Terms of Reference for GVL-GAR Independent Grievance Panel
Member Eligibility, Roles & Responsibilities

Background
On 2\textsuperscript{nd} July 2018, the High Carbon Stock Approach (HCSA) received letter of concern from Milieudefensie, Sustainable Development Institute and Friends of the Earth USA regarding Golden Veroleum Liberia (GVL), and its investor Golden-Agr Resources (GAR) – a HCSA member, clearing of High Carbon Stock (HCS) forest and High Conservation Value (HCV) areas in concessions in Liberia. The concerns were based on documented evidence presented the NGO report ‘High Risk in the Rainforest’. A 2\textsuperscript{nd} July 2018 e-mail response from the former HCSA Executive Committee (EC) Co-Chairs and HCSA Executive Director (ED) to the NGOs committed to investigating and taking appropriate actions to the concerns raised in the report.

Subsequent action on this matter included e-mail exchanges, a call and in-person meeting with GVL and GAR (GAR was not involved in the in-person meeting), with both companies acknowledging and committing to actions to address the raised HCSA, HCV and social concerns raised in the NGO report. GVL also committed to submitting its HCSA assessments for the HCSA peer review process as soon as possible. Additionally, the HCSA Secretariat:

i. Published HCSA’s Interim Grievance Resolution Procedure on 1\textsuperscript{st} October 2018.
ii. Documented that GAR is the sole investor in the Verdant Fund LP which GVL is a fully owned subsidiary of the Verdant Fund LP. Thus, GAR is deemed responsible for upholding its HCSA Steering Group membership requirements as it relates to its investment holding in GVL as detailed under the HCSA Steering Group Terms of Reference and HCSA Membership Requirements and Code of Conduct.
iii. The HCSA Secretariat met with GVL’s representatives, Mr. Alwi Hafiz (Sustainability Advisor) and Dr. Michael Abedi-Lartey (General Manager of Sustainability) in Kota Kinabalu, Malaysia on 13\textsuperscript{th} November 2018, where GVL reconfirmed there has been HCS clearing. Also, GVL actions to address issues related to Free, Prior and Informed Consent are detailed in GVL’s public action plan.

The full the chronological details of this grievance are detailed in the document ‘GVL_GAR Grievance Case Overview’.

Independent Grievance Panel (IGP)

A. Roles & Responsibilities
i) An IGP member will be supplanting the role of the Co-Chairs in their named responsibilities in the ‘HCSA Interim Grievance Resolution Procedure’ (IGRP) October 2018. Succinctly, this entails taking the main lead with the HCSA ED
overseeing the grievance process and making recommendations to the EC for any formal decisions on the grievance resolution/outcome.

It is important to note as this NGO grievance was launched prior to the IGRP being approved and the former EC Co-Chairs and HCSA ED committed to investigating the concerns the IGRP panel members will fulfil the duties detailed under IGRP 5.0 HCSA Grievance Resolution Process and oblige to all the other IGRP requirements within a timely fashion. [A specific timeline on the grievance next steps and action plan needs to be set. The independent grievance panel members should strive to do this with HCSA ED as soon as the panel is established. See the GVL-GAR Grievance Process Next Steps section below for more details].

ii) The IGP and the grievance process will be coordinated by the HCSA ED. All panel meetings and deliberations will be done via conference calls and e-mails coordinated by the HCSA ED.

The IGP will conduct an assessment of the validity of allegations and supportive evidence on potential breaches of HCSA requirements and develop recommendations for the process that should be followed to reach a resolution, and the nature of the corrective actions that need to be detailed in a time-bound plan to resolve the grievance. The IGP will agree on the validity of allegations, or not, and develop recommendations by consensus. Where consensus cannot be achieved the EC will be provided with a summary of the findings and recommendations outlining the areas where consensus could not be reached.

Important: The final decision on accepting the findings of the IGP and the recommendations provided will be made by the Executive Committee, with the exception of the Defendants as GAR is member of the EC.

B. Eligibility
The HCSA Secretariat will seek the recruitment of three (3) independent panel members meeting the following eligibility criteria:

i) An IGP member must not have a conflict of interest with the defendants: GVL and GAR, nor the complainants: Friends of the Earth and Sustainable Development Institute to ensure the member acts with impartiality whilst adjudicating the grievance. Each panel member will be asked to sign a no-conflict of interest declaration with the HCSA Secretariat. Additionally, the HCSA secretariat will verify with the complainants and defendant that the IGP does not have a conflict of interest.

ii) The potential IGP member must have some knowledge and/or experience of the HCSA and human/social rights/Free Prior, Informed Consent and/or due conflict/grievance resolution processes. Local knowledge and experience related to these areas of expertise is preferable.
iii) IGP members will be required to sign a confidentiality agreement to ensure all
details of this grievance case remain confidential.

C. Time Requirements and Remuneration
i) An IGP member should be able to commit estimated 10 – 12 days (see GVL-GAR
Grievance Process Next Steps section for more details) to support the grievance
process until a satisfactory outcome is reached as approved by the HCSA EC.

ii) A nominal payment of USD 2500 per IGP member will be made for the entire
engagement as IGP on this grievance. Additionally, the only anticipated costs
associated with becoming a panel member is the member’s time.

D. IGP Recruitment

The recruitment of the IGP panel will be done through the HCSA EC and SG network. IGP
candidates will be reviewed by the HCSA secretariat and approved by the EC. The aim is to
recruit the IGP is by 3rd July 2019.
## GVL-GAR Grievance Process Next Steps

<table>
<thead>
<tr>
<th>Next Steps</th>
<th>Grievance Panel Mechanism &amp; Estimate Time (hours + day)</th>
<th>Time allocation (days based on an 8-hour day)</th>
<th>Timeline</th>
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| 1. Introduction Call: HCSA ED to have an introduction call with each panel member to go through the ToR and expectations on roles and responsibilities for processing the grievance towards resolution. | 0.5-hour prep to read ToR  
1-hour call | 0.20 day | Early-July | 1. ToR for GVL_GAR Grievance |
| 2. IGP to have its 1st a call to understand the grievance chronology, supportive evidence submitted by both parties, and propose next steps including the process and roles of each panel member in an assessment of the validity of allegations. | 0.5-day prep  
2-hour conference call | 0.75 day | Mid-July | 1. **HCSA Steering Group Terms of Reference**  
2. **HCSA Membership Requirements and Code of Conduct**  
3. ‘GVL_GAR Grievance Case Overview’  
4. **HCSA Interim Grievance Resolution Procedure**  
5. All supportive evidence provided by the complainants and defendant that demonstrates a breach on the HCSA SG Code of Conduct including a breach of the requirements outlined in the High Carbon Stock Assessment Toolkit detailed in the HCSA SG Membership Document in regards to the application of the HCSA methodology.  
6. GVL’s HCSA assessments for the HCSA peer review process [TBC] |
### Next Steps

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<td>3.</td>
<td>IGP members formulate a dossier of findings regarding the validity, or not, of each allegation and outline recommendations for a time bound plan towards resolution of the grievance for EC approval.</td>
<td>Finding analysis (estimate 1.5 day to review) 30-minute call prep 2-hour conference call 0.5 – 1 day follow up on recommendations</td>
<td>2.75 days</td>
<td>August/September</td>
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<td></td>
<td>1. Dossier of findings on validity of allegations. 2. Final recommendations on the process that should be followed to reach a resolution, and the nature of the corrective actions that need to be detailed in a time bound plan for the resolution of the grievance.</td>
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<td>4.</td>
<td>HCSA EC Meeting considers and makes a decision on the validity of the allegations and the recommendations for the time bound plan to resolve the grievance.</td>
<td>No involvement of the IGP in formal decision making.</td>
<td></td>
<td>The HCSA ED will send correspondence to the complainant and defendant outlining the final decision made by the EC.</td>
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<td>5.</td>
<td>Set panel meetings for reviewing progress on GVL’s timebound plan in line with confirmed progress report timeline.</td>
<td>(2-hour prep) 1.5-hour conference call) X 3</td>
<td>1.5 days</td>
<td>Tbc</td>
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<td>GAR will have 1-3 months to ensure that GVL adheres to the time bound action plan and adequately rectifies the failures to apply the High Carbon Stock Approach as per the methodology. A failure to do so will be considered a breach of membership requirements.</td>
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<td>6.</td>
<td>IGP Panel convenes to verify actions taken by GVL to resolve grievance and formulates recommendations for the HCSA EC to formally close, document and communicate a final decision regarding the resolution of the Member’s breach of HCSA SG Code of Conduct and requirements of the HCSA toolkit.</td>
<td>1.5-hour prep 1.5-hour conference call 1.5 follow up</td>
<td>4.5 hours</td>
<td>Tbc</td>
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|   |                                                       |                                             |          | Total: **9.7 days** [+ 1.5 day to build in for unanticipated delays, extra deliberations etc.]

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