***Insert Company Name***

**E&S Organogram and Description of E&S Responsibilities**

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| ***General Instructions***   1. *Insert company logo in the header* 2. *Insert company name where indicated (“[insert company name]”)* 3. *Consider the guidance / follow the instructions given in the instruction boxes* 4. *Review the document and customise accordingly, if required* 5. *Delete the instruction boxes throughout when the document is completed, including this box* |

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**Amendments**

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| *Instruction Box – Delete when complete*  Instructions for Customisation and Compliance |
| Effective implementation of an Environmental and Social Management System (ESMS) is only as good as the people who implement it.  As a minimum, even in small and family owned/operated companies, it is important that someone is allocated responsibility for environmental and social (E&S) risks at an operational level and are adequately trained for this role, and that someone has oversight of this and ensures material health, safety and environment (HSE) and social risks are covered in all operational activities. Moreover, effective implementation of an ESMS requires competent staff to be appointed and adequately equipped with knowledge and resources on these requirements.  To ensure HSE and social risks are identified, managed and mitigated appropriately, your Company should:   * Clearly define E&S roles and responsibilities in employee contracts of employment; * Define the E&S competency and training needs for E&S specific roles; * Ensure that all new staff are informed of the Company ESMS as part of their induction training; * Periodically provide refresher training on the Company’s ESMS and inform staff of any significant updates relating to E&S management; and * Provide specific and relevant training on HSE and social risks, impacts and management including operational procedures relevant to each respective role.   To illustrate the reporting relationships and chains of command within your company with respect to implementation of the ESMS, your company should develop an organisational diagram to define the reporting lines and designation of responsibilities in each role, or design a responsibility matrix to define roles.  You may also wish to establish a Sustainability Committee. The advantage of a Sustainability Committee is that it supports the management and oversight of sustainability in a focused and coordinated way across the company. There is no single governance structure that is always preferable. The type of committee structure that is established should depend on the legal requirements and situation of each company. The following are illustrative of the factors to be considered when deciding the appropriate structure to govern the sustainable development of the company:   * Size of turnover and workforce; * Nature of industry; * Complexity of operation(s); * Geographical footprint; and * Extent of the effect of the operations of the company on its economic, social, and environmental operating context.   The less complex the company and the more limited its impact, the less the need for extensive formal structures. The opposite is true for larger, more complex companies with more impact. |

# Organisational Structure and Competence

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| *Instruction Box – Delete when complete*   * *Document who is responsible for the different aspects of E&S risk management and performance, including effective implementation of the ESMS. This can be presented in an organogram (depicting the E&S governance structure and reporting lines) and/or a table of roles and responsibilities in larger and more complex organisations or both.* * *The section below is generic. Review and modify as required for your company.* |

The [insert role] will ensure that adequate resources have been committed to allow efficient and effective implementation of the ESMS.

Any person with a role concerning E&S Risk Management shall have the necessary underpinning qualifications, knowledge and skills to be competent to assess and manage the respective E&S risks and to define and implement the associated control measures.

For the Company’s personnel, necessary competency (including minimum qualifications) shall be assessed and documented by Hiring and/or Line Managers, with records maintained by the Human Resources (HR) Function (e.g. in job descriptions and performance reviews).

In addition, all Company’s employees and contracted workers performing activities or tasks requiring statutory licenses or certificates of competency, shall submit a current copy to the local HR Function prior to commencement of employment. Details of all licenses and certificates of competency will be held in the person’s file by the individual’s employer.

[insert company name] boasts a diverse and competent multi-disciplinary team which includes finance, human resources, operations, supply chain, sustainability and technical personnel. These personnel are seeded to the organisation within our countries of operation and offices, as shown in the organogram in **Figure 1‑1**.

*[Examples of approaches to organisational mapping are presented below]*

**Figure 1.1: Company Organogram - Example 1 (complex)**

**Figure 1.2: Company Organogram - Example 2 (simple)**

Where applicable [insert company name] shall maintain a pool of qualified E&S Consultants/Specialist in countries where it operates. These consultants may be called upon to assist with the preparation of environmental and social studies or to conduct environmental and social due diligence, reviews, assessment, audits as may be required.

# Key Roles and Responsibilities

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| *Instruction Box – Delete when complete*   * *Outline specific E&S roles and responsibilities for relevant personnel both internally and externally to successfully implement the ESMS.* * *If the General Manager or Chief Executive Officer, for example, has varied responsibilities (for example, including E&S responsibilities), he or she should be able to demonstrate this. This is particularly important in instances where one person wears many hats (which is often the case in small organisations).* * *The section below is generic and includes a number of roles and responsibilities which may / may not be relevant to your company based on i) the nature of your business, ii) the complexity of your operations, iii) the size of your workforce and v) the extent and type of E&S impacts of your company’s operation(s). Review and modify as required for your company.* |

This section outlines the roles and responsibilities of each party involved in the implementation of the ESMS and in achieving the E&S performance goals as set by [insert company name].

**Table 2.1: List of Key Roles and Responsibilities**

| **Role** | **Responsibilities** |
| --- | --- |
| [insert company name] General Manager or Chief Executive Officer | * Overall accountability for implementation of the ESMS and associated E&S performance at all operations, and that appropriate support is provided; * Include E&S issues and feedback of E&S performance in major internal (including board) meetings and other stakeholder meetings; * Endorsing the E&S policy; * Approve objectives; * Participating in ESMS management reviews when required; * Ensuring adequate resources are available to enable the effective operation of this ESMS; * Ensuring that significant E&S impacts and major non-conformance receive suitable attention to be appropriately managed; and * Approving communication where necessary to relevant external interested and affected parties. |
| ESG Manager / Sustainability Manager | * Overall responsibility for ensuring compliance and management of E&S issues/risks across [insert company name]; * Management of the ESMS document and ensuring that it is reviewed on a periodic basis; * Manage resources (budget and staff) for E&S risk management procedures; * Lead, monitor and provide ongoing feedback to Country Managers on E&S risks; * Ensure the coordination and integration of E&S risk management procedures; * Report any major E&S issues to the Managing Director or Chief Executive Officer and secure the support and approval of E&S risk management issues by the Managing Director or Chief Executive Officer; * Development/quality control of training materials for internal staff. Delivery of training on E&S to internal staff and maintaining training records; and * Review and approval of [insert company name]’s annual E&S performance report to stakeholders (including lenders), E&S country assessments and action plans. |
| Health and Safety (H&S) Manager | * Establish and promote maintenance of safe and healthy working conditions in a business through formulating general safety, fire prevention and health policies and measures; * Maintain, review and report safety performance, identifying opportunities for improvement along with implementing preventative and corrective actions as required; * Devise and coordinate safety programs that will increase proficiency in safe practices and promote safety consciousness; * Assist line management personnel in meeting their obligations under the relevant Occupational Health & Safety legislation, such as ongoing safety education, hazard identification and elimination; * Inspect the workplace regularly in cooperation with client agencies to audit safety and environmental procedures, and report findings to line management and client agencies as appropriate; * Coordinate ongoing training for safety and environmental awareness at all levels of the workforce and regularly verify that tasks are correctly executed; * Support the H&S / EHS Officer with the compilation of annual E&S performance reports; and * Investigate accidents, prepare and maintain required reports. Identify countermeasure to prevent reoccurrence. |
| H&S / EHS Officer | * Develop, implement, and improve the EHS plans, programmes and procedures in the workplace; * Ensure compliance with relevant EHS legislation; * Identify EHS-related training needs in the workplace; * Conduct EHS inspections and risk assessments; * Investigate workplace accidents; * Report on OHS-related incidents; * With support from the H&S Manager prepare annual E&S performance reports, E&S country assessments and action plans; and * Supervise junior health and safety employees. |
| H&S / EHS Representatives *(typically responsible for EHS issues within his/her area/department)* | * Assist and report to the EHS Officer; * Attend H&S Committee meetings; * Identifying EHS hazards and risks in the workplace; * Listen to and investigate OHS-related complaints from employees; * Assist with the investigation of accidents that occur in the workplace; and * Propose OHS-related suggestions to senior management and/or the EHS Officer. |
| Supply Chain / Procurement Manager | * Identify opportunities for reducing carbon emissions, waste generation, and energy consumption across the supply chain; * Implement measures to promote sustainable sourcing, packaging, transportation, and waste management practices; * Collaborate with suppliers to ensure compliance with labour and human rights standards; * Promote fair trade, diversity, and inclusion within the supply chain; * Evaluate and select suppliers based on sustainability criteria; * Collaborate with suppliers to implement sustainable practices and monitor their progress; * Establish metrics and Key Performance Indicators (KPIs) to track sustainability performance; and * Prepare regular reports to communicate progress, achievements, and areas for improvement. |
| Operations Manager | * Develop and manage operational activities, including the monitoring of workplace safety and health strategies, and overseeing manpower, financial and resource plans; * Assist the health and safety department in assigning roles and responsibilities to key personnel in emergencies pertaining to safety in the workplace; * Promote overall governance of safety and quality management of the work team - in the documentation and in the workplace; * Lead and engage employees in daily management to drive sustainable, continuous improvements in safety, quality and productivity, and to ensure on-time delivery; * Lead incident investigations arising from non-compliance with workplace procedures; and * Lead negotiations with key suppliers and vendors. |
| Community Liaison Officers (CLOs) | * Provide support to Operation Managers and the Human Resources Manager related to external stakeholder engagement, including: * Assist in applications for and renewals of E&S permits; * Oversee the implementation of stakeholder engagement plans; and * Oversee the implementation of the external grievance mechanism. |
| Security Manager | * Oversee the work of the security team as they work to protect the operation / site; * Monitor CCTV and alarms in the control room; * Carry out risk assessments to determine the safety of personnel and assets on site; * Coordinate the response to any incident; * Recruit, hire and train new security personnel and provide ongoing training to current employees; and * Coordinate with police or other security agencies to manage security risks. |
| Legal Manager/Officer | * Provide legal counsel on applicable aspects of air quality, waste management, wastewater, and occupational health & safety compliance; * Collaborate with EHS and security teams to develop and implement company-wide initiatives, including sustainability matters; * Oversee external legal counsel in matters related to EHS; * Provide legal advice on EHS and security policies and procedures; * Investigate and respond to requests for information, notices of violation, and citations from governmental agencies; * Draft and implement policies to enhance safety, environmental protection, and sustainability; and * Ensure the E&S requirements are incorporated into legal agreements. |
| Human Resources Manager | * Oversee the implementation of labour and working conditions requirements at [insert company name]; * Ensure compliance with labour legislation in all operations; * Ensure mandatory reporting on labour matters to the relevant government authorities in a timely manner; * Ensure that an Employee Handbook is available to personnel in all operations; and * Oversee the implementation of the internal grievance mechanism for employees and contractors. |
| All employees | * Comply with [insert company name] policies and E&S management requirements; and * Report any activities which are creating unaddressed E&S risks. |
| Customers and Suppliers | * Raise and report E&S risks observed in business conducted with [insert company name] or areas of the relationship which is not in alignment with the E&S commitments made; and * Ensure transparency in issues affecting HCSE and social risks to support [insert company name] to meet its E&S obligations. |

# Sustainability Committee Responsibilities

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| *Instruction Box – Delete when complete*   * *Describe the committee’s purpose, composition, appointment processes and responsibilities. The mandate of the committee should be formalized in written terms of reference that are approved by the board or the executive committee, depending on whether it is a board or a management committee. This document should address the committee’s purpose, composition, appointment processes, authority and power, and functions and duties.* * *The Sustainability Committee members shall be appointed by the Board and shall consist of not less than three members.* * *The section below is generic. Review and modify as required for your company.* |

The Sustainability Committee is established as a committee of the [insert company name] Board of Directors to assist the Board in fulfilling its oversight responsibilities in relation to the [insert company name]’s objectives, policies, and practices pertaining to sustainability, which comprise the following:

* Contribute to a better society;
* Minimize environmental harm; and
* Deliver sustainable development.

Additionally, the Sustainability Committee has been established to support [insert company name] ongoing commitment to E&S stewardship, health and safety, corporate social responsibility, corporate governance and sustainability as relevant to the Company.

The Sustainability Committee aims to:

* Define E&S priorities, objectives and strategy
* Integrating E&S issues into the Company’s, divisions, projects and activities;
* Oversee and coordinate the implementation of the Company’s E&S initiatives;
* Provide operational oversight of implementation of sustainability activities, including the company’s ESMS; and
* Monitor and report on the status and improvement of [insert company name]’s E&S performance.

**Committee Composition**

The Sustainability Committee shall consist of a minimum of [Number] members, including

* **Chairperson**: Lead and facilitate committee meetings effectively;
* **Executive Leadership**: Chief Executive Officer, Group Sustainability Manager, HR Manager, Chief Operating Officer; and
* **Sustainability**: ESG Manager and H&S Manager.

The Board may appoint an Independent Sustainability Advisor who, for the duration of their appointment, will be an ex-officio member of the Sustainability Committee.

**Responsibilities**

The Sustainability Committee shall have the following responsibilities:

* **Review and Assessment:** Regularly assess and review [insert company name]'s ESG performance, policies, and initiatives to ensure alignment with international standards and best practices.
* **Environmental and Social Action Plans:** Tracking the implementation status of the “E&S” Action Plans agreed between [insert company name] and its investors and lenders.
* **Strategy Development:** Assist in the development of ESG strategies, goals, and action plans that support the organisation's long-term sustainability and resilience.
* **Monitoring and Reporting:** Monitor the implementation of ESG initiatives, track progress toward goals, and provide oversight on ESG reporting and disclosure practices.
* **Risk Management:** Identify, evaluate, and address ESG-related risks and opportunities that may impact [insert company name]'s reputation, operations, and financial performance.
* S**takeholder Engagement:** Promote meaningful engagement with internal and external stakeholders, including employees, investors, customers, suppliers, and local communities, to understand and address their ESG concerns and expectations.
* **Policy Development:** Review and recommend updates to ESG-related policies, codes of conduct, and guidelines to ensure they are comprehensive and effective.
* **Compliance:** Ensure [insert company name]'s compliance with all relevant ESG laws, regulations, and international conventions.
* **Reporting and Communication:** Oversee the preparation and dissemination of ESG reports, disclosures, and communications, both internally and externally.

# Training

The [insert company name] provides training to all employees and managers, ensuring that:

* Personnel are aware of the importance of developing and implementing [insert company name] E&S policies and procedures and fulfilling requirements therein, especially in relation to their role and responsibilities, and that failure in fulfilling these requirements may lead to significant impacts to personnel, the community and the environment;
* Personnel within the organisational structure with direct responsibility for operational level environmental, social, health and safety performances have the knowledge, skills, and experience necessary to perform their work, including current knowledge of the applicable laws, regulations and requirements of IFC Performance Standards and Guidelines; and
* Personnel possess the knowledge, skills, and experience to implement the specific measures and actions required under the ESMS and the methods to perform such actions in a competent and efficient manner.

It is essential that all employees at the Corporate or site-specific level are adequately educated on [insert company name] expectations on working culture, relations and sensitivity to environmental and social risk management. This means educating all members of staff on the procedures, policies and regulations discussed by the ESMS and all other referenced documents.

Refer to Table 4.1 for the Function and Role Terms of Reference / Job Descriptions (JD) and Competency Framework for the Company.

**Table 4.1: Function and Role Terms of Reference**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Department/ Role and Persons Name | High Level Role ToR/JD (add links to detailed ToR/ JD as applicable) | Review Date | Qualification & Competency Needs | Training Needs |
| **Board** | | | | |
| Chair  [name] | Chairing the board, overall direction of the business | Annual (date) | XXX years experience in comparable role in YY companies, track record  Completed company training | ESG/OHS briefing  Other specific needs based on performance review |
| CEO  [name] | Direction and execution of the board decisions and business strategy | Annual (date) | As above | As above |
| Secretary[[1]](#footnote-2)  [name] | Role may not exist but functions should fall under another member | Annual (date) | As above | As above |
| Non-Exec1  [name] | Responsible for risk oversight and wider non-executive input | Annual (date) | As above | As above |
| Observer  [name] | Responsible for reporting back to investees, or operational role in board | Annual (date) | As above | As above |
| **Management Team** | | | | |
| General Manager (GM)  [name] | Day to day management of the business and deliver of the strategy and plan  Management of functional departments  Responsibility for HSESC  Reports to CEO | Annual (date) | Qualification, type of experience and level of experience in this role needed  % dedicated to role | As above |
| Farm / Production / Warehouse Manager if not rolled into GM  [name] | Management of production / yield etc  Reports to GM/ CEO | As above | As above | As above |
| Finance Manager  [name] | Management of Finance Function  Responsible for financial monitoring and reporting and legal compliance on finance issues.  Reports to GM | As above | As above | As above |
| Quality Manager (delete if n/a e.g. non-food business)  [name] | Management of Quality Function (including food safety)  Responsible for quality and food safety monitoring and reporting, legal compliance on quality issues, tracking permits and licences  Reports to GM | As above | As above | As above |
| ESG Manager (if role does not exist signpost who is responsible but keep ToR/JD)  [name] | Management of E&S Issues including community and stakeholder relations  Potentially responsible for labour and grievance depending on HR team  Responsible for overseeing appointment of Health and Safety Representatives, Health and Safety Committee, First Aiders and Fire Marshalls, as required by legislative requirements.  Reports to GM or CEO/ Board on material risk/ compliance issues | As above | As above | As above |
| OHS Manager (may be combined with ESG/ Farm / production manager etc – keep role JD here and cross ref person)  [name] | Management Health and Safety Reports to GM or CEO/ Board on material risk/ compliance issues | As above | As above | As above |
| Department Head1  [name] | >>>> | As above | As above | As above |

1. The secretary of the sustainability committee is normally the company secretary or a person recommended by the company secretary and approved by the board. The secretary plays an important role in organizing and providing assistance on legal and governance processes, including working with the committee chair to develop the work plan and agenda. The committee secretary also assists with recording discussion points and the decisions of the committee, for future reference. [↑](#footnote-ref-2)