



EQUITABLE
ORIGIN

A higher standard. A better choice.™

EOS Board of Directors
Call for Candidates



Open Call for Candidates

Equitable Origin Standards LLC

Board of Directors

22 October 2012

Equitable Origin

Equitable Origin is an innovative stakeholder-based voluntary certification system designed to promote higher social and environmental standards, greater transparency and more accountability in oil and gas exploration and production. Together with a certificate trading and ecolabel scheme, Equitable Origin delivers a market mechanism to reduce the impact of oil and gas operations, create a market for more responsibly produced fuels and petroleum-derived products, and empowers consumers and businesses to reward energy companies that achieve certification.

Equitable Origin undertook an extensive, multi-year consultation process with local communities, Indigenous Peoples, oil and gas companies, NGOs, and government officials in the Amazon region to develop the EO100™ Standard. In the process, Equitable Origin established formal partnerships with COICA (Coordinator of Indigenous Organizations of the Amazon Basin), COFENIAE (Confederation of Indigenous Nationalities of the Ecuadorian Amazon), OPIAC (Organization of Indigenous Peoples of the Colombian Amazon) and Conservation International – Peru.

As we evolve, we are enriching our [governance structure](#) to effectively oversee the multiple activities consequent to rapid adoption of the EO100™ Standard in Latin America and elsewhere, standards development, independent assurance, transparency, value distribution and impact assessment.

We are looking for leaders in their field to join us at the Board level and contribute to meaningful and widespread change in the oil and gas industry.

Call for Candidates

Specifically, we are seeking individuals to take Board of Director positions at Equitable Origin Standards (EOS) LLC, a wholly owned subsidiary of Equitable Origin (EO) LLC (see Attachment for details). Currently, the [EOS Board](#) comprises five individuals:

- Dr. E. Paul Sorensen, Chairman
- Dr. Michael E. Conroy, Director
- Mr. Gilbert K. Squires, P.E., Esq., Director
- Mr. Juan Carlos Jintiach, Director
- Mr. David S. Poritz, Founder & President of Equitable Origin

The Board is being expanded to at least a quorum (six) and up to a total of ten Directors in time for the next meeting in early 2013. We are seeking:

- (i) Up to three Directors who are affiliated with non-profit organizations, including non-governmental organizations, seeking changes in oil and gas exploration and production practices, the use of petrochemicals or petroleum derivatives, or the promotion of alternative energy technologies, Non-Profit Directors;
- (ii) Up to three Directors who are affiliated with the oil and gas industry or companies that are heavily reliant on petroleum, petroleum derivatives or petrochemicals in the manufacturing and/or transportation of their final consumer products, Industry Directors;

- (iii) Up to three Directors who are not affiliated with any corporation, non-governmental organization, or form of business entity involved with the extraction and production of oil and gas, Independent Directors.

Board Member Characteristics

EOS Board members will be selected with a view to balanced stakeholder representation. Key qualities include:

- Demonstrated governance experience
- Knowledge of best practices in standard-setting and certification systems
- Expertise in stakeholder relations and multi-stakeholder processes
- Understanding of the ethical, human rights, social, labor, and environmental impacts of oil and gas exploration and production

Candidates must support the mission and vision of Equitable Origin and have sufficient availability to participate in regular meetings whether in person or through phone conferences.

Diversity, including but not limited to gender, ethnicity, race, age, disabilities and geography shall be taken into account by the Nomination Committee.

Applications and Nominations

EO's Nomination Committee looks forward to expressions of interest from all suitable candidates:

- Interested individuals should send their CV or résumé and a letter of interest.
- Nominations should be accompanied by a copy of the candidate's bio and a description of their affinity for the post.

Applications will be dealt with in the strictest confidence and accepted until 21 December 2012 at: smilius@equitableorigin.com. We plan to begin the first round of interviews by January 14, 2013.

Questions

If you have any questions about this opportunity, please contact Soledad Milius, Director of Standards, Governance & Accountability: Tel: +1 917 677 7671 (ext. 441); E-mail: smilius@equitableorigin.com

Attachment: Equitable Origin Standards LLC Board of Directors

Mission

The Equitable Origin Standards (EOS) Board is a stakeholder-based body that governs Equitable Origin Standards LLC, a wholly owned subsidiary of Equitable Origin (EO) LLC. Its primary responsibility is to ensure that the goals and activities of EOS LLC support and advance the social mission and business interests of EO LLC. In particular, EOS LLC is responsible for developing and promoting the adoption and protecting the credibility of EO's standards and associated assurance processes. EO's standards – such as the EO100™ – are its core commercial output and critical to the fulfillment of its social mission. The EOS Board, therefore, holds a special position in EO's corporate governance as the custodians of EO's central value proposition to its shareholders and stakeholders.

Principal Responsibilities

- Develop, review and approve new standards and revisions to existing standards.
- Hear and make findings on grievances related to EO100™ (and future EO standards) as necessary, according to *EOP-203, EO100™ System Certification Appeals, Comments and Suggestions*.
- Recommend candidates to serve as Directors on the EOS Board. Note that the EO Board has final authority to appoint Directors to the EOS Board.
- Develop and make recommendations to the EO Board regarding the distribution of value (benefit-sharing) to non-commercial stakeholders.
- Appoint members of committees of the EOS Board, including any outside members (i.e., those who are not EOS Directors).
- Follow the EO Conflict of Interest Policy and the Code of Business Conduct and Ethics for Directors, senior management, staff and consultants.
- Support the mission of Equitable Origin and raise awareness of Equitable Origin standards.
- Act in good faith.

Key Points of Governance

- The EOS Board will meet at least twice a year.
- Any decision related to adopting, modifying or amending the Equitable Origin standards, requirements or certification criteria relating to the exploration and production of oil and gas is subject to approval of each of (a) a majority of the Independent Directors, (b) a majority of the Non-Profit Directors, (c) a majority of the Industry Directors and (d) the Management Director.
- Notes of all meetings shall be kept by a Secretary of the Board, and are available to any individual or group upon request, except for discussions and decisions made in Executive Session. (The decision to enter Executive Session is subject to the same procedures and supermajority voting requirements as other decisions of the Board.)
- Directors shall be elected for terms of three years, which may be renewed subject to the approval of the EO Board.

Compensation

- Directors are compensated for expenses incurred in the course of fulfilling their duties as Directors.