



GLOBAL
NETWORK
INITIATIVE

GNI Assessment Toolkit

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1. Introduction

The Global Network Initiative (GNI) brings together companies, civil society organizations, investors and academics who aim to protect and advance freedom of expression and privacy in the Information and Communications Technology (ICT) industry globally. GNI provides a framework to help companies respect freedom of expression and privacy rights when confronted with government pressure to hand over user data, remove content, or restrict communications.

GNI Participants commit to implement the organization's *Principles on Freedom of Expression and Privacy* ("the GNI Principles"), which provide direction and guidance to the ICT industry and its stakeholders in protecting and advancing the enjoyment of these human rights globally. The GNI's *Implementation Guidelines for the Principles on Freedom of Expression and Privacy* ("Implementation Guidelines" or "IGs") provide further guidance and direction on how participating companies will put the GNI Principles into practice and describe a set of actions by which a company would demonstrate that it is implementing the GNI Principles with improvement over time.

Companies participating in GNI are independently assessed every two years on their progress in implementing the GNI Principles. The purpose of the assessment is to enable the GNI Board to determine whether each member company is "making good faith efforts to implement the GNI Principles with improvement over time."

1.1. The Assessment Toolkit: Guidance for Assessors

This Assessment Toolkit ("AT" or "Toolkit") builds upon the experience of previous GNI assessments and incorporates and supersedes the previous *Assessment Guidance* and *Reporting Framework* documents. The Toolkit aims to provide all necessary information for assessors to do their job, including concrete guidance on the process and scope of the assessment, actionable questions for the Process Review of a company's implementation of the GNI Principles, included in Appendix I, and a template for the case studies, included in Appendix II. The Toolkit also incorporates relevant components from GNI's *Governance Charter* and the *Accountability, Policy and Learning Framework* in Appendix III.

The Toolkit draws from the Global Reporting Initiative (GRI) and the UN Guiding Principles Reporting Framework.¹ The Toolkit aims to align with existing reporting processes employed by GNI companies, including those companies that have public annual reports assured. The Toolkit's actionable questions are intended to promote consistency, facilitate comparative analysis, and provide a structure to easily accommodate new companies from different segments of the ICT industry. By presenting a common methodology to be used by all assessors, GNI aims to increase the efficiency and comparability of the assessments while reducing their cost. Companies may also use the Toolkit to conduct a self-assessment, contributing to the efficiency of the assessors' work. It is up to each assessed company to decide whether they or the assessor will draft the initial response to the questions and the case studies, with the exception of certain sections detailed in this document. When companies draft initial responses and case studies, the role of the assessor is to review and verify these answers.

1.2. Roles and Responsibilities of the GNI Board and Assessors

It is the role of the GNI Board—and not of the independent assessor—to determine whether a company is making good faith efforts to implement the GNI Principles with improvement over time during the

¹ For more information about GRI, see <https://www.globalreporting.org>. For the UN Guiding Principles Reporting Framework, see <https://www.ungpreporting.org/>.

two-year period covered by the assessment. The role of the independent assessor is to provide the Board with the information it needs to make this determination. The Board will consider the company's record during the entire two-year assessment period on implementing the GNI Principles as it makes this determination. More information on the role of the Board is provided in Section 4, below.

Only for the 2018-19 assessment cycle, the relevant period of review for Millicom, Nokia, Orange, Telefónica, Telenor Group, Telia Company and Vodafone Group spans from the accession of these companies to the GNI in March 2017 to the start of their independent assessment.

1.3. Understanding the Principles and Implementation Guidelines

The GNI Principles are based on internationally recognized laws and standards for human rights, including the Universal Declaration of Human Rights (“UDHR”), the International Covenant on Civil and Political Rights (“ICCPR”) and the International Covenant on Economic, Social and Cultural Rights (“ICESCR”). The application of these Principles is informed by the UN Guiding Principles on Business and Human Rights (“UN Guiding Principles”), the ‘Protect, Respect, and Remedy’ Framework, and the OECD Guidelines for Multinational Enterprises.

The Implementation Guidelines provide further details on how participating companies are to implement the GNI Principles within their organizations. To clarify the relationship between the high-level GNI Principles and the more granular Implementation Guidelines, Appendix IV of this Toolkit maps the Implementation Guidelines, so they correspond to the Principles. In addition, the Process Review questions in Appendix I note the specific Implementation Guidelines to which each question pertains. Each question, where possible, covers multiple elements of the Implementation Guidelines, and includes specific guidance pertaining to company responses, suggested word counts, and sources of information.

1.4. The Assessment Cycle and Process

The GNI assessment cycle is structured as follows:² First, following one (1) year of membership, companies are required to issue a **self-assessment** report to the GNI Board in which it answers the questions contained in Appendix I of this toolkit.³

Subsequently,⁴ the company will undergo independent assessment every two years. Independent Assessment includes both a company **Process Review** and a review of specific **Case Studies**:

² Previously, the assessment process consisted of three phases: Phase I consisted of self-reporting by the founding companies, as detailed in GNI's 2010 Annual Report, available at <http://globalnetworkinitiative.org/content/2010-annual-report>; Phase II was a process review that assesses whether companies are putting into place the necessary policies, systems and procedures to implement GNI's Principles. These assessments were conducted for GNI's three founding companies, Google, Microsoft and Yahoo during 2011. The details of that process are available in our 2011 Annual Report, available at <http://globalnetworkinitiative.org/content/2011-annual-report>; Phase III was a case review that assesses a number of specific cases to understand how the companies are implementing the principles and guidelines in practice, and the public report on Phase III is available at <https://globalnetworkinitiative.org/content/public-report-independent-assessment-process-google-microsoft-and-yahoo>. The public assessment report for the 2015/2016 assessments is available at <http://globalnetworkinitiative.org/content/public-report-201516-independent-company-assessments-0>.

³ The seven companies that joined GNI in 2017 were exempted from the self-assessment reporting requirement and proceed directly to independent assessment in 2018/2019.

⁴ For a step-by-step overview of the assessment process, see <http://globalnetworkinitiative.org/sites/default/files/Step-by-Step-Guide-to-GNI-Assessment-Process.pdf>.

- The **Process Review** examines a company's systems, policies, and procedures to implement the GNI Principles. The questions that guide the Process Review are included in Appendix I; and
- The **Case Studies** assess a number of specific cases for each company in order to show whether and how the company implemented the GNI Principles in practice. The template for the Case Studies is included as Appendix II.

2. Pre-Assessment

2.1. Assessor Accreditation

Only organizations accredited by the GNI Board are eligible to conduct assessments. The assessor accreditation process is free of charge. The accreditation of organizations includes the submission of specific CVs to the GNI staff for consideration. It is expected that individuals leading the majority of the work on the assessments on behalf of the assessor will be people whose CVs have been submitted during the accreditation process. The same individuals are expected to participate in the assessor training. If an assessor changes personnel or brings in other individuals with specific expertise during an assessment, updated CVs should be sent to GNI's Executive Director.

Assessors must be **independent** of the companies they assess, and they must be **competent** by adhering to the highest professional standards in their work, grounded in the fundamental principles of integrity, objectivity, confidentiality, and professionalism. Competency requirements include subject matter expertise as well as skills and experience in human rights compliance and assessments or assurance.

All assessors must attest to their compliance with the GNI's independence and competency criteria upon their accreditation.⁵

For a detailed description of the GNI accreditation process for assessors please see Chapter 5 of the Governance Charter that is attached as Appendix III of this Toolkit.

2.2. Contracting with Assessors

An assessor organization that has been accredited by the GNI Board enters the pool of accredited and available assessors by entering into a master services agreement (MSA) with the GNI, as described in Chapter 5 of the Governance Charter in Appendix III.

2.3. Assessor Training

All accredited assessors must attend one (1) training session organized by GNI prior to conducting an assessment. Assessors may participate in the training session remotely. The training session will be organized prior to each assessment cycle. Although GNI reserves the right to charge assessors reasonable fees in subsequent years, the assessor training for the 2018/2019 assessment cycle will be free of charge.

⁵ GNI's Independence and Competency Criteria is available at [http://globalnetworkinitiative.org/sites/default/files/GNI Independence and Competency Criteria for Assessors.pdf](http://globalnetworkinitiative.org/sites/default/files/GNI%20Independence%20and%20Competency%20Criteria%20for%20Assessors.pdf).

2.4. Company Selection of Assessors

A company may select any assessor from the pool of accredited assessors to conduct its assessment. Companies and assessors will enter into their own agreements detailing such matters as the cost of and timeline for the specific assessment. Such agreements may require the assessor to make certain confidentiality and non-disclosure commitments to the company above and beyond the language in the MSA.

Should a GNI participant or its Executive Director raise a new independence concern after the assessor has been selected by a company, the Board will evaluate the claim and make a determination by a simple majority vote.

3. Conducting the Assessment

The GNI assessment process consists of two closely related parts: A **Process Review**, and **Case Studies**.

3.1. Process Review

The **Process Review** is conducted by answering the questions in Appendix I to this document. Most questions are short answer, some are long answer, and a few are yes/no. The purpose of the Process Review is to ensure that companies have systems, policies, and procedures in place to implement the GNI Principles. Answers to the questions, together with any supporting documentation the company chooses to include, should document and describe these systems, policies, and procedures.

Answers to the Process Review questions are encouraged to include brief illustrative examples to help explain how systems, policies, and procedures operate. **Such examples are distinct from the in-depth Case Studies described below in Section 3.2.** If a Case Study is relevant to the answer to a particular Process Review question, it should be referenced in the response. The suggested word counts are strongly recommended, but may be disregarded if a particular question requires a lengthier response.

It is up to each assessed company to decide whether they or the assessor will draft initial responses to the questions, with the exceptions of Section 1 (Context of Assessment) and Section 6 (Follow Up and Improvement) which must be drafted by the assessor. When companies draft initial responses, the role of the assessor is to review and verify these answers, for example by asking additional questions and requesting additional verifications needed to evaluate the answer in question.

3.2. Case Studies

The **Case Study** component assesses whether and how the company's systems, policies, and procedures were implemented in practice, particularly when responding to government requests and demands. Case Studies help the GNI Board track progress and monitor whether a company is making good faith efforts to implement the GNI Principles with improvement over time.

It is up to each assessed company to decide whether they or the assessor will draft the Case Studies following the format described in Appendix II, with the exception of Section 5 (Assessor Comments) which should be drafted by the assessor. When companies draft initial Case Studies, the role of the assessor is to review and verify these Case Studies, for example by asking additional questions and requesting additional verifications needed to evaluate the case in question.

Case Studies in Context

The case review is intended to review whether and how companies are implementing the GNI Principles in practice. Case Studies have been extremely valuable to the GNI Board, providing assessors and Board members with a more specific understanding of how systems, policies, and processes are used and providing feedback and recommendations for their improvement. They provide Board members with a sense of confidence that policies on paper are being implemented.

The review of responses to specific government requests is based on a limited number of cases. The case studies do not represent a statistically significant sample of cases and no inferences can be drawn about the total population of requests received by the company during the reporting period based on this limited sample. Cases are selected to try to address issues of particular concern and challenges highlighted by the GNI Board and participants. The assessment report reflects both the strengths of the approaches used by companies, and instances where gaps and opportunities for improvement may exist, often as a result of constantly evolving operating environments and circumstances on the ground.

Types of Case Studies

The case selection process is designed to yield a set of cases that raise the most salient issues in regard to a company's implementation of the GNI Principles in the last 24 months.⁶ The set of cases chosen should offer insights into the challenges and dilemmas faced by the company in applying the GNI Principles "on the ground".

For most company assessments, **typically a number of eight (8) Case Studies should be included in the assessment.** This number may vary, however, depending on the size, type or nature, and complexity of the company. Guidance is provided below on the topics that should be covered by the cases. It should be emphasized, however, that a single case may cover multiple topics. For example, a particular government demand may impact both the free expression and privacy rights of a company's users. Similarly, a case may consist of a single instance or multiple sets of similar incidents. A case could also represent how a company operates in a particular environment, rather than how it responded to a specific government request.

Cases Concerning Government Requests

Each company should identify for their assessor Case Studies arising from government requests and demands. Four (4) cases are suggested to explore specific government requests or demands, with at least two (2) cases about freedom of expression and two (2) cases about privacy. This guidance may be departed from if there are appropriate and well-documented reasons. For example, if a company's products and services disproportionately impact privacy rather than free expression, this would warrant a different mix of cases. Equipment vendors are one type of company currently participating in GNI which would merit such consideration, as they do not typically receive government requests for content removal.

Cases should not be limited to instances where the company complied with a government request. Cases should demonstrate the range of ways in which the company responds to government requests, including compliance, rejection, pushing back or seeking additional information, or initiating a legal challenge.

⁶ As previously noted, during the 2018-19 assessment cycle the relevant period of review for Millicom, Nokia, Orange, Telefónica, Telenor Group, Telia Company and Vodafone Group spans from the accession of these companies to the GNI in March 2017 to the start of their independent assessment.

Other Categories of Suggested Cases

Case Studies are also effective in demonstrating whether and how due diligence processes work in practice. Therefore, we strongly suggest the inclusion of at least two cases concerning due diligence processes, with a view to showing how the results of due diligence affected company decision-making.

Finally, there are certain other questions in the AT that would particularly benefit from elaboration in a Case Study. These include the following:

- Company interactions with governments outside responding to specific requests and demands (Questions 4.2, 4.3, and 5.6); and
- Grievance mechanisms, assuming they are available (Question 5.5).

Case Selection Process

To ensure that cases are selected that advance the goals of the assessment process, GNI has a multi-step, multi-stakeholder case selection process:

1. GNI's non-company participants provide general guidance for the assessment process in the form of a memo presented to all companies and their assessors. Non-company participants may also identify cases of government requests or company policies and procedures pertaining to a specific company for consideration as cases to be included in the assessment. The non-company participants should identify cases that fall within the criteria described in Section 3.1 above and are included in the eight (8) cases typically included. Non-company participants provide this guidance in writing, and also meet with each company and their assessor via teleconference;
2. The company identifies cases for consideration per the criteria set forward in Section 3.1;
3. The assessor may use its own expertise and knowledge as to where the company being assessed is likely to face the greatest challenges; and
4. The company and assessor agree to specific cases. If any specific case recommended by non-company participants was not selected for assessment, it should be explained in the assessment report to the GNI Board.

Presentation of Case Studies

Cases should be written using the template in Appendix II. They should be based on the review of primary source documents and interviews with individuals who played a direct role in dealing with the case, as well as other key decision-makers within the company.

Cases that deal with company responses to government demands implicating freedom of expression and privacy should address the substance of what is covered in Section 4 of the Process Review (Freedom of Expression and Privacy in Practice). Case studies should use questions from Section 4 that are relevant to the particular case to assess whether and how the company implemented their systems, policies and procedures. These Case Studies should include at least the following information:

- Whether the case concerns privacy (e.g., requests for user information), or freedom of expression (e.g., content takedown or blocking), or both;
- Whether the case consists of a single instance or multiple sets of similar incidents;
- Where and when the case occurred, to the maximum specificity possible consistent with user privacy, attorney-client privilege, and other concerns specified in Section 3.5;
- What government branch or agencies of government originated the demand;
- Whether the government followed its own laws and formally prescribed processes;
- How the company responded to the request(s) involved in the case;

- Whether the company was able to avoid, minimize or mitigate the impact of government requests, through narrow interpretation of requests, jurisdiction, or other measures in the GNI Implementation Guidelines, and if so, how; and
- If the company was not able to avoid, minimize or mitigate the impact of the government request, did the company reach out to others with expertise or leverage on the matter in order to collaborate, did the case lead to subsequent policy efforts?

Other types of Case Studies should also explore how the company's relevant processes are used in practice. For example, cases examining the company's due diligence efforts should explore whether and how the processes that are described in the answers to Section 3 of the Process Review (Due Diligence and Risk Management) were implemented in practice.

3.3. Consultation with GNI Executive Director and Independent Chair

The Assessor will consult with the Executive Director and Independent Chair at the midpoint of the assessment to update them on the status of the assessment and request guidance or raise concerns about the assessment, consistent with their confidentiality obligations. The timing of this discussion will be determined in consultation with the assessor, and the company being assessed is welcome to participate.

3.4. Assessor Reporting to GNI

Assessment reporting incorporates a five-step process:

- 1) The assessment report is drafted by the assessor and/or company as described above;
- 2) The draft report is reviewed and revised by the assessor and is provided to the company.
- 3) The company will have a reasonable opportunity to correct factual errors, suggest revisions, and identify information to be removed for confidentiality or other reasons discussed in Section 3.5 below;
- 4) The assessor will then prepare a final draft report and provide the company with a reasonable opportunity once more to review it for accuracy and remove information due to confidentiality or other agreed reasons;⁷ and
- 5) The report is transmitted to the GNI Board.

3.5. Privileged and Confidential Materials

GNI's independent assessment process covers sensitive topics: it evaluates how companies are implementing the GNI Principles meant to protect users' free expression and privacy rights in operating environments that can be challenging.

To assess a company effectively, an assessor requires access to non-public information held by the company. Any such information disclosed by the company to the assessor during the assessment process is subject to confidentiality duties on the part of the assessor that will be detailed in the contract between the company and the assessor.

GNI recognizes that legal requirements may bar companies from disclosing information that is otherwise relevant to the assessment process. GNI further recognizes that companies may not be able to disclose other relevant information to protect attorney-client privilege, to maintain user privacy, to fulfill its

⁷ GNI's pro bono lawyer will review each final draft report from an antitrust law perspective, before the report is submitted to the GNI Board. This review is free of charge.

contractual commitments, or for competitive reasons. Each company will be required to identify limitations on access to information, if any, to the assessor with as much specificity as is practicable.

At the same time, an assessor cannot discharge its mandate without a reasonable level of information from the company. **GNI therefore requires assessors to state in their report whether they had sufficient access to information to conduct the assessment.** They shall specifically comment on any instance in which their ability to conduct the assessment was materially affected by a company's withholding of relevant information for whatever reason.

Assessors are encouraged to contact the GNI's Independent Chair and Executive Director should they encounter any difficulties in obtaining sufficient information from the company to conduct an effective assessment.

The assessor may include non-public information in its report to the GNI Board only with the express permission of the company as obtained by the Review Process and the Case Studies detailed in Sections 3.1 and 3.2 above.

Further background information on legal privilege and confidentiality will be provided to the GNI Board and the assessors with the support of GNI's pro bono legal counsel. The purpose is to provide educational guidance and promote a common understanding within the GNI Board and the assessors of the concept of attorney-client privilege and the reasonable limitations on direct access to company information during the assessment process.

3.6. Subsequent Assessments

Some particular guidance is warranted on subsequent assessments of companies that have been independently assessed at least once before.

Subsequent assessments should highlight material changes that have occurred since the last assessment.⁸ Such material changes might include developments in the company's systems, policies, and procedures to implement the GNI Principles, its entry into new markets, the development and offering of new products and services, and any emerging human rights challenges the company may be facing.

At the same time, every assessment report is meant to stand on its own and provide a comprehensive assessment of the company's implementation of the GNI Principles during the previous two years. Assessment reports should therefore be drafted without any need for GNI board members to refer back to previous reports for information relevant to describing the company's performance in the current assessment period.

GNI suggests the following as best practices in preparing subsequent assessment reports:

- **Process Review:** It is permissible to use the previous report as a starting point, and to adapt previous answers to reflect the company's performance in the current period. That is to say, if language from the previous report accurately reflects a company's current processes, such

⁸ The term "material" as used throughout this document and the assessments should be interpreted to focus on impacts to the rights of freedom of expression and privacy. Using the GNI Principles and Implementation Guidelines and this guidance, the assessor will prioritize instances where the company has the greatest material impact on freedom of expression and privacy and where the risks to these rights are greatest.

language can be reproduced verbatim in the current report. The corollary is that changes in systems, policies, and procedures should be captured in language that reflects what the assessor found;

- **Case Studies:** Cases in subsequent assessment reports should be new. In selecting cases, all participants in the assessment process (the company, the assessor, and GNI's non-company members) are encouraged to select cases that highlight new and emerging challenges facing the company; and
- Finally, it should be noted that Section 6 of the Process Review asks the assessor to make recommendations on how the company can improve its implementation of the GNI Principles (question 6.3). In subsequent assessments, the assessor should answer question 6.4, which asks whether and how the company has implemented assessor and Board recommendations from the previous assessment round.

4. Board Review and Determination

4.1. Board Review Meeting

The GNI Board will discuss the outcome of the assessments at a designated board meeting ('Review Meeting'). The date of this meeting will be provided to the assessors in advance. Companies and assessors are required to attend this meeting and may participate remotely. Copies of assessment reports will be made available to Board members and alternates two weeks prior to the Review Meeting, using a secure mechanism subject to approval by the companies. The Review Meeting will consider GNI's antitrust policy.

The most valuable discussion on the outcome of the company assessments will be one that is open, where Board members are able to understand and ask questions about both the process and substance of the assessments. The Board will agree upon expectations for how the conversation will run, with each Board member and alternate indicating acceptance of this approach in advance via email. This process description is included as Appendix V.

Having the assessors at the Review Meeting is a very valuable way of understanding both the process and substance of the assessments. However, there are sensitivities, as the assessors will have had access to confidential information that is not shared in the reports to GNI's Board. The assessors will be asked to give a short statement at the meeting where they will address questions such as whether they had access to the information they needed during the process and whether they encountered challenges to the assessment. Board members will be able to ask both substantive and process-orientated questions about the assessments. In answering questions from the Board, assessors shall not disclose any non-public information beyond what is contained in the final assessment report, nor shall Board members ask any questions that attempt to obtain such information from the assessors.

The companies assessed should be prepared to provide contextual information to inform the discussion of the assessors' reports at the GNI Board meeting when the outcome of the assessments will be discussed. This does not include information omitted from the report because of privilege, confidentiality or other agreed upon reasons.

4.2. Board Determination

It is the role of the GNI Board to review the company assessment reports and to determine whether the GNI member company is making good faith efforts to implement the Principles with improvement over

time. The Board determination will be based on an assessment of the company's record during the assessment phase to put into operation the Principles and the Implementation Guidelines.

The Board decision will take into account the fact that participating companies will be different sizes and have different business models, circumstances, markets, products, and services, etc. And it will be based on a review of the assessment report and take into account the company's internal systems, processes, and activities, including how the company has acted in specific cases that implicate the Principles and Implementation Guidelines.

Additional information about the Board determination, including corrective action steps and special review requirements for companies, can be found in relevant sections of the Accountability, Policy, and Learning Framework, included as Appendix III of this Toolkit.

One year after the Board determination, each assessed company will report back to the GNI Board on whether and how it is implementing the recommendations received in its assessment report.

4.3. Board Recommendations

Based on a review of the assessment materials, the GNI Board may make recommendations to a company regarding alternative approaches to the implementation of the GNI Principles. If the company modifies or rejects a recommendation, it will explain its decision to the GNI Board. Board recommendations are recommendations approved by a majority vote of the Board, including all members of the Board other than Board members representing the company being assessed. Recommendations from individual board members are informal feedback.

5. Public Reporting

Public reporting is an integral part of the GNI assessment process, as it informs the public of GNI member-companies' compliance with the Principles and provides a basis for shared learning.

5.1. GNI Reporting to the Public

Following the second Board Review Meeting, GNI will issue a public report on the assessment process that includes information on the following:

- A summary of the progress made by GNI and member companies;
- For each participating company undergoing an assessment that year, the GNI Board's determination as to whether the company is making good faith efforts to implement the GNI Principles with improvement over time;
- Collective lessons learned regarding the Principles and Implementation Guidelines, including examples of the types of requests received; and
- Information required to improve the understanding of threats to freedom of expression and privacy across different sectors.

Every company has the right to exclude any non-public information that was shared with the Board during the assessment process from GNI's public report.

5.2. Company Reporting to the Public

Using a format of their own choosing, each participating company will within six months of the end of an assessment communicate to the public about the outcome of their assessment.

6. List of Appendices

- Appendix I: Process Review Questions**
- Appendix II: Case Study Template**
- Appendix III: Relevant excerpts from Governance Charter and Accountability, Policy and Learning Framework**
- Appendix IV: Mapping the GNI Principles to Implementation Guidelines**
- Appendix V: Process Description for Board Review Meeting**

Appendix I: Process Review Questions

1. CONTEXT OF ASSESSMENT

1.1. The Assessor

- 1.1.1. Please identify the members of your team who carried out the independent assessment. (no limit)
- 1.1.2. Do you affirm that your organization and all members of your team complied with the GNI's Independence and Competency Criteria throughout the assessment process? [Yes/No]

1.2. The Company

- 1.2.1. Please describe the company you assessed, the structure of its organization, its lines of business, and its relevant geographic markets. (150 words)

1.3. Assessment Scope

- 1.3.1. Please describe which of the company's business functions, lines of business, and geographic areas are material to its impacts on the rights to free expression and privacy, and therefore included in this assessment. (250 words)
- 1.3.2. Please describe:
 - a) the nature of the information to which you had access, including confidential or non-public documents (no limit)
 - b) the number of interviews you conducted during the assessment process, including the roles and responsibilities of the interview subjects. (no limit)
- 1.3.3. Please explain whether you had access to sufficient information to conduct the assessment effectively, and describe any challenges you faced in accessing relevant information and how you surmounted them. (no limit).

2. GOVERNANCE

- 2.1. What are the respective roles of the Board and Senior Management in the company's implementation of the GNI Principles? (100 words) [IG 2.3(a), 2.3(b), 2.13(h)]
- 2.2. How does the Board provide strategic oversight of the company's implementation of the GNI Principles? Does it receive and evaluate human rights reporting from management? (50 words) [IGs 2.1, 2.2]
- 2.3. Is there a senior-directed human rights function within the company? (Yes/No) [IG 2.13(a)]

- 2.4. Please describe the company's internal structures for implementing the GNI Principles into its routine business operations. (100 words) [IG 2.12, 2.13(b), 2.13(c), 2.13(d) 2.13(i)]
- 2.5. How does the company train its personnel on freedom of expression and privacy-related risks? Please discuss in relation to the Board, Senior Management, and frontline personnel who are most likely to face free expression and privacy challenges. (50 words) [IG 2.3 (c), 2.13(i)]
- 2.6. When and how must freedom of expression and privacy related issues be escalated to higher levels of the company t? (100 words) [IG 2.3 (d), 2.13(j)]

3. DUE DILIGENCE & RISK MANAGEMENT

3.1. Due Diligence

- 3.1.1. What processes or mechanisms does the company have to identify potential risks to freedom of expression and privacy that may be connected to:
 - a) Products, including the development of new products or substantial changes in existing products?
 - b) Markets, including an evaluation of relevant local laws and practices at the time of market entry, and as they change over time?
 - c) Acquisitions and partnerships where the company has operational control?
 - d) Other business relationships? (300 words) [IG 2.4, 2.5, 2.8, 2.9]
- 3.1.2. How does the company ensure that frontline personnel can bring potential issues to the attention of the individual(s) responsible for due diligence? (100 words) [IG 2.3(d), 2.5, 2.13(g), 2.13(j)]
- 3.1.3. When the company's due diligence surfaces human rights issues for analysis, mitigation, and prevention, how does the company prioritize among those human rights issues? (100 words) [IG 2.4, 2.7(a), 2.8 2.10]
- 3.1.4. How does the company decide whether a human rights impact assessment (HRIA) is required to develop effective prevention and mitigation strategies? Please discuss in relation to both product- and market-based risks. (150 words) [IG 2.4, 2.5, 2.6, 2.7(a)]
- 3.1.5. How does the company conduct an HRIA? Please provide specific examples if helpful.
 - a) What sources does it incorporate? [IG 2.7(b), 2.7(e)]
 - b) How does it measure the freedom of expression and privacy risks in a given market? [IG 2.7(a)]
 - c) How does it account for the freedom of expression and privacy risks associated with a contemplated partnership? [IG 2.7(c)]

- d) How does it evaluate whether relevant domestic laws, legal systems and practices in each market threaten human rights? [IG 2.7(d)]
- e) How does the company incorporate the results of HRIAs into its policies, procedures, and internal processes? (300 words) [IG 2.7(g), 2.7(h)]

3.1.6. Are external stakeholders consulted during an HRIA routinely informed about how the company has acted upon the findings of the HRIA? [Yes/No]

3.1.7. How does the company revisit issues over time to capture changes in products, markets, or relationships? (100 words) [IG 2.5, 2.6, 2.7(f), 2.10, 2.11]

3.2. Risk Management

3.2.1. Please describe how the company prevents or mitigates freedom of expression and privacy risks identified by its due diligence processes. Please discuss with regard to circumstances where the company has and does not have operational control, and incorporate specific examples as helpful. (300 words) [IG 2.4, 2.5, 2.6, 2.7(g), 2.7(f) 2.9, 2.10, 2.11, 3.4]

4. FREEDOM OF EXPRESSION & PRIVACY IN PRACTICE

4.1. Describe the policies and procedures that set out how the company will assess and respond to government restrictions and demands. Specifically, do they:

- a) Require governments to follow established domestic legal processes?
- b) Request clear written communications from governments substantiating the legal basis for a restriction or demand?
- c) Address how the company will respond when a government fails to provide a written directive or adhere to legal procedure?
- d) Require the narrow interpretation of government requests, including the requesting government's jurisdiction, to minimize impacts on its users?
- e) Require detailed records of all incoming government requests be maintained? [IG 2.13(e)]

In answering, please describe who in the company is responsible for designing, implementing, overseeing, and revising these policies. Please incorporate specific examples where helpful to illustrate the efforts, which the company has made to implement the GNI Principles in dealing with these situations. (500 words) [IG 2.13b, 2.13e, 3.1c, 3.1d, 3.2a, 3.2b, 3.2c, 3.2d, 3.2e, 3.2f, 3.2g]

4.2. How does the company encourage governments to be specific, transparent, and consistent in their laws, regulations, restrictions, and demands that impact freedom of expression and privacy? Please incorporate specific examples where helpful. (100 words) [IG 3.1(a)]

- 4.3. How does the company proactively engage with governments to encourage laws, regulations, restrictions, and demands that are consistent with international laws and standards. (100 words) [IG 3.1(b)]
- 4.4. Does the company have appropriate policies and procedures in place to ensure that, in appropriate circumstances:
- a) it seeks clarification or modification of government restrictions or demands that appear inconsistent with domestic or international law? [Yes/No]
 - b) it seeks assistance from relevant government authorities, international human rights bodies, or non-governmental organizations when faced with such demands? [Yes/No]
 - c) it challenges such demands in domestic court? [Yes/No] [IGs 3.3a, 3.3b, 3.3c]
- 4.5. What measures does the company take to minimize and mitigate the risks associated with the collection, storage, and retention of personal information in the jurisdictions where it operates? (100 words) [IG 3.4]

5. TRANSPARENCY & ENGAGEMENT

- 5.1. How does the company communicate to its shareholders and stakeholders its general approach to addressing its human rights impacts in relation to freedom of expression and privacy? (100 words) [IG 5.4]
- 5.2. How does the company communicate to its employees its commitment to the GNI Principles, and its policies to implement the GNI Principles? (50 words) [IG 2.13[h]]
- 5.3. How does the company disclose to its users:
- a) What personal information the company collects? [IG 3.5(d)]
 - b) The generally applicable laws and policies which require the company to restrict content or communications or provide personal information to government authorities? [IG 3.5(a)]
 - c) The company's policies and procedures for responding to government restrictions and demands? (200 words) [IG 3.5(b)]
- 5.4. How and when does the company notify its users that content has been removed or blocked pursuant to a government request, or disclosed to a government agency? (150 words) [IG 3.4(c)]
- 5.5. Is there a company grievance mechanism available for users? If yes, please describe. (100 words) [IG 2.13 f]
- 5.6. Please describe how the company encourages governments and international institutions to adopt policies, practices, and actions that are consistent with and promote the GNI Principles.

- a) Engaged with government officials on reform of laws policies and practices that infringe on freedom of expression and privacy; [IG 4.2(a)]
- b) Engaged in discussions with home governments to promote the GNI Principles [IG 4.2(b)]
- c) Encouraged direct government-to-government contacts [IG 4.2(c)]
- d) Encouraged governments and international organizations to call attention to infringements on the rights to free expression and privacy (200 words) [IG 4.2(d)]

6. FOLLOW UP & IMPROVEMENT

- 6.1. Please state your views on the company's main strengths and successes in implementing the GNI Principles, including any particularly creative or noteworthy approaches to addressing human rights challenges that might serve as examples for other ICT companies to follow. (no limit)
- 6.2. Please discuss any concerns you have identified with the company's implementation—especially gaps in creating or implementing relevant policies, procedures, and processes. (no limit)
- 6.3. Please provide any specific recommendations you may have for the company to improve as identified during the assessment process. (no limit)
- 6.4. Please evaluate whether and how the company has implemented the assessor and Board recommendations that were made in the previous assessment process. Please explain whether company has implemented a recommendation, is in the process of implementing it, or has decided not to implement the recommendation as suggested, but has chosen to address the specific issue in another way. (no limit—for subsequent independent assessments only)
- 6.5. Please provide any specific recommendations you may have to the GNI on how it may improve its independent assessment process. (no limit)

Appendix II: Case Study Template

1. CASE OVERVIEW

Describe the case in 1-2 sentences.

2. POLICY AND PROCESS

Identify the company policies and processes for implementing the GNI Principles that are relevant to the case.

3. COMPANY RESPONSE

Describe how the company responded to the case, including whether and how the policies and processes identified were used.

4. RATIONALE FOR CASE INCLUSION

Specify the type of case (see AT Section 3.2) and why it was included in the assessment, including whether it was recommended by GNI non-company participants.

5. ASSESSOR COMMENTS

The assessor should provide comments on the company's implementation of the GNI Principles in the case, including strengths and successes, concerns with company implementation, gaps in creating or implementing relevant policies and processes, and recommendations for the company to improve.

Appendix III: Relevant excerpts from Governance Charter and Accountability, Policy and Learning Framework

Governance Charter

5. Accredited Independent Assessors

An essential element of the GNI's accountability framework will be assessments of each participating company's compliance with the Principles and Implementation Guidelines undertaken by independent assessors. Independent assessments shall be undertaken as described in the Accountability, Policy and Learning Framework document.

A. Assessment Phases: The GNI's accountability framework is a two-stage process:

1. Self-reporting from the companies to GNI after one year of membership
2. An independent assessment of each company member held every two years covering both a process review and including the review of specific cases

B. Independence of Assessors: Individuals and organizations that assess company compliance with the GNI Principles must maintain independence from the companies they assess.

C. Competence of Assessors: Independent assessors must adhere to the highest professional standards for third-party assessments grounded in the fundamental principles of integrity, objectivity, professional competence, confidentiality, and professional behavior.

All accredited assessors with GNI are required to sign GNI's publicly available independence and competency criteria.

If upon selection of the independent assessor by a company, a GNI participant or the Executive Director raises in writing a new independence concern not already reviewed by the Board in the assessor certification process, the Board will evaluate the claim and make a further determination on independence through a simple majority vote of the Board.

D. Application Process for Assessors: Prospective assessors shall:

- Submit an application to the Executive Director with the information necessary to demonstrate that the assessor meets the GNI's independence and competence criteria
- Satisfy other reasonable application requirements as further specified by the Executive Director
- Once accredited by the GNI, be subject to re-accreditation every two years unless otherwise specified
- Once accredited, undergo training by GNI staff related to the Principles and the global ICT industry

The GNI will, at its discretion, undertake due diligence and fact checking on the application provided by independent assessors.

E. Contracting with Assessors: In order to enter the pool of GNI accredited independent assessors, each independent assessor shall enter into a master services agreement with the GNI. This master services agreement shall include the following:

- Independence criteria
- Competency criteria
- Assessment guidance
- Confidentiality, disclosure, and nondisclosure requirements
- Guidelines on frequency and nature of communications between the GNI, the independent assessor, and the company during the course of an assessment
- Guidelines regarding the disclosure of assessment findings to (a) the company being assessed, and (b) the GNI
- The right of the GNI to terminate the master services agreement with the independent assessor in the event of a material violation of the agreement by the independent assessor

For each individual company assessment, a subsidiary agreement will be signed between the company and the independent assessor. The subsidiary agreement will exist under the umbrella of the master services agreement and will detail specific aspects of that individual company assessment, including timeline, cost, terms of payment, and geographical scope that relate to the circumstances of that specific individual company assessment. The subsidiary agreement will also contain a commitment of confidentiality and non-disclosure between the assessor and the company.

F. Fees for Assessors: Companies will negotiate terms of payment with the accredited independent assessors and set them out in the subsidiary agreement between the assessors and the company.

Accountability, Policy and Learning Framework

Update September 2017

Introduction

This document describes the work of GNI and is designed to complement the Governance Charter that describes the way in which GNI is governed. Together they form the two core documents of GNI.

1. Accountability

GNI Assessment Toolkit-Appendix III

1.1 An essential element of GNI's accountability framework is assessments of each participating company's compliance with the Principles and Implementation Guidelines undertaken by independent assessors. The assessment process is in two parts:

- Self-reporting from the companies to GNI after one year of membership.
- An independent assessment of each company member held every two years covering both a process review and including the review of specific cases or examples.

1.2 The assessment process:

1.2.1 Limits on Disclosure: GNI recognizes that companies may be prevented from disclosing information by law, or may choose not to disclose information in order to preserve attorney-client privilege or protect trade secrets. At the same time, the GNI recognizes that assessors will require a reasonable level of information in order to accomplish their assessment. Among other things, GNI expects the assessors to indicate or otherwise comment where the assessor could not access information due to a company's withholding of such information, and the withholding of that information affected the assessor's ability to evaluate the company's compliance with the Principles. Each company will be required to identify limitations on access to information, if any, to the independent assessor with as much specificity as is practicable.

1.2.2 Determining Compliance: It is the role of the GNI Board to review the company assessment and to conclude whether the GNI member company is making good faith efforts to implement the Principles with improvement over time. The GNI's evaluation of compliance by participating companies will be based on an assessment of the totality of a company's record during the assessment phase to put into operation the Principles and the Implementation Guidelines. The GNI's evaluation of compliance will take into account the fact that participating companies will be different sizes and have different business models, circumstances, markets, products, and services, etc.

The determination of compliance will be based on a review of each company's internal systems, processes, and activities, including how the company has acted in specific cases that implicate the Principles and Implementation Guidelines.

1.2.3 Corrective Action Steps: Where a particular compliance problem or pattern of problems is identified in a final assessor's report that has been submitted to the Board, the participating company will develop and implement a corrective action plan to remedy the identified problems and report those steps at specified intervals to the Executive Director. The corrective action plan will include measurements for achieving the intended outcomes and anticipated timeline for completion. During the creation of a corrective action plan, the Executive Director and/or relevant GNI staff or members may provide advice to the company to promote a successful remedy.

1.2.4 Special Review: If a company does not meet the participation criteria, is not in compliance, or has failed to take corrective action steps to address problems previously identified in an assessment report or otherwise, the Board may place that company under special review to permit the Board to evaluate that company's compliance further. The Board evaluates candidates for special review, and the nature of the review necessary, on a case-by-case basis. The special review will occur on the following terms:

- The term of the review is 120 days, unless the Board determines that the company has achieved compliance before the 120-day period has expired.
- During the term of the special review, the company shall take all necessary actions to achieve compliance.
- The Board may extend the special-review term for as long as is needed for the company to effectively address the identified problems, if the Board concludes that an extension of the special-review term is appropriate.

1.3 Reporting on assessments

1.3.1 Reporting is an integral part of participation in the GNI, and will:

- Provide the basis of shared learning
- Inform independent assessments of adherence to the Principles
- Enable regular communications with the public

1.3.2 Independent Assessor Reporting to the GNI: At the conclusion of each assessment, and using a reporting format agreed upon by the Board, the independent assessor will prepare a detailed report that summarizes the assessment, the relevant facts, corrective action plans (if any), and recommendations for improvement. This report will contain a qualitative evaluation of strengths, weaknesses, and opportunities for improvement in the processes the company has put in place to implement the Principles and a summary of conclusions for the GNI.

1.3.3 GNI Reporting to the Public: Following the completion of independent assessments of member companies, GNI will report publicly on the outcome of the assessments including:

- A summary of the progress made by GNI and member companies
- Collective lessons learned regarding the Principles and Implementation Guidelines, including examples of the types of requests received
- Information required to improve the understanding of threats to freedom of expression and privacy across different sectors, geographies, legal systems, and cultural traditions
- For each participating company undergoing an assessment that year, the GNI Board's compliant or non-compliant decision

1.3.4 Company Reporting to the Public: Using a format of their own choosing, each participating company will within six months of the end of an assessment communicate to the public about the outcome of their assessment.

(...)

Appendix IV: Mapping the GNI Principles to Implementation Guidelines

Category	GNI Principle ⁹	Matching IG Item(s)
2. Freedom of Expression	<p>2.1 Participating companies will respect and protect the freedom of expression of their users by seeking to avoid or minimize the impact of government restrictions on freedom of expression, including restrictions on the information available to users and the opportunities for users to create and communicate ideas and information, regardless of frontiers or media of communication.</p>	<p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.¹⁰</p> <p>3.2: When required to restrict communications, or remove content, or to provide personal information to government authorities, participating companies will:</p> <ul style="list-style-type: none"> • (a) Require that governments follow established domestic legal processes when they are seeking to (1) restrict freedom of expression or (2) access personal information. • (b) Request clear written communications from the government that explain the legal basis for government restrictions to freedom of expression and government demands for personal information, including the name of the requesting government entity and the name, title and signature of the authorized official. • (c) Keep - where the law permits verbal demands and in emergency situations, when communications will be oral rather than written -, records of these demands. • (d) Interpret government restrictions and demands so as to minimize the negative effect on freedom of expression.

⁹ Internal numbering system created for Principles and sub-Principles.

¹⁰ This IG goes on to specify: “The process includes assessing actual and potential human rights impacts on individuals, integrating and acting upon the findings, tracking responses, and communicating how impacts are addressed as set forth in this section 2 of the Implementation Guidelines. In assessing actual and potential human rights impacts, companies should draw on a range of sources, including voices from inside relevant countries, human rights groups, government bodies, and international organizations. Companies should also evaluate whether relevant local laws and practices are consistent with rule of law requirements and international and regional human rights norms.”

Category	GNI Principle ⁹	Matching IG Item(s)
		<ul style="list-style-type: none"> • (f) Narrowly interpret the governmental authority’s jurisdiction so as to minimize the negative effect on freedom of expression. <p>3.3: When faced with a government restriction or demand that appears overbroad, unlawful, or otherwise inconsistent with domestic laws or procedures or international human rights laws and standards on freedom of expression or privacy, participating companies will in appropriate cases and circumstances:</p> <ul style="list-style-type: none"> • (a) Seek clarification or modification from authorized officials of such requests; • (b) Seek the assistance, as needed, of relevant government authorities, international human rights bodies or non-governmental organizations; and • (c) Challenge the government in domestic courts.
	<p>2.2 Participating companies will respect and protect the freedom of expression rights of their users when confronted with government demands, laws and regulations to suppress freedom of expression, remove content or otherwise limit access to information and ideas in a manner inconsistent with internationally recognized laws and standards.</p>	<p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.</p> <p>3.1: Participating companies will:</p> <ul style="list-style-type: none"> • (c) Adopt policies and procedures which set out how the company will assess and respond to government demands for restrictions to communications or access to content, or disclosure of personal information. • (d) These policies and procedures will also address how the company will respond in instances when governments fail to provide a written directive or adhere to domestic legal procedure. They will also include a consideration of when to challenge such government restrictions and demands. <p>3.5: Participating companies will seek to operate in a transparent manner when required by government to restrict communications or access to content or provide personal information to governments. To achieve this, participating companies will:</p> <ul style="list-style-type: none"> • (a) Disclose to users in clear language the generally applicable laws and policies which require the participating company to remove or limit access to content or restrict communications or provide personal information to government authorities.

Category	GNI Principle ⁹	Matching IG Item(s)
		<ul style="list-style-type: none"> • (b) Disclose to users in a clear manner the company’s policies and procedures for responding to government restrictions and demands to remove or limit access to content, restrict communications or provide personal data. • (c) Give clear, prominent and timely notice to users when access to specific content has been removed or blocked by the participating company or when communications have been limited or stopped by the participating company due to government restrictions. Notice should include the reason for the action and state on whose authority the action was taken. • (d) Disclose to users in clear language what personal information the participating company collects, and the participating company’s policies and procedures for responding to government demands for personal information. • (e) Assess on an ongoing basis measures to effectively support transparency with users, regarding the company’s data collection, storage, and retention practices.
3. Privacy	<p>3.1 Participating companies will employ protections with respect to personal information in all countries where they operate in order to protect the privacy rights of users.</p>	<p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.</p> <p>3.1(c): Participating companies will adopt policies and procedures which set out how the company will assess and respond to government demands for restrictions to communications or access to content, or disclosure of personal information.</p> <p>3.2: When required to restrict communications, or remove content, or to provide personal information to government authorities, participating companies will:</p> <ul style="list-style-type: none"> • (a) Require that governments follow established domestic legal processes when they are seeking to (1) restrict freedom of expression or (2) access personal information. • (b) Request clear written communications from the government that explain the legal basis for government restrictions to freedom of expression and government demands for personal information, including the name of the

Category	GNI Principle ⁹	Matching IG Item(s)
		<p>requesting government entity and the name, title and signature of the authorized official.</p> <ul style="list-style-type: none"> • (c) Keep — where the law permits verbal demands and in emergency situations, when communications will be oral rather than written — records of these demands. • (e) Narrowly interpret and implement government demands that compromise privacy. • (g) Narrowly interpret the governmental authority’s jurisdiction to access personal information, such as limiting compliance to users within that country.
	<p>3.2 Participating companies will respect and protect the privacy rights of users when confronted with government demands, laws or regulations that compromise privacy in a manner inconsistent with internationally recognized laws and standards.</p>	<p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.</p> <p>3.1(d): Participating companies [will adopt policies and procedures that] will also address how the company will respond in instances when governments fail to provide a written directive or adhere to domestic legal procedure. They will also include a consideration of when to challenge such government restrictions and demands.</p> <p>3.5: Participating companies will seek to operate in a transparent manner when required by government to restrict communications or access to content or provide personal information to governments. To achieve this, participating companies will:</p> <ul style="list-style-type: none"> • (a) Disclose to users in clear language the generally applicable laws and policies which require the participating company to remove or limit access to content or restrict communications or provide personal information to government authorities. • (b) Disclose to users in a clear manner the company’s policies and procedures for responding to government restrictions and demands to remove or limit access to content, restrict communications or provide personal data. • (c) Give clear, prominent and timely notice to users when access to specific content has been removed or blocked by the participating company or when communications have been limited or stopped by the participating company

Category	GNI Principle ⁹	Matching IG Item(s)
		<p>due to government restrictions. Notice should include the reason for the action and state on whose authority the action was taken.</p> <ul style="list-style-type: none"> • (d) Disclose to users in clear language what personal information the participating company collects, and the participating company’s policies and procedures for responding to government demands for personal information. • (e) Assess on an ongoing basis measures to effectively support transparency with users, regarding the company's data collection, storage, and retention practices.
4. Responsible Company Decision Making	<p>4.1 Participating companies will ensure that the company Board, senior officers and others responsible for key decisions that impact freedom of expression and privacy are fully informed of these Principles and how they may be best advanced.</p>	<p>2.1: The Board of Directors of a participating company is responsible for the strategic oversight of the company’s human rights practices, including with respect to all company activities and operations affecting freedom of expression and privacy.</p> <p>2.2: The Board will receive and evaluate regular human rights reporting from management including on how the commitments laid out in the Principles are being implemented.</p> <p>2.3: The Board or Senior Management will:</p> <ul style="list-style-type: none"> • (a) Review freedom of expression and privacy risks related to the company’s operations in a manner consistent with the company’s overall approach to risk management. • (b) Carry out the company’s implementation of the Principles in a manner consistent with the safety and liberty of company personnel, including both employees and other persons working for a participating company. • (c) Participate in appropriate freedom of expression and privacy risk training. • (d) Establish clear instructions for when and how issues or problems affecting freedom of expression and privacy must be escalated to higher levels of the company. <p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.</p>

Category	GNI Principle ⁹	Matching IG Item(s)
		<p>2.12: Participating companies will develop appropriate internal structures and take steps throughout their business operations to ensure that the commitments laid out in the Principles are incorporated into company analysis, decision making and operations.</p> <p>2.13: Over time this will include:</p> <p><u>Structure</u></p> <ul style="list-style-type: none"> • (a) The creation of a senior-directed, human rights function, including the active participation of senior management, to design, coordinate and lead the implementation of the Principles. • (b) Ensuring that the procedures related to government demands implicating users’ freedom of expression or privacy rights are overseen and signed-off by an appropriate and sufficiently senior member of the company’s management and are appropriately documented. <p><u>Procedures</u></p> <ul style="list-style-type: none"> • (c) Establishing written procedures that ensure consistent implementation of policies that protect freedom of expression and privacy and documenting implementation of these policies. Documentation of policies and their implementation should be sufficiently detailed as to enable later internal and external review. • (d) Incorporating freedom of expression and privacy review into assurance processes to ensure implementation of the procedures laid out in the Principles. • (e) Maintaining a record of requests and demands for government restrictions to freedom of expression and access to personal information. <p><u>Remedy/Grievance</u></p> <ul style="list-style-type: none"> • (f) Establishing grievance mechanisms for users to make it possible for grievances about issues related to freedom of expression and privacy to be communicated to the company for consideration and, if appropriate, direct remediation. If a participating company determines its business practices are inconsistent with the Principles or have caused or contributed to adverse impacts, it will establish by itself or in cooperation with other actors, a means of

Category	GNI Principle ⁹	Matching IG Item(s)
		<p>remediation, including meaningful steps to prevent recurrence of such inconsistency or impact.</p> <ul style="list-style-type: none"> • (g) Providing whistleblowing mechanisms or other secure channels through which employees can confidentially or anonymously report violations of the Principles without fear of associated punishment or retribution. <p><u>Employees</u></p> <ul style="list-style-type: none"> • (h) Communicating the Principles and / or company policies that implement the Principles to all relevant employees through internal channels, such as through the company intranet, and integrate the company’s commitment to the Principles through employee training or orientation programs. • (i) Providing more detailed training for those corporate employees who are most likely to face freedom of expression and privacy challenges, based on human rights impact assessments. This may include staff in audit, compliance, legal, marketing, sales and business development areas. Where appropriate and feasible, the orientation and training programs should also be provided to employees of relevant related parties such as partners, suppliers and distributors. • (j) Developing escalation procedures for employees seeking guidance in implementing the Principles.
	<p>4.2 Participating companies will identify circumstances where freedom of expression and privacy may be jeopardized or advanced and integrate these Principles into their decision making in these circumstances.</p>	<p>2.2: The Board will receive and evaluate regular human rights reporting from management including on how the commitments laid out in the Principles are being implemented.</p> <p>2.3: The Board or Senior Management will:</p> <ul style="list-style-type: none"> • (a) Review freedom of expression and privacy risks related to the company’s operations in a manner consistent with the company’s overall approach to risk management. • (b) Carry out the company’s implementation of the Principles in a manner consistent with the safety and liberty of company personnel, including both employees and other persons working for a participating company.

Category	GNI Principle ⁹	Matching IG Item(s)
		<ul style="list-style-type: none"> • (d) Establish clear instructions for when and how issues or problems affecting freedom of expression and privacy must be escalated to higher levels of the company. <p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.</p> <p>2.5: Human rights impact assessments and other due diligence processes should be ongoing, recognizing that the nature of the issues concerning freedom of expression and privacy may change over time as the company’s operations and operating context evolve and as the human rights landscape changes in any particular jurisdiction.</p> <p>2.6: If human rights due diligence as described in Section 2.4 above identifies circumstances when freedom of expression and privacy may be jeopardized or advanced, participating companies will employ human rights impact assessments and develop effective risk mitigation strategies as appropriate. The following are situations where human rights due diligence has revealed the need for human rights impact assessments:</p> <ul style="list-style-type: none"> • (a) Reviewing and revising internal procedures for responding to government demands for user data or content restrictions in existing markets. • (b) Entering new markets, particularly those where freedom of expression and privacy are not well protected. • (c) Leaving markets, particularly those where freedom of expression and privacy are not well protected. • (d) Reviewing the policies, procedures and activities of potential partners, investments suppliers and other relevant related parties for protecting freedom of expression and privacy as part of its corporate due diligence process. • (e) Designing and introducing new technologies, products and services and their use. • (f) Acquiring other companies or forming operational partnerships (e.g., joint ventures).

Category	GNI Principle ⁹	Matching IG Item(s)
		<p>2.7: The human rights impact assessments should be initiated early enough to inform the development of a new activity or relationship. They will be undertaken to different levels of detail and scope depending on the purpose of the impact assessment. However, participating companies should:</p> <ul style="list-style-type: none"> • (a) Prioritize the use of human rights impact assessments for markets, business partners and other relationships, technologies (products / services) where the risk of adverse human rights impacts to freedom of expression and privacy is most salient or where the potential to advance human rights is at its greatest. • (b) Draw upon inputs from a variety of sources, including, for example, voices from inside the geography in question, human rights groups, government bodies, international organizations and materials developed as part of this multi-stakeholder process. • (c) Review the human rights risks and effects of not having operational control before entering or exiting joint ventures. • (d) Include a review of relevant domestic laws, legal systems and practices in each market and evaluate their conformity to rule of law requirements and international and regional human rights norms especially articles 19 and 12 of the Universal Declaration of Human Rights and articles 19 and 17 of the International Covenant on Civil and Political Rights. • (e) Utilize learning from real-life cases and precedents. • (f) Update human rights impact assessments over time, such as when there are material changes to laws, regulations, markets, products, technologies, or services. • (g) Take appropriate action to avoid, mitigate or in other ways address potential negative human rights impacts on an ongoing basis. For example, in order to prevent and mitigate adverse human rights impacts, participating companies will incorporate the findings from human rights impact assessments into other company processes and practices for risk review and risk management, including those carried out in connection with a merger or acquisition. • (h) Develop internal processes and mechanisms for using the results of impact assessments to inform company policy and practice.

Category	GNI Principle ⁹	Matching IG Item(s)
		<ul style="list-style-type: none"> • (i) Demonstrate to external stakeholders consulted in the course of risk assessments that the findings are considered by senior management. <p>2.12: Participating companies will develop appropriate internal structures and take steps throughout their business operations to ensure that the commitments laid out in the Principles are incorporated into company analysis, decision making and operations.</p> <p>2.13: Over time this will include:</p> <p><u>Structure</u></p> <ul style="list-style-type: none"> • (a) The creation of a senior-directed, human rights function, including the active participation of senior management, to design, coordinate and lead the implementation of the Principles. • (b) Ensuring that the procedures related to government demands implicating users’ freedom of expression or privacy rights are overseen and signed-off by an appropriate and sufficiently senior member of the company’s management and are appropriately documented. <p><u>Procedures</u></p> <ul style="list-style-type: none"> • (c) Establishing written procedures that ensure consistent implementation of policies that protect freedom of expression and privacy and documenting implementation of these policies. Documentation of policies and their implementation should be sufficiently detailed as to enable later internal and external review. • (d) Incorporating freedom of expression and privacy review into assurance processes to ensure implementation of the procedures laid out in the Principles. • (e) Maintaining a record of requests and demands for government restrictions to freedom of expression and access to personal information. <p><u>Remedy/Grievance</u></p> <ul style="list-style-type: none"> • (f) Establishing grievance mechanisms for users to make it possible for grievances about issues related to freedom of expression and privacy to be communicated to the company for consideration and, if appropriate, direct

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		<p>remediation. If a participating company determines its business practices are inconsistent with the Principles or have caused or contributed to adverse impacts, it will establish by itself or in cooperation with other actors, a means of remediation, including meaningful steps to prevent recurrence of such inconsistency or impact.</p> <ul style="list-style-type: none"> • (g) Providing whistleblowing mechanisms or other secure channels through which employees can confidentially or anonymously report violations of the Principles without fear of associated punishment or retribution. <p><u>Employees</u></p> <ul style="list-style-type: none"> • (h) Communicating the Principles and / or company policies that implement the Principles to all relevant employees through internal channels, such as through the company intranet, and integrate the company’s commitment to the Principles through employee training or orientation programs. • (i) Providing more detailed training for those corporate employees who are most likely to face freedom of expression and privacy challenges, based on human rights impact assessments. This may include staff in audit, compliance, legal, marketing, sales and business development areas. Where appropriate and feasible, the orientation and training programs should also be provided to employees of relevant related parties such as partners, suppliers and distributors. • (j) Developing escalation procedures for employees seeking guidance in implementing the Principles. <p>3.4: Participating companies will assess the human rights risks associated with the collection, storage, and retention of personal information in the jurisdictions where they operate and develop appropriate mitigation strategies to address these risks.</p>
	<p>4.3 Participating companies will implement these Principles wherever they have operational control. When they do not have operational control, participating companies will use best efforts to ensure that business partners, investments, suppliers, distributors and</p>	<p>2.4: Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate and account for risks to the freedom of expression and privacy rights that are implicated by the company’s products, services, activities and operations.</p> <p>2.5: Human rights impact assessments and other due diligence processes should be ongoing, recognizing that the nature of the issues concerning freedom of expression</p>

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	<p>other relevant related parties follow these Principles.¹¹</p>	<p>and privacy may change over time as the company’s operations and operating context evolve and as the human rights landscape changes in any particular jurisdiction.</p> <p>2.6: If human rights due diligence as described in Section 2.4 above identifies circumstances when freedom of expression and privacy may be jeopardized or advanced, participating companies will employ human rights impact assessments and develop effective risk mitigation strategies as appropriate. The following are situations where human rights due diligence has revealed the need for human rights impact assessments:</p> <ul style="list-style-type: none"> • (d) Reviewing the policies, procedures and activities of potential partners, investments suppliers and other relevant related parties for protecting freedom of expression and privacy as part of its corporate due diligence process. • (f) Acquiring other companies or forming operational partnerships (e.g., joint ventures). <p>2.7: The human rights impact assessments should be initiated early enough to inform the development of a new activity or relationship. They will be undertaken to different levels of detail and scope depending on the purpose of the impact assessment. However, participating companies should:</p> <ul style="list-style-type: none"> • (a) Prioritize the use of human rights impact assessments for markets, business partners and other relationships, technologies (products / services) where the risk of adverse human rights impacts to freedom of expression and privacy is most salient or where the potential to advance human rights is at its greatest. • (c) Review the human rights risks and effects of not having operational control before entering or exiting joint ventures. <p>2.8: Participating companies will follow these Principles and Implementation Guidelines in all circumstances when they have operational control.</p>

¹¹ Footnote 10 of the Principles defines operational control as “the power, directly or indirectly, to direct or cause the direction of the management and policies of the entity. This may be by contract, ownership of voting stock or representation on the Board of Directors or similar governing body.”

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		<p>2.9: When the participating company does not have operational control, it will use Best Efforts to ensure that business partners, investments, suppliers, distributors and other relevant related parties follow the Principles.</p> <p>2.10: With regards to third party relationships, participating companies should focus their efforts on those business partners, investments, suppliers, distributors and other relevant related parties that are involved in the participating company’s business in a manner that materially affects the company’s role in respecting and protecting freedom of expression and privacy. In doing so, the participating company should prioritize efforts on circumstances where the risks to freedom of expression and privacy are most salient.</p> <p>2.11: Where participating companies may initially lack influence to prevent or mitigate adverse impact of business relationships, they should assess how they could increase their ability to address such adverse impacts over time.</p>
<p style="writing-mode: vertical-rl; transform: rotate(180deg);">5. Multi-stakeholder Collaboration</p>	<p>5.1: Participants will take a collaborative approach to problem solving and explore new ways in which the collective learning from multiple stakeholders can be used to advance freedom of expression and privacy.</p>	<p>2.7: The human rights impact assessments should be initiated early enough to inform the development of a new activity or relationship. They will be undertaken to different levels of detail and scope depending on the purpose of the impact assessment. However, participating companies should:</p> <ul style="list-style-type: none"> • (b) Draw upon inputs from a variety of sources, including, for example, voices from inside the geography in question, human rights groups, government bodies, international organizations and materials developed as part of this multistakeholder process. • (i) Demonstrate to external stakeholders consulted in the course of risk assessments that the findings are considered by senior management.
	<p>5.2: Individually and collectively, participants will engage governments and international institutions to promote the rule of law and the adoption of laws, policies and practices that protect, respect and fulfill freedom of expression and privacy.</p>	<p>3.1: Participating companies will:</p> <ul style="list-style-type: none"> • (a) Encourage governments to be specific, transparent and consistent in the demands, laws and regulations (“government restrictions and demands”) that impact freedom of expression or the right to privacy, including e.g. restrictions of access to content or restrictions of communications, or demands that are issued regarding privacy in communications.

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		<ul style="list-style-type: none"> • (b) Encourage government restrictions and demands that are consistent with international laws and standards on freedom of expression and privacy. This includes engaging proactively with governments to reach a shared understanding of how government restrictions can be applied in a manner consistent with the Principles.
6. Governance, Accountability and Transparency	<p>6.1: Participants will adhere to a collectively determined governance structure that defines the roles and responsibilities of participants, ensures accountability and promotes the advancement of these Principles.</p>	<p>2.1: The Board of Directors of a participating company is responsible for the strategic oversight of the company’s human rights practices, including with respect to all company activities and operations affecting freedom of expression and privacy.</p>
	<p>6.2: Participants will be held accountable through a system of (a) transparency with the public and (b) independent assessment and evaluation of the implementation of these Principles.</p>	<p>3.5: Participating companies will seek to operate in a transparent manner when required by government to restrict communications or access to content or provide personal information to governments. To achieve this, participating companies will:</p> <ul style="list-style-type: none"> • (a) Disclose to users in clear language the generally applicable laws and policies which require the participating company to remove or limit access to content or restrict communications or provide personal information to government authorities. • (b) Disclose to users in a clear manner the company’s policies and procedures for responding to government restrictions and demands to remove or limit access to content, restrict communications or provide personal data. • (c) Give clear, prominent and timely notice to users when access to specific content has been removed or blocked by the participating company or when communications have been limited or stopped by the participating company due to government restrictions. Notice should include the reason for the action and state on whose authority the action was taken. • (d) Disclose to users in clear language what personal information the participating company collects, and the participating company’s policies and procedures for responding to government demands for personal information. • (e) Assess on an ongoing basis measures to effectively support transparency with users, regarding the company’s data collection, storage, and retention practices.

Appendix V: Process Description for Board Review Meeting

BOARD DETERMINATION

1. At the Board Assessment Review Meeting ('the Review Meeting'), the Board of Directors will make a determination as to whether each company undergoing the independent assessment is making good faith efforts to implement the GNI Principles with improvement over time. The Board's determination will be subject to super-majority vote (the Company undergoing assessment will be recused from the vote).
2. Members of the Board will be given sufficient information to determine whether each company being assessed is making good faith efforts to implement the GNI Principles with improvement over time.
3. Engagement with recommended steps in a prior assessment shall be considered as an important factor by the Board in concluding whether the GNI member company is making good faith efforts to implement the Principles with improvement over time.

PARTICIPATION

4. Participants in the Review Meeting will be limited to the Board of Directors, Alternate Board Members, Representatives from companies undergoing assessment who are not represented at the Board, the assessors who have conducted the assessments, GNI's anti-trust lawyers and GNI Staff.
5. The assessors will only attend the first part of the Review Meeting specifically dedicated to the company which they have assessed. Members of the Board of Directors and/or Alternate Board members representing a company undergoing assessment, may be accompanied by preferably one other colleague who has been involved in the assessment of that company. This colleague will only attend the parts of the Review Meeting specifically dedicated to his or her own company. Prior to the meeting, the colleague will confirm in writing to the Executive Director that he/she will preserve GNI's confidentiality rules. A list of the meeting participants will be circulated prior to the meeting.
6. Meeting participants who attend remotely will attend by means of a secure connection and will be expected to identify themselves as they join and depart the meeting. Assessors are encouraged to join the meeting in person, but are also entitled to join remotely. In that case, we encourage to join via video-conference.

PREPARATION

7. The Learning Committee, working with the GNI staff, shall create an ICT sector resource document for the Board that provides background on the critical and current freedom of expression and privacy issues in each of the specific ICT sectors represented by GNI companies.
8. The resource document will be shared with the Board at least two (2) months prior to the Review Meeting.
9. Members of the Board will be given online access to the assessor reports two (2) weeks before the Review Meeting. Board Members are only entitled to read the assessor reports; they are not entitled to download or print the assessor reports. Online access to the assessor reports remains available till the final approval date of the GNI Public Assessment Report.

10. Board members who also wish to receive a hard copy of one or more assessor reports, should indicate this upon request to the Executive Director. Hard Copies of the assessor reports will be distributed two (2) weeks before the Review Meeting. Recipients will not share the reports outside the GNI Board or make a copy of it. At the end of the Board review meeting, the hard copies of the assessor reports will be returned to GNI staff. Meeting participants who attend remotely will destroy the reports and confirm by email that they have done so.
11. Recipients will treat the assessor reports as confidential and not share any information therein outside the Board.
12. A GNI staff member shall review each company assessment (under the same confidentiality obligations as Board members) and lead the preparation of the Board's review of each assessor report. This staff member review shall include gathering questions and comments from Board members in advance of the Review Meeting and then seeding the discussion during the Board meeting by noting common themes for review.

REVIEW MEETING

13. The Review Meeting will take into account GNI's antitrust policy.
14. The Review Meeting consists of two parts. The first part focuses on the evaluation of the findings of the assessors. The second part focuses on the determination by the Board of Directors and to reach initial agreement on what we say publicly on the outcome of the company assessments. The assessors will only attend the first part of the Review Meeting.
15. The evaluation of the assessment reports of GNI companies undergoing assessment will take place in alphabetical order, in reverse alphabetical order, or any other order, as agreed upon by the companies and the Executive Director prior to the Review Meeting.
16. Each company will start with a brief opening statement, followed by a presentation of the company's assessor. The assessors will indicate whether they were given access to the information they needed during the assessment process, and whether the access they were given was sufficient to produce the reports they were expected to produce under GNI's Accountability, Policy and Learning Framework.
17. After each presentation, the members of the Board have time to ask questions to the company and the assessor. Board members should use the first part of the session to ask questions to the assessors in particular.
18. The Board shall spend a minimum of sixty (60) minutes per company reviewing the results of each assessor report and engaging with each company through informed questions and comments.
19. Members of the Board may ask both substantive and process orientated questions about the assessments. The assessors have had access to confidential information in addition to the confidential information that is included in the assessment reports distributed to the members of the Board. Substantive questions posed to the assessors may therefore not be fully answered by the assessors because of confidentiality commitments they have made. The assessors must indicate when that is the case.
20. The companies assessed may provide contextual information that is not included in the assessor's report to inform the discussion at the Board review meeting. It is understood that companies will not disclose information that has been omitted from the report because it cannot

be disclosed by law, would constitute confidential information, is privileged, or constitutes a trade secret.

21. It is agreed that discussion of individual company information will be confidential and cannot be shared beyond the members of the Board. Discussion of the assessment process including case studies, trends and the broad discussion of overall assessment findings, will also remain confidential, subject to the Board's agreement on subsequent public disclosure (See Paragraphs 22 and 23 below).

FOLLOW UP

22. Together with the companies that underwent assessment, the Board of Directors will consider and agree upon what information can and should be communicated to the public about the company assessments and process—both in GNI's public report and by individual Board members in response to external questions—in accordance with the guidance provided in the Accountability, Policy and Learning Framework. GNI may only include non-public information about a company in its public report with the express permission of the company concerned.
23. Using a format of their own choosing, each company that underwent assessment will within 6 months of the end of an assessment communicate to the public about the outcome of their assessment.
24. The Board of Directors will consider potential areas of further improvement for the assessment process and how the process and results are communicated to GNI members, stakeholders and the public for the next round of assessments.
25. Within three months of the final Review Meeting (i.e. of the second group of companies) the GNI Accountability Committee shall send to the Learning Committee an overview of the key substantive learnings from the assessment cycle.