

CTPA COMMITTEES – STRUCTURE AND GUIDANCE

The CTPA recognises the valuable contribution made to the industry by the chairs, vice-chairs and members of its committees, working and advisory groups. This provides the CTPA staff with expertise and advice on issues that the industry collectively faces.

COMMITTEE STRUCTURE

To ensure common understanding of the report route of each committee and group, and the issues each should cover, the following structure and naming protocol applies:

Committees

- Report to Board with the minutes circulated to the Board and published online to members
- Size is constrained by boardroom size. No more than one person per company.
- Chairs set strategic direction for groups and approve members in collaboration with CTPA staff
- Exceptions are the EU Exit Strategy Group (not a committee but reports to the Board meetings via the agenda) and the DG Advisory Group (DGAG, formerly DG Management Group) that meets to assist CTPA in between Board meetings and in preparation for Board decisions.

Main committees and Groups reporting to the Board:

- **DG Advisory Group** (DGAG) – consisting of CTPA Chair, Vice-chairs & Treasurer, D-G and CTPA senior management;
- **EU Exit Strategy Group** – cross-functional industry experts drawn from the Board, member companies and Teneo, CTPA's communication agency;
- **Communications Committee** – provides advice, on-going support and steer on CTPA communication activities;
- **Compliance & Regulatory Committee** – provides advice, on-going support and steer on all regulatory matters pertaining to the labelling and packaging of cosmetic products;
- **International Regulatory & Trade Committee** – interacts on emerging international trade issues providing advice and feedback to CTPA and its members;
- **Scientific Committee** – provides advice, on-going support and steer on all scientific matters pertaining to the safety and integrity of cosmetic ingredients and technical aspects of manufacturing cosmetic products.
- **Sustainability Committee** -to seek to understand the challenges industry faces, bring members together to create and share best practice and drive system-wide change
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Working Groups (WG)

- Report into committees with specific tasks, roles
- Expertise of member takes priority
- Minutes circulated to appropriate committee with the agenda for its next meeting
- WG have projects or specific remit
- May have more than one representative from a company, depending on expertise

Advisory Groups (AG)

- Advise on specific topics and provide expertise, often of an ad-hoc basis
- Meeting/teleconference as appropriate when topics require discussion

Current WGs and AGs Reporting to Committees

- **Communications Committee** – Customer Care AG
- **Compliance & Regulatory Committee** – Claims & Advertising WG; REACH AG
- **International Regulatory & Trade Committee** – Supply & Trade AG
- **Scientific Committee** – BSCA WG; Cosmetovigilance AG; GMP/Micro AG; Hair Preparations AG; Hair Salon AG; Plastics and Polymers WG; Raw Material Suppliers WG; Sun Products WG; Toxicology AG

COMMITTEE GUIDANCE

Competition Law and CTPA Policy

All members of any CTPA committee are expected to act at all times within the requirements of the laws surrounding competitive and anti-competitive behaviour. This requirement is active for all the time guests are present on CTPA premises and not just when a committee meeting is in session.

Laminated cards explaining CTPA policy will be prominently displayed in the boardroom and team room. Committee chairs are to bring these to the attention of committee members at the start of each meeting and for this action to be minuted. Any committee member wishing to clarify their understanding regarding competition policy can ask the Director-General, a CTPA department head or senior staff member who is responsible for that committee or group. CTPA managers have all received training in this aspect of competition policy and are mandated to maintain the strict CTPA policy. All attendees at CTPA meetings held on CTPA premises are required to sign the attendance sheet to confirm their acceptance of the meeting protocols which will also apply to those joining by teleconference and/or webinars.

CTPA Privacy Policy

CTPA has put in place measures to ensure it complies with the requirements of the General Data Protection Regulation 2016 (GDPR) just as it has always complied with the Data Protection Act 1998 (DPA). The updated [CTPA Privacy Policy](#) can be reviewed on the CTPA website.

To ensure the functioning of these groups and the exchange of information, the following personal data may be disclosed in the following situations:

- the **names** and the business **e-mail addresses** of attendees for each specific committee or group could be disclosed to the members of those groups in a standard 'committee' list and within group e-mails where appropriate;
- the minutes of the Board and those Committee meetings reporting to the Board include the participant **names** and companies which are uploaded on the CTPA members' only website; and
- each year we also include the **names** and companies of the current representatives on permanent committees and working groups within the CTPA's Annual Report, which is made publicly available.

Committee Representation – Rights

CTPA committee representatives are drawn from the wide remit of the CTPA's full membership. Each CTPA committee is made up of experts in their field who can contribute to the topic range or specific focus interest of that committee/group. Associate members, Retail Associate members and Compliance Associate members may be invited, by the CTPA staff and in agreement with the committee chair, to join specific groups according to the person's demonstrable/known individual expertise. However, they may not serve on the CTPA Board of Directors and do not have voting rights in the Association. All nominations are provided to the committee's chair for consideration. Once agreed, new members will be notified to the committee or group at its next meeting and published on the members' website and in the monthly newsletter.

CTPA recognises the many hard-working members of its committees and groups and wishes to thank those individuals for their contributions. Membership of a committee is granted to an individual by CTPA in collaboration with the committee chair in order to further the aims and objectives of the committee. Retention of a place on a committee is dependent on a commitment to contribute to the work of that committee. However, CTPA understands that there may be occasions when such a commitment is not possible due to work or personal constraints and we would therefore respectfully ask that the member indicates this to the CTPA staff member and/or chair of the committee in order to consider whether they should step down. The committees and groups often run waiting lists and this would enable another member to take up the vacant position.

Decision-making in Committee

In general terms, CTPA committees have adopted a process of decision-making by consensus but that is not a hard-and-fast requirement and committees may decide to adopt a different rule as circumstances dictate. The decision-making process and outcome of the decision should be recorded in the minutes.

The options are:

- **Consensus** – where there is general agreement to adopt a decision and no member expresses an objection.
- **Majority** – where the decision is based on the outcome of a vote taken of those members present, including any proxy votes previously notified to the chair and any votes cast by telephone, online or video link. The chair does not have a casting vote in the case of a tie.
- **Unanimity** – where the decision taken requires every member present, including notified proxies, telephone, video and online participants, to agree to the proposal; a single vote against is sufficient to prevent adoption.
- **Expert decision** – where the members of committee agree to adopt whatever decision is reached by a sub-group of the committee considered experts in the field; this may mean that a single expert decides on behalf of the committee.

Committee chairs should consider getting agreement of the committee on the type of decision to be adopted for important votes before taking the vote itself and to provide sufficient notice of the need for such a vote prior to the meeting discussion particularly if it appears that seeking a consensus might be inappropriate.

GUIDE NOTE FOR CHAIRS & VICE-CHAIRS

Although many chairs are experienced in handling meetings, some may be relatively new to such tasks and in these days of increasing scrutiny of behaviour under competition laws, it is appropriate for the Association to provide some guidance in these matters.

This guideline was last issued in 2019 and has been updated to reflect current rules. These guidelines are not all-encompassing but cover only those elements where a guideline can help support the chairs in taking particular courses of action. In any situation, committee chairs can always consult any one of the senior members of the CTPA staff, including the Director-General or any member of the DGAG including the Association Chair.

Impartiality/Neutrality

Committee chairs are expected to act in a fair and reasonable manner regarding impartiality and neutrality during discussions and debates. They may, of course, bring forward particular views as individual members of the committee but they must make a clear distinction between comments made as an individual member of the committee and comments made in their capacity as chair. In summarising debates or reaching key conclusions, the committee chair must ensure they are seen to be acting impartially in reaching a fair decision to be recorded in the minutes.

The Association recognises that company requirements and company positions may lead to conflicts of interest which, at times, the above guideline is insufficient to resolve. Under these circumstances, in order to protect the chairs themselves, the chair should ask for a senior member of the CTPA staff to chair the meeting or part of a meeting in their stead.

In the event that serious conflicts of interest arise which might threaten the committee process itself and where it is felt by the Director-General that having a CTPA member of staff chair the meeting would be inappropriate, the DGAG may be consulted and asked to appoint a chair for a particular meeting of a committee.

Criteria for Chairmanship

The chairs must:

- be in a position to attend the majority of meetings;
- understand the topic(s) in hand; and
- be prepared to act as an independent voice as stated in the section on impartiality/neutrality above.

Any member of a committee may nominate themselves for election as chair (subject to full membership privilege) but criteria in relation to relevant expertise as outlined in this guidance must be met. If a committee member would like to nominate another member of the committee, they must first obtain the agreement of that person before making the nomination public. Elections should be by secret ballot and decided on the basis of a simple majority. In case of a tie for first place, the committee chair does not have a casting vote; instead, there will be a second ballot between the tied candidates only. The person coming second may be offered a vice-chair role, if appropriate.

Duration of Chairmanship

The appointment of chairs of CTPA committees should be for a period not to exceed three years. Chairs may offer themselves for re-election at any time, including at the conclusion of their term of office. If at the conclusion of the term of office there are no other nominations for chair and if the existing chair is willing to continue in post, they will be deemed re-elected by simple acclamation. A chair may sit for a maximum of nine consecutive years (i.e. one full term plus two re-elections).

The Board shall have the authority to waive this rule under exceptional circumstances. If the chairs of current committees and groups have been in the post for 3 or more years at the time of this guidance note re-issue, without a re-election taking place, this should be undertaken within the next two meetings of the particular committee or group.

This sub-section does not apply to the Board which has its own rules regarding the election of CTPA chairs, vice-chairs and treasurer (and which governs the membership of the DGAG).

Third-party Activities

Because of their expertise, members of committees will often be involved in other groups covering the same areas and issues. In such third-party fora, members of CTPA committees must not act in such a way as to imply they are speaking on behalf of the Association unless specifically empowered to do so.

Chairs of CTPA committees are at a greater risk of being thought of as representing CTPA when taking part in third-party fora and again must take care to ensure they do not imply they are speaking on behalf of the Association except when they have been specifically delegated to do so.

Any committee member, including chairs, who is representing CTPA externally will be given specific instructions and will be required to follow those instructions as a prerequisite for retaining the CTPA nomination. If conflicts of interest are likely to arise, these should be discussed with the relevant CTPA department head in the first instance. Where such conflicts are insurmountable and may reflect upon the Association, the delegate will be asked to consider whether they should continue to act as a CTPA delegate.

If nevertheless misunderstandings do occur, they should be corrected at the earliest opportunity.

Conscious misrepresentation of the Association position is viewed seriously and will be reviewed by the Director-General and brought to the attention of the Chair of the Association and DGAG for consideration if appropriate. In serious cases, the matter may be raised with the Board and could lead to formal discussions with the member company concerned.

Conclusion

This guideline is intended to help committee chairs ensure they do not inadvertently run into difficulty when acting on behalf of the Association and industry as a whole whilst remaining loyal to their employer. If any committee chair would like further advice or guidance, they can speak at any time in confidence to the Director-General, the CTPA Chair or any of the DGAG.

Dr Emma Meredith
Director-General
CTPA
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