



Global Business Dialogue on e-Society

GBDe Governance Rules

1. Mission

- 1.1 The Global Business Dialogue on e-Society (GBDe) is a world-wide business-driven forum providing a constructive venue for stakeholders to work towards consensus agreement on major e-Society policy challenges.
- 1.2 Established in January 1999 to assist in the creation of a policy framework for the development of a global online economy and stimulate discussion among stakeholders in the e-commerce value chain on emerging online trends and issues GBDe continues to evolve. From 2010, GBDe expanded the target to e-Society, due to the tremendous progress of ICT.
- 1.3 GBDe is based on four principles:
 - i. e-Society has the potential to increase prosperity, create employment and improve lives;
 - ii. the borderless nature of the internet requires a global response to e-Society policy challenges;
 - iii. the pace and scope of change requires business to play a leadership role to develop an effective e-Society framework that is global, market driven and flexible; and
 - iv. policy solutions should be based on self-regulation where possible.
- 1.4 GBDe is committed to the principle of transparency, encouraging liaison and dialogue with interested parties concerned with e-Society issues.
- 1.5 GBDe focuses on four complementary activities:
 - i. development of reflection papers to stimulate discussion by identifying challenges and opportunities raised by the application of new technology;
 - ii. development of global policy recommendations;
 - iii. support for global cooperation envisaged by GBDe policy; and
 - iv. advocacy of previously agreed policy recommendations.
- 1.6 The development of reflection papers on new technology is undertaken within the Issue Groups with input from GBDe members and external sources.
- 1.7 The development of global policy recommendations is undertaken through a decision-making process involving all GBDe members, complying with GBDe's Consensus Rules, and incorporating feedback from external sources.

2. Regional Organization

- 2.1 The three-region principle - Asia/Oceania, Americas, Europe/Africa - underpins GBDe's structural framework. It covers the major geographic and economic centers of the world and provides the cornerstone for maintaining a global balance and focus.
- 2.2 The regional principle is essential to the coordination of outreach and advocacy efforts including recruiting new members and fostering GBDe advocacy initiatives envisaged within their region.
- 2.3 Efforts to develop policy positions through consensus are undertaken globally through Issue Groups under the leadership of designated member companies.

3. Membership

3.1 There are three categories of GBDe members: Organizing Committee (“OC”), Issue Group (“IG”) and Affiliated Members.

A. Organizing Committee

3.2 The OC provides the leadership, overall management and direction for GBDe.

3.3 OC members are eligible to participate in all Issue Groups.

3.4 OC members must be able to meet a personal commitment (in the form of Chief Executive/Board Member and sherpa/s) to the policy development and advocacy process.

3.5 OC members are responsible for:

- i. administrative coordination of day-to-day business matters including budget expenditure;
- ii. coordination of Issue Groups globally and in their region;
- iii. taking a lead in GBDe policy development, outreach, advocacy support and public relations.

3.6 OC Members are required to meet the following conditions:

- i. subscribe to the analysis and policy that has already been developed by GBDe and participate in the ongoing process;
- ii. comply with all GBDe policy commitments;
- iii. advocate GBDe policy when appropriate;

3.7 A subsidiary company may be admitted to OC membership at the discretion of the Regional Chairs when the parent company is unable to make a commitment to join GBDe. Only one subsidiary of any group of companies is eligible to join as a member. A subsidiary whose parent company is also a member of GBDe is not eligible for OC membership.

3.8 OC membership of industry associations will be considered on an individual basis by the OC.

The OC will give consideration to the principles of regional and sectoral balance in recommending the acceptance of membership by Industry Associations. Acceptance of membership by any industry association will be in accordance with Consensus Rules. Industry Associations will be precluded from OC membership where the OC deems there is overlapping membership with current OC members or an inability to develop, comply with, and promote new policy positions consistent with those of individual company members.

3.9 OC members can change from OC to Issue Group Member by filling out a status change request form provided by the Secretariat. Status change will take effect as soon as the Secretariat receives the status change request.

B. Issue Group Members

3.10 Issue Group Members comprise those companies, industry associations or academic institutions that do not meet the requirements of OC members.

3.11 Issue Group Members are required to contribute expert-level (“sherpa”) input into the Issue Group policy development and advocacy process.

3.12 Issue Group Members may choose to participate in more than one Issue Group during any working year

3.13 All Issue Group Members are required to comply with the “Consensus Rules”.

3.14 Issue Group Members can change from Issue Group Member to OC Member by filling out a status change request form provided by the Secretariat. Status change will take effect as soon as the Secretariat receives the status change request.

C. Affiliated Members

3.15 Affiliated Members are approved by the OC and the membership must be renewed annually.

3.16 Affiliated Members participate in GBDe activities as observers only and have no other rights of membership.

3.17 Affiliated Members do not pay any membership fees.

4. Fees

4.1 GBDe Membership fees of \$5,000USD are payable upon joining GBDe and annually thereafter.

4.2 The Head of the Organizing Committee in a given year does not have to pay the GBDe

membership fee in that year.

5. Organizing Committee Head

- 5.1 The Head of the Organizing Committee for GBDe is selected annually among the Organizing Committee members by consensus.
- 5.2 The Organizing Committee Head has responsibility for coordination of the GBDe work program, hosting the year's GBDe Member General Assembly and management of the Secretariat's activities and expenditure.

6. Not Used

7. Not Used

8. Issue Groups

- 8.1 The number and focus of Issue Groups is determined annually by the GBDe membership via consensus.
- 8.2 Each Issue Group is coordinated by at least one GBDe member company of either OC or IG status.
- 8.3 Issue Group Leaders lead their respective groups, eliciting maximum consultation with contact points and, to the extent possible, the entire membership, to develop GBDe policy reflecting consensus.
- 8.4 In addition to the process of consensus building within GBDe, Issue Group Leaders are also responsible for coordination of contact and consultation with appropriate government representatives and international organizations regarding their respective issues.
- 8.5 Each Issue Group will promote its activities and recommendations. Reports are produced at the end of the Issue Groups' one-year mandate and presented at GBDe events such as the GBDe Member General Assembly.
- 8.6 A specified application /closing request form needs to be filled out when establishing / closing a new issue group.

9. Consensus Rules

- 9.1 Consistent with GBDe's objectives to serve the common global interests of e-Society, these rules are designed to enable meaningful and not lowest common denominator, positions to be established.
- 9.2 GBDe Members shall undertake to resolve any divergence of opinion between themselves.
- 9.3 If unanimity is not achievable then consensus, that is the absence of sustained opposition to a position which is supported by a broad majority, is an acceptable basis for a GBDe agreement on a position, a statement, or course of action.
- 9.4 Members, in joining GBDe, undertake only to sustain opposition to a broad majority view in situations where, in their view, the important interests of their company or association are threatened. In such cases they have the right to have their reservations recorded, provided reasons for their reservations are also stated. Such minority views shall be clearly noted in agreed policy recommendations.
- 9.5 Before any final document can be deemed to have been approved, every effort must be made by the Issue Group Leaders to consult fully all GBDe members. When an Issue Group has reached a consensus on its paper among those GBDe members participating directly in the process, it should proceed to wider consultation of all members. Members are required to comply with comment deadlines and "no response" will be deemed to be consent.
- 9.6 GBDe will only develop and decide on any 'codes of conduct' binding the actions of any or all GBDe members if there is unanimity with respect to the issue or topic.

10. Secretariat

- 10.1 The GBDe Secretariat is appointed annually by the Organizing Committee Head.

- 10.2 The Secretariat supports the Organizing Committee Head for the administration of GBDe activities. The Secretariat is responsible for the following functions:
- i. Managing GBDe overall activities under the instruction of the Organizing Committee Head;
 - ii. Developing an annual operating budget for approval by all GBDe member companies;
 - iii. Acting as GBDe spokesperson / representative at the request of the Organizing Committee Head;
 - iv. Assisting in coordination of public relations support;
 - v. Performing central support activities (as set forth in Section 11 below); and
 - vi. Handing over materials to the new Secretariat.

11. Central Support Activities

- 11.1 The central support activities include the following functions:
- i. administrative support for GBDe's annual General Member Assembly;
 - ii. Providing support for periodic conference calls between members (excluding Issue Group calls);
 - iii. Assisting in the organization and administration of periodic meetings including collating working documents, meeting minutes and logistics (excluding Issue Group activities);
 - iv. Continued development, maintenance and hosting of GBDe's web sites;
 - v. Archiving copies of all GBDe documents;
 - vi. Creating and updating databases of member contact information;
 - vii. Familiarizing new members with GBDe rules and protocols;
 - viii. Coordinating the collection of the fees from GBDe members and managing GBDe's central banking facility;
 - ix. Providing all GBDe members with a report on revenue and operating expenses; and registration and maintenance of GBDe's NPO status.

12. Audit

- 12.1 Revenue and operating expenses are reviewed annually. The Secretariat provides all GBDe members with a copy of the annual report.
- 12.2 The annual report is audited by a specialist appointed by OC members. The company responsible for the audit shall not be a company of the current Organizing Committee Head.