



# LEAD BATTERY

## 360°

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### Terms of Reference

February 2025

# Terms of Reference (ToR) for Lead Battery 360°

## I. Introduction

Lead Battery 360° is an industry-led initiative aimed at promoting sustainable and responsible practices within the lead battery supply chain. This Terms of Reference (ToR) defines the roles, responsibilities, and governance structure for the Lead Battery 360°, ensuring that it operates with transparency, fairness, and accountability, particularly through a newly proposed legal entity established under the 501(c)(6) framework in the United States.

## II. Objective

The primary objective of Lead Battery 360° is to ensure the sustainability of the lead battery supply chain by implementing a robust, stakeholder-inclusive governance system. The entity will oversee the operations of Lead Battery 360°, ensuring fair representation, and maintaining a consensus-driven decision-making process.

## III. Governance Structure

### Board of Directors

- **Composition:** The Board of Directors will comprise one representative from each of the four industry associations (International Lead Association (ILA), Battery Council International (BCI), the Association of European Automotive and Industrial Battery Manufacturers (EUROBAT), and the Association of Battery Recyclers (ABR)). Each representative will be appointed by their respective association.
- **Roles and Responsibilities:** The Board will oversee the strategic direction and governance of the Assurance Scheme. It will:
  - Approve the workplan and budget.
  - Make decisions based on the recommendations of the Secretariat and the Multi-stakeholder Advisory Board.
  - Appoint the Secretariat and members of the Multi-Stakeholders Advisory Board.
- **Decision-making:** Decisions will be made by consensus among the Board members.
- **Meeting Frequency:** The Board will meet four times per year, with additional ad hoc meetings as needed.

### Secretariat

- **Composition:** The Secretariat will be represented by TDi Sustainability, which will appoint a 'lead' person who will be responsible for reporting to the Board of Directors.
- **Roles and Responsibilities:** The Secretariat is responsible for the day-to-day management of the Assurance Scheme. Key duties include:
  - Executing the agreed workplan.
  - Managing the programme's financial resources and budget.
  - Engaging and support companies participating in the assurance program
  - Managing the execution of the assurance programme

- Providing regular reports to the Board and broader stakeholders.
  - Preparing materials, scheduling meetings, supporting the Chair, and preparing minutes.
- Decision-making: The Secretariat will inform the Board of Directors and make recommendations but will not hold decisionmaking authority.

### Multi-stakeholder Advisory Board

- Composition: The Multi-stakeholder Advisory Board will include representatives from diverse stakeholder groups and industry members within the lead battery supply chain, ensuring that all perspectives are considered in the Assurance Scheme's decisionmaking processes.
- Roles and Responsibilities: The Multi-stakeholder Advisory Board will
  - Advise the Board of Directors by providing recommendations on the implementation of the LB360's vision and mission.
  - Identify opportunities for continuous improvement; keeps the Board of Directors accountable to the programme objectives.
- Decision-making: The Multi-stakeholder Advisory Board will have:
  - The right to require a response to their recommendations, and to participate in discussion in the case of their recommendations being rejected.
  - The possibility to potentially withdraw their support if recommendations are continuously rejected.
- Meeting Frequency: The Multi-stakeholder Advisory Board will meet twice a year, with additional ad hoc meetings as needed. It will have one annual joint meeting with Board of Directors

## IV. Operational Procedures

- Workplan and Budget: The Secretariat, in consultation with the Multi-stakeholder Advisory Board will prepare an annual workplan and budget for approval by the Board of Directors.
- Meetings: The Secretariat will facilitate all meetings, including the preparation of agendas, materials, and minutes. The Board of Directors will meet quarterly, while the Multi-stakeholder Advisory Board will convene as twice a year.
- Reporting: The Secretariat will provide quarterly updates to the Board of Directors and an annual report to the Multi-stakeholder Advisory Board.
- Decision-making process: All major decisions will be made by consensus within the Board of Directors.
- Oversight and grievances: The Lead Battery 360° Secretariat holds the primary responsibility for overseeing the assurance process, ensuring its transparency, impartiality, and continuous improvement. Grievances are to be directed to the Lead Battery 360° Secretariat through designated channels, ensuring confidentiality and protection of the complainant's identity when necessary.

## V. Conclusion

The Terms of Reference for the Lead Battery 360° Assurance Scheme establishes a transparent, fair, and accountable governance framework. The legal entity formed under the 501(c)(6) structure will manage the Scheme with support from the Board of Directors, Secretariat, and Multi-stakeholder Advisory Board, ensuring that the voices of all stakeholders are heard and considered in decisionmaking processes.