

General

The **Responsible Leather Round Table (RLRT)** is a forum for stakeholders in the leather industry to advance responsibility and continuous improvement in the global leather value chain through leadership, science, and inclusive multi-stakeholder engagement and collaboration.

RLRT members also have the opportunity to participate in the development of the **Responsible Leather Assessment tool (RLA)** through joining the [International Working Group \(IWG\)](#).

RLRT Goals

The RLRT aims to be:

- A platform for stakeholders in the leather industry to engage with each other, share information, and identify common challenges and opportunities.
- A structure for interacting with other organizations and government bodies.
- A forum to agree on priority issues and take action to advance our mission and vision.

RLRT Membership

Participation in the RLRT is voluntary and open to all stakeholders and interested parties across the leather value chain. Applicants may apply to Textile Exchange for membership in the RLRT, subject to agreement with the terms of this Charter.

Participation

The RLRT strives to include representation from all major sectors and subsectors of the leather industry, including, but not limited to:

- **Brands and Retailers:** Companies and associations who bring leather products to consumers.
 - Fashion: Footwear, Apparel, Accessories
 - Furnishings: Home, Retail
 - Transport: Automotive, etc.
- **Supply Chain:** Companies and associations who convert and supply materials for further processing or sale of leather goods.
 - Tier 1: Manufacturing of finished products
 - Tier 2: Leather Manufacturing (tanning)
 - Tier 3: Meatpackers/packing plants and hide processing plants
 - Input Suppliers (chemicals, machinery, traders, financial)
- **Producers:** Farmers, organizations and associations who are actively engaged in the ownership and management of live cattle.
 - Farmers or Ranchers
 - Feedlot owners

- **Civil Society:** Academic institutions, non-governmental organizations, non-commercial institutions, foundations, and associations with a stake in the cattle and leather value chains.
 - Animal Welfare
 - Social
 - Environmental
- **Professional Services (Consulting Members):** Individuals or organizations such as regulatory authorities, governmental agencies, consulting/auditing firms and donor organizations; do not belong to one of the voting constituencies, but may request membership as Consulting Members.

Meetings

Meetings will be scheduled monthly, as needed, in-person or by phone or video-conference. All members are encouraged to engage on as many calls as possible, and to join or lead Task Groups.

The purpose of the meetings of the RLRT is to discuss and promote the leather industry and related issues, give updates on RLA development, and identify work streams needed and initiate Task Groups. Participation in such meetings shall not be used as a platform for unrelated purposes or causes.

Decision-Making

Nothing in this Charter and no action taken by any Member or Textile Exchange, or any of its representatives or employees, shall be deemed to create a partnership, joint venture, or syndicate between or among any of the other Members. Members of the RLRT are not authorized to bind the RLRT, its other Members, or Textile Exchange to any contractual commitments. Each Member is solely responsible for his/her actions and omissions, and each organization Member is solely responsible for their actions and omissions of its individual representatives. Each Member is also solely responsible for its compliance with applicable law, including, without limitation, any rules and regulations applicable to antitrust and competition.

Decision-making processes relevant to this work are further outlined in the **Textile Exchange Standard Setting and Revision Procedures Document**, available online: <http://textileexchange.org/wp-content/uploads/2017/02/TE-Standard-Setting-Principles-and-Procedures-2016.pdf>.

Confidentiality

Textile Exchange is committed to creating an open and transparent forum for discussion on the topic of leather. In order to maintain a level of trust and continuity, it is essential that all meetings and discussions of the RLRT follow the Chatham House Rule ([see Appendix A](#)).

“When a meeting, or part thereof, is held under the Chatham House Rule, participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.”

In certain instances where the Chatham House Rule is not considered sufficiently strict for the subjects to be discussed, an event may be held “off the record” and Members will be so advised.

In accordance with the Chatham House rules, Textile Exchange may, however, share information related to the RLRT and its activities publicly, provided it does not include any identifying information of any Member without their express written approval and/or the information is in the public domain. Information to be shared publicly may include, but is not limited to:

- Meeting Notes from all RLRT meetings, without statements or quotes attributed to the speakers.
- Recordings of RLRT meetings¹.
- A summary of the progress so far.
- A list of Participating Members of the RLRT, subject to their approval.
- Information and updates on the process for stakeholder engagement and tool development process (e.g. work plans, estimated completion date, etc.)
- Information on how to participate in the process.
- An official [Textile Exchange Complaints Procedure](#).

Communication

Members shall not use the name of any other Member or Textile Exchange to generate publicity unless that Member or Textile Exchange, as applicable, provides prior written authorization.

No Member shall use the Responsible Leather Round Table (RLRT) name, and/or logo that is developed, in any manner without the prior approval of Textile Exchange. Trademarks, service marks, copyrights, and logos (collectively, “marks”) created for the RLRT, registered or otherwise, are the property of Textile Exchange. Use of the term “Responsible Leather Round Table” shall be governed by such policies, procedures, and guidelines as may be established and approved by Textile Exchange from time to time, and in accordance with applicable law.

Members may have their company name, logo and point of contact included in RLRT communications and website but are responsible for providing Textile Exchange with written authorization for such use, including the appropriate logo and information.

The RLRT shall not engage in any lobbying activities. No Member shall engage in any lobbying activities on behalf of or as a representative of the RLRT.

Termination

Members may terminate their participation in the RLRT upon written notification to Textile Exchange. Textile Exchange may also terminate a Member’s participation in its sole discretion, including, without limitation, for violations of the Chatham House Rule or failing to meet the terms of the Member Agreement and RLRT Charter. Obligations of confidentiality shall continue notwithstanding termination.

Costs

There is no charge to be a member of the RLRT. However, the work relies on voluntary funding, and all members are encouraged to contribute.

¹ *Members have the option to state their name or remain anonymous when speaking during meetings.*

Responsible Leather Assessment International Working Group (RLA IWG)

The **RLA IWG** is designed to be a pre-competitive, collaborative environment where participants can share their knowledge and experience, and work together to ensure the RLA is a relevant tool that recognizes and drives best practices in the leather industry, leading to positive social, environmental, and animal welfare impacts.

Participation in all work streams under the RLRT, including the RLA IWG, is bound by the rules of this Charter, with additions and/or differences specific to the RLA IWG outlined below:

RLA IWG Goals

The objectives of the RLA IWG shall include the following:

- Support the goals of the RLA as outlined in the RLA Terms of Reference.
- Bring together the key stakeholders and interested parties from across the leather value chain, on a pre-competitive basis, to discuss and focus on key issues and decisions to be made, and ultimately develop a framework and tool for the industry.

Meetings

The purpose of the meetings and deliberations of the RLA IWG are to:

- Develop and promote the RLA and related issues.
- Discuss tool development and key decisions to be made.
- Review the progress of IWG Task Groups.

Confidentiality

Textile Exchange is committed to an open and transparent process for developing and revising its standards and assessment tools (RLA) and therefore Chatham House Rule still apply ([see Appendix A](#)). RLA IWG meetings may be recorded, but are not shared publicly.

Textile Exchange Roles & Responsibilities

As the managers of the RLRT and RLA IWG, Textile Exchange will:

- Manage and lead the strategy for the RLRT; guide the mission and vision.
- Participate in and provide the administrative support for meetings.
- Maintain an updated list of members of the RLRT.
- Provide moderation when needed.
- Manage financial contributions and the budget.
- Manage all communications related to the Round Table and RLA.
- Manage and retain rights to all materials or tools developed through the RLRT.
- Reserve the right to evaluate membership in the RLRT and/or RLA IWG and remove a member based on violation of the Charter.
- Update, amend and revise the Charter and related rules and guidelines for the RLRT as it deems appropriate, in its sole discretion.

Responsible Leather Round Table

Member Acknowledgment and Agreement

The undersigned has read and understands the RLRT Charter and agrees with Textile Exchange and the other Members of the RLRT to the terms therein.

The undersigned further:

1. Agrees to contribute a reasonable commitment of time and expertise to participate in the RLRT and, if applicable, the RLA IWG.
2. Agrees to act respectfully to other Members of the RLRT and, if applicable, the RLA IWG, and commit to honest and polite discourse.
3. Works openly and collaboratively to meet the objectives of the RLRT and, if applicable, the RLA IWG, sharing best practices and lessons learned.
4. If an RLA IWG member, commits to the development and advancement of a meaningful tool to support responsible practices in the leather industry.
5. Agrees that in order to maintain a level of trust and continuity, that all meetings and discussions of the RLRT and, if applicable, the RLA IWG, and/or its Members remain strictly confidential and will treat any information that is shared within the RLRT as confidential in accordance with the Chatham House Rule (appendix A).
6. Agrees to comply with all applicable antitrust and anti-competitive laws, including, without limitation:
 - a. Agrees that none of the information shared during or as part of RLRT and, if applicable, RLA IWG meetings may be used to cause competitive injury or disadvantage to another Member, participant, Textile Exchange or the RLRT/RLA IWG; and
 - b. Agrees to abstain from any conversations or activities that may restrict competition or set prices).
7. Refrains from using any information obtained through the RLRT or, if applicable, the RLA IWG, other than to advance the objectives of the RLRT and RLA and in no event to disparage Members, their products, practices, businesses or their reputations.

SIGNED

- I understand that failure to abide by the terms of my membership in the RLRT and, if applicable, the RLA IWG, in any material way may result in my termination of Membership and ability to participate in the RLRT and its initiatives including the RLA IWG.
- I would like to join the RLA IWG and understand the terms and conditions for participating.**
- As part of the IWG, I would like my name/organization listed on the RLRT website.**

Name _____ Signature _____

Company _____ Date _____

Appendix A: Chatham House Rule

“When a meeting, or part thereof, is held under the Chatham House Rule, participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.”

Additional clarification is provided:

- Participants have the right not to disclose their participation. Only they can decide this. No content will be attributed to any participant, unless the participant wishes it be attributed and formally makes this clear.
- Participants have the right to expect that institutional information not be publicly disclosed except by themselves.
- Participants have the right to self-identify or not when speaking during a meeting (whether or not the meeting is being recorded/shared online).
- Participants may openly speak of their own contribution, if they wish, and cite general concepts, challenge areas, or agreed collaborative outcome projects, but may not cite any other individual or organization’s contribution, unless it is first made public by that individual or organization.
- To ensure a fluid discussion environment, confirmed participants may be allowed to know with whom they will be in discussion. We request that the names of other participants remain confidential.

On the use of technology:

Textile Exchange requests that no recording devices be used during a dialogue held under our application of the Chatham House Rule. We also request that notes not be taken on laptop computers or any device connected to the Internet. This is partly to protect participants against inadvertent public disclosure of sensitive remarks, but also to ensure an atmosphere of attentive, engaged discussion and dialogue. We prefer that notes be taken on paper and that remarks not be attributed to speakers in the notes. Though Chatham House permits tweeting of concepts and ideas, without attribution, we request that use of social media wait until after the meeting ends. All participants are expected not to infringe on the rights of other participants under our application of the Chatham House Rule (see section immediately above).

Appendix B: Anti-Trust Declaration

It is the policy of Textile Exchange to comply strictly with the letter and spirit of all applicable federal, state, and international trade regulations and antitrust laws. Any activities of Textile Exchange – related actions of its staff, officers, board members, committee members, task force members, volunteers or members that violate these regulations and laws can be detrimental to the interests of Textile Exchange and are contrary to Textile Exchange policy.

During both the formal and informal parts of any meetings, participants shall not enter into discussions, agreements or concerted actions that may lead to restriction of competition.

Accordingly, it is necessary to avoid discussions of sensitive competitive topics and especially important to avoid recommendations with respect to such subjects. Agreements to fix prices or fees, to allocate markets, to engage in product boycotts and to refuse to deal with third parties are automatically illegal under the antitrust laws. It does not matter what the reason for the agreement might be.

An antitrust violation does not require proof of a formal agreement. A discussion of a sensitive topic, such as fees, followed by parallel action by those involved in or present at the discussion is enough to show a price fixing conspiracy. In any list service discussions about prices or fees, including elements of prices such as payment terms, quality ratings of suppliers, statements or discussion that might be interpreted as a dividing up of territories or customers, and statements or discussions which may cause a competitor to cease purchasing from a particular supplier, or selling to a particular customer, must be avoided.

Following is a list of subjects which may not be the subject of any type of agreement among competitors, whether explicit or implicit, formal or informal, and which therefore should not even be discussed in Textile Exchange meetings:

1. Prices or fees to be charged to clients or by suppliers
2. Specific methods by which prices or fees are to be determined
3. Division or allocation of markets or customers
4. Coordination of bids or requests for bids
5. Terms and conditions of sales, including payment terms
6. Specific profit levels
7. "Profit" levels. e.g., "here's what we need to make money"
8. Exchange of price information as to clients or groups of clients
9. A boycott of or a refusal to deal with a customer or supplier
10. Compilation of "approved" lists of customers or suppliers
11. Whether a firm's pricing practices are "unethical," "improper," etc.
12. Coordination of "bids," "requests for bids," or "requests for proposals"
13. RLA or codes to eliminate competition