued effective and efficient operation of the Oversight Board in the current extraordinary circumstances, it is proposed that that the term of the current Oversight Board be extended by 12 months, with this to be enabled through an amendment to the Charter to provide for such extensions to occur as an extraordinary measure.
7. The proposed amendments to the Charter are as follows:

2.5. Term:

- (a) The term of appointment of each of the current Members is listed on the Information Website. Any Members that are subsequently appointed or elected (as the case may be) to the Oversight Board shall hold such membership for a term of up to three years (subject to extension in accordance with subclause 2.5(c)), as determined by the Oversight Board (or GDT in respect of the appointment of the Chairperson under clause 7.2) at the relevant time and having regard to the objective of ensuring a degree of continuity of membership on the Oversight Board.
- (b) A Member who is qualified to remain a Member under the provisions of this Charter shall be eligible for reappointment or re-election as a Member at the expiry of such term, provided that in no event will any individual (either as a Representative of a Member or as a Member in his or her own right, including as the Chairperson) serve on the Oversight Board for a period of more than nine consecutive years (except in the circumstances where (and to the extent that) a Member's current term of appointment is extended in accordance with subclause 2.5(c)).
- (b)(c) If circumstances arise that have the potential to affect the efficient and effective operation of Trading Events, including any extraordinary or globally disruptive event such as a global pandemic, GDT may recommend to the Oversight Board that the term of appointment of each current Member be extended by up to 12 months in order to minimise disruption and preserve continuity of membership through such period. Any recommended extension will be effective if it is approved by at least two thirds of the Members present at a meeting, including at least one vote from a Member of each Member Group. For clarity, if circumstances persist, GDT may recommend that each term of appointment be extended for a further period of up to 12 months by repeating the process in this subclause 2.5(c).

7.3. **Replacement:** The Chairperson:

- (a) may be removed by at least two thirds of the Members present at a meeting, including at least one vote from a Member of each Member Group that is represented at the meeting; and
- (b) must retire at the end of a his or her term of appointment, being a period not exceeding three years following his or her appointment under clause 7.2 (unless further extended in accordance with subclause 2.5(c)),

in which case a new Chairperson shall be appointed in accordance with clauses 7.1 and 7.2. Members may discuss the removal of, and vote to remove, a Chairperson even if such removal is not contemplated in the Meeting Notice for the relevant meeting. A Chairperson that retires at the conclusion of his or her term of appointment will remain eligible for reappointment in accordance with clause 7.1 (subject to clause 2.5(b)).

PROCESS AND TIMING

- 8. The proposed changes discussed above are open for feedback from interested stakeholders for one week until close of business **Thursday, 26 November 2020**.
- 9. Submissions can be made by email to help@globaldairytrade.info with the subject header: "Feedback on proposed change to Charter November 2020".
- 10. If the consultation process results in only minor changes, the Oversight Board will vote on the proposed changes by written resolution, with the revised Charter taking effect before 31 December 2020.
- 11. If substantive submissions are received, the Oversight Board will meet to discuss the submissions to determine the best course of action.