**Board of Trustees**

**Terms of Reference**

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# Background

The Government of Suriname has decided to move forward with the creation of a single food safety agency – the “National Food Safety Agency” or NIVS – with the intent to assemble key food safety authorities and to address several limitations observed over time with respect to performance of the food control system, in particular with the operation of and coordination between Surinamese food competent authorities.

The NIVS law was voted into law by the National Parliament of Suriname on 18 December 2020, with a unanimous multi-partisan support.

NIVS was therefore created with the aim to

* Act as the sole and primary food regulator, entrusted with the various food regulatory functions, including standard setting, inspection, compliance verification and enforcement
* To adopt international best practices and more specifically guidance of the Codex Alimentarius Commission in designing and deploying it food regulatory programs

NIVS will be supported by a Governance Structure that will enable its exercising of its mandate, including a Board of Trustees (BoT)

This document introduces the terms of reference of the Board of Trustees one of the key committees governing the operations of the NIVS.

# Scope and Mandate of the Board of Trustees

The Board of Trustees will act as the main governance body of the NIVS, supporting the appointed Chief Executive Officer (CEO) of NIVS to manage the organization and offering a mechanism of multi stakeholder oversight for the organization.

The mandate of the BoT will cover areas related to:

* The policy development and regulatory development exercised by NIVS
* The program development and implementation carried out by NIVS
* The operations of the NIVS as a food regulatory, standard setting and enforcement organization
* The financial and human resources operations of the NIVS.

The mandate of the BoT and its outputs include:

* Supporting the CEO in his /her functions of management and oversight
* Oversight and follow-up on programmes and activities of the NIVS.
* Approval of strategic plans, annual business plans, annual budget allocations and major areas of investments in human resources, infrastructure or programs considered by NIVS.
* Consideration and approval of food regulatory proposals developed by NIVS in the form of technical rules and amendments to the food regulations in force. The BoT will advise the CEO and act as the final endorsement body for
  + food regulations
  + Technical regulations regarding food safety and quality.
* Consideration of Strategic directions of the design and implementation of major food safety and quality programs.

# Membership

The NIVS BoT is composed of **up to 9** members representing a variety of stakeholders and partners.

BoT members are appointed by the Minister of Agriculture, Animal Husbandry and Fisheries (LVV).

Members must have experience and /or involvement in the areas pertaining to the food and agri-food sector.

The composition of the membership is determined as follows:

* 3 Senior Government officials at the level of Permanent Secretaries representing:
  + The Ministry of Agriculture (LVV)
  + The Ministry of Health
  + The Ministry of Trade
* **Up to 3** members representing the Agriculture Sector
* 2 members representing the processed food production sector, one from each of the following organizations: Associatie van Surinaamse Fabrikanten (ASFA) and vereniging surinaams bedrijfsleven (VSB)
* 1 Representative of the consumer organizations chosen/appointed upon the recommendation of the Consumentenkring Suriname.

Members will have a **3 year term** from the time of their appointment with the possibility of one-time extension.

The CEO of NIVS sits on BoT meetings as a non-voting member.

Should a member of the NIVS BoT resign, the Chair of the BoT will seek from the Minister of LVV a replacement for that member, to be appointed according to the same modalities of recommendation by the Minister of LVV.

# Operations and Chairing of the BoT

The CEO of NIVS reports to the Board of Trustees and is supported in his/her operations and management of NIVS by the BoT.

The BoT will be chaired by the member appointed as representing the agriculture portfolio i.e. the Permanent Secretary representing LVV.

The Chair will direct the discussions and deliberations of the BoT.

The Vice-Chairmanship of the board rotates every three years among one of the members of the Agriculture or the processed food production sector.

Decisions made by the BoT are to be made by consensus whenever possible. In **exceptional circumstances**, a vote may be required, and decisions will be **made at simple majority.**

Situations where votes are specifically required are related to:

* The strategic plan and strategic direction developed for NIVS for a given period
* The annual budget allocated to NIVS and its projected distribution
* The organizational structure of the NIVS with the assignment of key senior leadership positions reporting to the CEO.

The Board shall be empowered to obtain any information necessary for the performance of its work.

# Meetings of the BoT

The BoT will meet on a monthly basis, or as may be warranted by the operational requirements of NIVS.

The BoT will be assisted by a secretariat that will support the Board’s operations and its meetings. This Secretariat is managed by a staff member of one of the Ministries or NIVS.

A meeting notice should be sent to the BoT members by the BoT secretariat **at least one week prior to** the projected meeting with a proposed agenda.

Quorum for meeting is achieved with the participation of the simple majority (51%) of **members of the Board** which include at least **3** members representing the production sector.

The BoT Secretariat will support the BoT in developing its records of decisions to be submitted to the Board’s approval on a regular basis.

Guests may be invited to attend meetings of the BoT upon the invitation of one of the BoT members and the approval of the Chair, upon notification.

# Subcommittees of the BoT

It is possible for the BoT to establish (a) sub-committee(s), **on a time limited or permanent basis**, to address a specific area of the Board’s mandate, e.g. regulatory development, budget, strategic planning.

The Subcommittee will be made of members of the BoT, with the possible involvement of guest members, having expertise and / or experience in the scope of the projected subcommittee.

A subcommittee will be assigned clear terms of reference set and endorsed by the BoT.

A subcommittee is to be **chaired** by a designated member, as established in their terms of reference and agreed to by the BoT, upon the creation of the Subcommittee.

# Technical and Financial Resources

NIVS will provide the logistical and administrative assistance to the work of the BoT and its Subcommittees as may be relevant.

It is possible for the CEO to appoint a liaison officer to serve as a focal point to the BoT.

All costs associated with the BoT members’ participation and contribution to the physical meetings of the Committee will be covered by NIVS.

A symbolic honorarium will be awarded to NIVS BoT members, as per the operations of the Government of Suriname.

# Commitment to Transparency

As part of its aspiration to adopt the best food regulatory practices, NIVS is committed to transparency of its food regulatory and operational activities.

NIVS is committed to making available information related to the work and deliberations of its BoT and its Subcommittees as required. This includes making available the composition of the Board, disclosure of conflicts of interest, where relevant, publication of records of decisions and reports issued by the BoT.

Developed and endorsed by the BoT during its meeting of the 13th of August 2022.

**For** the Board of Trustees,

Parveen Amritpersad,

Chair of the Board of Trustees, NIVS