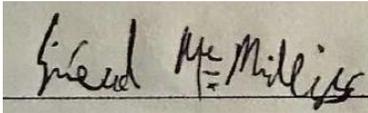


THIS MEMORANDUM OF UNDERSTANDING (MOU)
BETWEEN
THE DEPARTMENT OF AGRICULTURE, FOOD & THE MARINE (DAFM)
AND
ENTERPRISE IRELAND (EI)
AND
BORD BIA
AND
TEAGASC
AND
FOOD SAFETY AUTHORITY OF IRELAND (FSAI)

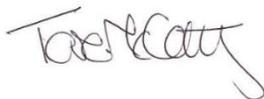
On cooperating to support the activities of **Sustainable Food Systems Ireland**

Signed:



Department of Agriculture,
Food and the Marine

Signed:



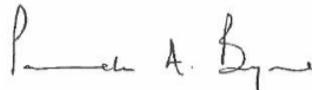
Bord Bia

Signed:



Enterprise Ireland

Signed:



Food Safety Authority of Ireland

Signed:



Teagasc

Date of Signature: 7th December 2021

THIS MEMORANDUM OF UNDERSTANDING (MOU)
BETWEEN
THE DEPARTMENT OF AGRICULTURE, FOOD & THE MARINE (DAFM)
AND
ENTERPRISE IRELAND (EI)
AND
BORD BIA
AND
TEAGASC
AND
FOOD SAFETY AUTHORITY OF IRELAND (FSAI)

1. Introduction

The Department of Agriculture, Food and the Marine (DAFM), Bord Bia, Enterprise Ireland (EI), the Food Safety Authority of Ireland (FSAI) and Teagasc agree to cooperate on activities, as detailed in this Memorandum of Understanding and in particular the collaboration, based on complementary interests, to exploit international opportunities in supplying expertise in the agri-food and related fields. DAFM, Bord Bia, EI, the FSAI and Teagasc agree to cooperate and work closely in the operation of Sustainable Food Systems Ireland (SFSI) as a division of DAFM and in particular to support the operation of the Executive Team.

2. Vision, Mission and Objectives of Sustainable Food Systems Ireland

The Vision¹ of SFSI is that Irish expertise can lead the transformation of agri-food systems internationally and that providing these skills will create new export opportunities and enhance Ireland's reputation in the sector.

The Mission of SFSI is to be a unique source of Irish government-sponsored expertise in agri-food, capable of delivering this expertise across the world in support of Ireland's reputation and trade objectives.

SFSI's Objectives are:

- To respond to international demand for Irish agri-food expertise on a commercial basis.
- To enhance Ireland's global reputation as a source of high-quality food produce and technology, underpinned by world-class science, knowledge-transfer, research and food safety standards.
- To support Irish Government partners in delivering Ireland's international development priorities related to agri-food as given in *A Better World*.
- To support other Irish organisations and firms in generating new export opportunities in agri-food.

3. Role of the Strategic Advisory Committee of Sustainable Food Systems Ireland

- 3.1. The SFSI Strategic Advisory Committee is responsible for advising DAFM on the strategic direction of SFSI, through scheduled meetings and through direct communication by members as required with the Chair and/or Executive Team.

¹ SFSI's Strategy Summary is available [here](#).

- 3.2. The Strategic Advisory Committee consists of representatives of all participants (DAFM - ASG; Bord Bia - Chief Executive; EI - Head of Food Division; FSAI - Chief Executive; Teagasc - Director), the DAFM Vote representative of the Department of Public Enterprise and Reform, independent external members and the Head of SFSI.
- 3.3. The Strategic Advisory Committee to include at least three independent external members, such members to serve for a term of up to five years, which may be extended for a maximum of one further five-year period.
- 3.4. The Strategic Advisory Committee will meet at least twice a year.

4. Role of the Partner Forum of Sustainable Food Systems Ireland

- 4.1. The SFSI Partner Forum is responsible for supporting the Executive Team on planning and execution of SFSI activities in pursuit of its objectives, including providing recommendations to the Strategic Advisory Committee.
- 4.2. The Partner Forum consists of representatives of all founder organisations and a representative of the Department of Foreign Affairs.
- 4.3. The Partner Forum will meet at least four times a year.

5. Role of the Executive Team of Sustainable Food Systems Ireland

- 5.1. The Executive Team consists of a Head of SFSI, a Project Manager and an Administrator. The Executive Team is employed by DAFM but acts in the interests of all participants to the MoU.
- 5.2. The Executive Team does not have authority to enter into contracts with any party on behalf of any party to this MoU.
- 5.3. The Executive Team is responsible for:
 - 5.3.1. Providing an access point to Irish governmental agri-food expertise.
 - 5.3.2. Projecting a strong brand and capability.
 - 5.3.3. Identifying and quantifying potential market opportunities.
 - 5.3.4. In partnership with relevant State Agencies, connecting international buyers with other Irish organisations and firms.
 - 5.3.5. Providing a timely, informed and energetic response to queries, engaging fully with the marketplace and following through on requests and potential opportunities.
 - 5.3.6. Determination of required skill sets for implementation.
 - 5.3.7. Providing administrative support to participants to this MoU.
 - 5.3.8. Communication with participants to this MoU, requesting information and responding to requests.
 - 5.3.9. Reviewing, monitoring and providing administrative assistance to experts engaged in projects.
 - 5.3.10. Administering procurement on behalf of all participants in relation to SFSI activities.
 - 5.3.11. Maintenance of records.
 - 5.3.12. Reporting to the Strategic Advisory Committee on all operating and financial matters related to the operation of SFSI.
 - 5.3.13. Managing the SFSI Partner Forum.

6. Purpose:

This MoU sets out the operational arrangements between the participants for the purposes of the operation of SFSI. The MoU deals with issues which require correspondence and co-ordination between the participants. It does not replace any existing sanctioning or reporting arrangements.

7. Terms of Agreement:

7.1. All participants agree to:

- 7.1.1. Cooperate fully with the objectives of this MoU.
- 7.1.2. Nominate an officer to participate on the Strategic Advisory Committee.
- 7.1.3. Nominate an officer to participate on the SFSI Partner Forum.
- 7.1.4. Provide the Executive Team with a primary contact, with the authority to make decisions and contract on behalf of the body. Each primary contact is responsible for issuing communications, ensuring that each communication received is properly assigned to appropriate personnel within the organisation for follow-up and convening meetings.
- 7.1.5. Support the work of the Strategic Advisory Committee which will provide guidance on prioritisation of activities, ensure co-operation between the participants and resolve any disputes between the participants.
- 7.1.6. Identify potential resources, confirm capabilities and interest exists in projects as required.
- 7.1.7. Support the Executive Team in preparation of bids and/or methodologies for tenders, as required.
- 7.1.8. Act as Contracting Authority where required.
- 7.1.9. Issue invoices and make payments as required in accordance with contractual obligations.
- 7.1.10. Record revenues and expenses and share this information with the Executive Team.
- 7.1.11. Identify and share relevant information as required by the Executive Team.
- 7.1.12. Endorse, promote and publicise the activities of SFSI.
- 7.1.13. Support the Executive Team in establishing a network of suitable experts for deployment on overseas projects in accordance with the law and best practice.
- 7.1.14. Contribute to meeting the agreed operating costs of SFSI on an annual basis.

7.2. In addition, DAFM agrees to:

- 7.2.1. Provide the three Executive Team posts from its headcount and payroll.
- 7.2.2. Provide accounting services for SFSI including monthly financial system statements.
- 7.2.3. Administer payroll and T&E for SFSI staff.
- 7.2.4. Settle operational expenses from an SFSI budget heading.
- 7.2.5. Provide office facilities, IT support, access to shared ICT systems, mobile phones and computers for SFSI Executive Team.

7.3. In addition, Bord Bia, EI, FSAI and Teagasc agree to:

- 7.3.1. Reimburse DAFM for agreed annual operating costs other than salary costs on an equal one-quarter share basis, within the framework of the SFSI Strategy 2021-2023 and annual business plans.

8. Duration, Review and Liaison

- 8.1. It is agreed that this Memorandum of Understanding will remain in force for the duration of the SFSI Strategy 2021-2023 and will be subject to review and renewal by the participants.
- 8.2. The Memorandum of Understanding may be subject to review, modification or amendment, and may be renewed by agreement.
- 8.3. This Memorandum does not create any legally binding obligations for any party or between participants.

Annex 1: Draft Terms of Reference for the SFSI Strategic Advisory Committee

The purpose of this document is to set out the Terms of Reference of the Strategic Advisory Committee of Sustainable Food Systems Ireland (SFSI). These Terms of Reference are approved by the SFSI Strategic Advisory Committee on [day month year] are effective from [day month year].

1. Membership

- Members of the SFSI Strategic Advisory Committee shall comprise representatives of SFSI parent organisations (5); a nominee of the Irish Universities Association; the DAFM Vote representative of the Department of Public Enterprise and Reform; the Head of SFSI and up to three independent external members.
- Representatives of SFSI parent organisations shall be: Assistant Secretary-General, DAFM (Chairperson); CEO of Bord Bia; Head of Food Division of Enterprise Ireland; CEO of the Food Safety Authority of Ireland; Director of Teagasc.
- The SFSI Executive Team will provide the Secretary to the Strategic Advisory Committee.
- Only members of the Strategic Advisory Committee have the right to attend Strategic Advisory Committee meetings. However, additional representatives of the parent organisations or others may attend Strategic Advisory Committees at the invitation of the Chairperson.
- Membership of the Strategic Advisory Committee other than ex-officio members shall be for a period of up to five years, which may be extended for a maximum of one further five-year period; with membership changes staggered to avoid a sudden loss in expertise.
- New appointments, other than ex-officio members, should be subject to confirmation by the Committee.

2. Secretary of the Strategic Advisory Committee

- The Secretary of the Strategic Advisory Committee will make arrangements for meetings and ensure that members receive information and papers in a timely manner.

3. Frequency of Meetings

- The Strategic Advisory Committee shall meet at least twice a year, and as otherwise required.

4. Notice of Meetings

- Meetings of the Strategic Advisory Committee shall be organised by the Secretary of the Strategic Advisory Committee at the request of the Chairperson of the Strategic Advisory Committee. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Strategic Advisory Committee and any other person required to attend no later than three working days before the date of the meeting. Supporting papers shall be sent to members and to other attendees as appropriate, at the same time.

5. Minutes of Meetings

- The Secretary of the Strategic Advisory Committee shall minute the proceedings and resolutions of all meetings of the Strategic Advisory Committee, including recording the

names of those present. Minutes of Strategic Advisory Committee meetings shall be circulated to all members of the Strategic Advisory Committee.

6. Duties

- The Strategic Advisory Committee will provide advice and guidance to the Chairperson and the Head of SFSI in relation to the strategic direction of SFSI, business planning, co-ordination and the business priorities of the parent organisations.
- The Strategic Advisory Committee representative of each parent organisation will support interactions with that organisation on specific issues, projects and activities, up to and including entering into project commitments, and update the Strategic Advisory Committee on issues relating to project implementation.
- The Strategic Advisory Committee representative of each parent organisation will, wherever possible, support appropriate access to staff and other resources of that organisation for the Executive Team in relation to SFSI activities.
- The Strategic Advisory Committee will keep itself up to date and fully informed about strategic issues and changes affecting SFSI and the environment in which it operates.
- The Strategic Advisory Committee representative of each parent organisation will support efforts by the Executive Team to publicise and promote SFSI activities through each organisation's public channels.
- The Strategic Advisory Committee may, from time to time, direct the SFSI Partner Forum to carry out specific tasks to support its work.

7. Reporting Responsibilities

- The Strategic Advisory Committee shall provide advice to the Chairperson of the Strategic Advisory Committee in their responsibility for reporting to the Minister for Agriculture, Food and the Marine on SFSI operations, through scheduled meetings and through direct communication on an as-needed basis.

8. Other

- The Strategic Advisory Committee shall, at least once a year, review its own performance and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Strategic Advisory Committee.

9. Authority

- The Strategic Advisory Committee is authorised to seek the information it requires from the SFSI Executive Team in order to perform its duties.

Annex 2: Draft Terms of Reference for the SFSI Partner Forum

The purpose of this document is to set out the Terms of Reference of the Partner Forum of Sustainable Food Systems Ireland (SFSI). These Terms of Reference are approved by the SFSI Strategic Advisory Committee on [day month year] are effective from [day month year].

1. Membership

- Members of the Partner Forum shall be nominated by the five SFSI parent organisations and Department of Foreign Affairs and appointed by the Chair of the Strategic Advisory Committee. The Head of SFSI shall be appointed as Chairperson, and SFSI Project Manager as Secretary. The Partner Forum shall be made up of 7 members.
- Only members of the Partner Forum have the right to attend Partner Forum meetings. However, other individuals such as Strategic Advisory Committee members or external advisers may be invited to attend for all or part of any meeting, as and when appropriate.
- Appointments to the Partner Forum shall be for a period of up to three years to coincide with the SFSI strategic planning cycle, which may be extended for a further three-year period.

2. Secretary of the Partner Forum

- The Secretary of the Partner Forum will ensure that the Partner Forum receives information and papers in a timely manner to enable full and proper consideration to be given to the issues. The Secretary of the Partner Forum is also responsible for the formal induction of new members of the Partner Forum and organising mentoring for Partner Forum members where required.

3. Frequency of Meetings

- The Partner Forum shall meet at least 4 times a year, and as otherwise required.

4. Notice of Meetings

- Meetings of the Partner Forum shall be organised by the Secretary of the Partner Forum at the request of the Chairperson of the Partner Forum. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Partner Forum and any other person required to attend no later than three working days before the date of the meeting. Supporting papers shall be sent to Partner Forum members and to other attendees as appropriate, at the same time.

5. Minutes of Meetings

- The Secretary of the Partner Forum shall minute the proceedings and resolutions of all meetings of the Partner Forum, including recording the names of those present. Minutes of Partner Forum meetings shall be circulated to all members of the Partner Forum.

6. Duties

- The Partner Forum shall advise and support the Chairperson/Head of SFSI in relation to the planning and execution of SFSI activities in pursuit of its objectives.

- The Partner Forum nominee of each parent organisation will support interactions with that organisation on specific issues, resources, projects or activities, up to and including entering into project commitments.
- The Partner Forum will keep itself up to date and fully informed about strategic issues and changes affecting SFSI and the environment in which it operates.
- The Partner Forum representative of each parent organisation will support efforts by the Executive Team to publicise and promote SFSI activities through each organisation's public channels.
- The Partner Forum may, from time to time, establish such working sub-groups of the Partner Forum as are necessary to assist it in the performance of its duties. They may include members who are not members of the Partner Forum if specialist skills are required. Where a sub-group is put in place:
 - the terms of reference shall be specified in writing and approved by the Partner Forum;
 - the Partner Forum, on the nomination of the Chairperson, shall appoint its members;
 - the Partner Forum shall specify and receive reports from the sub-group;
 - all protocols concerning the operation of the Partner Forum shall be applied to a committee.

7. Reporting Responsibilities

- The Partner Forum shall make recommendations to the Chairperson of the Strategic Advisory Committee on SFSI operations.

8. Other

- The Partner Forum shall, at least once a year, review its own performance and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Strategic Advisory Committee.

9. Authority

- The Partner Forum is authorised to seek the information it requires from SFSI in order to perform its duties.