

## DBC Governing Policy

03 November 2017

This Governing Policy clarifies the policy framework under which DBC operates. It is a summary of the rights and obligations as described in the DBC Act of Incorporation, the DBC Antitrust Policy Statement, the Covenant and DBC Internal Regulation, supplemented with further decision-making by the DBC Board.

The Dutch Biomass Certification Foundation (DBC) is a Dutch not-for-profit legal entity registered with the Dutch Chamber of Commerce on 30 December 2015 (no 64938646). DBC is based in Rotterdam, The Netherlands.

DBC was established under the Covenant 'Duurzaamheid Biomassa' (Biomass Sustainability), which is part of the Dutch Energy Agreement. The Covenant is a contract between four energy companies (Engie, E.ON, RWE and Vattenfall), five environmental organizations (Greenpeace, Natuur en Milieu, Wereld Natuur Fonds, Vereniging Milieudefensie, de Natuur en milieufederaties) and Energie-Nederland.

DBC's objective is the development and execution of a Stimulation Program to promote and accomplish certification among small forest owners (defined as smaller than 500 hectares, or 1200 acres) in North America. This effort supports the agreed goal in the Covenant to reach 100% FSC or equivalent certification of woody biomass.

DBC is governed by an Executive Board totaling five members. The four energy companies each have one representative in the Board. The fifth seat is for a representative of the environmental organizations that have signed the Covenant.

The Board meets four times a year and public summaries of the meeting minutes are published on the DBC website. The Executive Board is supported by a program manager for the daily management of DBC's operations. The Act of Incorporation provides for the typical Rules of Procedure for the Board's functioning.

The Covenant has laid down the provisions for the financing of DBC. The energy companies ensure sufficient financing and have committed to a budget of at least 3 million Euro.

DBC has adopted an Anti-Trust Compliance Policy Statement (dated 21 August 2015) to ensure that the collaborative effort within DBC to promote certification complies with all applicable laws and regulations, including but not limited to laws and regulations relating to antitrust and competition. Specifically, with regards to implementation of the Stimulation Program, DBC will:

- Ensure access to information for the public.

The DBC websites ([www.dbcfoundation.com](http://www.dbcfoundation.com), [www.stichtingdbc.nl](http://www.stichtingdbc.nl)) are the central information portals on DBC and the Stimulation Program. It publishes all relevant information in Dutch and English, including background documents, news and announcements, and public summaries of the DBC Executive Board meetings.

The Stimulation Program and its results are also published, making it available to any interested party in the biomass market.

- Enable participation to the Stimulation Program of relevant stakeholders.

DBC will apply calls for proposals with equal criteria for stakeholders to participate on a voluntary basis under identical conditions.

- Prevent the exchange of commercially sensitive information.

DBC strictly avoids any discussion, communication or agreement relating to strategic information, of which a non-exhaustive list of topics is included in the Anti-Trust Compliance Policy Statement. The agenda for every DBC Board meeting includes an explicit reference to the Anti-Trust Compliance Policy Statement and Board members have to confirm that they have read and understood the Anti-Trust Compliance Policy Statement.

- Invite other bodies to the Simulation Program and align with them the design, deliverables and results.

DBC explicitly seeks collaboration between the signatories of the Covenant and initiatives and organizations active in forest certification and/or empowerment of small forest owners in North America. The tender procedure is an open invitation to third parties to participate in the implementation of the Stimulation Program.

- Ensure that the deliverables and services of the Stimulation Program can be used on an individual basis.

The Stimulation Program will not introduce a (*de facto*) standard that would restrict or prevent parties from participating in the market on an individual basis. The Stimulation Program therefore provides pre-competitive services and products only, which can be used by the E-companies or any other interested party on an individual basis. The results of DBC are not intended to limit any company's freedom or discretion to make its own independent business decisions, to prevent the manufacture or sale of any product not conforming to such a specified standard, or to have the effect of restraining competition, including amongst suppliers and sub-contractors to the members of DBC.

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