Advanced and Indirect Mitigation (AIM) Platform

Governance Structure – Version 2.0

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About this Document

I. Introduction

The Center for Green Market Activation (GMA), Gold Standard, and Center for Climate and Energy Solutions (C2ES) organize the Advanced and Indirect Mitigation (AIM) Platform. The AIM Platform's goal is unlocking vast new sums of private climate finance by bringing civil society and the private sector together to remove roadblocks to value chain mitigation and ignite sectoral transition.

II. Definitions

The following definitions should be used when referring to any of the listed terms below in this document and in any other AIM Platform document, publication, or reference.

- "Organizers" refers to the co-conveners of the AIM Platform, i.e., Center for Green Market Activation (GMA), Gold Standard, and Center for Climate and Energy Solutions (C2ES).
- "Governing Committee" describes the body comprised of individuals from environmental non-profits, standard setting bodies and academia, and private sector experts that has ultimate decision-making authority over the AIM Platform Standard and Guidance.
- "Secretariat" describes the body that manages the day-to-day work, including consultations to ensure broad-ranging participation and input into decision-making publications of the initiative. The Secretariat is responsible for authoring technical papers and drafts of the Standard and Guidance for consideration by the Governing Committee.
- "Governing Committee Observers" or "Observers" describes individuals invited by the Secretariat or the Governing Committee to participate in Governing Committee meetings to preserve lines of communication with key standard and target setting bodies and ensure comprehensive, participatory coverage of views.

III. Scope of Document

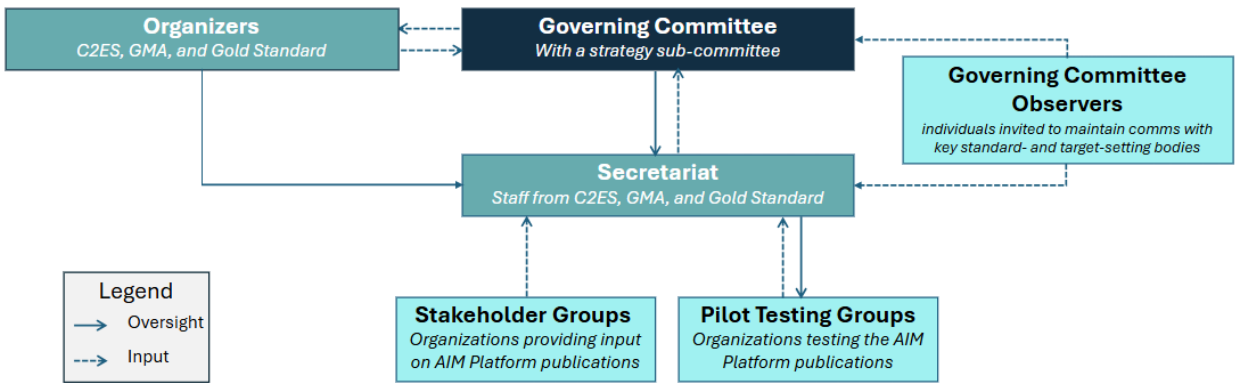
This document summarizes the AIM Platform's governance structures, respective roles and responsibilities, and decision-making processes. It also details the development, revision, and approval process of documents published by the AIM Platform.

The AIM Platform is an initiative of the three Organizers and is not a stand-alone legal entity. As such its governance is distinct from their individual operations, particularly any certification and/or validation/verification systems operated by them. As an initiative, the AIM Platform has no official organizational structure or fiduciary duty. Each participating organization is responsible for its own financials, operations, and internal audits.

AIM Platform Governance

IV. Governance Structure

The AIM Platform governance structure will be organized as depicted in the graphic below, with additional, ad-hoc or standing bodies added as needed to progress the work:



- The Organizers are the AIM Platform's three convening organizations, Center for Green Market Activation (GMA), Gold Standard, and Center for Climate and Energy Solutions (C2ES), and are the legal entities that oversee the AIM Platform. In this capacity the Organizers hire and oversee Secretariat staff, approve annual budgets and progress reports, process grants and contracts, decide on and carry out any action with legal implications, and publish AIM Platform outputs.
- The Governing Committee is composed of a maximum of 15 individual independent members, invited to join based on their expertise in relevant subject-matters and representation across a range of sectors. The individuals comprising the Governing Committee will represent one of the following three groups, with no group having more than 7 individuals as to avoid a supermajority: 1) environmental non-profits, 2) standard setting bodies and academia, and 3) private sector experts. The Governing

Committee appoints new Governing Committee members and serves as the approval body for all Standard and Guidance outputs.
The initial Governing Committee members were invited and appointed by the Organizers. Starting January 1, 2025, the Secretariat will propose new Governing Committee members to the Governing Committee to fill vacancies based on identified gaps and needs. Existing Governing Committee members are responsible for voting to approve proposed candidates.

- The Secretariat is comprised of Organizers' staff and is responsible for authoring technical papers and drafts of the Standard and Guidance for consideration by the Governing Committee and managing the day-to-day work, including consultations to ensure broad-ranging participation and input into decision-making publications of the initiative. The Secretariat will operate under the oversight of the Organizers and the Governing Committee.

- Governing Committee Observers are individuals invited by the Secretariat or the Governing Committee to participate in Governing Committee meetings to preserve lines of communication with key standard and target setting bodies and ensure comprehensive, participatory coverage of views. Observers are allowed to participate and offer their feedback during meetings but retain no voting power. Some observers will be invited to all Governing Committee meetings and others will be invited on an ad-hoc basis at the discretion of the Secretariat or Governing Committee. Observers may request a replacement subject to approval by the Secretariat.

- AIM Stakeholders are a broad group of individuals representing civil society, standard setters, academia, and the private sector that provide input on AIM Platform publications. Stakeholders receive all relevant AIM Platform communications and outputs and are encouraged to provide feedback through public stakeholder consultation periods. Public stakeholder consultation periods will be opened at key milestones, in line with good practice such as set out by the ISEAL Alliance codes to enable participation through providing input into decision-making.

- Pilot Testers are a select group of organizations who apply and are chosen by the Secretariat to provide detailed feedback on AIM Platform publications. Pilot Testers' feedback will be used to ensure the AIM Platform Standard and Guidance is understandable, actionable, and can serve as a tool for third party assurance of interventions.

V. Detailed Roles and Responsibilities

The table below identifies the specific roles and responsibilities of the entities that make decisions related to the AIM Platform.

Role	Responsibility
Organizers	• Oversee the AIM Platform and in this capacity hire and oversee Secretariat staff, approve annual budgets and progress reports, process grants and contracts, decide on and carry out any action with legal implications, and publish AIM Platform outputs. • Expand or modify the overall scope and charter for the AIM Platform as necessary • Ensure alignment with the guiding principles of the AIM Platform and give all due attention to interactions with existing accounting and reporting standards when developing proposals for adoption • Establish representative, participatory governance and engagement and inclusive consultation with the aim of producing robust standards and guidance • Identify and avoid/mitigate risks, including but not limited to, governance, conflict of interest, credibility, liability, and financial, to the AIM Platform and its technical output and use.
Governing Committee	• Provide input to the Organizers on strategic decisions relevant to the success of the AIM Platform • Actively attend and participate in Governing Committee meetings • Review, comment on, and occasionally contribute input to the drafting of written materials • Consider the inputs of AIM stakeholders and public consultations as presented by the Secretariat • In consultation with the Secretariat, propose Observers to be invited to Governing Committee meetings on an ad-hoc or ongoing basis • Take final decisions on all outputs of the AIM Platform by voting on proposals when requested by the Secretariat (see 'Voting Model and Quorum' in the Governing Committee Terms of Reference document) • Following each Governing Committee meeting, review 'minutes' i.e. summary of topics discussed, any action items planned, or decisions taken

	• Approve new Governing Committee members proposed by the Secretariat to fill vacancies
Secretariat	• Serve as the project management team for the AIM Platform, organizing all meetings, managing the AIM Platform workplan, etc. • Moderate and facilitate Governing Committee meetings and capture the feedback from each through 'minutes' i.e. a summary of topics discussed, any action items planned, or decisions taken • In consultation with the Governing Committee, invite Observers to participate in Governing Committee meetings as necessary to ensure comprehensive coverage of views • Serve as the first point of contact for AIM Platform stakeholders, the public and media • Author technical papers and drafts of the Standard and Guidance, in consultation with the Governing Committee, Observers, Stakeholders and outside experts • Run public stakeholder consultations and pilot testings of key AIM Platform outputs • Receive and synthesize feedback received from AIM Platform stakeholders and pilot testers

VI. Governing Committee Member Agreement

AIM Platform Governing Committee Member Agreement

I agree to participate in the Governing Committee of the Advanced and Indirect Mitigation (AIM) Platform according to the following:

1. Governing Committee members serve in an individual capacity, representing their own expert views, not the official views of their organization or company or any other third party.
2. Notwithstanding point (1) above, Governing Committee members are encouraged to voice the interests of the stakeholder type, sector, etc. with which they are associated when engaging in AIM Platform work in order to serve the mission of the AIM Platform to develop output that is clear, relevant, and actionable for all sectors. Examples and lessons learned from their organization can also be shared, at their own discretion.
3. The initial term of all Governing Committee members will be two years. Membership may be renewed, up to a total of 3, two-year terms (6 years total).
4. Governing Committee members will:
    a. Attend a minimum of 2/3 of scheduled Governing Committee meetings during their term, making every effort to participate in all scheduled meetings, and providing advanced notice of absence whenever possible.
        i. A Governing Committee member may appoint a non-voting replacement (hereafter 'replacement') to attend a Governing Committee meeting on their behalf. The procedure to request a replacement is as follows:
            1. A request for the replacement's attendance at a given Governing Committee meeting is provided to the Secretariat via email at least three (3) business days in advance of said meeting.
            2. At the beginning of said Governing Committee meeting, the Secretariat must state that said Governing Committee member is being represented by said replacement.
            3. Replacements may not attend meetings where a vote is scheduled to occur. Replacements do not have the ability to vote on behalf of the Governing Committee member they are sitting in for.

4. Replacements must follow the rules laid out above regarding the organization and rules of Governing Committee member meetings.
5. Replacements are responsible for any personal conflicts of interest.

b. Act to further the interests, mission and vision of the AIM Platform and not to use their Governing Committee membership for personal or professional gain;
c. Not collude or engage in anti-competitive behavior (e.g., sharing confidential business data); and
d. Respect the roles of the Secretariat in managing and steering Governing Committee meetings and respect the right of their fellow Governing Committee members to express views with which they may not agree.
e. Treat all participants of the AIM Platform with respect and professionalism at all times.

5. Regarding conflict of interests, all Governing Committee members are expected to complete Annex A: Conflict of Interest Disclosure Statement.

I note that my name, title, and organization will be listed publicly on the AIM Platform website and may be mentioned in AIM Platform public presentations.

Governing Committee Member

By:

Name:

Title:

Annex A: Conflict of Interest Disclosure Statement

AIM Platform Conflict of Interest Policy

1. Purpose and Scope

Maintaining the integrity of the AIM Platform throughout its work with a wide range of stakeholders is essential to the AIM Platform's mission and its success. As even the perception of a conflict of interest can damage the AIM Platform's reputation, effectiveness, and relationships with its stakeholders, this Conflict-of-Interest policy exists to help preserve that integrity and credibility.

The AIM Platform recognizes that Governing Committee members may have current affiliations that relate to the work of the AIM Platform. These affiliations are not necessarily a conflict of interest. In fact, the AIM Platform's publications and work are strengthened by the involvement of company, civil society, and research practitioners who have direct experience working with value chain data and interventions. At the same time these affiliations, and any actual, potential, or perceived conflict of interests that arise from these affiliations, must be transparently disclosed and, if determined to be a conflict of interest, managed or mitigated appropriately.

This Conflict-of-Interest Policy applies to all members of the Governing Committee and the Secretariat ("covered persons").

2. General Policy

All covered persons shall exercise good faith in their duties with the AIM Platform and shall not use their positions in any manner that is contrary to the best interest of the AIM Platform or to promote their own business interests or those of family, friends, business partners, or employers.

Covered persons should also avoid situations that might lead to their loyalties becoming divided in a manner that creates a conflict of interest or the appearance of a conflict of interest. Covered persons should disclose any actual or potential conflict of interest as soon as it is discovered.

3. Disclosure Procedure

Disclosure of all relevant affiliations and actual or potential conflicts of interests, and recusal from decisions related to matters affected by such conflict of interest, are required for covered persons. The Secretariat will distribute a disclosure form to all Governing Committee members upon initial appointment to the Governing Committee, at renewal of a term, or on an ad-hoc basis as needed in case of a new actual or potential conflict of interest. Secretariat members will complete the form upon joining the Secretariat, or on an ad-hoc basis as needed in case of a new actual or potential conflict of interest.

4. Review of Actual or Potential Conflicts

If an actual or potential conflict of interest is disclosed, the Secretariat shall communicate as necessary with the covered person to obtain further information as appropriate and, if necessary, raise any actual or potential conflicts to the Governing Committee's attention. The Governing Committee shall ultimately take appropriate action to mitigate or manage the conflict as necessary to protect the interests of the AIM Platform.

5. Management of Conflicts of Interest

Management or mitigation actions will be tailored to the nature and severity of the conflict and the risk it poses to the AIM Platform. Resolutions may include taking note without further action needed, removing conflicted topics from an agenda, requiring the covered person to take certain action, or, in severe cases, removal of the covered person from the Governing Committee according to the procedures in the Terms of Reference.

The covered person shall recuse themselves from participating in any decisions in which the covered person has an actual conflict of interest. Furthermore, the covered person shall not be present during said vote.

In case a potential conflict of interest has been disclosed and the evaluation resolves that it is not an actual conflict of interest, the covered person may participate in decisions on the respective matter.

6. Records

All Conflict-of-Interest Disclosure Statements shall be maintained in confidence by the AIM Platform Secretariat and be accessible only to relevant Secretariat staff.

When a conflict of interest is determined, the nature and extent of the conflict, a summary of any deliberation, and any actions taken to manage or mitigate the conflict will be documented in the meeting minutes of the most recently occurred meeting of the Governing Committee.

7. Violations of the Conflict-of-Interest Policy

If there is reasonable cause to believe that a covered person has failed to disclose actual or possible conflicts of interest, such covered person will be informed and will be afforded an opportunity to explain the alleged failure to disclose and to correct the omission.

If the omission is not corrected, the Governing Committee may remove the covered person from the Governing Committee according to the Governing Committees Terms of Reference. If the covered person is on the secretariat, disciplinary actions will be considered by the organizers.

Required

☐ I have read the above AIM Platform Conflict of Interest Policy. I understand the policy and agree to comply with both the wording and the intent of the policy. I agree that if at any time during my term, the information on this statement changes materially, I will disclose such changes by completing a new version of this form.

Select one

☐ I have no affiliations that create an actual or potential conflict of interest

OR

☐ I have an affiliation that creates an actual or potential conflict of interest to declare and have provided applicable details below. To the best of my knowledge, I have no other actual or potential conflicts of interest beyond those disclosed.

_____
_____
_____