



MINISTRY OF ECONOMY
OF THE SLOVAK REPUBLIC

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R U L E S O F P R O C E D U R E
of the National Contact Point
for the OECD Guidelines for Multinational Enterprises

Article 1
Introductory provisions

- (1) The Rules of Procedure of the National Contact Point for the OECD Guidelines for Multinational Enterprises (hereinafter only referred to as the “Rules of Procedure”, “NCP” and “*Guidelines*”) are issued in accordance with Article 7(1) of the Statutes of the NCP (hereinafter only referred to as the “Statutes”).
- (2) The Rules of Procedure govern the procedures of the NCP and of the NCP Secretariat (hereinafter only referred to as the “Secretariat”) when exercising the powers of the NCP pursuant to Article 2(1) of the Statutes, in particular the NCP’s rules for discussing and voting on solutions to specific instances. Any activities related to the implementation of the *Guidelines*, unless covered by the Statutes or these Rules of Procedure or unless reserved by the NCP for itself by means of a resolution, shall be carried out by the Secretariat.
- (3) The National Contact Point shall adopt decisions by means of resolutions approved by the NCP meetings.

Article 2
Convocation of the NCP meetings

- (1) The meetings of the NCP shall be held when and as needed, but in any case at least once a year.
- (2) The meetings of the NCP are convened by the Chair of the NCP as necessary on his/her own initiative or when jointly proposed by at least two NCP members.
- (3) The NCP meetings are conducted by the Chair or by a person authorised by the Chair.
- (4) The NCP meeting are held in camera.

- (5) Invitations for the NCP meetings are prepared and sent by electronic means by the Secretariat. Invitations shall contain the agenda, place and time of the meeting. Invitations must be sent to NCP members, along with the materials and supporting documents to be discussed by the NCP, no later than 10 business days before the NCP's meeting. In justified cases, the above time limit may be shorter.
- (6) The materials are sent to NCP members by electronic means. The responsibility for submitted materials shall rest with their submitter. The submitter shall deliver the materials to the NCP Secretariat both in written form (1 counterpart signed by the submitter and author) as well as in an electronic version no later than 12 business days before the NCP meeting.

Article 3

Participation in the meetings of the National Contact Point

- (1) An NCP member shall attend the meetings in person or may be represented by a person possessing a written authorisation to represent such NCP member. An authorised representative of a member has the same powers as the NCP member, including the voting right.
- (2) An NCP member shall confirm his/her participation, or provide the name of his/her representative, to the NCP Secretariat by electronic means no later 3 business days before the NCP meeting is held.
- (3) An NCP member is required to attend the NCP meetings and carry out the tasks imposed in NCP's resolutions.

Article 4

Procedure and voting

- (1) The National Contact Point has a quorum if a simple majority of all NCP members is present.
- (2) Each represented institution has one vote. In the event of a tie vote, the NCP Chair shall have the casting vote.
- (3) At the beginning of the meeting, NCP members shall appoint a person verifying the minutes by a simple majority of the votes of attending NCP members.
- (4) The proposed agenda as well as changes thereto shall be approved by the NCP by a simple majority of the votes of attending NCP members.
- (5) Each member of the NCP has the right to comment on the materials submitted for the meeting and to recommend their approval, supplementation, recasting or return.
- (6) The NCP shall adopt a position to every point on the agenda by means of a resolution. The text of resolution must be formulated by the chairing member of the NCP and shall contain statements such as: approves/does not approve; imposes tasks; takes note of; recommends the submitted proposal for recasting.
- (7) An NCP member may vote for or against a resolution, or may abstain from the vote. An NCP resolution must be adopted by a simple majority of the votes of attending

NCP members. An adopted resolution shall be binding regardless of how the individual NCP members voted on it.

- (8) Any NCP member who does not agree with the adopted resolution shall have the right to express his/her diverging opinion directly at the NCP meeting; such opinion shall be subsequently recorded in the minutes of the meeting.
- (9) The voting shall not be held in camera.

Article 5

Examination of specific instances

- (1) In discussing the specific instances, the NCP shall act in an impartial, transparent, predictable and fair manner and in accordance with the principles and standards contained in the Guidelines in order to help quickly resolve the specific instance concerned.
- (2) Pursuant to Article 2(1)(c) of the Statutes, “specific instance” means a referral submitted to the NCP regarding a multinational enterprise and alleging a breach of the *Guidelines* (hereinafter only referred to as the “referral”).
- (3) Requirements for referrals:

3.1 The referrals, as well as other submissions made to the Secretariat, may be sent by post to the following address: Ministerstvo hospodárstva SR, sekretariát NKM pre smernice OECD pre nadnárodné spoločnosti, Mierová 19, 827 15 Bratislava 212, or by electronic means to the address: nkm@mhsr.sk. Where a referral or other submission has been made by electronic means, the submitter shall supplement such submission by providing its original or by making a written submission with the same wording within five business days. The submissions not supplemented within the specified time limit shall not be taken into account by the NCP.

3.2 The referral must indicate the following facts and circumstances allowing the NCP to identify the entities concerned and assess whether the issue at hand falls under the scope of the Guidelines and whether the NCP has jurisdiction to discuss the referral:

- a) first name, surname and address of the natural person or the name and registered office/place of business of the legal person submitting the referral,
 - b) name, registered office or place of business of the multinational enterprise involved,
 - c) contact e-mail address and phone number of the submitter,
 - d) the provision of the Guidelines to which the violation alleged by the submitter refers or to which the specific instance otherwise relates,
 - e) the subject-matter of the referral, including the identification of decisive facts and evidence demonstrating the submitter’s allegations,
 - f) solutions proposed by the submitter,
 - g) signature of the authorised person and date.
- (4) The receipt of a referral by the Secretariat shall be confirmed (by electronic means) to its submitter without undue delay. Where the referral does not comply with all of the requirements specified under paragraph 3 of this Article, or where the referral is not comprehensible or precise, the Secretariat shall request the submitter to correct or

supplement the referral within the time limit of 15 business days. In duly substantiated cases, the Secretariat may extend the time limit. Where the shortcomings of the referral are not corrected within the specified time limit, the NCP shall no longer proceed with the examination of the referral.

- (5) Following the delivery of a referral meeting the requirements under paragraph 3 of this Article, the Secretariat shall conduct an initial assessment of the referral and recommend whether it merits further examination by the NCP. Where necessary, the Secretariat may approach a relevant NCP member with a request to draw up an expert opinion on the referral delivered.
- (6) The Secretariat shall communicate the conclusions of the initial assessment of the referral to NCP members by electronic means. In the event where the NCP members have an opposing opinion regarding the outcome of the initial assessment, they may initiate the convocation of a meeting in accordance with Article 2(2) of the Rules of Procedure.
- (7) The National Contact Point shall assess the referrals on the basis of their actual content and irrespective of how they are identified. In assessing the referrals, the NCP shall act impartially and in accordance with the principles contained in the Guidelines and in Article 2 of the Statutes.
- (8) If the NCP arrives at a conclusion that the referral or other submission does not merit further examination, it shall communicate its decision to the submitter. In its statement, the NCP shall indicate at a minimum the subject-matter of the submission and the reasons for such conclusion.
- (9) If the NCP decides that the referral merits further examination, it shall offer its good offices in an effort to reach an amicable solution for the specific instance. As part of offering its good offices, the NCP or its authorised representatives or the Secretariat may facilitate a dialogue between the parties to the specific instance in order to assist them in reaching an agreement, or may propose to the parties that the problem can be resolved through a conciliation procedure or mediation.
- (10) The purpose of the NCP's procedure is to find a mutually satisfactory resolution for both parties to the specific instance. If both parties reach an agreement with NCP's assistance, the NCP shall issue a report to that effect, describing at a minimum the subject-matter of the submission, the procedure which assisted the parties in reaching an agreement and the date on which the agreement was reached. Information about the contents of the agreement shall be included in the report by the NCP only if all parties involved have consented thereto.
- (11) If the NCP decides that the referral merits further examination and an agreement of the parties concerned cannot be reached or one of the parties to the specific instance is unwilling to participate in the procedures or does not respect NCP's procedures in the given case, the NCP shall issue a statement to that effect. In its statement, the NCP shall identify the parties involved, describe the subject-matter and indicate the date of submission, the reasons for its decision to examine the submission, the procedure it proposed to the parties in order to resolve the specific instance, and shall propose its recommendations to the parties on how to handle the case further in accordance with the Guidelines. Where the NCP deems it necessary, the report may also include the reasons why an agreement could not be reached between the parties.

- (12) The NCP shall publish the results of decision-making concerning the specific instances in the form of statements or reports and shall inform the OECD Investment Committee to that effect. In publishing these results, the NCP shall ensure that the principles adopted in the *Guidelines*, in particular transparency vis-à-vis the public, are observed. At the same time, the NCP shall take into account the protection of sensitive information and eligible interests of the persons involved. If the NCP determines that the identity of some of the parties to the specific instance should not be published, it shall draw up its statement in a manner that protects their identity. Before publishing its statement or report, the parties to the specific instance shall be allowed to comment on the draft statement or report.
- (13) All NCP members and invited persons are bound by confidentiality of information they may have learnt during the examination of specific instances.
- (14) The NCP shall make every effort to resolve a referral in an efficient and rapid manner. Initial assessment must be carried out within 3 months of the commencement of the referral procedure. The referral procedure shall be deemed to commence as of the date of delivery of a referral complying with all requirements. The NCP shall issue a statement or report under this Article within 3 months of concluding the referral procedure. The NCP shall make every effort to conclude the entire process of examining a specific instance within 12 months of the commencement of the referral procedure.

Article 6

Minutes of the meeting

- (1) The NCP Secretariat shall draw up the minutes of the NCP meeting which the NCP Chair and the person verifying the minutes must approve by attaching their signatures.
- (2) The minutes of the NCP meeting shall contain the following information:
 - h) the place and time of the meeting,
 - i) the name of the NCP Chair,
 - j) the points on the agenda to be discussed,
 - k) a resolution adopted for each point on the agenda,
 - l) the outcome of the NCP meeting,
 - m) signature of the person verifying the minutes, the person drawing up the minutes and the NCP Chair,
 - n) the attendance sheet of members present at the meeting as an annex to the minutes.
- (3) The minutes of the NCP meeting shall be sent by the Secretariat to all NCP members by electronic means within ten business days of the NCP meeting. Where NCP members do not raise any comments within five business days of the date of sending, the minutes shall be deemed approved. Upon receipt of any comments, the Secretariat shall modify the minutes accordingly and, following the approval thereof by the NCP Chair, the final version shall be sent to NCP members.

- (4) The minutes of the NCP meeting, including the materials that have been discussed, must be archived by the NCP Secretariat in accordance with the applicable internal and generally binding regulations.

Article 7
Final provisions

- (1) The Rules of Procedure shall be approved at the first meeting of the NCP in accordance with Article 7(1) of the Statutes.
- (2) The Rules of Procedure may be amended only in the form of written and numbered addendums while taking into account the relevant comments of NCP members.
- (3) The Rules of Procedure shall enter into force and effect as of the day of signature thereof by the NCP Chair.

Mgr. Radovan Urban Kocák, PhD., MPH
Chair
of the National Contact Point