

## IRAC Constitution

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*Issued, September 2011*

*Version 6.5*

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## 1. Introduction

### Remit of Insecticide Resistance Action Committee (IRAC)

IRAC Committees and Working Groups are dedicated to prolonging the effectiveness of insecticides and acaricides by countering the development of resistance. The management of resistance is an essential part of product stewardship.

The Committees operate at two levels:

- Global (IRAC Executive and IRAC International Working Groups)
- Regional/Country (IRAC Country Groups).

The IRAC Executive and related working groups operate within CropLife International and report regularly to the relevant CropLife International Committee.

The IRAC Regional or Country Groups maintain an information exchange with the IRAC Executive Committee and operate within CropLife regional or country associations or will transition into operating in such a set-up.

The IRAC Executive and related Working Groups act as a Specialist Technical Group of CropLife International.

The following text relates mainly to the IRAC Executive and the related Working Groups. IRAC groups at regional and country level which are not reporting to the IRAC Executive or CropLife International are encouraged to use a similar set-up in terms of constitution, policies and most importantly the anti-trust guidelines.

### Composition of the Committees

The committee members of the IRAC Executive and related Working Groups represent companies, which are generally members of CropLife International. If they represent companies, which are not members of CropLife International, they are still able to participate in IRAC committees (gaining the status of associated committee members under CropLife International). Their participation in the IRAC Executive or Working Groups needs to be confirmed by the relevant CropLife International Committee (Stewardship Steering Committee).

### Membership

The Committees comprises of senior technical people from the R & D functions of agrochemical manufacturers except that the Committee may appoint a member from another function providing that person is suitably technically qualified. Representatives must be experienced and influential in company insecticide resistance management matters.

The Committee may appoint external contractors to serve in an administrative capacity only, for example as Committee Secretary, Coordinator or Treasurer, as agreed by Committee members.

Organizations involved only in the distribution of a product (i.e. not prime manufacturers) may be invited to join IRAC Working Groups providing they make a commitment to actively

participate in the work of the Group e.g. by provision of resistance monitoring data. Otherwise they can be invited to special meetings of the Working Groups as appropriate.

The contact person from each company is a senior scientist with the technical expertise and authority to represent his/her company. Collectively, these contact persons foster technical collaboration. Representatives of company marketing functions may be members of Working Groups providing their inclusion aids Working Group decision making. All members are made aware of and in compliance with anti-trust regulations.

Members of each Working Group establish an atmosphere of mutual trust, pool all relevant information for their Group in compliance with anti-trust regulations, define the scope of the problem(s) and assess the risks.

### Working Group Conditions of Membership

**Any manufacturer of an appropriate molecule, including generic manufacturers, are eligible to join a Working Group providing they meet the conditions of membership:**

- The member company, through their representative(s) must be able to make an active contribution to the technical discussions held within the Group. The representative member must either have the necessary technical ability or be present to support the technical decision making process of a suitably qualified technical person from that company who is a member of the Working Group.
- The term 'active contribution' means that the company will contribute data and active constructive discussion that will lead to formulation of resistance management strategies and subsequent Guidelines for the Group.
- The term 'data' is understood to include, but not necessarily be limited to, provision of baseline sensitivity data, sensitivity monitoring data, mode of action data, cross-resistance information. Such data may be generated in-house or under contract.
- Should any member company consistently fail to make an active contribution and gives no undertaking to provide such a contribution, they shall be liable for exclusion from the Group. The Working Group Chairperson shall make a recommendation for exclusion to the Committee and the Committee shall decide on the appropriate action to be implemented by the Chairman with the authority of the Committee.
- The Working Group may appoint ad-hoc members. The Working Group must agree a positive need for the appointment of ad hoc members and may specify the terms of such membership prior to the appointment of such members. Ad hoc members have no voting rights.
- Should a member or members from a company be unable to attend a Working Group meeting they may request that a temporary replacement person shall attend that meeting in their place. Such requests must be made to the Leader of the Working Group, who will, at his/her discretion, refer the matter to the other Working Group members. After considering responses, the Working Group Leader will communicate the decision.

All IRAC members, external experts and consultants agree to voluntary self-compliance with the IRAC Constitution including the IRAC Code of Conduct and the IRAC Antitrust Guidelines. In the case of disputes, IRAC members agree to abide by the decisions of their Committee according to the rules and principles laid out in the constitution.

### **The Objectives of the Constitution**

The IRAC Constitution provides guidance and recommendations on how an IRAC Committee should be set up and run. It details the Code of Conduct and Antitrust Guidelines that IRAC Committees should follow. Additional information is included in the Appendix such as the IRAC Structure and Interactions (Appendix I).

## **2. IRAC Code of Conduct**

### **The Objectives of the Code**

The Code is designed as a point of reference to establish standards of Conduct when IRAC Committees or individual IRAC Members are representing IRAC. This, along with the IRAC Antitrust Guidelines, forms the basis by which all IRAC Committees should operate.

The Code is also intended to reassure individuals and groups that interact with IRAC that the sole objective of the Committees is to counter the development of insecticide or acaricide resistance through joint technical strategies.

### **The Principles of the Code**

1. Committees using the IRAC name and logo do so on the condition that they follow the IRAC Code of Conduct.
2. Committee meetings, discussions, minutes, recommendations and publications etc should relate solely to Committee administration and insecticide resistance matters. Companies and their representatives are free to follow their own commercial strategies against the background of recommendations given and accepted by IRAC; however it is important to maintain the integrity of the IRAC brand.
3. IRAC considers that the use of resistance statements in advertising and promotional literature is an important issue. Misuse of resistance data or information can harm industry's long-term interests. IRAC urge all manufacturers and distributors to adopt and adhere to the points below:
  - Resistance management is an essential part of product stewardship, sustainable agriculture and improved public health and should always be considered in any pest control situation.
  - Resistance statements must be scientifically and technically sound and verifiable.
  - There should be no misuse of research results or quotations from technical scientific or IRAC literature to discredit competitor products or promote proprietary products.

- False, misleading or technically irrelevant comparisons with competitor products should not be made.
  - Any recommendation must be in line with agreed basic IRAC resistance management concepts
4. IRAC external communications should always include the IRAC name and preferably the IRAC branding rather than the individual's personal, company or group affiliation.
  5. IRAC external emails should ideally conclude with a "footer" making it clear that the correspondence is from IRAC and include the position, Committee or Team represented.
  6. When providing contact address details for IRAC external communications, ideally they should be given as "IRAC followed by Committee/Team Position and Care Of..." followed by the individual's personal, group or company address and telephone etc.
  7. IRAC Committees, or an agreed representative group of members, should have the opportunity to view and comment on all IRAC external communications apart from those pertaining to routine administrative matters.
  8. IRAC presentations, publications and posters etc should all include the IRAC branding and where possible exclude personal, group or company affiliations unless this is required e.g. journal publications or conference presentations.
  9. IRAC presentations, publications and posters etc should be circulated in good time (ideally at least 7-14 days) to the appropriate local Committee to provide the opportunity for comment, prior to circulation or use in external forums.

### Breaches of the Code

The IRAC Code of Conduct, is part of the IRAC Constitution, and as such is accepted by IRAC members and IRAC Member Companies when joining IRAC.

Any members committing minor infringements of the Code should be advised informally to avoid future incidents.

Serious or continual infringements should be formally raised with the local Committee so that the member and company concerned can be formally advised and appropriate action taken as outlined under Point 5.

## 3. Antitrust Guidelines

### Guideline Introduction

IRAC Committees and IRAC Members should be aware that while some activities among competitors are both legal and beneficial to the industry, group activities of competitors are inherently suspect under the antitrust laws. Agreements or combinations between or among competitors need not be formal to raise questions under antitrust laws, but may include any

kind of understanding, formal or informal, secretive or public, under which each of the participants can reasonably expect that another will follow a particular course of action.

All IRAC Members have a responsibility to see that topics, which may give an appearance of an agreement that would violate the antitrust laws, are not discussed during meetings, conference calls or in any other forum. It is the responsibility of each member in the first instance to avoid raising improper subjects for discussion and the purpose of the Antitrust Guidelines is to assure that participants are aware of this obligation.

The Do's and Don'ts presented below highlight only the most basic antitrust principles. Each participant should be thoroughly familiar with his/her responsibilities under the antitrust laws and should consult counsel in all cases involving specific situations, interpretations or advice.

### **DON'T**

Do not, in fact or appearance, in meetings or other forum, formally, informally or even in jest, discuss or exchange information regarding:

1. Individual company prices, price changes, price differentials, mark-ups, discounts, allowances, credit terms, etc., or data that bear on price, e.g. costs, production, capacity, inventories, sales, etc.
2. Industry pricing policies, price levels and price changes, differentials, etc.
3. Changes in industry production, capacity or inventories.
4. Bids on contracts for particular products; procedures for responding to bid invitations.
5. Plans of individual companies concerning the design, production, distribution or marketing of particular products, including proposed territories or customers.
6. Matters relating to actual or potential individual customers or suppliers that might have the effect of excluding them from any market or of influencing the business conduct of firms toward such suppliers or customers.

### **DO**

1. Have an agenda and adhere to prepared agendas for all meetings.
2. Get minutes taken and object if they do not accurately reflect the discussion and actions taken.
3. Consult with legal counsel on all antitrust questions relating to meetings.
4. Protest against any discussions or meeting activities that appear to violate the antitrust laws and leave any meeting in which they continue.

## **4. Guidelines for Running an IRAC Committee**

### **Organization and Structure**

The organization of an IRAC Committee is agreed within the Committee but typically Elected Officers include a Chair Person, Vice Chair(s), Secretary and Treasurer although some of these positions can be combined or divided between elected officers.

Officers are normally proposed and appointed following the voting procedures given below and elected to their positions for an agreed period. If one of the elected officers is unable to fulfill his duties for the full period, a new officer can be elected to complete the term. It is

important to promote a system of succession planning to maintain continuity within the Committee.

If the Committee is sufficiently large it can be beneficial for the Elected Officers and other members to work together as a Management Team and in some cases it may be beneficial to bring in a facilitator or coordinator to assist in the organization and running of the Committee.

It is recommended that Committees form a Communication and Education Team, and interact closely with other Committees, as this is a key role for IRAC. The Team is normally made up of members but can include specialist consultants.

Depending on the objectives of the Committee a number of Team and/or Focal Point Leaders are normally identified to work on specific Functional, Expert or Resistance Management topics. These are typically non-elected voluntary positions taken up by members of the Committee with knowledge or interest in these areas. Teams are open to all members but can also include approved external experts.

### **Voting and Decision Making**

The Committee should establish the decision-making process and principles of voting at the outset. It is recommended that the principle of one company/one vote be followed. In situations where one company has more than one representative, only one vote for their company would be permitted. External experts and consultants typically have no voting privileges.

To be valid, decisions by the Committee must be passed by an agreed proportionate majority vote of the whole committee. It is proposed that for a decision to be approved there should be at least a two-thirds vote of the whole Committee in favor of the decision. Votes may be cast during open meetings, teleconferences or by mail, and carried out secretly in person, confidentially in writing or electronically. When using standard or electronic mail, confirmation must be received to ensure that there were no problems in the transfer. Members should be given at least 14 days notices of decisions requiring a vote to ensure they or their representative has the opportunity to cast a vote.

### **Duties and Responsibilities**

Committees in conjunction with CropLife must agree how funds and related bank accounts are managed. Typically the relevant CropLife association will be responsible for managing funds and act as signatory for the account. Approval for release of funds must come from the agreed appointed person(s) within the Committee, normally the Chairperson and/or the Treasurer.

The Committee decides the duties and responsibilities of the elected and non-elected positions but generally these include some of the following:

#### **Chairperson**

- Provide leadership and direction to the Committee
- Schedule and chair Executive/Committee meetings and conference calls
- Ensure the Committee is working within the constitution including the IRAC Code of Conduct and the Antitrust Guidelines
- Develop, maintain and check progress of short and long-term goals

**Vice-chair(s)**

- Support the Chairperson in the overall running of the Committee
- Assume the Chairperson activities and responsibilities if the Chairperson is absent

**Treasurer**

- Monitor income and expenditure in cooperation with CropLife
- Draft and submit an IRAC annual operational plan to CropLife

**Secretary**

- Minute Committee meetings and track agreed actions
- Maintain electronic records and files for the Committee
- Ensure documentation e.g. Constitution, Project Agreements, Contracts etc. are current

**Communication and Education Team/Focal Point**

- Maintain an IRAC/Resistance Management Communications Plan
- Prepare and coordinate communication/education material in conjunction with the various Committees and Working Groups
- Fulfill an educational role through workshops and/or the use of educational material
- Publish updates on Resistance Management developments and the IRAC newsletter, eConnection
- Maintain and update the IRAC website

**Team/Focal Points Leaders**

- Focus on expert or resistance related areas
- Establish Working Groups with leaders for specific issues as required
- Maintain current approved Project Agreements for ongoing work as appropriate
- Provide updates and report progress to the Committee and at meetings/symposia

**Conference Calls and Meetings**

Regular and frequent communication throughout the year between individual IRAC Members, Teams and the whole Committee is essential for the smooth and efficient running of the Committees. Where Sub-Teams and Working Groups have been set up they should appoint leaders and hold meetings and teleconferences as required and report to the main Committee.

**Collaborations and Sponsorships**

IRAC Committees are empowered to develop collaborations, which may or may not include sponsorship of work or projects. Contracts for co-operations are established through CropLife who also receives the invoices and makes payments for the projects.

**Financial Contributions**

The Committee's activities are financed by company contributions whereby all participating companies pay an equal share, with the option of additional funding for specific projects made by those companies directly involved. Financing can be in the form of a single annual fee or by contributions at set times as agreed by the Committees.

## 5. Decision Making and Disputes

Any decisions that would potentially impact a Committee's Constitution, the financial basis of the Committee's funding or expenditure, should be presented to the Committee and if required, a vote taken as detailed in the Committee's Constitution. Similarly in the cases of disputes, continual infringements of the IRAC Code of Conduct or non-payment of agreed financial contributions, any proposed course of action should be made to the Committee and voted on according to that Committee's Constitution.

## 6. Definitions of Terms

**CropLife** is a global federation representing the plant science industry. It supports a network of regional and national associations and their member companies.

**IRAC Committees** relate to any group using the IRAC brand and by definition are following the IRAC Constitution

**IRAC Teams and Working Groups** are subgroups, established with an agreed leader to deal with specific areas or issues, which report to the IRAC Committee.



APPENDIX I

# IRAC Structure and Interactions

## IRAC International

IRAC International (abbreviated to IRAC) is the name for the whole IRAC network, which includes the IRAC Executive, the IRAC Teams & Working Groups and IRAC Regional/Country Groups. IRAC is a Specialist Technical Group of CropLife International

## IRAC Executive

IRAC Executive (or Executive Committee) operates at a global level and includes of a matrix of Teams and Working Groups.

## IRAC Country and Regional Groups

IRAC Country and Regional Groups (or Country Groups, abbreviated to CG) operate at a local or regional level to tackle specific insecticide resistance issues and problems.

## IRAC Structure

(Version 8.1, April 09)

