Sustainable Seafood Coalition Terms of Reference

Name

Sustainable Seafood Coalition (SSC).

Vision and aims

The SSC's vision is that all seafood sold is from sustainable sources.

The SSC aims are:

1. To publish the SSC Codes of Conduct which reflect good practice and latest developments in sourcing and labelling practices, for implementation by all members.
2. To support members to effectively implement their commitments to the SSC Codes of Conduct, through provision of guidance, capacity building and knowledge sharing.
3. To participate in advocacy and engagement activities to influence wider changes in policy and practices relevant to the SSC Codes of Conduct.
4. To provide a forum for collaboration, innovation, and development of consistent approaches across the industry on themes related to sustainable seafood.

Voluntary Codes of Conduct

The SSC has developed two Codes of Conduct, which apply to all own-brand fish and seafood:

1. Voluntary Code of Conduct on Environmentally Responsible Fish and Seafood Sourcing (the "Sourcing Code")
2. Voluntary Code of Conduct on Environmental Claims (the "Labelling Code")

The SSC has produced a document to help members implement these two Codes (the "Guidance").

The Codes and Guidance will be reviewed as part of a biannual review process at a minimum and where necessary amended. The current versions will be made available on the SSC website. Members are encouraged to check the SCC website on a regular basis to ensure they understand the SCC Terms of Reference that apply at that time.

Membership requirements

- Written commitment to the SSC Terms of Reference.
- Written permission to use company logos on the SSC website and press releases as per any SSC Guidelines (see below, Confidentiality and communications).
- Timebound implementation and adherence to the SSC Sourcing and Labelling Codes within 12 months of becoming a Full member of the SSC (see below) or the publication of updated SSC Codes. New members must provide a written commitment to this timebound implementation at the start of their SSC membership. The SSC Codes are voluntary. They represent a move towards best practice and are not legally binding. However, members are required to implement and adhere to the Codes as a condition of membership.

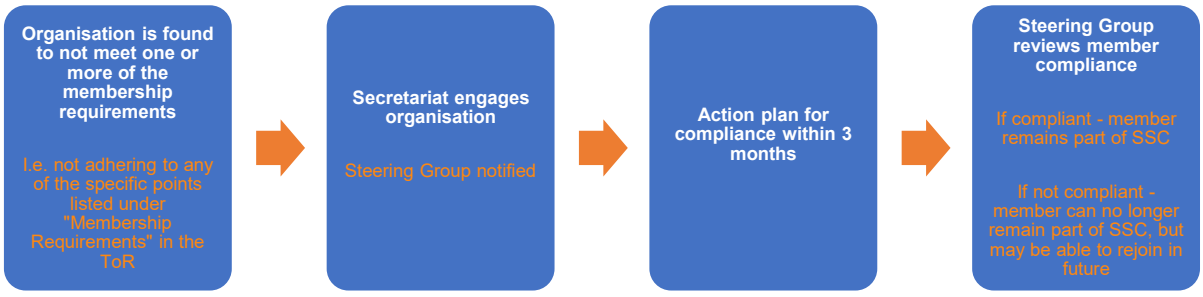
- A complete, timely response to data and information requests for the biennial Implementation Report as part of the accountability mechanism.
- Written commitment to positively engage in pre-competitive collaborative action, adhere to competition law, maintain the confidentiality of discussions, and positively represent the SSC externally.
- Annual payment of SSC membership fees in line with fee payment terms.

Fee payment terms

- SSC members commit to timely payment of annual membership fee for each calendar year (1st January to 31st December), according to the annual turnover bands in Annex 1.
- Members will be invoiced for the following year's membership fee in **November** of the preceding year, and payment must be received on or before 31st December.
    - Members must clarify with the Secretariat if a purchase order (PO) is required to raise the invoice by 15th October.
    - Members must inform the Secretariat if their annual company turnover has resulted in a change in membership band by 15th October.
- Members must pay the annual membership fee prior to participating in any SSC activities. Until payment of fees is received by the Secretariat, members will not be included in any meetings, communications, or activities.
- Members will be held to the assumption that they commit to renewing membership on an ongoing annual basis unless the Secretariat is notified otherwise. The Secretariat must be notified of any intention otherwise by 15th October of the preceding calendar year to which fees are due.
- Fees are not reimbursable if a member exits during the SSC fee year.
- Members who join the SSC on or before 1st July will be charged the full rate for their respective band. If a new member joins after 1st July, they will receive a 30% discount on that year's membership fee.

Compliance

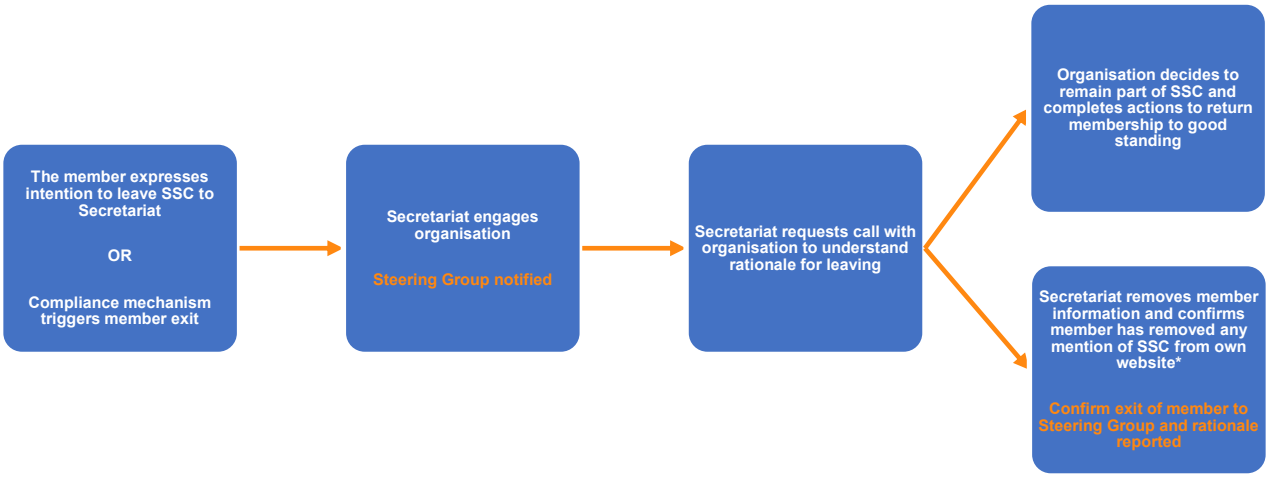
In instances where one or more of the requirements is not met by a member, the following process will be followed:



Any member not meeting membership requirements may be required to meet a member of the Steering Group to discuss the non-compliance.

Exit mechanism

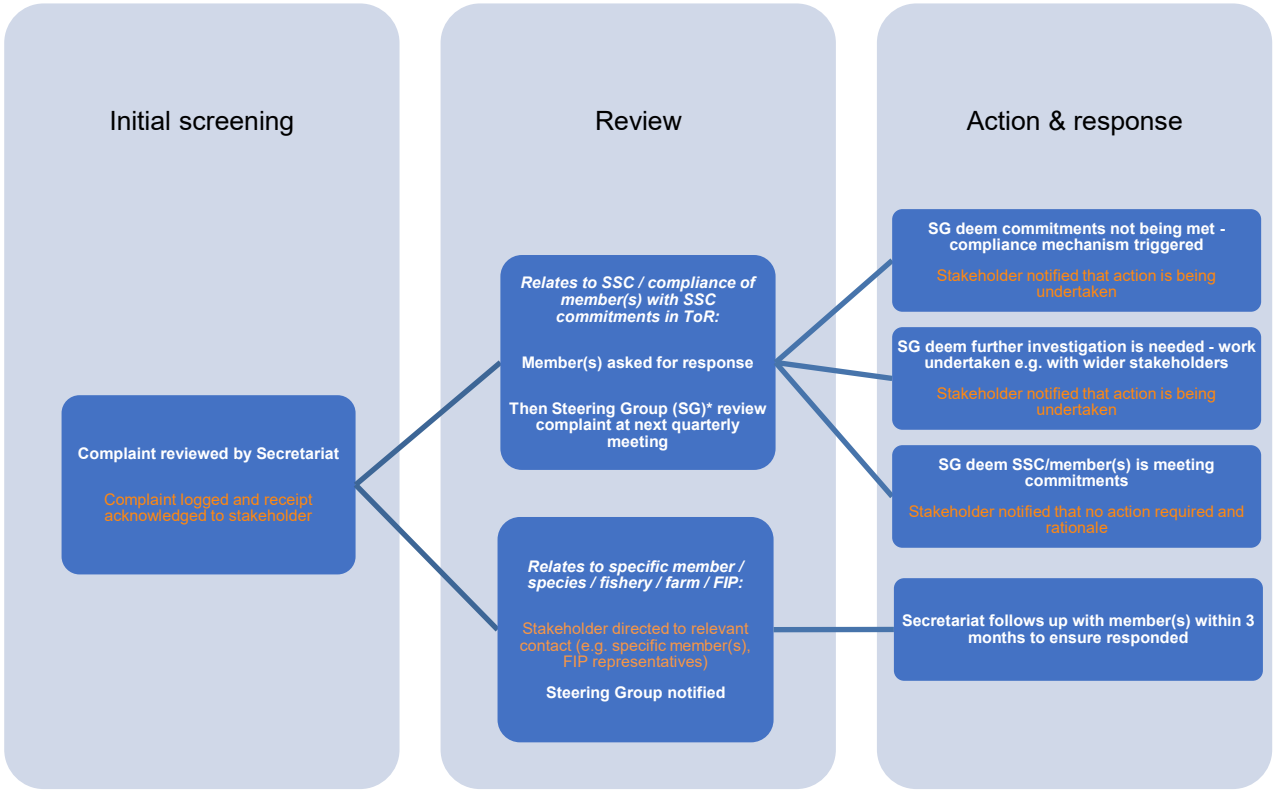
In instances where a member wishes to leave the SSC or the compliance mechanism triggers member exit, the following process will be followed:



*Exiting members must remove reference to the SSC from their own website within one month of departure.

Complaints mechanism

In instances where a stakeholder (internal/external) raises a complaint to the SSC, the following process will be followed:



* If complaint relates to specific members of Steering Group, proxy members / external stakeholders will be sought for Steering Group review.

Transparency

A log of complaints, actions and resolution timeframe will be kept publicly available on the SSC website:

- Complaints will be logged quarterly
- Actions and response will be logged within the following quarter
- Resolution timeframe will be noted once complaint closed and resolved
- If complaint relates to individual member(s), member(s) will remain anonymous.

Participation commitment

- The SSC members will meet at a minimum on an annual basis, and all members are expected to make reasonable efforts to attend in person meetings.
- All SSC members are eligible to join Working Groups and all Full SSC members are eligible to join the Steering Group (subject to categories of membership outlined below).
- Should a member volunteer to participate in a Working Group or the Steering Group they will be required to commit to the Terms of Reference and level of participation outlined by those Groups.
- Members may be invited to attend other meetings to represent the Coalition.

Membership

- The founding members of the SSC were ClientEarth, Icelandic UK, Waitrose, Marks and Spencer, Young's, BirdsEye, Fish4Ever and FishFight.
- Membership is only open to businesses associated with seafood and fish (once they have satisfied the relevant membership conditions), or organisations that represent these businesses. This is because only fish and seafood businesses can actively implement the SSC Codes.
- Initially SSC members were from across the UK seafood industry. The SSC extended its membership to European and international fish and seafood businesses in 2022.
- Subsequent membership may be sought from other sectors of the seafood industry including, but not limited to manufacturers, suppliers and brands that use seafood (e.g., fish feed, fish farm, pet feed and agricultural businesses). Ambassadors may also be invited to help raise the public awareness of the SSC.
- The Secretariat will maintain and regularly update a list of members on the SSC website.

Full and Affiliate Membership

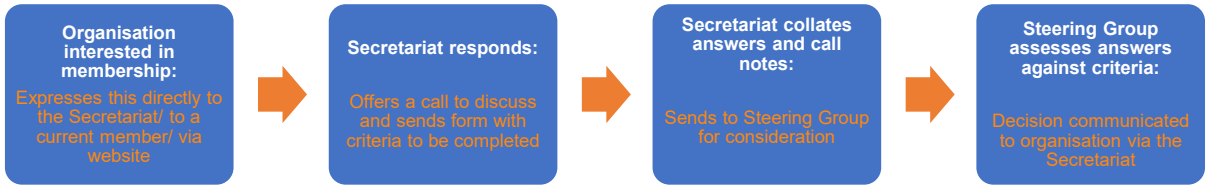
The SSC has Full and Affiliate members, with distinguishing terms:

Membership terms	Full member	Affiliate member
Participates directly in seafood value chain	✓	×
Committed to Terms of Reference, pre-competitive collaborative action, confidentiality, scope and purpose of SSC, use of company logo (as per membership requirements)	✓	✓

Codes of Conduct	Implements	Endorses
Voting rights	✓	×
Steering Group (option)	✓	×
Working Groups or equivalent	✓	✓
Fee paying	✓	× Mutual benefits - promotion, communicating, hosting, etc.
Examples	Any business buying/selling seafood	Business-led coalition, organisation, group

Membership Application Process

The following process will be followed for organisations wishing to join the SSC. Decisions will be made on a rolling basis. The application form is in Annex 2.



Governance structure and decision making

- The SSC Steering Group, which has its own Terms of Reference, takes decisions on strategic issues and the prioritisation of projects substantially affecting the core structure of the SSC. It has a filtering role in relation to decisions for the full membership base and proposals from members. Steering Group decisions are made by consensus. The exception to this is for communications and advocacy decisions based on a pre-agreed external position, which are made by non-objection.
- The full membership base makes decisions by non-objection, consensus, and/or majority vote as appropriate.
- The Secretariat is the final decision maker on operational issues. In terms of suggestions both strategic and otherwise, there is an open channel with all other groups within the SSC and the Secretariat has an advisory and facilitation role.
- For decisions or proposals in Working Groups consensus should be achieved amongst all the participants.
- The governance structure may be reviewed and amended by members in the future (Annex 3).

Secretariat

The SSC Secretariat, as designated by the SCC Steering Group, will conduct the following operational activities:

- General administration and coordination of the SSC members' meetings and communications;
- Facilitation of SSC meetings when no other facilitator is appointed;

- Main contact point for media, without prejudice to confidentiality and communications points agreed in these Terms of Reference;
- Maintaining the SSC website and publishing SSC Codes and other SSC materials; and
- Managing operational funds and reporting to members on financial status.

The Secretariat will also support the SSC's delivery of its annual workplan, subject to the SSC resources and Secretariat time that is available at that time. Activities shall be pre-agreed with the Steering Group and may include:

- Supporting the SSC's strategic direction to ensure its impact, including contributing to the functioning of the Steering Group and Working Groups, which may include drafting of content for decision by SSC members;
- Managing the Codes of Conduct and accompanying processes, including supporting members to develop implementation guidance and accountability mechanisms;
- Organise, facilitate, and lead SSC activities in collaboration with member companies;
- Represent the SSC with external stakeholders including the media, advocating on behalf of members and maintaining transparency.

In discrete cases and at its sole discretion, the Secretariat may support the SSC with consultancy-based services such as analysis and reporting, and other support for Working Groups beyond core Secretariat activities. Any such activities and the funding that will be required for them will be set out in separate agreements between the Secretariat and the SSC or a member, as the case may be. Where the Secretariat agrees to undertake any consultancy activities, it will be providing such services with reasonable skill and care and on the basis of its expertise and understanding of the SSC Codes and the SSC's objectives. Any advice or services provided by the Secretariat will not be replace any legal or regulatory advice; and the SSC or its members are solely liable for the conclusions it draws from the use and receipt of the consultancy services.

The Secretariat does not:

- Approve or advise individual SSC members on specific claims that can be made based on sourcing decisions;
- Audit SSC members or verify their compliance with the SSC Codes;
- Represent individual SSC members with media or NGO enquiries, particularly in relation to product claims.

Competition law requirements

All members of the SSC will comply with relevant requirements of competition law at all times.

SSC technical advisors

- SSC technical advisors provide advice to the Steering Group on strategic issues to support the SSC's vision and aims.
- Technical advisors consist of key stakeholders who are not eligible for other SSC membership categories and are invited to join by the Steering Group.
- Participation is voluntary by mutual agreement, subject to periodic review by SSC to ensure alignment and mutual benefit. Volunteers will commit to participation for a term of two years (renewable).
- Stakeholders are expected to align to the SSC's terms of engagement:
    - Positive engagement in collaborative action

    - Adherence to competition law
    - Maintaining the confidentiality of discussions and Chatham House Rules during meetings
    - Positively representing the SSC externally.
- Technical advisors are expected to join a minimum of two Steering Group meetings per year but may also be invited to participate in additional meetings on an ad hoc basis. Individuals unable to attend are permitted to send a proxy in their place. Members are expected to review relevant documents in preparation for meetings.
- The post and organisational (or individual as appropriate) names of SSC technical advisors will be made public on the SSC website.

Scope and decision making

- Technical advisor positions are advisory only.
    - Stakeholders are expected to provide insight, guidance and subject-matter expertise while respecting the decision-making authority of SSC members.
    - Stakeholders may constructively challenge the SSC as critical friends, providing honest feedback and reflective questioning, offered in the spirit of trust and mutual respect.
    - Stakeholders must declare any real or perceived conflicts of interest.
- Technical advisors may also be invited to join Working Groups on an ad-hoc basis.

Minutes and transparency

- Discussion will be conducted under Chatham House rules.
- In line with the Steering Group Terms of Reference, Steering Group meeting outcomes will be captured and circulated via the Secretariat and will be made publicly available via the SSC website. Comments made will not be attributed to the respective participants in the group.

Communications

- Any use of a technical advisor's logo by the SSC is subject to explicit authorisation, for example in any communication or advocacy activity.
- Technical advisors may use the SSC logo under the following conditions:
    - The logo should never be displayed on its own and should be used with a qualifying statement (such as 'we are a technical advisor to the [SSC logo]').
    - In relation to any communications containing a statement of fact about the SSC, e.g., regarding being a technical advisor to the SSC. The logo could be used on technical advisors' websites and in communications.
    - A web-link must be provided in conjunction with each SSC logo use to enable the reader to find out more about the SSC (e.g., to the SSC website).
    - To avoid compromising the integrity of the SSC, members must ensure that the SSC logo is not displayed in any way that suggests the SSC is an eco-label or certification scheme.
    - Other uses of the SSC logo and supporting statements are subject to agreement by the Secretariat.

Working Groups and non-member advisors

- These will be formed to develop proposals addressing the relevant SSC aims separately.
- Working Groups designed to advance work on particular areas of the strategy and workplan. Creation (and dissolution) of a Working Group is agreed by the Steering Group.

- Working Groups should include at least one member of the Steering Group, who acts as a sponsor.
- Each Working Group includes any interested SSC members, as well as relevant non-member advisors as decided by SSC members. Membership should be representative across sectors and business size, spread evenly across the membership turnover bands as far as possible.
- Working Group members are required to actively listen and participate and be committed to reviewing and carrying out tasks in a timely manner.
- Non-member experts will be invited to contribute to discussions and share their expertise. Where appropriate, the Secretariat will provide the SSC members with an analysis of the relevance of those experts, and where agreed by members, will invite those indicated in an advisory capacity.
- Non-member participants of Working Groups only have the capacity to contribute to reports or proposals made within the relevant Working Group meetings.
- Each Working Group should have a member who acts as Chair. The role of the Chair is to chair the meetings, agree the agenda and actions with the Secretariat, ensure all voices are heard, facilitate progress, and communicate support needs to the Secretariat.
- There may also be a Co-Chair to support the Chair.
- Working Groups will be overseen by the Secretariat and the Chair, Co-Chair or Secretariat will be the facilitator of each meeting as agreed by the SSC members.
- Frequency of meetings to be agreed individual Working Groups. There should be a minimum of five members present at each meeting.
- The results of each Working Group will be reported to the wider membership by the facilitator of the Working Group or the Secretariat, as appropriate. Working Group status and updates will be presented at Steering Group and at SSC member meetings.

Confidentiality and communications

- SSC meetings will be managed according to principles of transparency and subject to Chatham House rules. This means participants are free to use any information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.
- Members can communicate or meet with the Secretariat individually on an ad-hoc basis to discuss issues relevant to goals of the Coalition that may be sensitive. Such communications will be held in confidence.
- The SSC's aims and achievements will be communicated to the public through the website and dedicated social media accounts. The website includes information about SSC members, goals, achievements, Codes, and any other content agreed by relevant members. Social media activity will be limited to factual, non-promotional information which supports the aims of the SSC and contributes to raising the SSC profile. This includes publication of SSC minutes and news articles, new member announcements, factual updates on members' sustainability-related activities or other relevant news stories. Posts of a promotional nature (of either a product or member) that does not relate to the SSC vision and aims will not be authorised. Tagging the SSC's social media accounts by members on their business or personal accounts is authorised, providing the above guidelines are strictly followed. Members are encouraged to share ideas for website or social media content with the Secretariat.

- The SSC should be given recognition if non-members use SSC materials. Where this has been brought to the attention of the SSC, the Secretariat is responsible for requesting this.
- The Secretariat is authorised to use a high-resolution copy of each member's company logo for immediate use on the SSC website and in relation to any communications containing statements of fact. Any other use of members' own logos is subject to agreement from the relevant member.
- Statements of fact, for example the announcement of new members of the Coalition, may be delegated to the Secretariat, providing they do not relate to a specific current member and they are unlikely to impact on a member's reputation. In the latter cases, any affected member will be consulted first.
- All media interaction on behalf of the SSC will be undertaken by the Secretariat, subject to any competition law requirements and unless it relates to a specific member. In this case, the Secretariat will contact that member to discuss the issue and agree how and by whom the issue is to be handled.

SSC advocacy

- Collective SSC advocacy is any public or private letter, consultation response, press release or other output which aims to influence policy which is formally associated with the SSC. These interventions must be consistent with the vision, aims and principles of the SSC and SSC Codes.
- Steering Group approval is necessary for SSC advocacy activity. Any SSC member can develop an advocacy position to share with the Steering Group.
- Following Steering Group approval, all members will be presented with an advocacy position and given the opportunity for their business to opt-in or opt-out of that position. Any member may also veto the involvement of the SSC 'brand' in that advocacy activity. Abstention will be taken to mean an 'opt-out' decision for that business.
- The use of specific members' logos in any advocacy activity will need to be explicitly authorised by those members.

Members' representation of SSC membership

SSC members may use the SSC logo under the following conditions (further detail in the Guidance):

1. The logo should never be displayed on its own and should be used with a qualifying statement (such as 'we are a member of the [SSC logo]').
2. In relation to any communications containing a statement of fact about the SSC, e.g., regarding being a member of the SSC. The logo could be used on members' websites, via in-store/ in-restaurant communications, and in business-to-business communications. Further detail is in the Guidance.
3. A web-link must be provided in conjunction with each SSC logo use to enable the reader to find out more about the SSC (e.g., to the SSC website).
4. To avoid compromising the integrity of the SSC, members must ensure that the SSC logo is not displayed:
    - On seafood products or as a retail label, to avoid it being construed as an eco-label;
    - In any way that suggests the SSC is an eco-label or certification scheme; or
    - In front of a product (such as on the window of fridges and freezers) or on shelves or units that display fish products for sale (e.g., for canned fish).

- Other uses of the SSC logo and supporting statements are subject to agreement by the Secretariat.

Members should not represent their membership of SSC as construing some certification or validation of their seafood procurement practices.

Annual review

These Terms of Reference will be reviewed annually by the Steering Group.

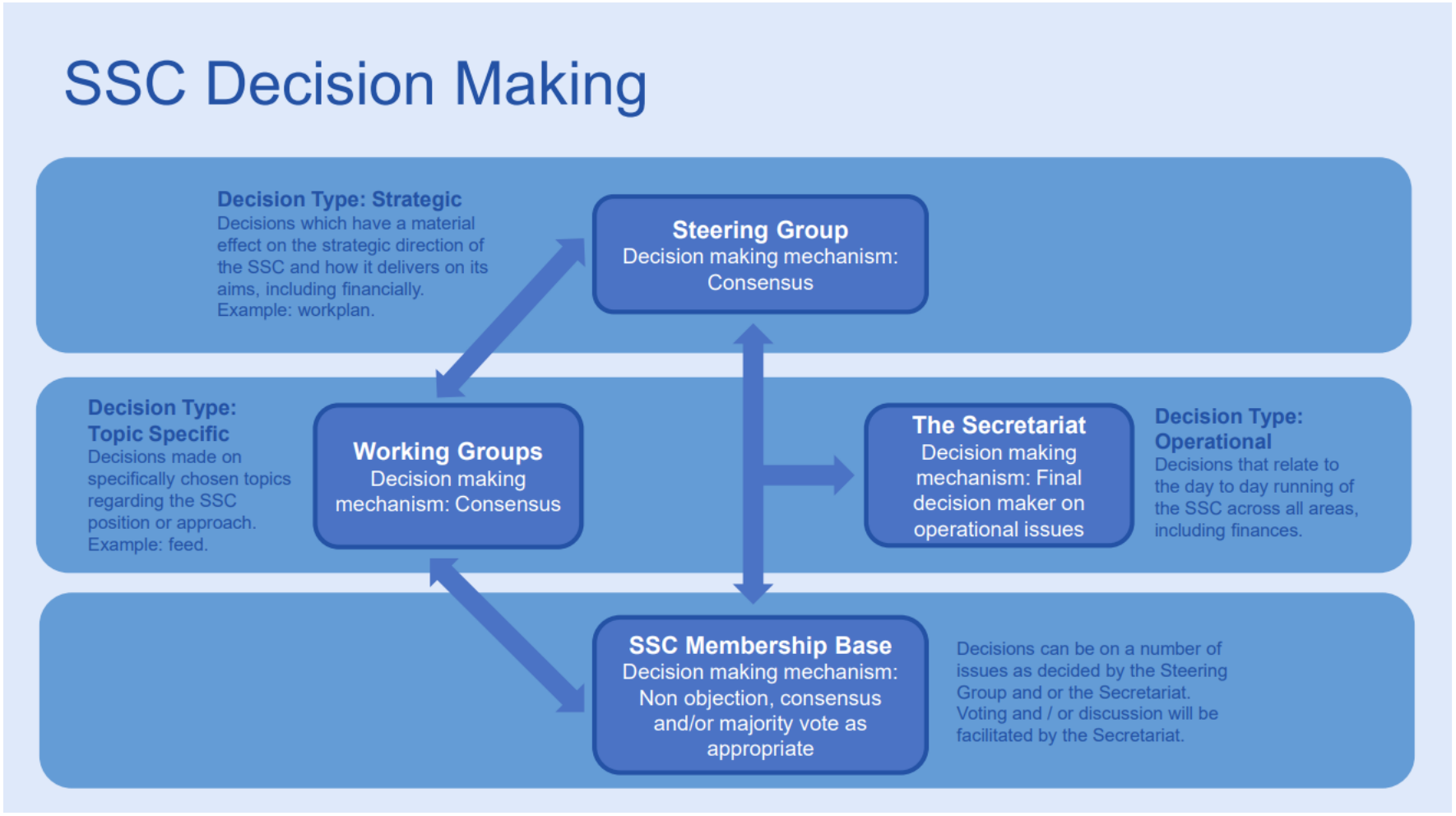
Annex 1: 2027 SSC membership fees based on annual turnover

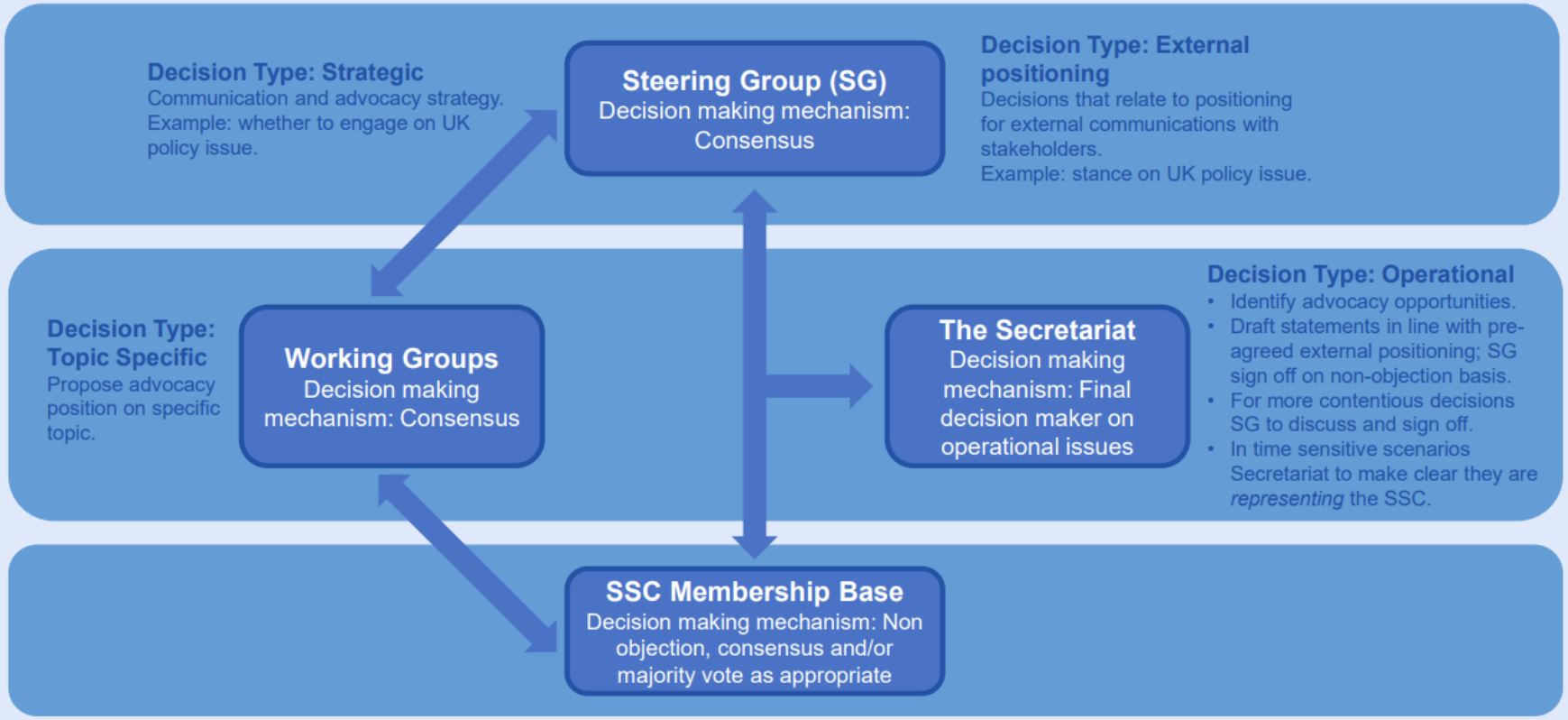
Band	Annual turnover	SSC membership fee
1	>£1bn	£5,950
2	£100m - £1bn	£4,000
3	£50m - <£100m	£2,000
4	£5m - <£50m	£1,000
5	<£5m	£500

Annex 2: Application Form

The membership application form can be accessed here.

Annex 3: Governance and decision making



SSC Decision Making

Communications & Advocacy