



Members' organization Do-it-yourself, Pets & Gardens

Terms of Reference

Version 1.3, Ratified, 26th of May 2020



Summary

Document characteristic	Value
Name	Members' organization Do-it-yourself, Garden & Pet
Date	26 th of May 2020
Version	1.3
Status	Ratified
Description	Terms of Reference

Versions

Version	Date	Adapted by	Summary of revisions
1.2	14th of February 2017	GS1 Belgilux & GS1 Nederland	First ratified version of the document.
1.3	26th of May 2020	Ro Van Hamme	Updating the TOR, changes include: <ul style="list-style-type: none"> • Participation of third parties • Role of the Maintenance group (mentioned as a "working group" in a previous version)

Disclaimer

De tekst uit deze publicatie mag zonder toestemming vooraf worden verveelvoudigd op voorwaarde dat de bron wordt vermeld.

Hoewel alle zorg is betracht om te garanderen dat de inhoud van dit document juist is, kan GS1 Nederland niet aansprakelijk worden gehouden voor fouten of ontbrekende gegevens in deze publicatie. Neem bij vragen over de inhoud van deze publicatie contact op met de Customer Support van GS1 Nederland. Deze is bereikbaar via telefoonnummer 020 511 38 88 of door een e-mail te sturen aan info@gs1.nl.

Table of Contents

Introduction	4
1 Roles and responsibilities of the members' organization	5
1.1 Process for a new project.....	5
2 Business Council	6
2.1 Objective.....	6
2.2 Composition.....	6
2.3 Duties and responsibilities.....	6
3 Steering Committee	7
3.1 Objective.....	7
3.2 Composition.....	7
3.3 Duties and responsibilities.....	8
4 Maintenance Group	9
4.1 Objective.....	9
4.2 Composition.....	9
4.3 Duties and responsibilities.....	9
5 Roles in GS1 groups	11
5.1 Chairperson.....	11
5.2 Members.....	11
6 Meeting structure	12
6.1 Method.....	12
6.2 Decision-making process.....	13
6.3 Intellectual Property (IP).....	13
7 Other Provisions	14
7.1 Changes to the Terms of Reference.....	14
7.2 Community portal.....	14
7.3 Other provisions.....	14

Introduction

Based on the intensified collaboration between GS1 Netherlands and GS1 Belgilux, the parties wish to document agreements about the members' organization for the DIY, Pets & Gardens sector. This members' organization manages and implements the activities of GS1 Netherlands and GS1 Belgilux in the aforementioned sector and it is committed to the development as well as the implementation of sector projects.

The Business Council, the highest advisory body of the members' organization, submits its sectoral (annual) plans and sector policy to the Governing Boards of both GS1 Netherlands and GS1 Belgilux on a periodic basis in order to secure approval, the required resources (people and means) and budget.

This document describes the different groups of that members' organization. The objective, composition, duties and responsibilities of each individual group are outlined. We also explain a number of practical matters, such as the roles in the groups and the meeting structure.

1 Roles and responsibilities of the members' organization

The general roles and responsibilities of the different groups of the sector Do-it-yourself, Garden & Pet in the Benelux are as follows:

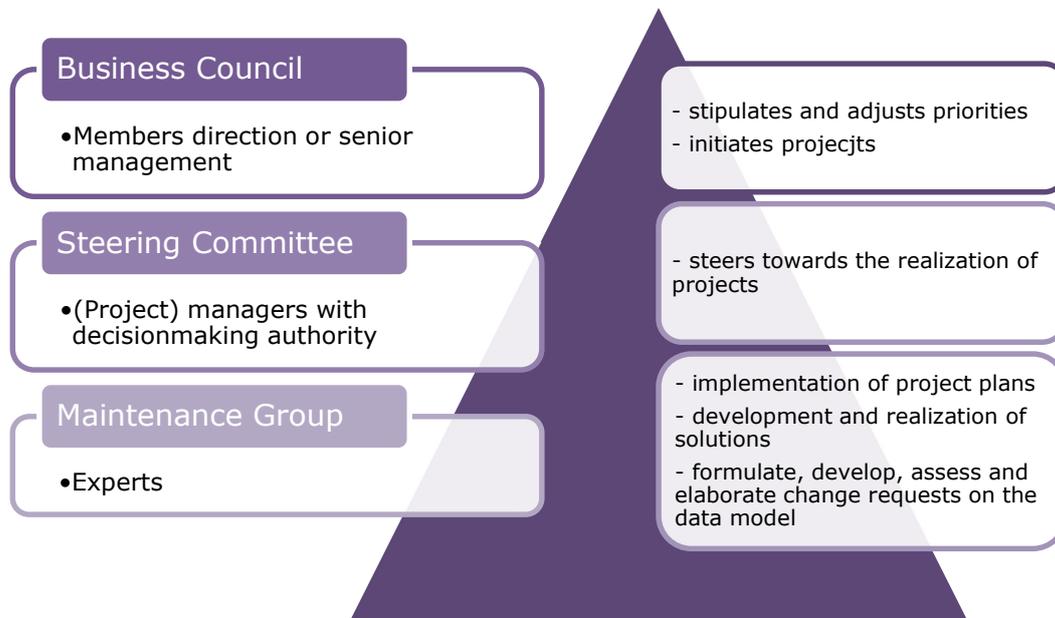


Figure 1.1: Roles and responsibilities of the members' organization

1.1 Process for a new project

New projects start on initiation of the Business Council and follow the structure as described below. At the start of each new year, an overview is made of the projects for the year to follow.

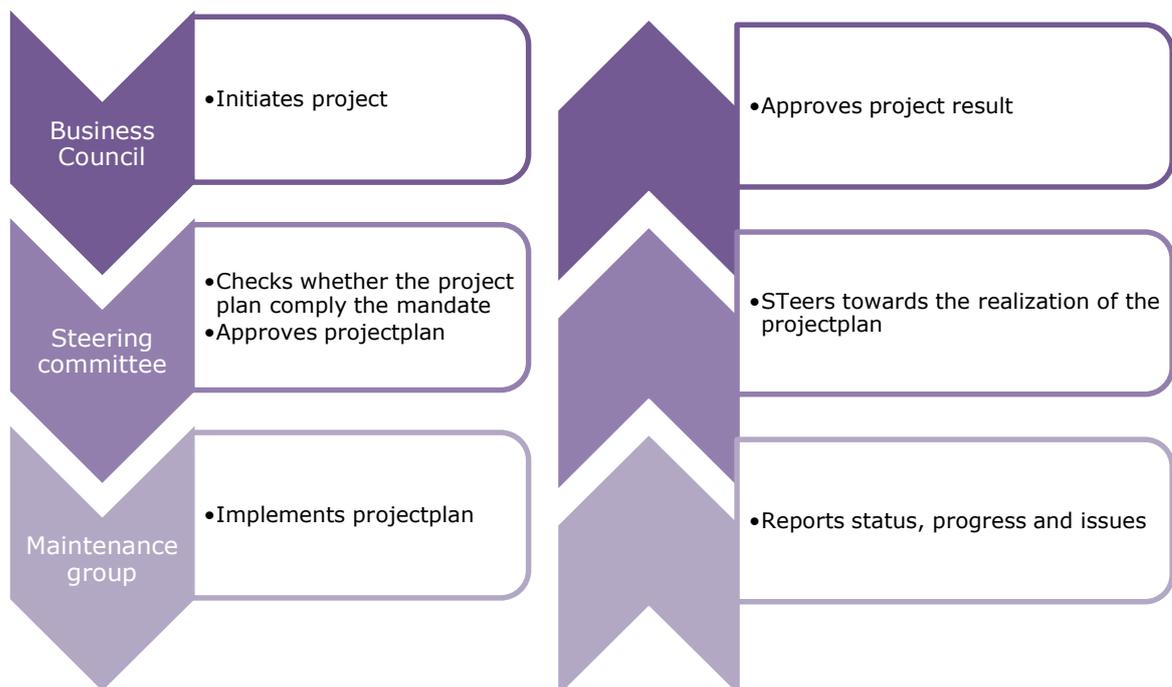


Figure 1.2: process for a new project

2 Business Council

2.1 Objective

The objective of the Business Council is to determine the vision and policy of the sector. On that basis, it prioritizes business issues and it commissions and commits to the projects set up by the Steering Committee.

2.2 Composition

- Representatives have to be delegates of active members of GS1 Netherlands or GS1 Belgilux.
- Businesses are a balanced representation of the entire chain (retailers, manufacturers and wholesalers), the various sub-sectors on the retailer or wholesaler side (DIY traders, garden centres and pet stores), the various product categories on the manufacturer or wholesaler side and the various Benelux countries.
- Businesses also form a balanced composition in the field of large and medium-sized businesses, which means it is in line with the actual composition of the supply chain.
- Also, if possible, businesses together form the critical mass that is required in order to realize sector-wide implementation.
- Representatives are board members or senior management, who are authorized to take decisions on behalf of the business with regard to investments to improve commercial, logistical or financial chain processes.
- Members represent their own businesses but act in the interest of the entire sector and chain.
- If a business is represented in all groups, there is a direct line of communication between the member of the Business Council and the representatives of the same business in the steering committee and the working group.
- The aim is to have a representation of at least 10 and no more than 26 members.
- The business council has at least one chairperson, but preferably two fellow chairpersons. The aim is to have one chairperson whose organization is affiliated with GS1 Netherlands and one chairperson who is affiliated with GS1 Belgilux.
- In the case of equal suitability, the aim is to have a good gender balance.
- In the case of equal suitability, the aim is to have a good balance between retailers and suppliers.
- In the case of equal suitability, the aim is to have a good balance between Dutch and Belgian/Luxembourg members.
- In the case of equal suitability, the aim is to have diversity in terms of data entry methods.
- If desired, observation posts are available for the relevant sector organizations. They will have a say, but no voting rights.

2.3 Duties and responsibilities

- To stipulate and adjust the priorities for the realization of chain improvements in the sector on the basis of the joint vision, policy, national and international developments.
- The active participation of the business in the GS1 members' organization.
- To provide the Governing Board with advice about shaping the general policy of GS1.
- To contribute to the development/elaboration of cross-sector policy proposals.

- To actively invest and take part in projects and implement them first before the roll-out to the sector (leading role).
- They bear final responsibility for achieving the sector objectives.
- They provide input to the manager at GS1 who is responsible for developing a sector vision and policy.
- They are ambassadors for GS1 within their own and other sectors.
- To approve and commit to the annual sector plan.
- To instruct the Steering Committee to draft project plans for the business issues they have prioritized.
- To show commitment for project plans for the sector-wide realization (improvement) of business issues within the guidelines of the GS1 policy plan.
- To report to the Governing Board about the progress of the realization of chain improvements in the sector as part of the sector plan.

3 Steering Committee

3.1 Objective

The objective of the Steering Committee is to steer towards the realization of the GS1 Business Council-committed projects within the term set out in the business case. It also aims to develop and prepare project plans instructed by the Business Council or, in the case of enough support within the Steering Committee, developed in-house within the limits of the GS1 policy plan and without delaying factors.

3.2 Composition

- Representatives have to be delegates of active members of GS1 Netherlands or GS1 Belgilux.
- Businesses are a balanced representation of the entire chain (retailers, manufacturers and wholesalers), the various sub-sectors on the retailer or wholesaler side (DIY traders, garden centres and pet stores), the various product categories on the manufacturer or wholesaler side and the various Benelux countries.
- Businesses also form a balanced composition in the field of large and medium-sized businesses, which means it is in line with the actual composition of the supply chain.
- Also, if possible, businesses together form the critical mass that is required in order to achieve sector-wide implementation.
- They are able to decisively steer towards sector-wide implementation of the project plans.
- Members are line managers in the areas of data management, IT or commercial activities.
- Members represent their own businesses but act in the interest of the entire sector and chain.
- The aim is to have a representation of at least 8 and no more than 20 members.
- The Steering Committee has at least one chairperson, but preferably two fellow chairpersons. The aim is to have one chairperson whose organization is affiliated with GS1 Netherlands and one chairperson who is affiliated with GS1 Belgilux.
- In the case of equal suitability, the aim is to have a good gender balance.
- In the case of equal suitability, the aim is to have a good balance between retailers and suppliers.
- In the case of equal suitability, the aim is to have a good balance between Dutch and Belgian/Luxembourg members.
- In the case of equal suitability, the aim is to have diversity in terms of data entry methods.

- If desired, observation posts are available for the relevant sector organizations. They will have a say, but no voting rights.

3.3 Duties and responsibilities

- To steer towards the realization of the projects instructed and committed by the Business Council.
- To develop and elaborate implementation and sector policy proposals instructed by the Business Council.
- To provide the Business Council with advice about new sector policy proposals (business cases) that can count on sufficient support within the Steering Committee.
- To steer towards progress of projects and pilots.
- To steer towards progress of a sector-wide roll-out.
- To approve projects and pilots that have been executed.
- To report to the GS1 Business Council about the progress of the annual plan, projects and pilots.
- To provide input for the sector plan.
- To provide input for communication campaigns.
- To prepare project plans within the frameworks of the sector plan and the GS1 policy plan.
- (Fellow) chairmanship of project teams.
- To compose project teams.
- To make the right people available (internally and externally).
- To make the right resources available.

4 Maintenance Group

4.1 Objective

The Maintenance Group manages, maintains and develops GS1 standards on the basis of market developments and market demand. The starting point is to resolve business issues and to optimize exchange. The ultimate result is to safeguard the GS1 standards (implementation convention). Additionally and when needed, there is a possibility to create temporary working groups. For example working groups to optimize a specific part of the datamodel, whether this is a class/segment of bricks, or working groups about one or more specific attributes to be optimized for multiple bricks.

4.2 Composition

- Representatives have to be delegates of active members of GS1 Netherlands or GS1 Belgilux.
- Businesses are a balanced representation of the entire chain (retailers, manufacturers and wholesalers), the various sub-sectors on the retailer or wholesaler side (DIY traders, garden centres and pet stores), the various product categories on the manufacturer or wholesaler side and the various Benelux countries.
- Businesses also form a balanced composition in the field of large and medium-sized businesses, which means it is in line with the actual composition of the supply chain.
- A member of the Maintenance Group must have been properly authorized by the business to make promises (after internal consultation, if necessary) with regard to activities ensuing from the project.
- A member of the Maintenance Group must have a good substantive knowledge of and expertise with regard to the area of work/subject.
- A member of the Maintenance Group is involved in and/or is responsible for direct (operational) sector and business processes in the area of work/subject.
- Members of the Maintenance Group represent their own businesses but act in the interest of the entire sector and chain.
- The aim is to have a representation of at least 8 and no more than 20 members.
- The Maintenance Group has at least one chairperson, but preferably two fellow chairpersons. The aim is to have one chairperson whose organization is affiliated with GS1 Netherlands and one chairperson who is affiliated with GS1 Belgilux.
- In the case of equal suitability, the aim is to have a good gender balance.
- In the case of equal suitability, the aim is to have a good balance between retailers and suppliers.
- In the case of equal suitability, the aim is to have a good balance between Dutch and Belgian/Luxembourg members.
- In the case of equal suitability, the aim is to have diversity in terms of data entry methods.
- If desired, observation posts are available for the relevant Sector Organizations. They will have a say, but no voting rights.
- Solution providers do not participate in the Maintenance Group. They can however have a role in the sprint process during which change requests on the datamodel are treated. For specific agenda points of the Maintenance Group, they can be invited as experts.

4.3 Duties and responsibilities

- The Maintenance Group is supervised by the Steering Committee.
- The Maintenance Group is a pool of experts.
- The role of the Maintenance Group is to develop, assess and elaborate requests for change regarding the operational solutions for data synchronization (based on the GS1 GDSN standard)

and data quality, which requests are submitted and prepared in relation to the Development and change process of GS1. The processing of individual change requests is since 2018 part of a continuous sprint process, and no longer takes place during the (physical) meetings of the Maintenance Group. The process of this change process is available on the websites of GS1 Netherlands and GS1 Belgilux.

- The Maintenance Group fulfils its duties in accordance with the Development and change process of GS1.
- Execution of project plans.
- The realization and development of chain-wide solutions (non-company specific).
- The preparation and implementation of pilots.
- The drafting of documentation for the sector-wide implementation of solutions.
- The development of services for a sector-wide roll-out in consultation with GS1.
- To provide the GS1 Steering Committee with advice about bottlenecks/issues.
- The Maintenance Group reports to the GS1 Steering Committee.
- First businesses that implement solution.

5 Roles in GS1 groups

5.1 Chairperson

- The chairperson is a member of the upper group or is represented by a colleague from the same organization. The (fellow) chairperson of the business council preferably is a member of the governing board of GS1Netherlands and/or GS1 Belgilux.
- The aim is to distribute the burden of being a chairperson across the represented organizations.
- The chairperson is elected by the members of the group in question.
- When the post of chairperson is vacant, all members who have been a GS1 member for at least one year can put themselves forward as a candidate. If several members put themselves forward as a candidate, elections will be held. During the elections, all members receive one vote and the candidate with the most votes and at least half of the votes will be elected chairperson.
- If there is only one member of the group who puts himself forward as a candidate, this candidate is elected if none of the other members object to it.
- Employees of GS1 who support the working group do not take part in the vote for a chairperson and cannot become chairperson.
- A chairperson is appointed for two years and no more than two terms – the group will decide if the term is extended. Preferably, the terms of fellow chairpersons do not overlap, so that knowledge can be transferred.

5.2 Members

Members have to meet the following criteria:

- They have a thorough knowledge of their own organization.
- They are able to translate the impact of a market development or a request (for change) from the business into a solution.
- They have experience in the implementation of EDI/data synchronization during business processes.
- The members are expected to have a proactive attitude prior to and during the meeting.
- When they are developing a solution, they act in the interest of the sector.
- They are authorized to make statements about decisions to be made in the group, on behalf of their business, after an internal business consultation if necessary.
- They prepare the meetings in good time.
- Members are subject to a term of four years.
- A fully fledged replacement must be sought when a member steps down. If this is not done, the post will become vacant and the procedure for finding a new candidate will be started.
- GS1 will assess a candidate on the basis of the aforementioned criteria and it will inform and advise the group about the suitability of this candidate. The members of the group in question will then unanimously adopt the recommendation of GS1 or reject the candidate, stating the reasons. GS1 will then contact the candidate to reject or welcome him as a member in accordance with the group's wishes.



Figure 2.1: process new members

6 Meeting structure

6.1 Method

- Frequency of consultations:
 - Business Council twice a year
 - Steering Committee four times a year
 - Maintenance Group four times a year
 - Expert group on call
- Types of meetings:
 - **Physical meetings**
The groups will meet in person in order to discuss items on the agenda and to verify the documents presented by GS1. Physical meetings will be used for the most important and most complex proposals. The group can always organize additional meetings if work so demands.
 - **Conference calls**
The groups will usually hold conference calls in order to discuss proposals that are less complex or have a lower priority.
 - **Individual offline work**
Members of the groups also spend time offline on reviewing documents that are relevant or applicable to the development of a proposal. This work often concerns preparations for a meeting (conference call or physical meeting) but it is also possible that the development of a proposal takes place in a virtual environment (i.e. offline revision and verification by e-mail), if the complexity of the proposal allows for it.
- Annual schedule:

Before the start of a new year, GS1 prepares an annual meeting schedule. The priorities in the sector and holiday periods are taken into account.
- Duty to attend:

If a representative is unable to attend a meeting, a replacement must be sought. GS1 has to be notified of this in time (at least one week before the meeting).

 - Business Council 75% (per business)
 - Steering Committee 75% (per business)
 - Working group 75% (per business)
 - Expert group on call 75% (per business)
- Preparations:

Preparation of the meetings is done by GS1 in consultation with the respective chairpersons.

The agenda is adopted and made available to all members by GS1, including meeting documents, at least one week prior to the meeting.
- Documentation:

Meetings can be recorded. Minutes are written that include a list of decisions and actions. The minutes are made available by GS1 within two weeks of the meeting.
- Location:

GS1 will organize the meetings at a location that is central for (most) members. However, the groups are entitled to change the location by mutual agreement.

- Language:
The language of communication at meetings is Dutch.
When a person joins the members' organization, they have to disclose the languages they speak. When a member indicates that they don't speak Dutch, the language of communication is English.
- Code of conduct and competition law:
The code of conduct and competition law of GS1 apply at all meetings.

6.2 Decision-making process

The groups make decisions on the basis of consensus. Consensus is defined as approval without prolonged or determined opposition.

The decisions of the groups aim to ensure that standards comply with international rules and that the resulting solutions are kept cross-sector and cross-country to the greatest possible extent.

In order to be able to make decisions, the (fellow) chairperson or the deputy he has appointed has to be present, at least. Decisions are made and voting takes place during physical meetings, conference calls or via e-mail consultation. In all situations, more than half of the group has to take part in the decision-making process.

Proposals are accepted if at least two-thirds of the members agree, as long as there are no fundamental objections (i.e. objections based on fundamental conflicts with the integrity of the GS1 System or objections where an entire section of the chain or an entire sub-sector does not agree with the proposal).

In the case of offline work and other e-mail consultations of the group, the 'silence lends consent' principle applies. The group will stipulate a review period during which members can provide feedback to a proposal. If no feedback is received within that period, the lack of response will be interpreted as consent to the question asked.

When the 'silence lends consent' principle applies, the chairperson has to make this clear to all members.

6.3 Intellectual Property (IP)

As a condition to be part of the groups, members have to declare they agree with the Intellectual Property Policy of GS1.

Intellectual property is a legal term that refers to creations of the mind that are subject to exclusive rights that are acknowledged and assigned by law. Customary intellectual property rights include copyrights, trademarks, patents, industrial designs and trade secrets.

The groups of GS1 formulate requirements, guidelines and specifications for businesses. There are many patents in these areas and a lot of patent applications are also being filed at the moment. GS1 is the world's most prominent organization for neutral, open standards in the supply chain and it aims to protect its community of users and their efforts and investments to the best of its abilities. The IEB of GS1 is a central item of this aim. Within the framework of its IP, GS1 intends to develop standards that can be applied on a royalty-free basis to the greatest possible extent.

7 Other Provisions

7.1 Changes to the Terms of Reference

The groups are entitled to suggest changes to this document if desirable or necessary. Before anything in this document can be changed, all members have to unanimously support the change. Ultimately, changes are confirmed by the Business Council.

7.2 Community portal

GS1 will set up and organize a community portal for the groups. In this portal, meeting documents and all other documentation that are relevant to the group will be stored and made available to the members of the group.

7.3 Other provisions

The groups can refer an issue to the Steering Committee or the Business Council if necessary. This also concerns situations and/or circumstances not explicitly included in this document.