

TERMS OF REFERENCE

PROTERRA STANDARD REVISION AND DEVELOPMENT

VERSION 2.0, 22 JUNE 2022¹

1. Scope

This document specifies general requirements for transparent and accountable revision and development of ProTerra Standards.

This document is also applicable to urgent substantive revisions to the standards (in-between regular revisions).

2. Revision Process

2.1 The ProTerra Standards shall be reviewed at least every five years taking comments from stakeholders into account.

2.2 The ProTerra Foundation shall, before initiating a revision, identify sectors that have an interest in the standard and key stakeholder groups within those sectors, based on the standard's scope.

2.3 The ProTerra Foundation shall make publicly available a summary of the revision process that shall include: a rationale for the revision, steps in the standard-setting process, including timelines, and clearly identified opportunities for contributing and decision-making procedures in relation to the revision process.

2.4 Direct communication with key stakeholders (refer to 2.2) on the revision process is also to occur before the opening of the public consultation phase (2.5).

2.5 The public consultation phase for a ProTerra Standard revision will be composed of one round of consultation, that will remain open for at least 60 days for comment submissions by stakeholders. Stakeholders shall be invited to give suggestions on elements that should be modified or included in the new version that is to be developed having as starting point the current valid ProTerra Standard version.

¹ *Note: The official language of this document is English. In the case of inconsistency between translation versions, reference shall default to this official language version.*

2.6 Upon the completion of the initial period of public consultation, ProTerra Foundation will identify stakeholder groups that are not adequately represented and proactively seek their contributions.

2.7 ProTerra Foundation's Certification and Standards Committee will compile all comments received during a consultation period; prepare a written synopsis of how each issue has been addressed in the standard revision; make the synopsis publicly available; and send it to all parties that submitted comments. Names of individuals and companies will be omitted, information will be presented by sector.

2.8 ProTerra Foundation will make original comments received during the consultation period publicly available. Names of individuals and companies will be omitted, information will be presented by sector.

2.9 In the case of non-substantive changes to the standard (e.g., to clarify language or correct a spelling or formatting mistake), ProTerra Foundation will not conduct a formal revision process or public consultation but shall communicate changes to stakeholders.

2.10 In the event of the development of a new Standard of ProTerra Foundation, all the above steps, are applicable. However, a draft version of the new standard, developed by ProTerra technical staff, approved by the Certification and Standards Committee, and ratified by the Board of Directors, shall be made available for public consultation at least 90 days for comment submissions by stakeholders. Stakeholders shall be invited to give suggestions on elements that should be modified or considered in the new standard to be launched having as a starting point the draft version.

3. Urgent substantive revisions

3.1 Urgent substantive revisions to the ProTerra standards (in-between regular revisions), may be triggered by:

(a) A major modification in a regulatory aspect that may impact the way ProTerra indicators are to be implemented;

(b) A scientific or technical advance that may impact the way ProTerra indicators are to be implemented or that may reveal a previously unknown risk or impact;

(c) ProTerra team or stakeholders identified a significant risk area or gap in current Standard requirements;

(d) Significant misalignment of the Standard with ProTerra Foundation strategy and mission is identified;

(e) Other situation which urges a change in the implementation of ProTerra requirements by certified organizations if these changes are deemed necessary for the Certification and Standards Committee and are of limited scope (i.e., confined to a specific topic or area).

3.2 The urgent substantive revision will be incorporated into the ProTerra Standard as a draft version and be approved by the Certification and Standards Committee before being ratified by the Board of Directors. The final approved version will be communicated to stakeholders and, as necessary, a transition period will be considered.

4. Responsibilities

4.1 ProTerra Foundation Managing Director will define one individual with the overall responsibility to organize and mediate all discussions related to the revision process. This individual will also have the responsibility of developing and implementing activities listed under sections 2 and 3 above.

4.2 A team of at least 3 experts, nominated by the ProTerra Foundation Managing Director with the approval of the ProTerra Board of Directors, will form the working group of the revision (except for urgent substantive revision where only 1 person may be considered). These may be members of the Certification and Standards Committee, or further expert individuals may be requested to join the team, if necessary. This group, led by the Managing Director, or a person authorized by him/her, will analyse and answer all the comments made by stakeholders, defining what elements are to be included in the new version of the standard. The working group will try to reach a consensus (characterised by the absence of sustained opposition to substantial issues) when making decisions. All decisions will be justified in writing.

The team of experts will review and issue a final version, which is to be approved by the Certification and Standards Committee and sent to the Board of Directors for ratification.

4.3 All answers to stakeholders and proposed modifications to the Standard will be submitted to the Certification and Standards Committee for approval, and to the ProTerra Foundation Board of Directors for ratification, and inclusion in the new version of the ProTerra Standard.

4.4 A final draft of the standard will be prepared based on the results of item 4.3. This version shall be subjected to proofreading by an individual not engaged in any of the previous steps.

4.5 A final version of the revised ProTerra Standard will be made available on the ProTerra website.

5. Transition Period

5.1 The ProTerra Foundation will define a transition period based on the complexity of the modification in the new version of the ProTerra Standard and inform its stakeholders of the revised standard and transition period for adoption and enforcement of the same, in particular certification bodies and where feasible, certified organisations.

5.2 ProTerra Foundation will offer webinars open to all stakeholders, explaining the differences between the old and new version of the standard, and training to certification body auditors and internal auditors of interested parties.

6. Development of a new standard

6.1 At the outset of a new standards development process ProTerra Foundation in connection with the Certification and Standards Committee shall:

- Define the proposed scope of the standard and the intended geographic application;
- Establish a justification of the need for the standard including: an assessment of the most important sustainability issues falling within the scope of the standard, an explanation of whether the proposed standard will meet an expressed need, and documentation of other standards operating or in development that meet all or part of the expressed need;
- Indicate social, environmental, and economic outcomes that the standard seeks to achieve and how those are linked to the organisation's intended change;
- Assess risks in implementing the standard and how to mitigate these, including: identification of factors that could have a negative impact on the ability of the standard to achieve its outcomes, unintended consequences that could arise from its implementation, and possible corrective actions that could be taken to address these potential risks.

6.2 All information development under 6.1 above will be made available to stakeholders as part of the summary of the revision process. As part of the public consultation process, stakeholders will be asked also to give input and further suggestions to the topics under 6.1.

7. General aspects

7.1 All ProTerra Standards and supporting documents shall each include: (a) ProTerra contact information; (b) the formal status of the document (e.g.: draft, final); (c) issuance date; (d) indication of the official language(s) of the standards system; and a note that, in the case of inconsistency between versions, reference shall default to the official language version.

7.2 In the revision and development of its Standards, ProTerra will ensure that: a. criteria are included to address all the defined social, environmental, and economic desired outcomes; and b. only criteria that are relevant to meeting these outcomes are included in the Standards. Making these links will be accomplished by including introductory language in each section of the standard indicating to which outcomes the criteria relate.

7.3 Existing ProTerra documentation and Standards will be updated to meet these requirements as they enter their respective revision cycle.