

INDEPENDENCE AND COMPETENCY CRITERIA FOR ACCREDITED GNI ASSESSORS



Protecting and Advancing
Freedom of Expression and
Privacy in Information and
Communications Technologies

Introduction

The Global Network Initiative (GNI) is a multi-stakeholder initiative focused on the protection and advancement of freedom of expression and privacy rights in the Information and Communications Technology (ICT) sector. Companies, civil society organizations (including human rights and press freedom groups), investors and academics are members of GNI.

When companies become members of GNI they commit to implement GNI's publicly available Principles and Implementation Guidelines within their organizations. Independent assessment of the way in which the companies are meeting this commitment is a critically important part of GNI's work.

Independent assessors will be accredited by GNI prior to their ability to perform assessments of member companies. The accreditation will be of organizations based on their expertise and experience to carry out the work and will include the submission of specific CVs to GNI's secretariat for consideration. It is expected that individuals leading the majority of the work on the assessments will be people whose CVs have been submitted during the accreditation process. We understand that during the case selection part of the assessment process it may become necessary to bring in people with specific expertise. In these cases, the CVs of those specific individuals will be sent to the GNI Executive Director for approval. The decision to accredit an organization will be made by GNI's Board.

The independent assessment has two phases.

Phase II – to determine whether the member company has the systems, policies and procedures in place to support the implementation of the Principles within their organization.

Phase III – to determine whether the member company is compliant with GNI's Principles. A critical part of the Phase III assessment process is consideration of the way in which member companies have applied GNI's Principles in practice through specific cases.

For both Phase II and Phase III an important role of the independent assessors is to provide information on the performance of the company in implementing GNI's Principles to GNI's Board. This will require the assessors to provide substantive commentary on the performance of the company against GNI's Principles and Implementation Guidelines as set out in the assessment and reporting templates.

In particular for Phase III, GNI's Board is required to make a determination of compliance of each member company. This determination of compliance will be heavily

influenced by the results of the independent assessors' work. This will require assessors to commit to reporting to GNI's board as detailed in the reporting template, in a format which will provide adequate information, analysis, conclusions and recommendations for the GNI Board to be able to determine compliance. The assessors will play an important role in discussing with the company any necessary exclusions from the report that will go to GNI's Board.

The report from the assessors to the GNI Board will include the expression of a view from the assessor on where the company has exhibited strengths and successes in implementing GNI's Principles and where problems may exist with the company's implementation.

GNI will report publicly on its assessment process, describing the process, aggregating findings from the assessments and making public the determination of compliance made by the Board. GNI will make public the organisations that have become accredited assessors. GNI will also make public the companies that carried out the Phase III assessments. GNI will not make public which companies were assessed by which assessors. Assessors will not make public which companies were assessed by their firms, but can make public that they have become accredited assessors.

GNI's Board has representation from each of its four constituencies – companies, civil society organizations, investors and academics. Details of GNI's current Board can be found at www.globalnetworkinitiative.org.

PART A: COMPETENCE CRITERIA

Introduction

Independent assessors must adhere to the highest professional standards for third-party assessments.

Due to the complexity and rapidly changing nature of the industry, a variety of skill sets are required of GNI independent assessors; qualified individuals and organizations are encouraged to form teams of assessors.

Subject Matter Expertise and Skills

The independent assessor or assessment team is expected to have knowledge, expertise, and experience with the relevant legal and human rights standards and compliance practices and auditing techniques. The following items are offered as guidance:

Expertise in Legal and Human Rights Standards

- The information and communication technology (ICT) sector and related sectors. This includes knowledge of global business processes related specifically to the ICT sector, including operations, product development cycles, market segments and industry relationships, IT privacy, safety, and security standards, data retention systems and database forensics;
- The implementation of compliance structures in large and small organizations;

- Relevant corporate social responsibility and business & human rights principles and initiatives including the Protect Respect and Remedy Framework and the accompanying UN Guiding Principles;
- The Global Network Initiative Principles on Freedom of Expression and Privacy, Implementation Guidelines, Governance, Accountability and Learning Framework and related documents;
- International human rights standards, including the United Nations Universal Declaration of Human Rights, the International Covenant on Economic, Social and Cultural Rights and the International Covenant on Civil and Political Rights, and transnational law issues with regard to technology policy and associated legal structures and concepts;
- Law enforcement and intelligence community processes, subpoenas, court orders and search warrants.

Expertise in Compliance and Auditing

- Standard sampling;
- Quantitative data analysis;
- Auditing techniques;
- Compliance assessment in organizations, such as expertise with multi-stakeholder initiative assessments

Assessors will also be expected to have access to necessary language resources for the company being assessed. Assessors may demonstrate familiarity in these areas through training and employment history and related experience, and may compile such expertise through forming teams.

Case Selection

A critical part of the Phase III assessment process is consideration of the way in which member companies have applied GNI's Principles in practice through specific cases. Assessors will need to be able to demonstrate the expertise and understanding of the context in which member companies operate in different geographies to identify appropriate cases as a part of the assessment process.

Ability to handle confidential information

Independent assessors must demonstrate administrative, physical, and technical measures to protect the confidentiality of information.

PART B: INDEPENDENCE CRITERIA

Introduction

The purpose of assessment is to provide an independent, third party review of a company's progress in implementing the GNI Principles and Guidelines.

Individuals and organizations that assess company compliance with the GNI Principles must be independent from the companies they assess. These Independence Criteria for

assessors provide guidance to the GNI and to the individuals who wish to perform independent assessment services.

Assessors are expected to be independent both in fact and perception.

Gifts policy

Independent assessors shall not use their relationship with a company for inappropriate personal gain. Independent assessors may not give or receive gifts from the companies they assess. Nominal gifts shall be exempt; gifts are considered nominal if their value does not exceed \$100 per every calendar year and no single gift exceeds \$25 in value. A reasonable level of expenses for meals during assessments is permitted.

Limitations on repeat assessments

The issue of term limitations on repeat assessments is being considered.

Compensation

Compensation for independent assessors shall be limited to usual and customary fees and expenses.

Disclosure

Independent assessors applying for accreditation must complete a disclosure form containing the information described below. The disclosure form will be filed with the GNI secretariat when the assessor applies to enter the pool of accredited assessors, and will be updated annually, or as a result of any material changes.

Current work with the company that will be assessed

The assessing organization will confirm that it is not currently subject to any NDA or legal or commercial constraint resulting from prior on-going GNI issue related work for the company in the sense that such a constraint might restrict the ability or willingness of the assessor to conduct a comprehensive assessment and report its findings fully to the GNI Board.

Future work with the company that has been assessed

Any individual or team within an organization selected to conduct an assessment will commit to being barred from seeking or accepting employment with the company assessed for 12 months from the close of the assessment. This does not prohibit the individual, team, or organization seeking advisory, assessment, or consulting work from the company, subject to the prohibition on GNI-related work set out below.

The assessing organization will not undertake any GNI issue related advisory or assessment work for the company it has assessed for a period of 12 months following the end of the assessment. If it is unclear whether work is GNI issue related, the parties will consult with GNI as appropriate.

Conflict of interest

Disqualifying factors

With the exception of the proposed assessment, the following factors shall be considered to impair the independence of an assessor, and are disqualifying when they relate to the team that will conduct the assessment:

- Any employment or appointment as member of the board, director, or officer with any GNI company during the previous five years;

Factors requiring further consideration

The following factors can cause a conflict of interest, and must be disclosed:

- Any immediate family members that are employed by the company being assessed (or any of its wholly-owned subsidiaries);
- Details of any consulting services the individual or team that will conduct the assessment has performed for the company being assessed, during the last five years;
- Details of any significant transactions between the individual or team that will conduct the assessment and the company being assessed during the last five years, where a significant transaction is a transaction more than 20% of the annual Income of the individual or entity;
- Whether the annual income received by the individual or team that will conduct the assessment from the company being assessed currently equals or exceeds 20% of their annual revenues;
- Investments in the company being assessed, other than through a mutual fund;
- Any employment negotiations within the last 12 months with the company being assessed;
- Any previous employment of immediate family members by the company being assessed (or any of its wholly-owned subsidiaries);
- A former partner, principal, shareholder or professional employee of the assessment company who has accepted employment with the GNI company that it seeks to assess provided that he or she has a continuing financial interest in the assessment company or is in a position to influence the assessment firm's operations or financial policies;
- Any relationship with a non-company member of the GNI, such as a Board or employment relationship.

GNI shall make a specific determination, considering all facts and circumstances, including but not limited to the factors outlined above as to whether the assessor is able to provide an independent assessment.

The above conflict of interest rules are to be reviewed by the board on a yearly basis.

Governance

The Executive Director of the GNI shall be responsible for periodically updating and communication the assessor independence criteria, subject to the approval of the GNI Board.

GNI Assessor Disclosure Form

Please complete the following disclosure form stating for each particular issue identified whether there is no conflict of interest or whether there is qualification needed and consequently further disclosure

	Confirmation that there is no conflict of interest	Further disclosure as required
Conflict of Interest - disqualifying factors when they related to the team that will conduct the assessment		
Any employment or appointment as member of the board with any GNI company during the previous five years		
Any appointment as a director or officer of the company being assessed, during the previous five years		

	Confirmation that there is no conflict of interest	Further disclosure as required
Factors requiring further consideration and disclosure		
Any immediate family members that are employed by the company being assessed (or any of its wholly-owned subsidiaries)		
Details of any consulting services the individual or team that will conduct the assessment has performed for the company being assessed, during the last 5 years		
Details of any significant transactions between the individual or team that will conduct the assessment and the company being assessed during the last 5 years, where a significant transaction is a transaction more than 5% of the annual Income of the		

	Confirmation that there is no conflict of interest	Further disclosure as required
individual or entity		
Whether the annual income received by the individual or team that will conduct the assessment from the company being assessed currently equals or exceeds five percent of their annual revenues		
Investments in the company being assessed, other than through a mutual fund		
Any employment negotiations within the last 12 months with the company being assessed		
Any previous employment of family members by the company being assessed (or any of its wholly-owned subsidiaries)		
A former partner, principal, shareholder or professional employee of the assessment company who has accepted employment with the GNI company that it seeks to assess provided that he or she has a continuing financial interest in the assessment company or is in a position to influence the assessment firm's operations or financial policies		
Any relationship with a non-company member of the GNI, such as a Board or employment relationship		

Signature of assessor:

Date:

To be filed with GNI secretariat.