Minutes No. 150 of the Executive Board Meeting held on

Thursday, April 26, 15:00 to 16:30 CEST time (in accordance with article 21, section [I] of the RTRS Statutes).

Agenda:

1. Approval of the Executive Board Meeting Minutes No. 149
2. Approval of the amended Agenda of the 12th General Assembly
3. Approval of amended technical documents:
   - RTRS non-GMO Module Requirements for Producers
   - RTRS Use of the Logo & Claims Policy
   - Summary of Changes to RTRS Group and Multi-site certification Requirements for CBs and RTRS Group and Multi-site Certification Standard
4. Approval of actions to be adopted in connection with Members in default of their payment obligations
5. Approval of new mandatory requirement for users of RTRS Trading Platform:
   - to require any user of the RTRS Trading Platform who intends to resell RTRS credits to previously obtain an RTRS Membership in order to perform such kind of transactions
   - to instruct the RTRS Secretariat to revise and make any necessary adjustments to RTRS documents and materials referring to the RTRS Trading Platform to reflect the new requirement
6. Approval of location for RT14 and 13th General Assembly

Introduction

The meeting of the Executive Board of the Round Table on Responsible Soy Association (RTRS) starts on Thursday, April 26 at 15:00 CEST time.

Participants: RTRS Executive Board members:

- Jochem Bouwmeester, Rabobank (constituency: Industry, Trade and Finance): jochem.bouwmeester@rabobank.com
- Roel Baakman, Cefetra, (constituency: Industry, Trade and Finance): Baakman@cefedra.nl
- Jorn Schouten, ACT Commodities (constituency: Industry, Trade and Finance): JSchouten@actcommodities.com
- Juliana De Lavor Lopes, AMAGGI (constituency: Producers): juliana.lopes@amaggi.com.br
- Gisela Introvini, FAPCEN (constituency: Producers): giselaIntrovini@hotmail.com
- Marina Born, CALDENES (constituency: Producers): marina.engels@responsiblesoy.org
A. Quorum and Proposals

The Executive Director 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 Executive Board Meeting Minutes No. 149

Minutes No. 149 are reviewed page by page.

In the absence of any objections, Marina Born confirms that the Executive Board approves the resolution.

The RTRS Executive Board resolves the following:

“The Executive Board Meeting Minutes No. 149 are approved (by consensus).”
2. Approval of the amended Agenda of the 12th General Assembly

Marcelo Visconti presents the topic and states that Items No. 6, 7 and 8 of the agenda were modified in this revised proposal in order to facilitate the voting procedure on the amended technical documents.

According to this new proposal, items in the agenda would be categorized as follows: (i) approval of requirements for group and multi-site certification; (ii) approval of RTRS new products’ technical documents; and (iii) approval of common technical documents for group and multi-site certification and for RTRS new products.

In the absence of any objections, Marina Born confirms that the Executive Board approves the resolution.

The RTRS Executive Board resolves the following:

“To approve the amended Agenda of the 12th General Assembly (by consensus).”

3. Approval of amended technical documents:
   - RTRS non-GMO Module Requirements for Producers
   - RTRS Use of the Logo & Claims Policy
   - Summary of Changes to RTRS Group and Multi-site certification Requirements for CBs and RTRS Group and Multi-site Certification Standard

Marcelo Visconti presents the topic. Marcelo Visconti explains that the documents distributed for approval reflect the recommendations made by the Executive Board during the Executive Board Meeting held on April 17 and 18, 2018 in Buenos Aires, Argentina.

Marcelo Visconti refers to the document Summary of Changes to RTRS Group and Multi-site certification Requirements for CBs and RTRS Group and Multi-site Certification Standard and explains that this document compiles the four new requirements introduced to the RTRS Group and Multi-site certification Requirements for CBs and RTRS Group and Multi-site Certification Standard. Such requirements are aimed at making the process under Group and Multisite scope certification more rigorous and solid.

Marcelo Visconti informs that these new four requirements will be introduced and voted for approval during the next 12th General Assembly.

It is also mentioned that the four new requirements were developed by a Working Group formed by certain members of the RTRS Executive Board, were also commented by the Task Force Brazil during 2017 and approved by the RTRS Executive Board at the Executive Board meeting held on December 13, 2017.

In the absence of any objections, Marina Born confirms that the Executive Board approves the resolution.
The RTRS Executive Board resolves the following:

"To approve the following technical documents:
- RTRS non-GMO Module Requirements for Producers, Version 1.0
- RTRS Use of the Logo & Claims Policy, Version 4.1
- Summary of Changes to RTRS Group and Multi-site certification Requirements for CBs and RTRS Group and Multi-site Certification Standard (by consensus)."

4. Approval of actions to be adopted in connection with Members in default of their payment obligations

Marcelo Visconti and Marina Born present the topic, and explain the actions to be adopted in connection with Members in default of their payment obligations. These actions were discussed and agreed by the Executive Board, during the Executive Board meeting held on 17 and 18 of April in Buenos Aires, Argentina, during which it was decided that in light of the existing consensus, the RTRS Secretariat would introduce a specific item in the agenda of this Executive Board meeting in order to have the agreed proposals approved.

In the absence of any objections, Marina Born confirms that the Executive Board approves the resolution.

The RTRS Executive Board resolves the following:

"To approve the following actions to be adopted in connection with Members in default of their payment obligations:

a) From April 1, 2019, access to the RTRS Trading Platform will be suspended for those RTRS Members in default of any payment obligation (e.g. annual membership fee, certification fee, extraordinary contributions, etc.).

b) A 20% penalty fee will be charged to those RTRS Members who fail to pay their respective annual membership fee by April 1, 2019 (or April 1st of any subsequent year thereafter).

c) At the first Executive Board meeting to be held after October 1, 2019 (or October 1st of any subsequent year thereafter), the Executive Board will approve the suspension of the membership of those Members in default of their annual membership fee payment obligation for more than 6 months as set forth in Article 39(8) of RTRS Statutes.

d) At the first Executive Board meeting to be held after April 1, 2020 (or April 1st of any subsequent year thereafter), the Executive Board will approve and submit for the consideration of the General Assembly the expulsion of those Members who by such date remain in default of their obligation to pay the annual membership fee due on April 1st of the previous calendar year as set forth in Article 8(1) of RTRS Statutes. (by consensus)."

5. Approval of new mandatory requirement for users of RTRS Trading Platform:

Marcelo Visconti presents the topic and explains that this new mandatory requirement for users of RTRS Trading Platform was discussed and agreed by the Executive Board, during the Executive Board meeting held on 17 and 18 of April in Buenos Aires, Argentina, during which the Executive Board
members agreed to instruct the RTRS Secretariat to include an item in the agenda of this Executive Board meeting in order to consider the following resolution: “to require any user of the RTRS Trading Platform who intends to resell RTRS credits to previously obtain an RTRS membership in order to perform such kind of transactions.”

The Executive Board members discuss what actions should be taken towards setting rules for those non RTRS Members which use the trading platform but do not use it for reselling. Then, the Executive Board instructs the Secretariat to elaborate and present a proposal in this regard.

In the absence of any objections, Marina Born confirms that the resolution is approved by the Executive Board.

The RTRS Executive Board resolves the following:

“To approve:

a) to require any user of the RTRS Trading Platform who intends to resell RTRS credits to previously obtain an RTRS membership in order to perform such kind of transactions;

b) to instruct the RTRS Secretariat to revise and make any necessary adjustments to RTRS documents and materials referring to the RTRS Trading Platform to reflect the new requirement.

6. Approval of location for RT14 and 13th General Assembly

Marcelo Visconti presents to the Executive Board the proposal of holding the RTRS Annual Conference 2019, RT14 and the 13th General Assembly, in Maranhao, Brazil.

Marcelo Visconti emphasizes the importance of the Cerrado region, the involvement of the Brazilian Government, the ongoing jurisdictional experiences held in the region and the strategic opportunity provided by the country and region to work on the social aspects of certification and holistic sustainable approaches.

Gisela Intorvini and Cid Sanches support Marcelo Visconti’s rationale and add the importance of research and innovation aspects.

Laura Villegas comments that the plan is to combine the RT14 and the 13th General Assembly with an optional Field Trip, close to the location of the event.

Jochem Bouwmeester expresses that he believes that holding the RT14 in South America is a good plan and says he is inclined to support the idea, but suggests investigating if the European attendees representing RTRS main demand are willing to attend, to avoid an unbalanced meeting in terms of constituencies.

Marina Born supports a more democratic consultation process.

Juliana de Lavor Lopes notes that RTRS usually rotates the location of the Annual Conference, remarks the importance of Maranhao, Piauí and all Matopiba region and stresses the importance it has for the European market, in the context of the Cerrado Manifesto. Juliana de Lavor Lopes mentions that in the past, members were consulted at the beginning of the General Assembly about the region in which RTRS Members would like the next Annual Conference to take place, in order to have an idea of the percentage of votes. Juliana de Lavor Lopes suggests using the voting system and asking, during the 12th
General Assembly, about the location for the RT14 providing Marañhão or Europe as options. The purpose of this voting would not be to have a resolution passed on the matter but simply to test the willingness of RTRS Members to attend to a conference in South America.

Roel Baakman explains he believes it is a good idea to hold the Annual Conference in South America, but stresses the importance of the European market, and agrees on the need to consider the opinion of the potential attendees during the 12th General Assembly in Lille. Roel Baakman also suggests taking into consideration the attendees to the previous conferences and analyze the attending public in both situations: when the conference is held in South America and when it is held in Europe.

Marcelo Visconti emphasizes the importance of communicating in advance date and location of the Annual Conference.

The Executive Board and the Secretariat agree on organizing a survey within the RTRS Members before the Executive Board meeting to be held in Zurich, to propose and ask about RT14 location and date and, after having the results, decide on the topic.

Juliana de Lavor Lopes also suggest checking this location option with other initiatives such as CFA, GCF, PC, CGF, etc. in order to avoid overlapping of meetings and facilitate collaboration.

The Executive Board members agree with the inputs and instruct the Secretariat to organize a survey consulting the RTRS Members about the location of the RTRS Annual Conference 2019.

7. Any other business

Jorn Schouten proposes to discuss about the RTRS European External Consultant and asks about the progress on the subject and specifically with respect to the existing potential candidate. Jorn Schouten suggests that the European Executive Board members should get involved in the process, analyze the CV of the potential candidate and interview the candidate.

Jorn Schouten explains the need to introduce the new European External Consultant during the RT13, and mentions many organizations are asking for an RTRS European External Consultant to have as a local RTRS reference.

Jorn Schouten stresses the original main function of RTRS European External Consultant shall be to focus on RTRS positioning in the market and interact with governmental authorities.

Marcelo Visconti states that the main objectives for the position are:
- Reinforce the understanding of the benefits of RTRS certified soy material uptake, within EU brand owners, retailers and feed companies in order to influence their decision making process and generate demand;
- Market and brand RTRS in Europe; and
- Liaise with the EU/EC governments in order to promote a better understanding of RTRS vision and mission & certification scheme proposal.

Jochem Bouwmeester suggests making a short-term/mid-term contract to ensure the candidate is capable to perform as required.

Roel Baakman agrees on this short-term/mid-term contract criterion, and suggests contacting the candidate and notifying this situation at the moment of making the offer.
The Executive Board agrees on obtaining the opinion from all of the European Executive Board members about the candidate on Friday, May 4.

The meeting is closed on Thursday, April 26 at 16:30 CEST time.

April 26, 2018.

[Signatures]

Marina Born
President of RTRS Executive Board

Marcelo Visconti
Executive Director of RTRS