



ROUND TABLE ON RESPONSIBLE SOY ASSOCIATION (RTRS)

Minutes No. 140 of the Executive Board Meeting held on

Wednesday, May 10, 2017, **13:00 CEST** (09:00 Buenos Aires time), via telephone conference (in accordance with article 20, section [2] of the RTRS By-Laws [Version 3.7]).

Agenda:

1. Approval of the Minutes No. 139.
2. Paraquat: New text for 5.6.2 and related indicators in RTRS Production Standard.
3. Update on tax and accounting assessment.
4. Update on membership fee situation 2016 in accordance to letter sent to members. Approval of GA11 voting criteria.
5. Operating incomes and expenses report.
6. Management Report: content and format of the "communication piece."
7. 11th General Assembly Agenda.
8. Friends of the Earth.
9. Update on the progress of the template of the Annual Report.
10. KPI's April.
11. Closing.

Introduction

The meeting of the Executive Board of Directors of the Round Table on Responsible Soy Association (RTRS) starts at **13:14 CEST** (09:14 Buenos Aires time).

Participants:

RTRS Executive Board members:

- Olaf Brugman, Rabobank (constituency: Industry, Trade and Finance): olaf.brugman@rabobank.com
- Ulises Javier Martinez Ortiz, Fundación Vida Silvestre (constituency: Civil Society Organizations): ulises.martinez@vidasilvestre.org.ar
- Débora Florencia Telles, Nidera S.A. (constituency: Industry, Trade and Finance): dtelles@cofcointernational.com
- Belinda Katharine Howell, RSG (constituency: Industry, Trade and Finance): belinda.howell@rpog.org

- Jean François Timmers, WWF (constituency: Civil Society Organizations): jeantimmers@wwf.org.br
- Juliana De Lavor Lopes, Amaggi (constituency: Producers): juliana.lopes@amaggi.com.br
- Gisela Introvini, FAPCEN (constituency: Producers): giselaintrovini@hotmail.com
- Alejandro José O'Donnell, Aapresid (constituency: Producers): alejandro@fronterasrl.com.ar
- Christophe Callu Mérite, Feed Alliance (constituency: Industry, Trade and Finance): christophe.callumerite@feed-alliance.fr

RTRS Secretariat:

- Marcelo Visconti, RTRS Executive Secretary: marcelo.visconti@responsiblesoy.org
- Daniel Kazimierski, RTRS Secretariat: daniel.kazimierski@responsiblesoy.org
- Fernando Olivieri, RTRS Secretariat: fernando.olivieri@responsiblesoy.org
- Catalina Ale Monserrat, RTRS Secretariat: catalina.ale.monserrat@responsiblesoy.org

Special guests invited:

- Federico Otero, Legal Advisor Argentina: federico.otero@trsym.com
- Jochem Bouwmeester@rabobank.com
- Cid Sanches, RTRS External Consultant Brazil: cid_sanches@yahoo.com.br

Jean François Timmers, Vice-President of the RTRS Executive Board, agrees to chair the meeting and welcomes the participants to the Executive Board meeting. The agenda is presented and participants are asked whether any additional topics should be included. The meeting begins.

A. Quorum and Proposals

The Executive Secretary ascertains that the quorum required to validly pass resolutions has been reached. The Executive Board considers the following items on the agenda:

1. *Approval of the Minutes No. 139.*

Minutes No. 139 are reviewed page by page.

In the absence of any objections, Jean François Timmers confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

“The Executive Board meeting minutes No. 139 of the RTRS Executive Board are approved (by consensus).”

2. *Paraquat: New text for 5.6.2 and 5.6.3 and related indicators in RTRS Production Standard.*

Jean François Timmers shows to the members of the Executive Board the Paraquat's proposal.

Juliana De Lavor Lopes and Ulises Javier Martinez comment to the Executive Board members that it has been difficult to find a solution, but that they believe that this proposal is the best option that they could find.

Christophe Callú Merite thanks to the Vice-Presidents for their efforts.

Additionally, Olaf Brugman expresses his gratitude to the Vice-Presidents and to the RTRS Secretariat.

Marcelo Visconti, suggests changing the wording of the Indicator 5.6.3, he believes it will be better to replace “Non Paraquat standard” for “Non Paraquat module.”

Jean François Timmers proposes to approve the proposal which has been prepared by the Vice-Presidents, including the replacement of the wording “Non Paraquat standard” for “Non Paraquat module” in its Indicator 5.6.3.

In the absence of any objections, Jean François Timmers confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

“To approve the Paraquat's proposal which has been prepared by the Vice-Presidents including the replacement of the wording “Non Paraquat standard” for “Non Paraquat module” in its Indicator 5.6.3. (by consensus).”

5.6.2 “In countries where Paraquat can be used legally in agricultural production, producers are required to implement a program of progressive reduction of Paraquat over time. The implemented Integrated Crop Management Plan (see indicator 5.4.2) shall specify reduction targets for Paraquat and its phase out, which shall be implemented as soon as possible and not later than 2020. The use of Paraquat is prohibited from January 2021.”

5.6.3. *"From January 2018 to December 2020, RTRS will have also a Non-Paraquat module in the platform during this phase out period."*

3. *Update on tax and accounting assessment.*

Marcelo Visconti states that this topic is not going to be presented as no further progress on the conclusions has been made yet.

4. *Update on membership fee situation 2016 in accordance to letter sent to members. Approval of GA11 voting criteria.*

Marcelo Visconti presents the topic to the members of the Executive Board.

The RTRS Secretariat proposes to allow those Participating Members who have not paid yet their membership fees corresponding to the year 2016, to exercise their voting rights at the 11th General Assembly (GA11) to be held on June 1, 2017.

Marcelo Visconti mentions that the RTRS Secretariat will reinforce the Participating Members' obligations after having the Amended and Restated Statutes approved by the GA11.

Belinda Howell believes that an action plan must be prepared.

Juliana De Lavor Lopes offers to help the RTRS Secretariat regarding this topic.

In the absence of any objections, Jean François Timmers confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

"To allow the Participating Members who have not paid yet their membership fees corresponding to the year 2016, to exercise their voting rights (by consensus)."

After the GA11, having the Amended and Restated Statues approved, the Executive Board will decide how to proceed in future situations like this one.

5. *Operating incomes and expenses report.*

Marcelo Visconti presents the operating incomes and expenses report.

Olaf Brugman states that the members of the Executive Board cannot have a complete analysis on the situation, due to the fact that any judgment that should be made, would have to be made in the context of certain information missing.

Marcelo Visconti submits to the consideration of the Executive Board members the approval of the operating incomes and expenses report.

In the absence of any objections, Jean François Timmers confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

“To approve the operating incomes and expenses report (by consensus).”

6. *Management Report: content and format of the “communication piece”.*

Marcelo Visconti introduces the Management Report.

Debora Telles and Belinda Howell request certain changes relating to the wording of the report but they confirm that they agree with the content.

Marcelo Visconti proposes to have the Management Report approved including Debora Telles’ and Belinda Howell’ comments in a revised version.

In the absence of any objections, Jean François Timmers confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

“To approve the Management Report including Debora Telles’ and Belinda Howell’s comments (by consensus).”

7. *11th General Assembly Agenda.*

Marcelo Visconti presents the proposal for the 11th General Assembly Agenda.

In the absence of any objections, Jean François Timmers confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

“To approve the 11th General Assembly Agenda (by consensus).”

8. *Friends of the Earth (FoE).*

Daniel Kazimierski makes a brief update on the topic. He explains that during the second call that the RTRS Secretariat had with FoE, they stated that they would not accept any offer that would not include receiving the materials requested in its letter (maps of the certified farms, its limits and GPS coordinates).

He mentions that from RTRS’s perspective, RTRS accreditation and certification requirements for responsible soy production include public and not public information, and the above mentioned requirements from FoE are considered non-public.

Marcelo Visconti further explains that Organismo Argentino de Acreditación (OAA) is, according to RTRS certification system, the entity in charge of the supervision of the certification bodies and, that in the context of its supervisory duties, is entitled to access the non-public information. In view of the concern expressed by FoE, RTRS has requested the OAA to run an audit in each of the cases identified by FoE to confirm that procedures have been correctly observed.

Marcelo Visconti clarifies that RTRS continues to work together with the certification bodies to obtain the consent from the producers in order to be allowed to share the information with FoE. He further explains that so far producers who consented to the delivery of the information to FoE have requested such disclosure to be subject to the execution of a confidentiality agreement by FoE to ensure that the information is used for purpose of the completion of the analysis of compliance with the indicator on deforestation only.

In this context, Marcelo Visconti proposes to the Executive Board the following course of action:

- (i) To provide FoE with the requested data of the producers that consented to their delivery to FoE subject to the prior execution by FoE of a confidentiality agreement;
- (ii) To continue to work with the certification bodies in obtaining the consent from the remaining producers; and
- (iii) To share with FoE the conclusions and results of the audit run by the OAA.

Belinda Howell proposes to have Creative Concern as communication agency regarding the topic.

In the absence of any objections, Jean François Timmers confirms that the resolutions are approved by the Executive Board.

The RTRS Executive Board resolves the following:

“To approve the proposed course of action (by consensus).”

“To have Creative Concern as communication agency regarding the topic (by consensus).”

9. Update on the progress of the template of the Annual Report.

Due to the lack of time, it is decided to differ this topic to the next Executive Board meeting.

10. KPI's April.

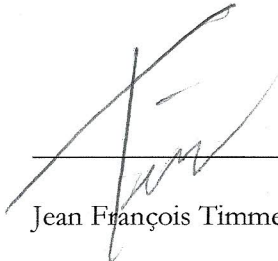
Due to the lack of time, it is decided to differ this topic to the next Executive Board meeting.

Juliana De Lavor Lopes asks the RTRS Secretariat to include Mass Balance information into the next KPI's.

11. Closing.


The meeting is closed at 15:40 CEST (11:40 Buenos Aires time).

May 10th, 2017.



Jean François Timmers

RTRS Vice-President



Marcelo Visconti

Executive Secretary of RTRS