

TERMS OF REFERENCE FOR FECC BOARD MEMBERS

1. Board members lead by example.
2. Board members strive to uphold the highest standards of professionalism, competence and ethics.
3. Board members act in the best interests of FECC and avoid acting in a manner that would diminish its reputation.
4. Board members actively contribute to the success of FECC by bringing their own skills and experience to the Board. They have a duty to act in good faith on behalf of all members of FECC.
5. Board members act with the highest integrity and ethical standards. Aggressivity, shouting, harassment, personal attacks, offensive wording or similar behaviors are not tolerated.
6. Board members must comply with the Statutes, Internal Regulations and decisions taken by the bodies of FECC. Particular attention is given to safeguarding compliance, governance and antitrust rules.
7. Board members, as part of their fiduciary duty to FECC, are appointed in that specific capacity and not as a representative of an individual member or member category.
As such, they must be above all specific national or company interests and must not allow their corporate or personal interests to conflict with those of FECC. Board members must immediately report any situation of conflict of interest. They will not use their position on the Board to personal or corporate advantage.
8. All Board members have a collective responsibility. Board members are bound by all decisions of the Board, even if they were absent or dissenting. When representing FECC, they will support those decisions outside the Board environment.
9. Board members act in accordance with all competition laws applicable to FECC. The Board must not be used (i) as a channel to facilitate any anticompetitive action, or (ii) as an enabler of exchanges of any competitively sensitive information, such as, but not limited to, any information on price, customers, production data, competitive strategies or plans, or any other non-public, competitively sensitive information.
10. Board members (i) handle the confidential information received in their capacity as Board members with utmost care, (ii) have a duty of discretion preventing them from disclosing it to third parties (Board outsiders), and (iii) must not use it for their own advantage”.