

Created on:	Last revised on:	Organization:
31 October 2025		LeadBattery360°
Title:		Type:
Terms of Reference for LeadBattery360°		Public

Terms of Reference (ToR) for Lead Battery 360°

V1., October 2025

I. Introduction

Lead Battery 360° is an industry-led initiative aimed at promoting sustainable and responsible practices within the lead battery supply chain. This Terms of Reference (ToR) defines the roles, responsibilities, and governance structure for the Lead Battery 360°, ensuring that it operates with transparency, fairness, and accountability, particularly through a newly proposed legal entity established under the 501(c)(6) framework in the United States.

II. Objective

The primary objective of Lead Battery 360° is to ensure the sustainability of the lead battery supply chain by implementing a robust, stakeholder-inclusive governance system. The entity will oversee the operations of Lead Battery 360°, ensuring fair representation, and maintaining a consensus-driven decision-making process.

III. Governance Structure

Board of Directors

- **Composition:** The Board of Directors will comprise one representative from each of the four industry associations (International Lead Association (ILA), Battery Council International (BCI), the Association of European Automotive and Industrial Battery Manufacturers (EUROBAT), and the Association of Battery Recyclers (ABR)). Each representative will be appointed by their respective association.
- **Roles and Responsibilities:** The Board will oversee the strategic direction and governance of the Assurance Scheme. It will:
 - Approve the workplan and budget.
 - Make decisions based on the recommendations of the Secretariat and the Advisory Committee.
 - Appoint the Secretariat and members of the Multi-Stakeholders Advisory Committee.
- **Decision-making:** The Board will make decisions by consensus among its members, and it retains ultimate decision-making authority over all matters pertaining to the Assurance Scheme.
- **Meeting Frequency:** The Board will meet four times per year, with additional ad hoc meetings as needed.

Secretariat

- Composition: The Secretariat will be represented by TDi Sustainability, which will appoint a 'lead' person who will be responsible for reporting to the Board of Directors.
- Roles and Responsibilities: The Secretariat is responsible for the day-to-day management of the Assurance Scheme. Key duties include:
 - Executing the agreed workplan.
 - Managing the programme's financial resources and budget.
 - Engaging and support companies participating in the assurance program
 - Managing the execution of the assurance programme
 - Providing regular reports to the Board and broader stakeholders.
 - Preparing materials, scheduling meetings, supporting the Chair, and preparing minutes.
- Decision-making: The Secretariat will inform the Board of Directors and make recommendations but will not hold decision making authority. In instances where decisions depart from the Secretariat's recommendations, the Secretariat's role remains focused on implementation and facilitation in line with its designated responsibilities.

Advisory Committee

- Overview: The vision of Lead Battery 360 is for certified lead battery supply chain participants to be recognized by the diverse set of stakeholders within the industry as having adopted responsible operating practices. To help achieve this goal, the initiative includes an Advisory Committee to assist the Board in ensuring that Lead Battery 360 is recognized as a credible way for companies to meet the reasonable expectations of regulators, customers, investors, and civil society stakeholders.
- Composition: The Advisory Committee shall consist of individual representatives of certified facilities and, non-industry stakeholders (such as civil society organizations, academia, non-governmental organizations, lead battery customers, metals exchanges, expert consultants, and financial institutions). Members of the Advisory Committee will be approved by the board of directors. The LB360° Secretariat chairs the Committee and does not vote.
- Roles and Responsibilities: The Advisory Committee sets its own agenda following direction of the Board of Directors. The primary responsibility of the Advisory Committee shall be to provide recommendations on best practices in the lead battery industry for consideration by the Board. Such recommendations may be based on evolving and emerging expectations of market participants including customers, investors, regulators and civil society, regarding responsible production and responsible sourcing practices. The Advisory Committee also provides recommendation on the Lead Battery 360° Assurance Programme, including the Code itself, but also on the assurance process, to ensure the Programme is aligned with best practices and stakeholder interests.
- Decisions: The Advisory Committee shall consider proposals prepared by the Board or the Maintenance Committee. Participants in the Advisory Committee may also bring forward their own proposals. The Advisory Committee may ask for the Board's approval to seek input from competent technical bodies, public consultations or other forms of stakeholder engagement. The Advisory Committee shall seek consensus from all participants before endorsing any proposal. Where consensus is not achieved, individual Advisory Committee members shall have the right to separately note their views to the Board. Ultimately any proposal shall require approval by the Board.
- Meeting Frequency: The Advisory Committee will meet twice a year, with additional ad hoc meetings as appropriate. A member of the Advisory Committee will have the opportunity to meet with the Board of Directors once each year.

Maintenance Committee

- Composition: The Maintenance Committee consists of representatives of each of the corporation (Lead Battery 360° programme foundation members) and one representative of each site which has been certified under the Lead Battery LB360° Assurance Programme.
- Roles & Responsibilities: The Maintenance Committee represents the interests of certified sites and can submit suggested changes to the corporation's standard.
- Decisions: The Maintenance Committee drafts updates to the corporation's standard documents which are presented to the board of directors for review and possible adoption.
- Meeting Frequency: The Maintenance Committee shall meet upon request of its members.

IV. Operational Procedures

- Workplan and Budget: The Secretariat, in consultation with the Advisory Committee will prepare an annual workplan and budget for approval by the Board of Directors.
- Meetings: The Secretariat will facilitate all meetings, including the preparation of agendas, materials, and minutes. The Board of Directors will meet quarterly, while the Advisory Committee will convene as twice a year.
- Reporting: The Secretariat will provide quarterly updates to the Board of Directors and an annual report to the Advisory Committee.
- Decision-making process: All major decisions will be made by consensus within the Board of Directors. Where decisions diverge from the Secretariat's advice, the Secretariat will continue to support implementation in line with its designated responsibilities.
- Oversight and grievances: The Lead Battery 360° Secretariat holds the primary responsibility for overseeing the assurance process, ensuring its transparency, impartiality, and continuous improvement. Grievances are to be directed to the Lead Battery 360° Secretariat through designated channels, ensuring confidentiality and protection of the complainant's identity when necessary.
- Language: English is used for all written and oral communications.

V. Conclusion

The Terms of Reference for the Lead Battery 360° Assurance Scheme establishes a transparent, fair, and accountable governance framework. The legal entity formed under the 501(c)(6) structure will manage the Scheme with support from the Board of Directors, Secretariat, and Advisory Committee, ensuring that the voices of all stakeholders are heard and considered in decision making processes. The Board of Directors retains ultimate authority over decisions, while the Secretariat's role is advisory and operational in nature.