

### **P+PB Board of Directors Frequently Asked Questions**

**Q:** *How long is a Board term?* 

- A: Terms are typically three-years and begin January 1 and end December 31.
- **Q:** How many terms is a Board member allowed to serve?
- A: A member may serve two full consecutive or non-consecutive three-year terms or six years total.

Q: Who holds the seat - the appointee or the company the appointee represents?A: The appointee holds the seat.

8200 Greensboro Drive Suite 1175 McLean, VA 22102 (703) 935-8590

PAPER + PACKAGING

BOARD

#### **Q:** Who can nominate for domestic or importer seats?

A: Only companies that manufacture or import 100,000 short tons or more of paper and/or paper-based packaging can be nominated. In other words, only companies that are paying into the paper checkoff program. Contact Patti Boerger <a href="mailto:pboerger@paperandpackaging.org">pboerger@paperandpackaging.org</a> to determine if your company is eligible.

#### **Q:** *What companies are on the P*+*PB Board?*

A: There is an 8-member Board and current Board members are listed in the About Us section at <u>paperandpackaging.org</u>. Companies represented on the 2025 Board are Domtar, Georgia-Pacific, Graphic Packaging, International Paper, Sappi, Smurfit Westrock, Suzano and Sylvamo.

Q: Can a company nominate someone to run for the Board from its own company?A: Yes, if your company meets the nominating criteria for the seat.

**Q:** Can a company nominate multiple people to run for an open seat?

A: Yes, a company may nominate multiple people for an open seat.

#### **Q**: Can more than one employee from a company sit on the Board?

A: No. The federal order that governs the checkoff states that no company can have more than one Board member at a time.

### **Q:** Is a nominee permitted to seek nomination in more than one region if their company has a mill in more than one region?

A: No. A nominee must choose one region in which to seek nomination.

## **Q:** Can a nominee be nominated in a region where the nominee's company doesn't have a mill?

A: No. Companies must manufacture paper and/or paper-based packaging in the region for which they seek nomination or are being nominated.

#### **Q:** *What states comprise the South region?*

A: The South is defined as the states of Alabama, Arkansas, Delaware, Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas, Virginia and West Virginia. The remaining states make up the "Other parts of the U.S." region designation.

**Q**: What happens if a Board member leaves the company and the Board before their term expires?

A: If a Board member ceases to work for or be affiliated with a manufacturer or importer, his or her seat will become vacant. The vacancy, and the unfinished term, will be filled either using the Board's nomination process or the Board may recommend that the Secretary of Agriculture fill the position from the most recent list of nominations for the region or position.

Q: What happens if a Board member changes positions within the same company?A: Their position on the Board will not be affected.

**Q:** *Will Board members be reimbursed for expenses associated with their service?* **A:** There are funds set aside for travel to Board of Directors meetings and other Board-specific business. However, current Board members have informally agreed to pay their own travel expenses to meetings to minimize administrative expenses.

#### **Q:** *Generally, how much time is required to serve as a Board member?*

A: There are three meetings per year with at least two in-person meetings of 3-4 hours and the others are held virtually and are typically two hours in length. In addition, Board members may serve on committees or working group assignments and will have occasional brief meetings on an as-needed basis.

#### **Q:** Can the Board ask someone to step aside? Under what circumstances?

A: The Board may recommend to the Secretary of Agriculture that a Board member be removed from office if the member consistently fails or refuses to perform his or her duties properly or engages in dishonest acts or willful misconduct. The Secretary of Agriculture will determine whether to remove the member from office.

# **Q:** Does participation on the Paper and Packaging Board, which is dedicated to industry promotion, pose a unique antitrust risk?

A: Courts have found that the U.S. antitrust laws do not apply to marketing programs established by the government. Nevertheless, the Board conducts its business in accordance with antitrust laws, and as a measure of added protection, an attorney attends all Board and committee meetings.

Q: What happens after the nominations are submitted to the Nominations Committee?
A: The Board evaluates all the nominees and recommends two names for each open seat. Other qualified persons interested in serving in the open seats, but not recommended by the Board, will also be submitted and designated as additional nominees for consideration by the Secretary of Agriculture, who appoints members to the Board. USDA runs background checks on all nominees. This process takes up to six months.

# **Q:** What happens if a nominee is not selected by the Secretary of Agriculture – would they be eligible to submit their name again for a future seat?

**A:** Yes. Paper and Packaging Board companies may submit a nominee(s) the following year for an open seat for which they qualify during the nomination process in the spring.

Rev. 3/20/25