

18 April 2017

## **Deadline of 9 May 2017**

### **Call for Applications for a Member of the Board of Directors of the Global Legal Entity Identifier Foundation (GLEIF)**

The Board of Directors of the Global Legal Entity Identifier Foundation seeks applications for the Board of Directors for a Member of the Region South America due to the retirement of a Member of the Board of Directors from South America.

To ensure the right balance of the composition of the Board of Directors as required in article 13 of the Statutes the Board of Directors is looking for a senior candidate that has preferably a legal background and experience in the financial industry and with its regulators. The candidate should have contacts with the leaders of the financial industry and regulators of South America to be an effective ambassador for the GLEIF.

The objective of the Global LEI System is to provide unique identification of parties to financial transactions across the globe. The LEI (Legal Entity Identifier) provides a key 'building block' to support improvements in financial data infrastructure. It contributes to and facilitates many financial stability and risk management objectives of the public sector as well as lowering operational and counterparty risks of firms of the private sector.

GLEIF has the objective to develop the Global LEI System. GLEIF has the mandate to deliver the LEI data as a broad public good that is made available free of charge to any user of the public and private sector by delivering high quality data services about legal entities for the data challenges of:

- a. Who is Who? Over 500.000 legal entities received already an LEI that are free of charge available on [www.gleif.org](http://www.gleif.org)
- b. Who owns Whom? From May 2017 onwards the implementation of this part of the GLEIF services will start
- c. Who owns What? In 2017 the first mapping services with other identification systems will start

GLEIF ([www.gleif.org](http://www.gleif.org)) is a non-for-profit Swiss foundation that was established by the Financial Stability Board in June 2014. The Statutes, annual reports and minutes of the Board of Directors' meetings are available on [www.gleif.org](http://www.gleif.org).

GLEIF is under oversight of the ROC (Regulatory Oversight Committee with 70 regulators from more than 40 jurisdictions inclusive of South America (see: [www.leiroc.org](http://www.leiroc.org)) to ensure that GLEIF serves the public interest.

The attached note on the Expression of Interest provides an overview of information requested from potential candidates to make it possible for the GLEIF Governance Committee to assess and select a candidate taking into account the principles of article 13 of the Statutes.

Article 15 of the Statutes stipulates that the ROC will be consulted for a nomination to the Board of Directors and will give a “no objection declaration” for the nominated candidate that will be recommended by the GLEIF’s Governance Committee for approval by the GLEIF Board of Directors.

The GLEIF is keen to encourage applications from interested candidates and looks forward to receiving applications by latest 9 May 2017.

Please note that, under Swiss law, compensation of Board of Directors of a tax-exempt public utility foundation is generally prohibited. Art 19 of the Statutes stipulates that Members of the Board of Directors shall act on an unpaid basis and be entitled only to the reimbursement of their effective costs and travelling expenses. The Board of Directors’ Travel Policy has been published on [www.gleif.org](http://www.gleif.org).

Please submit your application including the information as requested in the attached “Expression of Interest” to Mr. Gerard Hartsink, Chairman of the GLEIF Board of Directors [gerard.hartsink@gleif.org](mailto:gerard.hartsink@gleif.org) and to Mr. Paul Kennedy, Chairman of the Governance Committee of the Board of Directors [paul.kennedy@gleif.org](mailto:paul.kennedy@gleif.org). All applications shall be treated confidentially. Please address any questions you may have to them by e-mail.

## Expression of Interest

### Member of the Board of Directors, Global LEI Foundation (GLEIF)

Thank you very much for your interest in serving as a Member of the Board of Directors of the Global LEI Foundation. The GLEIF's Governance Committee will prepare a recommendation for the composition of the Board guided by the criteria set out in article 13 of the GLEIF Statutes.

This document provides the questions GLEIF uses in the selection process. Please answer all the questions completely and feel free to provide any other information that you believe is relevant. The information will be treated confidentially by the Members of the Governance Committee of GLEIF and will be used only for the purposes of this selection process.

#### **Name and Contact Information:**

Name:

Contact Address:

Contact E-mail:

Contact Telephone:

- 1) **Fit and Proper:** Please affirm the following: Have you been disbarred from participating or acting in any non-profit, for-profit, charitable or other organization by any national or international bodies or determined to be guilty of any unethical or illegal activity. If selected by the Board of Directors you will need to sign the attached fit and proper self-declaration and provide a "police declaration" of your jurisdiction. For more information see the attached document "Due diligence checks and documentation in respect of the appointment of Board members".
- 2) **Attestation to be requested:** Please affirm that, if selected as a Member of the Board of Directors, that you would at all times seek to uphold the objectives of the GLEIF as set out in the Statutes and seek to ensure the operation of the GLEIF in the broad public interest in line with the High Level Principles and FSB recommendations that are available in an annex of the GLEIF Statutes on [www.gleif.org](http://www.gleif.org) (See Statutes Annex 1 Charter ROC Annex A Global LEI System High Level Principles).

- 3) **Support for the Broad Public Interest:** Please describe how you would uphold the broad public interest and these High Level Principles of the Global LEI System as a Member of the Board of Directors.
- 4) **Sector Experience:** Please indicate any specific and relevant experience indicating title, responsibilities and projects undertaken in the following sectors that have been prominent in your career: data or technology, financial industry, non-financial industry, consulting, non-for-profit organizations, academia or government.
- 5) **Organizational Experience:** Please describe any experience with regards to corporate governance, organizational behavior, management, fund raising or strategic planning, as well as in serving on and communicating with other corporate boards.
- 6) **Developmental Experience:** Please describe any experience with regards to developing or implementing new processes, domestically and internationally.
- 7) **Legal Experience:** Please describe any legal training, knowledge or experience with regards to intellectual property, privacy and confidentiality, and anti-trust issues, and/or of legal issues affecting non-for-profit organizations.
- 8) **Technical Experience:** Please describe any experience you have had in working with distributed or federated network, information, and identification systems or (payment or securities) infrastructures, or in developing data and information standards or risk management systems, as well as any other technical background or skills that are relevant for the work of the GLEIF.
- 9) **International Experience and Cross-Cultural Awareness:** Please describe any experience in international negotiations and in developing or maintaining international and cross-cultural working relationships or any other experiences reflecting on cross-cultural awareness, in particular. In addition, please indicate the country/countries or region(s) with which you are primarily associated, and your nationality and residency.
- 10) **Potential Conflicts of Interest:** Please describe any actual, perceived or expected employment, ownership or other relationships that might affect, or appear to affect, your ability to act impartially and independently as a Member of the Board of Directors or that others may perceive to constitute to be a conflict, as well as a description of how you would propose to address any such

actual or perceived conflicts in the decision-making of the Board of Directors. On [www.gleif.org](http://www.gleif.org) you may find the GLEIF Conflict of Interest Policy.

- 11) **Other Qualifications or Limitations:** Please describe any other factors that you think might enhance your usefulness as a Member of the Board of Directors or that might limit your ability to commit time or efforts productively.
- 12) **Résumé:** Please attach a current résumé and references to support the experience outlined above.
- 13) **Release of Claims:** An agreement that, by submitting an expression of interest, you recognize that no legal rights or property interests are created and that you agree to release and hold harmless the GLEIF and the Members of the Board of Directors from any claims related to the Board decision not to select the for membership to the Board.

## **Annex A: Selection Criteria for the Board of Directors (BOD) of the Global LEI Foundation (GLEIF)**

### **BOD Selection Criteria and High Level Principles governing BOD composition**

1. Broad public interest protection and commitment to LEI mission and objectives
2. Fit and proper criteria
3. Organizational behavior and corporate governance knowledge
4. Experience of high level Board interaction
5. Complex federated data system knowledge
6. Start-up of federated international operation (in initial years at least)
7. International experience and cross-cultural awareness
8. Geographical and sectoral diversity (jurisdictions of South America)

All the criteria above shall be considered in the selection of the Board of Directors, although it is not necessary or expected that each individual member will meet all the criteria individually.

### **BOD Selection Basic Matrix: sets out the criteria which will be taken into account in the selection process of Members for the Board of Directors to ensure a balanced composition**

○ **Skill Matrix: see Statutes art. 13**

1. Organizational Skills

- Federated international organization start up and operation
- Experience of international negotiations
- Cross-cultural experience and audit experience
- Funding experience
- Strategic planning experience
- Broad public interest understanding

2. Technical Skills

- Data management experience
- Distributed network systems knowledge/operation
- Identification systems knowledge/operation
- Risk management system experience
- Data standard development and implementation
- National/international identification infrastructures

knowledge/experience

### 3. Legal Skills

- Intellectual property legislation and practice
- Privacy and confidentiality legislation and practice
- Anti-trust legislation and practice
- Non-profit sector knowledge/experience

## ○ **Sector Matrix: see Statutes art. 13**

### 1. Data and technology

- a. Data standards
- b. Data management
- c. Enterprise architecture
- d. coordination/integration of global systems of identifiers
- e. Other relevant data and technology experience

### 2. Financial

- a. Sell-side entities (investment banking, broker dealers, etc.)
- b. Buy-side entities (such as private equity funds, mutual funds, life insurance companies, unit trusts, hedge funds, pension funds, proprietary trading desks, etc.)
- c. Commercial banking
- d. Other financial

### 3. Non-financial companies

- a. Multi-national
- b. Regional and domestic

### 4. Non-profit sector, including academics and advisors

- a. Broad public interest protection focus
- b. Transparency focus
- c. Market structure and corporate governance
- d. Data, technology and innovation
- e. Risk management

### **Other Important Criteria/Conditions**

- Length of Term
  - Article 17 of the Statutes stipulates that a Member of the Board of Directors shall be eligible for a two-years term, renewable (with consent of the Board of Directors) for an additional term of two years
  
- Full/part-time
  - In principle, part-time
  - Frequency of meetings: The principle is to have each quarter an in person meeting of two days. In person meetings shall be supplemented by conferences call meetings. In 2017 four in person meetings of two days are scheduled and four conference calls of two hours
  
- Level
  - C-suite or functionally equivalent positions such as general manager, deputy general manager, manager, etc.
  
- Liability
  - Directors and Officers liability insurance will be provided