



## Youth Council Regulations

Datum 3 October 2018

# Contents

<b>1</b>	<b>Version management</b>	<b>3</b>
<b>2</b>	<b>Context</b>	<b>4</b>
2.1	Objective	4
2.1.1	Setup Youth Council	4
<b>3</b>	<b>REGULATIONS YOUTH COUNCIL</b>	<b>5</b>
	ARTICLE 0 – REGULATIONS	5
	ARTICLE 1 – SIZE AND COMPOSITION	5
	ARTICLE 2 – TASKS	5
	ARTICLE 3 – SECRETARY	6
	ARTICLE 4 – MEETINGS AND EVENTS	6
	ARTICLE 5 - ATTENDANCE	6
	ARTICLE 6 – TRAINING	6
	ARTICLE 7 - REMUNERATION	6
	ARTICLE 8 – YOUTH COUNCIL APPOINTMENTS AND TERMS OF OFFICE	7

# 1 Version management

These regulations were approved in the Youth Council meeting of *30 October 2017* and established by the Supervisory Board on *11 April 2018*. The changes that were implemented between October 2017 and April 2018 were approved by the Youth Council in its meeting of 3 October 2018.

## 2 Context

Royal FloraHolland has created a Youth Team, which incorporates a Youth Council. Young people can become members of the overarching youth platform: the Youth Team. They can apply for membership themselves. Membership is open to young members and (future) suppliers aged 35 and under. Every member company and every supplier may delegate young people. A conscious decision has been made to not restrict membership of the Youth Team to the sons and daughters of members. Suppliers and potential suppliers are also welcome in order to create an external perspective that is as broad as possible.

Every year, the Youth Council organizes excursions and events for the Youth Team members. Within the Youth Team, a Youth Council has been created, consisting of 10 to 15 Youth Team members. The Youth Council is intended for young people from the Youth Team who want to focus more closely on the substantive and policy areas of the cooperative and also want to gain administrative experience. The Youth Council discusses strategic issues as well as the future of the cooperative, including market developments and strategy. The young people inform the Management Board, the Supervisory Board or the (Pilot) Members' Council about these subjects, either voluntarily or upon request.

The Youth Council also aims to shape the development and activities of the Youth Team. Within the Youth Council, an Executive Committee is appointed that consists of a maximum of four Youth Council members. This Executive Committee is responsible for directing the Youth Council and is the point of contact for the SB, the Management Board and the (Pilot) Members' Council.

### 2.1 Objective

The objective of the Royal FloraHolland Youth Council is to involve young members in the cooperative and have them commit to the cooperative. It is a breeding ground for them to gain experience with other bodies within the cooperative and to stimulate, inspire or advise the company through the eyes of young growers, who are, after all, the future of the cooperative. The Youth Council functions as a sparring partner and binds the young growers to the company in the areas of policy and strategy.

#### 2.1.1 Setup Youth Council

1. Royal FloraHolland has established a Youth Council with a maximum of 15 members.
2. In the composition of the council, attention is paid to the male/female ratio, auction use (clock/direct), flowers/plants, a reflection of the various regions and the turnover of the business.
3. The Youth Council has an Executive Committee consisting of a maximum of four people.
4. The Youth Council will convene at least four times each year.
5. They will be supported by a company secretary.

The general procedures and organization of the Youth Council is laid down in a set of regulations.

# 3 REGULATIONS YOUTH COUNCIL

## ARTICLE 0 – REGULATIONS

The Youth Council has approved the regulations in which its organization, procedures and allocation of tasks are described in detail. These regulations have been established by the Supervisory Board.

## ARTICLE 1 – SIZE AND COMPOSITION

- 1.1 Young people can apply as members of the Youth Team of the cooperative. Membership is open to young members and (future) suppliers aged 35 and under. Every member company and every supplier may put forward one young person.
- 1.2 The Youth Team incorporates a Youth Council that wants to increase the involvement of young people with the cooperative. This Youth Council focuses more closely on the substantive and policy areas of the cooperative and enables young people to gain administrative experience.
- 1.3 The Youth Council consists of a maximum of 15 young council members, including the Executive Committee.
- 1.4 The Executive Committee consists of a maximum of four members.
- 1.5 The Youth Council is composed in such a way that the young council members evenly reflect the members of the cooperative, taking the following into consideration:
  - a. the use of the cooperative (sales channels clock/direct);
  - b. the turnover of the business;
  - c. the production of flowers or plants;
  - d. the region where the business is located.
- 1.6 The aim is for men and women to be as evenly represented as possible in the Youth Council.
- 1.7 A Youth Council member works for a company that is either a member-supplier or a supplier of the cooperative.
- 1.8 A member of the Youth Council will not have reached the age of 35 upon appointment.
- 1.9 A member of the Youth Council will resign once the age of 36 has been reached.

## ARTICLE 2 – TASKS

- 2.1 The young council members establish bonds between young members of the cooperative.
- 2.2 The young council members contribute to the development and expansion of the youth platform by, among other things, organizing events for youth platform members and recruiting and registering members for the youth platform.
- 2.3 The young council members advise the (Pilot) Members' Council, Supervisory Board and Management Board, either voluntarily or upon request.
- 2.4 The young council members inform the (Pilot) Members' Council, Supervisory Board and Management Board on strategic themes and developments.
- 2.5 In respect of the execution of its tasks, the Youth Council determines each year which themes it wishes to pursue.

## ARTICLE 3 – SECRETARY

- 3.1 The Youth Council is supported in its activities by a company secretary. The tasks of the secretary include:
- a. supporting the Executive Committee;
  - b. organizing events;
  - c. sending invitations to members;
  - d. preparation and support relating to communication;
  - e. preparation and support relating to meetings;
  - f. monitoring and following up actions arising from the meetings;
  - g. providing general support to the Youth Council.

## ARTICLE 4 – MEETINGS AND EVENTS

- 4.1 The Youth Council meets once every quarter. In addition to these quarterly meetings, the young council members meet as often as the Executive Committee deems it necessary.
- 4.2 The meetings take place at the office of Royal FloraHolland but may also take place elsewhere at the request of the Executive Committee.
- 4.3 The meetings are chaired by a member of the Executive Committee.
- 4.4 Meetings are cancelled if less than 50% of the members are able to attend.
- 4.5 One or two interactive sessions are organized each year intended for all young growers up to the age of 35.

## ARTICLE 5 - ATTENDANCE

- 5.1 In principle, young council members will attend all meetings and the interactive sessions with young growers unless they are hindered by circumstances beyond their control.

## ARTICLE 6 – TRAINING

- 6.1 Members of the Executive Committee and the Youth Council are eligible for training, the cost of which is reimbursed by Royal FloraHolland. Training and reimbursement are determined in consultation between Royal FloraHolland and the young growers.
- 6.2 New young council members follow an induction program at the relevant business units of Royal FloraHolland and are also introduced to the governance of the cooperative.

## ARTICLE 7 - REMUNERATION

- 7.1 Young council members receive a fixed remuneration for each formal meeting they attend. There is no remuneration for preparatory work and/or attending other meetings, such as interactive sessions.
- 7.2 Young council members receive compensation for travel expenses incurred.
- 7.3 The maximum remuneration is determined by the Supervisory Board.

## ARTICLE 8 – YOUTH COUNCIL APPOINTMENTS AND TERMS OF OFFICE

- 8.1 The new composition of the Youth Council is determined in the uneven years (2019, 2021, 2023, etc.).
- 8.2 The Executive Committee selects and appoints the Youth Council members.
- 8.3 The selection for appointment to the Youth Council is based on interviews with candidates.
- 8.4 The term of office for the Youth Council is two years.
- 8.5 Reappointment to the Youth Council is possible for a maximum of two terms.
- 8.6 Each young council member can terminate his/her Youth Council membership at any time.

## ARTICLE 9 – EXECUTIVE COMMITTEE APPOINTMENTS AND TERMS OF OFFICE

- 9.1 The Youth Council selects its Executive Committee in the even years (2018, 2020, 2022, etc.).
- 9.2 The following conditions apply to the composition of the Executive Committee:
  - a. at least two members of the Executive Committee have been members of the Youth Council for one full year;
  - b. a member of the Executive Committee who does not come from the Youth Council has acquired demonstrable relevant administrative experience elsewhere.
- 9.3 The term of office for the Executive Committee is two years.
- 9.4 Reappointment to the Executive Committee is possible for a maximum of two terms, whereby the total term of office for the Youth Council, as stated in Article 8.4, may not be exceeded.
- 9.5 A member of the Executive Committee can terminate his/her Executive Committee membership at any time.

## ARTICLE 10 – CONFIDENTIALITY AND THE PROVISION OF INFORMATION

- 10.1 The Management Board supports the Members' Council in its information provision and will provide the young council members with the information required. In doing so, the Management Board will consider whether the information provision is contrary to the interests of the cooperative.
- 10.2 When making decisions on whether or not to enter into transactions with the cooperative and/or stakeholders, young council members will not make improper use of the information they have obtained by virtue of their membership of the Youth Council, if and for as long as this information has not yet been made known generally to the members of the cooperative.
- 10.3 Young council members will not further distribute the information obtained by virtue of their membership of the Youth Council if and for as long as this information has not yet been made known generally to the members of the cooperative.
- 10.4 In respect of all information and documentation obtained within the context of their Youth Council membership, each member of the Youth Council is obligated to exercise the necessary discretion and, in the case of confidential information, to maintain this confidentiality.
- 10.5 Current and former members of the Youth Council will not disclose confidential information outside of the Youth Council, or make it available to the public, or make it available in any other way to third parties, unless the cooperative has made this information public or it has been established that this information is already in the public domain.