RSPO

Roundtable on Sustainable Palm Oil

Draft Minutes

Roundtable on Sustainable Palm Oil 11th General Assembly (GA11)

Date: 20 November 2014

Venue: Shangri-La Hotel, Kuala Lumpur, Malaysia

Start time: 3.00 pm (Malaysia)

Chair: Biswaranjan Sen, Chairperson of RSPO

Attendance: 165 Ordinary Members in attendance and 52 e-Voters (Total of 217 or 20% of 1,073 eligible to vote)

RSPO Secretariat

Affiliate members and observers

Agenda:

1. Members' roll call
2. Opening address by the RSPO Chairperson, Biswaranjan Sen
3. Report presented by the RSPO Chairperson
4. To confirm the minutes for the last General Assembly (GA10) held on 14 November 2013
5. To receive and adopt the Treasurer's Report and the RSPO's Financial Statement for the year ended 30 June 2014
6. To discuss and adopt resolutions:
    - Resolution 6a - To confirm the appointment of PricewaterhouseCoopers as the auditors of the RSPO for the financial year ending 30 June 2015
    - Resolution 6b - Resolution to amend the RSPO Statutes and Code of Conduct
    - Resolution 6c - Resolution to enable market uptake of physical RSPO certified sustainable palm oil
    - Resolution 6d - Resolution to promote wider use of the RSPO trademark
    - Resolution 6e - Changing reporting period of ACOP and definition of clear reporting rules
    - Resolution 6f - Declaration of mills.
7. Election of Board of Governors for the following categories:
    a) Oil Palm Growers – 2 seats
    b) Processors & Traders – 1 seat
    c) Consumer Goods Manufacturers – 1 seat
    d) Retailers – 2 seats
    e) Banks and Investors – 1 seat
    f) Environmental NGOs – 1 seat
    g) Social NGOs – 1 seat
8. Any other business

1. Members' roll call

The 11th Annual General Assembly of RSPO members was called to order at 3.00 pm on 20 November 2014 in Shangri-La Hotel, Kuala Lumpur, Malaysia. The Chairperson of RSPO Mr. Biswaranjan Sen presided over the meeting after the minimum quorum of 80 Ordinary Members present or represented was reached.

2. Opening address

Biswaranjan Sen highlighted some of the progress made in the RSPO's 2014 impact reports. As of June 2014, RSPO had 1,631 registered members from 72 countries, and has certified 258 palm oil mills with the combined production capacity of 11 million tonnes of certified sustainable palm oil. This accounts for 18% of the global production of palm oil. In terms of acreage, the RSPO has certified about 3 million hectares in 9 countries.

3. Report by the RSPO Chairperson

Biswaranjan Sen gave an overview of progress and challenges in the past year.

Complaints System

- RSPO put together a comprehensive programme after it was requested to review the procedures for the complaints process. Workshops were conducted among the stakeholders to be certain that all relevant issues were captured.
- As of November 2014, no member of the Board of Governors will be a part of the complaints panel. Replacements for the board members that have stepped down have been found. A delegation from the RSPO Secretariat will be sent to Liberia to conduct field visits and engage with local community and the stakeholders.

Smallholder Working Group

- The working group has completed reviewing certification schemes for smallholders. The revisions, which include outgrowers and smallholders without mills, aim to seek solutions to help these parties obtain certification. The document produced by the working group is currently in a 60 day consultation period.
- A simplified HCV guidance procedure for smallholders has been completed.
- Through the smallholder fund, the RSPO has supported independent smallholder projects in Indonesia, Africa and Thailand. The main challenge is determining how smallholders will be impacted by HCV compensations and the implementation of new planting procedures.

Electronic Voting

- The mandate approved in the 10th General Assembly has introduced electronic voting to encourage members across the world to become more involved and play a more constructive role in RSPO agendas.

Remediation and Compensation

- RSPO remediation and compensation procedures were endorsed by the Board of Governors on March 6, 2014. A staged implementation of the process will begin for a year, and full implementation is planned for Q3 2015.
- Moderate participation from grower members were observed during the staged implementation, hence there is need to reach out to growers in Africa and Latin America to play a more active and constructive role.
- Throughout the year, compensation outreach programmes were held in Indonesia, Malaysia and Columbia.

High Conservation Value (HCV) areas

- A HCV partnership was announced with HCV Resource Network to develop a HCV assessor licensing scheme that aims to raise the quality of HCV assessments going forward.

Human Rights Working Group

- The Human Rights Working Group has revised the guidelines which took into account new requirements in the RSPO P&C.

Trade and Traceability Standing Committee

- The standing committee set out to address supply chain issues, develop a new set of supply chain certification standards, and systems documentation.
- A key output is the reduction of UTZ transaction fees to less than a dollar. The standing committee is considering a new RSPO IT platform to combine the current platforms provided by GreenPalm and UTZ.

Greenhouse Gas and Emission Reduction

- The working group on the reduction of carbon and greenhouse gas (GHG) emissions has announced a second version of the GHG calculator.
- Further guidance to define high carbon stocks, emission factors designed to estimate GHG emissions from oxidation of peat and oil palm plantations are inputs to the calculator and these are still being discussed with growers.
- The working group will review and refine RSPO carbon assessment tools for the implementation of Criteria 7.8.

Future actions

The Board and Secretariat are crafting out a 5-year roadmap for the RSPO and will draw out a 2015 work plan, aimed at making the RSPO a more focused and target-driven force to help serve the industry better.

4. Confirmation of minutes for the last General Assembly (GA10) held on 14 November 2013

The Chairperson requested the General Assembly to confirm minutes page by page and to raise their hands if they had any comments.

Mr Marcus Colchester: An amendment was made on page 14, last sentence of paragraph 2, changing "They also urged actions to be taken to strengthen the accountability of affected communities" to "They also urged actions be taken to strengthen the accountability *to* affected communities". The RSPO will be able to assess how this can be handled in a better way once the review is concluded. Datuk Darrel Webber committed to revert and update by Q1 2015.

Mr Michael Zrust: On paragraph 4 on page 14, regarding the reading of the joint statement from zoos that have signed the World Zoos Association statement for palm oil, it was clarified that it was not a statement by the World Zoos Association, but had been put together by a separate group of zoos.

With no further amendments, the minutes were confirmed.

5. Treasurer's Report and RSPO's Financial Statement ending June 30, 2014

Tim Stephenson (AAK, Treasurer) said the RSPO's financial position is strong with appropriate reserves. Additional surpluses were generated which enabled RSPO to provide further financial resources for smallholder certification.

Tim Stephenson summarised the Treasurer's report as follows:

Organisational Structure

- The RSPO is registered in Switzerland as a not for profit members organisation.
- The RSPO Secretariat Sdn Bhd, a subsidiary of the RSPO, is the registered organisation of the RSPO in Malaysia. It employs all the RSPO's Secretariat staff and carries out administrative functions, and provides RSPO with a legal entity in Malaysia.
- The RSPO Indonesia office based in Jakarta has been registered with the Indonesian authorities as a Regional Representative Office.
- The Europe element of the Secretariat has been established with its UK registration alongside two employees.
- RSPO is in the process of opening an office in China, and has also employed one person in South America.

Audited accounts for the year ended 30 June 2014

- The audited report is clean and auditors PricewaterhouseCoopers (PWC) reports that the financial statement show a true and fair view of the financial position of the RSPO and its financial performance and cash flows for the year ended 30 June 2014.
- Operating surplus after tax was RM10.7 million, more than the RM4 million in 2013, and more than the Budget. This was due to higher income of RM27 million, and more than expected in the budget.
- Operating costs were lower from the previous year because RSPO had a large consultancy exercise together with other bad debt costs written off in the previous year. Underlying costs are gradually increasing.
- Project costs are significantly higher than previous year but still a long way from the budgeted number, as it has been in previous years where the RSPO has been overestimating how much can be spent on projects.

- The result of that is extra funds of RM6.3 million to be allocated to Smallholders' Fund, and RM4.4 million to the RSPO Members' fund.
- Subscription income rose from RM6.9 million to RM7.7 million, collected from 1,100 ordinary members.
- Income from trade increased by 50%, and two-thirds came from sale of GreenPalm certificates and the rest from mass balance or segregated lines
- Smallholders' Fund increased by to RM11.5 million from RM5.6 million. The current policy is to provide 10% of income from sustainable palm oil trade plus 50% of any year end surplus after tax.
- Subscription fees, other receivables and deposits, as well as cash and bank balances, include amounts in US dollars and Euros as there are costs incurred in these currencies. This creates some exposure to foreign exchange fluctuations when RSPO reports in Malaysian ringgit. The Treasury policy will be reviewed going forward.

Budget 2014/2015

- Income is expected to increase to RM31 million and total operating surplus at RM2.2 million. Operating costs are expected to see some increases, with project costs to record bigger rises.
- There is a larger allocation for the Smallholders' Fund.
- Subscription income is expected at RM8.5 million based on a 10% increase in members.
- Contribution from the trade of CSPO is estimated at 13 million tonnes and 50% uptake.
- Secretariat expenses costs are seen rising, alongside communication costs, technical division cost and impacts assessment, as the RSPO expands to India and China.
- Costs of satellite offices are expected to significantly increase as the RSPO further expands into India and China. Project costs are seen rising as well.

Other matters

- The introduction of a Goods and Services Tax (GST) in Malaysia from April 1, 2015 may incur a 6% charge on membership fees for Malaysian based members, but this additional charge may be recoverable by such members who are registered for GST in Malaysia.

In summary, there is an increase in income and operating costs as the RSPO continues to expand. The strong balance sheet provides an opportunity to grow the Smallholders Fund and help with the certification of smallholders.

The Chair asked if there were any further questions or comments from the floor. As there were no questions, he asked if there were any objections to the Treasurer's report. As there were no objections, the report was approved.

	Approved	
The adoption of the Treasurer's Report and audited accounts	For	184
	Against	2
	Abstain	31

6. Resolutions

There were six resolutions to be voted on in the GA. The voting results and discussion are as follows:

Resolution 6a – Appointment of auditors

As there were no comments from the floor, the resolution was put to a vote without discussion.

	Approved	
Resolution 6a: To confirm the appointment of PricewaterhouseCoopers as the auditors of the RSPO for the financial year ending 30 June 2015	For	186
	Against	1
	Abstain	30

Resolution 6b – Resolution to amend the RSPO Statutes and Code of Conduct

Mr Biswaranjan Sen: The proposal to remove terms used in the Code of Conduct and the RSPO statutes that are no longer in use by the RSPO. "Executive Board" and "by-laws" are the main terms removed and updated. Also to make a provision in the RSPO statutes for the Board of Governors to bestow Honorary Membership status to individuals who are outstanding in their service for the RSPO. The resolution also intends to make a provision in the RSPO Statutes and the Code of Conduct to allow the Secretary General to act on behalf of the Board to terminate or suspend members. This would be only for instances where the Board of Governors have clearly identified and have specified guidelines for.

	Approved	
Resolution 6b – Resolution to amend the RSPO Statutes and Code of Conduct	For	152
	Against	33
	Abstain	31
	Spoilt	1

Resolution 6c: Resolution to enable market uptake of physical RSPO certified sustainable palm oil

Ms Andrea Digna Bolhuis (Royal Ahold NV) and Fiona Wheatley (Marks and Spencer): We ask for supply chain actors to still need to have audit in place but will not be required to be members of RSPO. This is only for supply chain actors and not plantations or mills. The supply chain audit and certification is critical for RSPO credibility and we are supportive of this. We think that RSPO membership on top of this audit is a burden especially for small supply chain actors. We hear from our suppliers that this requirement delays the whole process of demand for sustainable palm oil in the market and reduces the uptake of CSPO. There are a lot of suppliers that only use small percentages of palm oil, on average 5 tonnes of palm oil per year.

We feel it is more important that we will buy sustainable palm oil and we will transform the market, and make consumers buy sustainable palm oil. From our experience, that is more difficult with the RSPO membership requirement for all those supply chain actors. We think it will speed up the supply chain certification process if it is not a requirement anymore. It will increase the demand for physical sustainable palm oil, and it will increase the use of claims through the supply chain.

Member: In your example, you mention small supply chain organisations that use only box-sixed of palm product every month. In your resolution, you mention organisation using 500 metric tonnes a year. That's substantially more. In the resolution that follows, you don't give a threshold or cut off point. That makes it very difficult to say this is to help small supply chain organisations. How do we interpret this as voters?

Ms Fiona Wheatley: We acknowledge that we did not present it in the best way. We believe it will be best administered by only applying to supply chain associates.

Mr Edi Suhardi: We agree that the supply chain certification is complicated, and we agree that we need to boost the market, and we need to simplify the process. However, we need to do it in the right manner. By tabling this resolution, it sets a bad precedent for other stakeholders as these complications are being simplified by just foregoing them. Just by tabling one resolution compromises the whole process. From the grower's point of view, if this resolution is approved, they are going to demand that no P&C certification is required because it is also complicated. We need to share the burden and responsibility. Ignoring the fact that the whole system is complicated and running away from it is not fair. I would like to urge to reconsider the resolution, because it might compromise RSPO's credibility. This is going to compromise the spirit of equality and fairness with other stakeholders, especially growers. We have been complaining about the tediousness about P&C certification, but we have never asked stakeholders to just to ignore the certification. It is not fair of the supply chain, for the sake of increasing market uptake, to simply dump the certification process.

Ms Fiona Wheatley: This resolution no way impacts the supply chain certification. We support strong supply chain certification and we're responsible to the claims we make to our customers and stakeholders. This resolution is merely asking that the bar of reporting be lightened for those users with very low usage and complex supply chains. The sort of suppliers that we described find reporting really difficult. If these supply chains participants do not report, they will be excluded from RSPO membership and then not be able to access supply chain certification, then not be able to demand sustainable palm oil from the market or describe our uses of sustainable palm oil in the future.

Member: I sympathise with small users of CPO. However, if we look at the quantity of oil palm mentioned, it's roughly 5 tonnes - that will be roughly the yearly production of two hectares of a smallholder in Indonesia. He will be a full member, fully certified under the P&C, and have to pay a fee of 250 Euros for his crop. His commitment should be matched by the same kind of commitment from the supply chain. As much as I think you have a valid point that the RSPO should review the rules of small users of palm products, I think the commitments have to be commensurate. Please also respect that the smallholder of two hectares will be under full P&C and would have to work very hard.

Ms Fiona Wheatley: However, if this is not the right step, we would ask the Board of Governors or taskforce to review this situation and come up with an alternative solution that makes sure we are able to communicate to our customers consistently in the future our demand of RSPO certified palm oil. We thank the Board of Governors to consider looking at the situation. We will withdraw the resolution.

Mr Biswaranjan Sen: On behalf of Board of Governors we assure you we will put adequate resources to look into this.

Resolution 6c was withdrawn.

Resolution 6d: Resolution to promote wider use of the RSPO trademark

Ms Belinda Howell: We would like the rules reviewed in terms of allowing members who are not required to obtain supply chain certification, to use the trademark on pack and communicate about it. We feel this will be good for RSPO's credibility and clear communications in the market so that there are consistent rules across physical and GreenPalm certificate systems. The resolution could be implemented in various ways. A possible example is you do not need to reveal the license number on pack, or that the rules be reviewed to allow the trademark logo for corporate communications. It's also a golden opportunity to make sure there are consistent rules for communication on RSPO across physical and certificate systems.

Member: As the taskforce is up and running and this particular point is being discussed and reviewed, why is there need for this resolution?

Ms Belinda Howell: Potentially there isn't a need for it at this time. We submitted the resolution in parallel when that taskforces kicked off. I know they are already considering many of the measures that we are asking for. This may be a good opportunity to get a broader member input and that taskforce can consider that.

Dr Simon Lord: If this is under review, is there really a need to go into vote? If there are people from the taskforce who will be reporting back in a short time frame, would that not be sufficient for the resolution be withdrawn?

Ms Belinda Howell: This is a pretty non-controversial resolution and there isn't a risk that it could undermine the credibility of the RSPO. Let's give the board of membership an opportunity to feed back on use of the RSPO trademark and to see how that is perceived.

Member: Don't you think there's a risk this resolution being passed will limit or restrict what the taskforce can do to review the rules? To me, it will be a good point to withdraw this resolution to let this taskforce be free to work and look into all possibilities.

Ms Belinda Howell: These are issues that we want the taskforce to review. It does not restrict the taskforce, it will just ask them to iron out the anomalies that were overlooked.

Mr Edi Suhardi: If this resolution is rejected, it may make the task force illegitimate and may over-rule the whole work of the taskforce.

Member: The taskforce's job is to look at all options and come up with recommendations. If this is being voted, it may go either way. It sounds wise to withdraw this resolution since there is a task force that has been put in place to precisely evaluate the pros and cons of this labelling.

Ms Belinda Howell: Seeing that the taskforce is already up and running we would like to formally ask them to take these issues up. On that basis, we will withdraw the resolution.

Resolution 6d was withdrawn.

Resolution 6e: Changing reporting period of ACOP and definition of clear reporting rules

Ms Christine Denstedt, REWE Group: We seek your support to change the reporting period of the Annual Communication of Progress (ACOP) and additionally to further improve the ACOP. The current ACOP reporting period on an annual basis from July to June is inconsistent with all the other reports and period we all have. Inside the palm oil world, we have the following periods:

- The GreenPalm Trading platform by Book & Claim is on calendar year from January to December
- The annual Palm Oil Conference is also on the calendar year (January-December)
- The yield predictions are also on the basis of the calendar year
- The contracts for suppliers and customers are usually on calendar ear.

Outside of the palm oil world, about two-thirds of all reporting are done on the calendar year as well. We believe that these are strong arguments to support this resolution to change the reporting of ACOP to the calendar year, in order to make reporting more consistent and to reduce the reporting workload. However, the disadvantage is that members who have already adopted an internal calculating system on the current reporting period will need to update their system, and there might be double reporting once. If the resolution is supported, next reporting period should be January-December 2014, where submission deadline is 30 June 2015.

The resolution also calls for further improvements in the ACOP. We think we will need some clear and consistent guidance how to fill up the ACOP in order to increase the quality of reports. It also means we need clarity on terms and definitions. Furthermore, we require information on market penetration. With the resolution, we hope that the number of ACOP submitters will increase.

Mr Adam Harrison: In the resolution, you're suggesting that the deadline will be end-June. One of the downsides is that we will be referring to information that might be fairly historical and not as relevant to what is currently happening.

Ms Christine Denstedt: It's another disadvantage. There are very fast developments within the RSPO.

Member: I welcome this resolution, but I find the reporting time of half a year fairly long. If we can have a report by end-March or end-April, it will allow us more time to analyze the data that comes out of the annual reports and something more substantial to discuss in the RT in November. If we postpone it to end-June, we have less time for that analysis. Let's do it in a reasonable time period, maximum 4 months, and have more time for the analysis review so these can be discussed in the RT.

Ms Fiona Wheatley: We have 100 food suppliers who have to send out questionnaires to their suppliers, who then have to ask questions of their suppliers, and return the questionnaires. We have to then collect that data and analyse it. The reality is that we turn that around with great difficulty within four months. It will be very difficult for us to do it in a tighter time frame if you want accurate data. Four months will be the tightest timeline that we can genuinely achieve.

Member: In changing the rules of reporting, the ACOP format has just been updated. To pass this resolution, there will be another change in reporting rules. Can you explain and elaborate what are the changes you want to make in the ACOP?

Ms Christine Denstedt: We don't want to change the form but we would like to have more guidance to get a clear understanding on what is the scope of the ACOP, and guidance how to fill up the ACOP.

	Approved	
Resolution 6e - Changing reporting period of ACOP and definition of clear reporting rules	For	131
	Against	50
	Abstain	36

Resolution 6f: Declaration of mills

Ms Cherie Tan, Unilever: Traceability is defined as knowing all palm oil sources within the one supply chain all the way from plantation level, and traceability to mills is the intermediary step in achieving full traceability. In the RSPO there is currently no industry-wide system to deliver traceability to mills and plantations. When a user company buys a tonne of GreenPalm, mass balance or segregated palm oil, they do have a right to know from which certified mill the palm oil is from. This is the first step in knowing the source of the palm oil traced to certified mills, and it should be a minimum requirement for Book & Claim, mass balance or segregated systems.

The resolution calls for requiring origin for certified CPO or CPKO mills to be declared on the GreenPalm certificate for the Book & Claim system. And to require known origin of certified CPO or CPKO mills to be declared in the RSPO e-Trace system for mass balance and segregated. Book & Claim ensures certified mills are declared on the invoice or certificate. At this stage, while there is disclosure of the companies selling GreenPalm certificates at the group level, the certified mill is not identified anywhere on the invoice or the certificate, and this is what we are asking for. On e-Trace, mass balance and segregated, the issue facing users of the e-Trace system is that even when a user company buys mass balance or segregated palm oil, produces are not obliged to disclose the certified mills or plantations to the buyer.

We want to push the industry to greater transparency and disclosure of sourcing origins. Once the transaction is confirmed, it requires the seller to provide a list of the mills, so buyers know the oil purchased can be traced to a certified mill or range of certified mills and plantations. It does not necessarily mean that the volume has to be disclosed, but that the palm oil is from the list of potential certified mills entering into the system.

It will require the General Assembly to mandate the RSPO to work with the Book & Claim and e-Trace systems, to agree on the process to make certified mills visible to any buyer of CSPO. This resolution does not necessarily have to lead to an increase in administration, as long as both systems can support the underlying principle of traceability and declaration of the source of certified mills linked to that material sold through the system.

Dr Surina Ismail, Emery Oleochemicals: Traceability is more important for non certified oil, rather than what is already present in RSPO. Certified oil goes under e-trace, so you have traceability there. If you go past mills to rest the chain, you have supply chain certification, which is very much traceable to whoever our supplier is, and buyers will have to understand we undergo auditing. If this resolution is for non-certified oil, I think traceability will be an excellent way of going through.

Ms Cherie Tan: if we can find a way to declare non-certified oil that will be great. But we know that is not happening today. What you do have is information on the certified mills. Consumers are getting more demanding; they want to know where the oils originate. If users were to buy mass balance, segregated and Book & Claim, they should have a right to know from which certified mill they come from. At the moment the system does not allow you to get that kind of information.

Mr Adam Harrison: I have difficulty in understanding how this would work with Book & Claim and mass balance, because you're talking about the need to understand which mills the palm oil in your shampoo and chocolate bar come from. I don't see how it's a meaningful claim to make in the market related to Book & Claim and mass balance, when you know physically what you're buying may be uncertified palm oil.

Ms Cherie Tan: We have never made a mention about making a claim. This is to make sure the GreenPalm certificate that we're buying is traced back to a certified mill. The certificate does not actually tell you to which certified mill it comes from. This is much more challenging in mass balance but we are asking this level of transparency in disclosure. Even in segregated today, it could come from a range of certified mills, but sometimes the supplier selling the segregated palm oil does not necessarily feel obliged to disclose that information to any company. We do want this level of transparency because we think is in the right direction to transforming the industry.

Mr Ben Vreeburg: If you're talking about certified mills, these are all listed on the RSPO website. At any time you can have access to those mills especially for the mass balance system.

Ms Cherie Tan: In the mass balance and the segregated, you could get much more clarity from where that comes from. It could come from a range of certified mills from Indonesia and Malaysia. But today there's no way of extracting that information. If organisations are pushing companies towards much more segregated supply chains, then this level of transparencies is also helping us build roadmaps to get an increase from these origins.

Member: I might be uncomfortable with the idea of the GreenPalm certificate showing the origin. I think its fine you get the mill after you bought the certificate. If you know beforehand, I'm uncomfortable with the fact that then you can decide to pick from which company. That is quite unfair to the RSPO members. On the palm kernel oil, the resolution calls for known origin of the kernel crusher. There is an issue because the kernel companies might be sending palm kernels to a crusher. That crusher will then sell the kernel oil. Then what I think what you request in the resolution does not function in that particular case.

Ms Cherie Tan: There are two ways to buy GreenPalm certificate today. You either buy from an open market – you bid, you get the certificate, and then the disclosure of that company and certified mills selling the certificate is revealed to you. So there is no influence there. In off-market deals, you go directly to a company, and you request for certificates, and at that point you can request for declaration of plantations. It is trying to ensure that there is a process in place, that as a user, this information is readily available. I think we recognize palm kernel is very difficult to trace but that's why we are asking for the declaration of palm kernel crushing mill. As we look individually into our supply chains on how we want to transform the palm kernel sourcing, we can go directly to the mill to begin to work with those mills to begin to understand the sustainability plans. Not knowing doesn't even allow us to know where to go to today because there's just no visibility.

Member: I'm in favour of this resolution. We would like to see the transparency and traceability increase in the system. We think it's fair to provide the opportunity to the buyer to decide whether they want to have high or low emissions. That can have a positive market impact in relation to the RSPO, where I assume that palm oil with low emissions will have a higher market price and potential, and this will provide a nice incentive mechanism to put pressure on growers to keep increasing their sustainability.

Mr Marcello Brito: Let's suppose I want to sell some Book & Claim certificates. Do I have to keep an internal register just in case sometime in the year I will sell some certificates? Because the grower only sells segregated oil for Identity Preserve (IP). What do I do if all my supply base is from our own plantation? How do companies who are fully certified organise the system?

Ms Cherie Tan: I appreciate that there will be some processes and scenarios to think through and that will be the role of the RSPO should this resolution pass. The important point is not to create more administration. In the case of Agropalma, it's much simpler because all six mills are certified, so tracing it back to Agropalma and the list of the six certified mills will be sufficient. We are not asking for segregation to the specific mill, we are asking for the declaration of certified mill or mills.

Member: I strongly support this resolution. As a mill operator representing mills in Thailand, we think it's only fair that mills who have gone beyond the RSPO requirements be recognized when they sell their GreenPalm certificates.

Mr Tim Stephenson: It is possible for GreenPalm to go to traceability to the mill. We are concerned this is more difficult for mass balance, as mass balance is a mix of certified and uncertified, so I'm not sure how tracing it though will work. I'm also concerned that we're running straight into this. The RSPO really hasn't considered deeply how we might want to introduce traceability and this way might be premature.

Member: What eventually are your intentions going forward, having this additional information? What are your commitments? Am I right to assume that rather than buying from a scattered pool of segregated mills, your intention is to engage, identify or support individual mills in your supply chain?

Ms Cherie Tan: We would like to see the disclosure and declaration of certified mills in the supply chain. We believe that this information is inside the system, and can be extrapolated out if the RSPO mandates. Transparency is necessary for the transformation. In terms of the way Unilever wants to go, a lot of companies have made commitments to traceable supply chains, transforming our supply chain, and we need to know where our certified sources come from, and how can we accelerate that. We recognize that mass balance will be the biggest struggle, but as we have proven in our traceability work over the last 9 months, we have identified 1,800 mills in our supply chain. We really need to work with the industry to accelerate this, and this level of transparency is the starting point.

	Approved	
Resolution 6e: Declaration of mills	For	96
	Against	84
	Abstain	37

7. Election of the Board of Governors

Constituent	Elected
Oil Palm Growers	FELDA and Agropalma Group
FELDA is retiring and available for re-election. There will be no election and FELDA will serve another term as no other nominations have been received. **New Britain Palm Oil** is retiring and is NOT available for re-election. One nomination was received for **Agropalma Group** and they will assume the seat for a term as there were no other nominations received.	
Processors & Traders	AAK AB
AAK AB (formerly AarhusKarlshamn AB) is retiring and available for re-election. There will be no election and AAK will serve another term as no other nominations have been received.	
Consumer Goods Manufacturers	Mondelez International Inc
Mondelez International Inc. is retiring and available for re-election. There will be no election and Mondelez International Inc. will serve another term as no other nominations have been received.	
Retailers	Retailers Palm Oil Group, Marks and Spencer
Retailers Palm Oil Group is retiring and available for re-election. There will be no election and Retailers Palm Oil Group will serve another term as no other nominations have been received. The seat vacated by Carrefour in November 2013, subsequently filled by **Marks and Spencer** is retiring and available for re-election. There will be no election and Marks and Spencer will serve another term as no other nominations have been received.	
Banks and Investors	Rabobank International
Rabobank International is retiring and available for re-election. There will be no election and Rabobank International will serve another term as no other nominations have been received.	
Environmental NGOs	WWF International
WWF International is retiring and available for re-election. There will be no election and WWF International will serve another term as no other nominations have been received.	
Social NGOs	Both ENDS
Both ENDS is retiring and available for re-election. There will be no election and Both ENDS will serve another term as no other nominations have been received	

9. Any Other Business

Mr Marcello Brito from Agropalma Group delivered his appreciation to Dr Simon Lord, who he said was someone that cannot be replaced at the Board of the Governors.

Peter Heng (a member) raised the issue that there were certain numbers of members who did not submit their ACOP, and wanted to know what the RSPO is planning to manage this.

Biswaranjan Sen, RSPO Chairperson said it was shocking that 40% of members have not submitted their ACOP. Out of that, 16% have not submitted the reports two years in a row, and 5 % have not submitted in three years in a row. He said in a way the Board of Governors and Secretariat were at fault for being lenient and having allowed this unacceptable practice to continue. The proposal is to formally request these companies to submit their ACOP within the next six weeks, failing which appropriate action will be taken. This action could be anything from a suspension or termination of membership.

Biswaranjan Sen said the meeting for the next General Assembly will be decided in the board meeting on 21 November 2014.

Meeting was adjourned at 5.00pm Malaysian time by the RSPO Chairperson Mr Biswaranjan Sen.

END OF GA11

Annex 1 – Attendance List

Ordinary Members Attendance and Proxy List

1.	Banks and Invertors	6
2.	Consumer Goods Manufacturers	29
3.	Environmental NGOs	18
4.	Oil Palm Growers	50
5.	Processors and Traders	43
6.	Retailers	10
7.	Social NGOs	9

Ordinary Members e-Voter List

1.	Banks and Invertors	1
2.	Consumer Goods Manufacturers	22
3.	Environmental NGOs	4
4.	Oil Palm Growers	6
5.	Processors and Traders	14
6.	Retailers	4
7.	Social NGOs	1

RSPO
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GA11 - Ordinary Members Attendance and Proxy List

Banks and Investors

1. ABN AMRO Bank N.V.
2. Credit Suisse AG
3. HSBC Holdings Plc (Membership previously under subsidiary: HSBC Bank Malaysia Berhad)
4. International Finance Corporation (IFC)
5. Rabobank International
6. Standard Chartered Bank

Consumer Goods Manufacturers

7. Afia International Company (SAVOLA)
8. Agrarfrost GmbH & Co. KG
9. Ajinomoto Co., Inc.
10. Allied Bakeries
11. Associated British Foods plc
12. AUGUST STORCK KG
13. Cereform Ltd
14. Farm Frites International B.V.
15. Ferrero Trading Lux S.A.
16. Johnson & Johnson
17. Kao Corporation
18. LAJKONIK SNACKS SPÓŁKA Z OGRANICZONĄ ODPOWIEDZIALNOŚCIĄ
19. Lion Corporation
20. L'Oreal
21. Lorenz Snack-World Holding GmbH
22. Mondelez International
23. Neste Oil Corporation
24. Oriflame Cosmetics Global S.A.(Membership previously under parent: Oriflame Cosmetics SA)
25. P&G
26. Premier Foods Group Limited
27. PT Mikie Oleo Nabati Industri
28. SANYO CHEMICAL INDUSTRIES, LTD.
29. Saraya Co Ltd
30. Shiseido Company Limited
31. Speedibake
32. Taiyo Yushi Corp
33. The Jordans & Ryvita Company Ltd
34. Unilever
35. Unilever Supply Chain Company AG

Environmental NGOs

36. Borneo Rhino Alliance (BORA)
37. Cheyenne Mountain Zoo
38. Conservation International
39. Fauna & Flora International (FFI)
40. Global Environment Centre
41. National Wildlife Federation (USA)
42. Orang Utan Republik Foundation
43. Orangutan Land Trust
44. Rainforest Alliance
45. San Diego Zoo Global
46. The Zoological Society of London
47. Union of Concerned Scientists
48. Wetlands International
49. World Resources Institute (WRI)
50. WWF Indonesia
51. WWF International
52. WWF Malaysia
53. WWF Switzerland

Oil Palm Growers

54. Agropalma Group
55. Boustead Plantations Berhad
56. BUMITAMA AGRI LTD (Membership previously under subsidiary: PT Bumitama Gunajaya Agro)
57. Equatorial Biofuels plc/Equatorial Palm Oil PLC
58. FELDA
59. First Resources Limited
60. Genting Plantations Berhad
61. Golden Agri-Resources Ltd
62. Golden Veroleum (Liberia) Inc. (GVL)
63. Keresa Plantations Sdn Bhd
64. Kuala Lumpur Kepong Berhad
65. Kulim (Malaysia) Berhad
66. Kwantas Corporation Berhad
67. M.P. Evans Group PLC
68. Malaysian Palm Oil Association *
69. New Britain Palm Oil Ltd

70. Noble Plantations Pte Ltd
71. Olam International Limited
72. Plantaciones de Pucallpa S.A.C.
73. PPB Oil Palms Berhad
74. PT Agro Bukit
75. PT Agro Indomas
76. PT Agro Wana Lestari
77. PT Agrowiratama
78. PT Austindo Nusantara Jaya Agri
79. PT Berkat Sawit Sejati
80. PT BW Plantation Tbk
81. PT Cipta Usaha Sejati
82. PT Inti Indosawit Subur
83. PT Ivo Mas Tunggal
84. PT Mentari Pratama
85. PT Musim Mas
86. PT Rimba Mujur Mahkota
87. PT Sahabat Mewah dan Makmur
88. PT Sampoerna Agro
89. PT Sawit Sumbermas Sarana
90. PT Siringo Ringo
91. PT Smart Tbk
92. PT Triputra Agro Persada
93. PT. Barumun Agro Sentosa
94. PT. Unggul Lestari
95. SABAH SOFTWOODS BERHAD
96. Sime Darby Plantation Sdn Bhd
97. SIPEF Group
98. Socfin Group (PT Socfindo and Socfinco SA)
99. TDM Plantation Sdn Bhd
100. Tian Siang Holdings Sdn Bhd
101. United Palm Oil Industry Public Company Limited (UPOIC)
102. United Plantations Bhd
103. Univanich Palm Oil Public Company Limited

Processors and Traders

104. AAA Oils & Fats Pte. Ltd.
105. AAK AB (Formerly known as: AarhusKarlshamn AB)
106. Ambrian Energy GmbH
107. BASF SE
108. BIO OILS ENERGY S.L.
109. Bodeta Süßwaren GmbH
110. California Oils Corporation
111. Cargill Incorporated
112. Clariant International Ltd
113. Companhia Refinadora da Amazonia
114. Emery Oleochemicals (M) Sdn. Bhd.
115. Florin AG
116. Fuji Oil Group
117. FUJI OIL(THAILAND) CO.,LTD
118. Inter-Continental Oils and Fats Pte Ltd (ICOF)
119. Intercontinental Specialty Fats Sdn Bhd
120. IOI Group
121. Itochu Corporation
122. J-OIL MILLS,INC.
123. Lam Soon (Thailand) Plc.
124. Louis Dreyfus Commodities Asia (Formerly known as: Louis Dreyfus Commodities Plantation)
125. Mitsubishi Corporation
126. Mitsui and Co., Ltd
127. Morakot Industries Public Company Limited
128. MVO (Formerly known as: Product Board for Margarine, Fats and Oils)
129. Nidera B.V. (formerly known as Nidera Handelscompagnie BV)
130. NOF Corporation
131. Nutriswiss AG
132. Olenex C.V.
133. Palmaju Edible Oil Sdn. Bhd.
134. Patum Vegetable Oil Company Limited
135. Permata Hijau Group
136. PT Ecogreen Oleochemicals
137. PT Indokarya Internusa
138. PT Intibenua Perkasatama
139. PT Megasurya Mas
140. PT Wira Inno Mas
141. Royal Dutch Shell plc
142. Sakamoto Yakuhin Kogyo Co., Ltd.
143. Sojitz Corporation
144. UIC VIETNAM CO., LTD.
145. Wilmar Europe Holdings BV
146. Wilmar International Ltd

Retailers

147. C.I.V. Superunie B.A.
148. Carrefour
149. Delhaize Group SA/NV

150. EDEKA ZENTRALE AG & Co. KG
151. IKEA
152. Marks and Spencer plc
153. REWE Group on behalf of REWE-Zentral-Aktiengesellschaft Köln
154. Royal Ahold NV
155. SODEXO
156. SOK Corporation

Social NGOs

157. Both ENDS
158. Forest Peoples Programme
159. LINKS (Lingkar Komunitas Sawit)
160. Oxfam International
161. Sabah Environmental Protection Association
162. Sawit Watch
163. Solidaridad
164. UTZ Certified
165. Yayasan SETARA Jambi

GA11 - Ordinary Members e-Voter List

Banks and Investors

1. UBS AG

Consumer Goods Manufacturers

2. Allied Mills P/L
3. Arma Food Industries
4. Bakery & Food GmbH & Co. KG
5. Banketbakkerij Nora BV
6. Beiersdorf AG
7. Dr. Schär AG
8. Eccelso Limited
9. Edelweiss GmbH & Co. KG
10. Federation of Dutch Grocery and Food Industry (FNLI)
11. Ginsters (A Division of Samworth Brothers Limited)
12. Griesson-de Beukelaer GmbH & Co. KG
13. Interal, S.A.
14. Ludwig Schokolade GmbH & Co. KG
15. Margarine Golden Gate-Michca Inc
16. Mimasu Cleancare Corp.
17. Natura Logistica E Serviços Ltda
18. Nestlé S.A
19. PepsiCo
20. Raps GmbH & Co.KG
21. RAUSCH AG Kreuzlingen
22. Royal FrieslandCampina N.V.
23. SAS Cérélia

Environmental NGOs

24. AIDEnvironment
25. HUTAN Kinabatangan Orang-utan Conservation Programme
26. Point Defiance Zoo & Aquarium
27. Sumatran Orangutan Society (SOS)

Oil Palm Growers

28. Aceites Manuelita S.A.
29. Daabon Group
30. IJM Plantations Berhad
31. R.E.A. Holdings Plc

32. Savonnerie Tropicale S.A
33. SIAT SA

Processors and Traders

34. Givaudan SA
35. Industrializadora Oleofinos SA de CV
36. Juchem Food Ingredients GmbH
37. Oxiteno S.A. Indústria e Comércio
38. Palmeras de la Costa SA
39. Peter Greven
40. Sasol Germany GmbH
41. SIPRAL PADANA S.p.A.
42. Stephenson Group Ltd
43. THAI ETHOXYLATE CO.,LTD.
44. Tropical Network Sdn Bhd
45. Tsukishima Foods Industry. Co.,Ltd.
46. Vance Bioenergy Sdn Bhd
47. Zhejiang Advance Oils and Fats Co., Ltd

Retailers

48. ALDI SOUTH Group
49. Coop Switzerland
50. Federation of Migros Cooperatives
51. Krispy Kreme Doughnut Corporation

Social NGOs

52. Verite Southeast Asia