



MEMORANDUM OF UNDERSTANDING

**BETWEEN THE ORGANISATION FOR ECONOMIC
CO-OPERATION AND DEVELOPMENT (OECD)
AND
THE ASSOCIATION INTERNATIONAL COORDINATING
COMMITTEE OF NATIONAL HUMAN RIGHTS
INSTITUTIONS (ICC)**



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The ICC and OECD,

Considering that the OECD Guidelines for Multinational Enterprises (hereafter referred to as “the OECD MNE Guidelines”)¹ which are an integral part of the OECD Declaration on International Investment and Multinational Enterprises, constitute recommendations addressed by governments to multinational enterprises setting out voluntary standards and principles for responsible business conduct;

Considering that the OECD MNE Guidelines are endowed with a unique implementation mechanism in the form of National Contact Points (NCPs) in each adhering country which are responsible for furthering the effectiveness of the Guidelines by undertaking promotional activities, handling enquiries and contributing to the resolution of issues that arise relating to the implementation of the OECD MNE Guidelines in specific instances;

Considering that the updated OECD MNE Guidelines and the related Decision adopted on 25 May 2011 included a new chapter on Human Rights, consistent with the Guiding Principles on Business and Human Rights : Implementing the United Nations “Protect, Respect and Remedy” Framework;

Considering that the 2011 update of the OECD MNE Guidelines and the related Decision included the pursuit of a pro-active agenda in collaboration with enterprises, social partners and other stakeholders;

Considering that the 2011 update of the OECD MNE Guidelines and the related Decision called upon the OECD Investment Committee to continue to work closely with partner organisations;

Considering that the ICC is the global association of National Human Rights Institutions (NHRIs) established according to the UN Paris Principles², as independent and pluralist institutions with the mandate to promote and protect human rights (hereafter referred to as “the NHRI Paris Principles Mandate”);

Considering (i) that the UN Human Rights Council in its Resolution 17/4 of June 2011 affirmed the role of NHRIs under the Paris Principles in relation to business and human rights and in addressing all relevant actors, (ii) that the UN Guiding Principles on Business and Human Rights recognize the functions of NHRIs across all three pillars of the UN “protect, respect, remedy” framework, and (iii) that in its Edinburgh Declaration of 10 October 2010, the ICC undertook proactively to consider new ways in which NHRIs’ mandates can be used to advance the “protect, respect and remedy” framework and to engage with organisations and stakeholders at national, regional and international levels;

¹ The text of the OECD MNE Guidelines can be found at www.oecd.org/daf/investment/guidelines

² UN General Assembly Resolution 48/134, 4 March 1994, <http://daccess-dds-ny.un.org/doc/UNDOC/GEN/N94/116/24/PDF/N9411624.pdf?OpenElement> .

Considering that the majority of countries adhering to the OECD MNE Guidelines have established a NHRI in accordance with the Paris Principles and successive resolutions of the UN General Assembly and UN Human Rights Council Resolution;

Considering that greater coordination, mutual awareness and support between the ICC and the OECD will further the common goal of both organisations of promoting respect by Multinational Enterprises (MNE) and other business enterprises for human rights, and the contribution of such enterprises to human rights-based sustainable development;

Agree that it is in the mutual interest of the OECD and ICC (individually referred to as a “Party” and collectively “the Parties”) to establish the following Memorandum of Understanding (hereafter “MOU”).

Article 1 Purpose and Scope

The purpose of this MOU is to establish a programme of cooperation for an initial period of three (3) years to promote greater understanding, visibility and use of the OECD MNE Guidelines and the NHRI Paris Principles Mandate, towards greater respect for human rights in the sphere of business activities, and to exploit the synergies and complementarities between the Parties and to develop cooperation in such areas in support of this goal.

Any activities conducted under this MOU are subject to their inclusion in the Parties’ respective programmes of work and budgets and to the availability of funds. They shall be carried out in accordance with their respective rules and practices.

Article 2 Content of the cooperation

Subject to resource availability, the collaboration of the Parties will focus on a number of substantive areas, which will include, but not be limited to:

- **Cross-referencing each other’s relevant instruments, functions and work.** The OECD MNE Guidelines cover all major areas of social responsibility, including corporate responsibility to respect human rights, and have detailed implementation procedures via NCPs in countries adhering to the OECD MNE Guidelines. NHRIs, in home and host states of MNEs, have a legal mandate as independent, pluralist bodies to monitor, promote and protect human rights, including via human rights education and engagement with professional bodies. The OECD and ICC will promote cross-references to each other’s mandates, instruments and work in relevant initiatives, communications and publications.
- **Cross-participation in global relation events.** Raising awareness by governments, businesses, NHRIs and other stakeholders of international principles and standards of business conduct relating to human rights is a priority for both the OECD and ICC. Both the ICC and the OECD have a global audience in their relevant activities. OECD and ICC members’ cross-participation in relevant promotional seminars and events will contribute to more effective promotion of the OECD Guidelines for Multinational Enterprises and their implementing procedures, and internationally recognized human rights, as well as fulfilment of the NHRI Paris Principles Mandate. The OECD and ICC agree to consider extending invitations to each other’s relevant events, and in particular the OECD will invite the ICC to the Global Forum on Responsible Business Conduct, subject to the OECD rules, procedures and practices.

- **Experience-sharing and capacity building amongst NCPs and NHRIs.** It is important that NCPs have a good understanding of the principles and standards referred to in the Human Rights chapter of the OECD MNE Guidelines, and the role and various functions of NHRIs at national level in both home and host countries of MNEs, in promoting and protecting human rights. It is also important that NHRIs are aware of the OECD MNE Guidelines and their implementation procedures. The OECD and ICC will consider engaging in joint capacity building exercises, and sharing national experiences, for example, through regional or national training sessions, or side meetings to the Annual Meeting of NCPs and ICC meetings.
- **Human rights expertise and due diligence.** As recognized by the UN Guiding Principles on Business and Human rights, NHRIs hold expertise on human rights issues, particularly at national level, and can offer relevant advice to both governments and businesses on human rights due diligence requirements in particular contexts. The OECD and ICC undertake to maintain regular dialogue and information sharing in this regard.
- **Continuing dialogue.** The ICC and OECD agree to maintain dialogue with a view to identifying mutually supportive measures to promote effective implementation of the Human Rights chapter of the OECD MNE Guidelines and the NHRI Paris Principles Mandate and to review the terms of this MOU accordingly.

Article 3 Intellectual Property

The Parties recognise the importance of protecting and respecting intellectual property rights. This MOU does not grant the right to use materials belonging to, or created by, either Party outside the framework of the collaborative activities contemplated by this MOU. The OECD will retain all intellectual property rights relating to the OECD MNE Guidelines and other OECD instruments.

Article 4 Disclosure

The Parties may disclose this MOU to the public.

Any sharing of confidential information between the Parties will be subject to their respective policies and procedures relating to the disclosure of confidential information. Each Party will take any action to protect confidential and/or classified information of the other Party.

Article 5 Status of the MOU

For legal purposes, nothing in this MOU shall be construed as creating a joint venture, an agency relationship or a legal partnership between the Parties. No provision of this MOU shall be construed so as to in any way interfere with the respective decision-making processes of the Parties with regard to their own respective work and operation. Each Party will bear its own costs incurred in the implementation of this MOU. This MOU does not represent a commitment of funds on the part of either Party.

Article 6
Institutional framework

After the signature of this MOU, each Party will appoint a representative who will act as a focal point for the implementation of this MOU. The focal point will promote the implementation of the cooperation and facilitate exchange of information between the Parties on matters of common interest.

Article 7
Duration

This MOU will come into force upon signature by both Parties for a period of three (3) years. It may be renewed by mutual written agreement between the Parties.

Article 8
Termination

The MOU may be terminated by either Party by providing three (3) months prior written notice to the other Party.

Signed in two original copies in English.

Signed on behalf of OECD

Signed on behalf of ICC

Marie-France Houde
Senior Economist

Mousa Burayzat
ICC Chairperson