

U.S. Hemp Authority® Technical Committee

Terms of Reference

Introduction

These Terms of Reference describe the purpose, responsibilities, constitution, working procedures, and accountability for the Technical Committee (TC) of the U.S. Hemp Authority® (USHA).

Purpose and Responsibilities

The TC's primary purpose is to maintain and revise as necessary the USHA Guidance Procedures and related technical resources that are the basis of the USHA Certification Program ("the Program"). The Guidance Procedures are the technical standard against which certification is granted. The TC may from time to time create and/or revise additional materials that assist stakeholders in understanding and/or fulfilling the intent and objectives of the Guidance Procedures.

Oversight and Transparency

The TC is accountable to and overseen by the USHA Board of Directors. The Board is the body that appoints members to serve on the TC, and may, with cause, remove members. The Board makes such decisions on membership after considering relevant stakeholder input and in line with these Terms of Reference. The Board is responsible for assuring that the proceedings of the TC follow these Terms of Reference.

Board decisions about TC membership are made transparent to stakeholders through the USHA website, as are the summary results of TC meetings. Stakeholder input to the TC regarding and public consultations on the Guidance Procedures and other Program documents are also summarized and published on the USHA website.

Makeup of the Technical Committee

The TC shall have an odd number of members at any given time and represent a balance of stakeholder interests including the following:

- **Growers:** 1-3 members
- **Processors / Manufacturers:** 2-4 members
- **Brand Owners:** 1-2 members
- **Science / Research:** 1 member
- **Laboratory / Analytical Experts:** 1-2 members
- **Legal / Regulatory Experts:** 1 member
- **Certification Inspector / Food Safety Expert:** 2-3 members
- **USHA Board Members (ex-officio, non-voting):** 1-2 members
- **Certification Service Provider Representative (ex-officio, non-voting):** 1 member
- **Relevant Trade and/or Consumer Advocacy Organizations** that are recognized by the Board, with not more than one member being from any one organization: 1-3 members

Qualifications and Appointment

The Board of Directors appoints individuals to the TC based on express interest submitted in

writing to the Board. Members shall demonstrate their expertise and suitability to represent the stakeholder category seat for which they seek to serve. Individuals are appointed based on their background, expertise, and express desire to support USHA and its Program, and serve as individuals, not as representatives of any given company. In order to be considered for appointment to the TC, each candidate must declare any and all conflicts of interest, and once appointed update said Declaration as changes occur. A documented Declaration of Conflict of Interest is kept on file for each member of the TC.

Openings for seats on the TC are announced on the USHA website and through additional communications coordinated by the USHA Secretariat.

Profiles of all TC members are posted on the USHA website.

Term Length

Members serve for a term of three years, with one-third of membership's terms expiring each year. For the first three years of the TC's existence, one-third of the members will serve one-year terms, one-third two-year terms, and one-third three-year terms in order to establish the staggered term dynamic. Members may serve consecutive terms at the discretion of the Board of Directors. The Board seeks to attain a balance of expertise, institutional memory, and fresh perspectives on the TC. Vacated seats on the TC are filled by the Board at the soonest opportunity.

Obligations of Members

Members of the TC are expected to attend and actively participate in meetings, and to assume work outside of the meetings as necessary to research and/or develop work products that are within the TC's purview.

Meetings are held quarterly and are generally scheduled for a two-hour duration. Longer meetings may be convened in-person from time to time but will always allow for a virtual attendance option. If a member misses more than two meetings consecutively, it is grounds for removal from the TC by the Board.

In between meetings, members may be asked to collaborate and communicate on specific work projects on which they have agreed to serve. Responsiveness to requests for feedback on specific work areas decided by the TC and to which a member has agreed to serve, as well as to general feedback on deliberations of the entire TC, is expected of all TC members. Consistent lack of responsiveness may be taken as grounds for removal from the TC by the Board.

Exclusive of quarterly meetings, time commitment by individuals to serve on the TC is not expected to require more than 30 minutes per week, although members may voluntarily spend more time if they desire and projects warrant.

Meeting Procedures and Dynamics

The TC shall elect a Chairperson from among its constituents to call and run meetings. The Program's Service Provider (FoodChain ID) assists the Chair and helps facilitate meeting scheduling, agenda creation, and acts as the TC's Secretary for recording of meeting minutes.

Members are required to declare/reiterate conflicts or potential conflicts of interests whenever they arise in the course of TC deliberations, and although they may participate in deliberations, they must recuse themselves from voting on any aspect where a direct conflict of interest exists. (This

however does not preclude a member from voting on a topic that is within the general scope of the stakeholder category they represent on the TC.)

A quorum of the TC is needed in order to constitute an official meeting and is reached by a majority of TC members being present, virtually or in person. A quorum is needed for any official decision to be made.

The TC strives for consensus in its decisions, consensus being defined as the absence of sustained opposition to any given decision. In cases where consensus cannot be reached, a vote is tabled until a subsequent meeting with the intention that TC members strive to bridge gaps in the interim. If at the subsequent meeting consensus still cannot be reached, a decision may be carried by a two-thirds vote of the TC members present.

Accountability and Reporting

Meeting results are recorded in official minutes, and these are published on the USHA website once approved by the TC and reviewed by the Board, either in their entirety or in summary form as appropriate to protect confidential information.

The TC may receive inquiries about its work at any time through a specific portal on the USHA website. Consideration of inquiries shall be a recurring agenda topic for all TC meetings.

Approved by the U.S. Hemp Authority Board of Directors on April 8, 2020