

GoodWeave

**Terms of Reference
Oversight Committee**

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**For further information:
www.goodweave.org/about/governance/policies-and-procedures**

Terms of Reference Oversight Committee

1. INTRODUCTION

The following defines the composition, mandate and working principles of the Oversight Committee, responsible for evaluating the overall performance of the GoodWeave International Certification Division (GWI-CD) and investigating any allegations of bias or ethical misconduct, in order to safeguard the integrity and impartiality of the program. These terms are designed to reflect alignment with the ISEAL Assurance Code and ISO/IEC Guide 17065.

Definitions:

- The terms 'Board,' 'Standards Committee' and 'Secretariat' are used in reference to GWI.
- The terms 'Affiliates' and 'Programs' refer to the GoodWeave organizations in producer and consumer countries, which carry out work on behalf of GWI (also previously referred to as 'National Initiatives' or 'NIs').
- The 'website' referred to below is www.goodweave.org.

1.1 Responsibilities and mandate

The Oversight Committee was established by the Board to ensure the credibility of GoodWeave certification by reviewing both the overall performance of GWI-CD as well as any specific allegations of bias or ethical misconduct in the certification program. It has the following responsibilities:

- Assessing whether GWI-CD applies GWI policies and procedures regarding certification impartially and consistently with the ISEAL Assurance Code and ISO/IEC Guide 17065 requirements, based on internal and external reviews.
- Reviewing any cases involving allegations of inconsistency or bias in implementing GoodWeave policies, including those lodged through formal complaints procedures or ethical misconduct.
- Reporting any findings to the Board, particularly any deficiencies found, and advising on measures for their resolution.

The Oversight Committee is an advisory body and any decisions needed on matters brought before it are referred to the Board for final decision-making. The Oversight Committee may request input or additional information from any part of the GoodWeave system (e.g. standard-setting, social programs) or from any GoodWeave affiliate or program as needed. The Secretariat facilitates the process and undertakes research and coordination for the Oversight Committee.

1.2 Entry into force

The Oversight Committee (previously referred to as the “Review Panel”) was formed in 2012 as a permanent body of the GoodWeave system. These present Terms of Reference were updated in March 2016.

2. COMPOSITION AND APPOINTMENT

The Oversight Committee is formed as a permanent body that meets at least once every 18 months. It may also meet in response to a particular need (e.g. in response to a formal complaint). The Oversight Committee membership term of individual members is for a period of three (3) years and may be renewed.

2.1 Composition

The Oversight Committee consists of at least three (3) and maximum seven (7) members. Members are selected to reflect a balance of interests (i.e. no single party or region shall dominate the membership) based on the categories listed below. Members of other GWI committees or governing bodies of GoodWeave national affiliates may serve on the Oversight Committee, and at least one member of the GWI Board shall be represented; however, individuals holding roles within the GWI-CD system and those reporting to them are not permitted to serve on the Oversight Committee. The composition shall include:

- Internal members: At least one (1) member from the GWI Secretariat senior management that does not also hold a role within the GWI-CD.
- External members: At least two (2) independent stakeholders or experts, which are taken from the groups represented on the GWI Standards Committee. This includes both industry representatives and NGO/civil society representatives.
- Geographical balance: At least one (1) member from a GoodWeave producing country and one (1) member from a GoodWeave importing country (this may include the internal or external members noted above).

As a minimum requirement, any parties considered for candidacy to the Oversight Committee must have demonstrated significant expertise and/or credentials in the relevant issue area(s) as well as previous experience working in a comparable committee structure or other equivalent experience. Members must be able to communicate easily in the English language and by using electronic media.

2.2 Appointment

The Board appoints members to provide a balance of interests and ensure that all parties with a significant interest in GoodWeave certification have a voice and

opportunity to participate. This appointment is made on the basis of a recruitment process coordinated by the Secretariat with support from the GoodWeave affiliates and programs, which shall nominate at least one candidate to represent each respective country/region. Candidates may also be nominated by any party with an interest in GoodWeave certification or apply directly to the Secretariat. The Board selects the members based on its assessment of the applicants and/or nominees to ensure a balance of interest is achieved. If a candidate or applicant is not selected, then the participation of this party in the review process may be accommodated through an invitation to share its views or provide other input to the Oversight Committee.

With their appointment all Oversight Committee members accept these present terms of reference and are expected to adhere to them and actively contribute to the tasks, including meetings and follow-up actions as agreed.

The Secretariat keeps the Oversight Committee member list up to date and available publicly on the GoodWeave website and informs the Board of any necessary actions to be taken with respect to membership.

3. WORKING PRINCIPLES

3.1 Language

Working language is English both for written and oral communication.

3.2 Confidentiality

All information and documents gathered during the course of involvement in the Oversight Committee is understood as confidential. Oversight Committee members sign a confidentiality agreement and acknowledge that GoodWeave is the rightful owner of all confidential information and undertake all necessary and suitable measures to maintain the level of confidentiality. The Board decides on necessary actions in the event of breaches of confidentiality.

3.3 Review process

The Secretariat coordinates the preparation of reports and other documentation for the Oversight Committee to review. At a minimum this shall include all internal and external audits of the Certification Division (e.g. against the ISEAL Assurance Code or ISO/IEC Guide 17065), as well as any formal complaints lodged. Oversight Committee members may also undertake field visits to observe the operations of the local GoodWeave offices and staff, to consult with local stakeholders and/or other similar activities to gather relevant information about the

performance of the Certification Division, facilitated by the Secretariat and GoodWeave Affiliates and Programs.

3.4 Meetings

The Oversight Committee meets at least once every 18 months, or more often as needed. Meetings may take place by teleconference, or in person when possible in conjunction with other GWI meetings in order to minimize the cost and time required. The Secretariat coordinates preparations for meetings including preparing the agenda and provides administrative and/or technical support. The agenda shall include review of reports from internal and external audits, evaluations, formal complaints and any other business brought to the Review Panel since the last meeting. The Secretariat designates a member of the Oversight Committee to serve as the chair for the next meeting, which may be either an internal or external member. The chair approves the meeting agenda and makes decisions on procedural issues in preparation for the meetings.

3.5 Recommendations and Reporting

The Oversight Committee seeks to achieve consensus on its findings and recommendations to be reported to the Board, defined in this context as decisions made with majority support and no dissenting opinions. If consensus is not possible, then the dissenting opinion(s) shall be documented and submitted along with the majority opinion. The presence of two-thirds (2/3) of the members including the chair of the meeting constitutes a quorum. When the Oversight Committee must make a recommendation on a matter that constitutes a conflict of interest for one of its members, the member is excluded from participating in the decision. Conflicts of interest must be announced by the relevant member to the chair before deliberations, preferably when agreeing upon the agenda during the opening of the meeting. Declaration of conflicts of interest lies in the responsibility of the members and shall be recorded in the meeting minutes.

3.6 Minutes

Meeting minutes are circulated to the Oversight Committee no later than thirty (30) days after the meeting and must be approved by them before distributed to other affected parties and the Board. Any recommendations resulting from meetings is recorded and circulated along with the minutes. The Secretariat or a designated representative of the Oversight Committee reports the recommendations to the subsequent meetings of the Board in person or in writing.

3.7 Remuneration

Members are not provided reimbursement for their time participating in regular meetings, but GWI will provide reimbursement for travel or telecommunication costs if requested by members in advance and in writing, if funds are available. Any other type of reimbursement or remuneration related to activities beyond the normal business of the committee may be considered by the Secretariat on a case basis if funds are available.

4. INFORMATION AND DOCUMENTATION

All documents involved with the work of the Oversight Committee are generally considered confidential and only intended for internal circulation unless specifically designated otherwise. In case a response is required to parties that have submitted input to the work of the Oversight Committee, or that have requested information, an official response shall be prepared by the Secretariat to that party on an individual basis. The Secretariat maintains records as required. All records are kept for at least five years. Electronic copies are kept as existing and back-ups are made as often as deemed necessary.

5. REFERENCES

The following documents should be consulted by the Oversight Committee as background information:

GWI Licensing and Certification Policy
GoodWeave Generic Standard for Rug Producers
GWI-Certification Division Terms of Reference
Certification Committee Terms of Reference
OP Complaints against GoodWeave Standards