



RULES OF PROCEDURE OF THE NATIONAL CONTACT POINT FOR THE OECD GUIDELINES FOR MULTINATIONAL COMPANIES ON RESPONSIBLE BUSINESS CONDUCT

Article 1 Basic provisions

- 1.1 The Rules of Procedure of the National Contact Point for the OECD Guidelines on Responsible Business Conduct for Multinational Enterprises (the Rules of Procedure, the NCP and the Guidelines) are issued in accordance with Article 7(1) of the Statute of the National Contact Point for the OECD Guidelines on Responsible Business Conduct for Multinational Enterprises of 18 December 2023 under No 231020/2023-3130-587285 (the Statute), as amended by Amendment No 1 issued by Decision No 1/2025 of the Minister of Economy of the Slovak Republic.
- 1.2 The Rules of Procedure shall regulate the procedures of the NCP in the exercise of its competence within the meaning of Article 2(1) of the Statute, in particular the rules of deliberation and voting of the NCP when dealing with specific cases. All activities related to the implementation of the Guidelines, insofar as they are not affected by the Statute or these Rules of Procedure, or unless the NCP by its resolution provides for their exercise, shall be carried out by the Secretariat of the NCP (the Secretariat).
- 1.3 The NCP shall meet as necessary, but at least once a year.
- 1.4 The meetings of the NCP shall be convened and chaired by the Chairperson of the NCP or by the person designated by him/her in accordance with Article 4(2)(b) of the Statute. The Chairperson of the NCP shall be obliged to convene a meeting of the NCP on the basis of a joint proposal by at least two members of the NCP.
- 1.5 The invitation to the NCP meeting shall include the agenda, venue and time. The invitation, together with the materials and documents to be discussed by the NCP, shall be sent electronically to the members of the NCP at least 10 working days before the NCP meeting. This period may be shortened in justified cases. In justified cases, this period may be extended.
- 1.6 Meetings of the NCP are closed to the public.
- 1.7 The submitter shall be responsible for the material submitted. The submitter is obliged to deliver the materials electronically to the Secretariat at least 10 working days before the meeting of the NCP.
- 1.8 A member of the NCP shall be obliged to attend the meetings of the NCP in person or by proxy on the basis of a written authorisation. The proxy of a member shall have the same powers as a member of the NCM, including the right to vote. A member of the NCP shall be obliged to carry out the tasks set out in the resolutions of the NCP.



- 1.9 Minutes of each meeting of the NCP or per rollam vote shall be drawn up and distributed by the Secretariat to all members within 10 working days of the date of the NCM meeting. The minutes of the proceedings of the NCP or the roll-call vote shall include in particular: the place and time of the meeting, the name of the chairperson, the agenda items discussed, the resolution adopted and the outcome of the NCP or the roll-call vote, the signature of the verifier and the chairperson of the NCP.

Article 2 **Adoption of resolutions**

- 2.1 A quorum of the NCP shall be present if an absolute majority of all members of the NCP is present. Each institution represented shall have one vote. The verifier of the minutes and changes to the agenda shall also be approved by a majority of the members of the NCP present.
- 2.2 NCP resolutions shall be adopted by consensus. A member of the NCP may vote in favour of a resolution, against a resolution and abstain from voting. The resolution adopted shall be binding regardless of how individual members of the NCP voted. The vote shall be public.
- 2.3 In the event that consensus cannot be reached, the resolution shall be adopted by a majority of the members of the NCP present. In the event of an equality of votes, the Chair of the NCP shall have a casting vote.
- 2.4 The NCP shall adopt an opinion on each item by means of a resolution or by means of a per rollam vote.
- 2.5 In the case of a per rollam vote, the members of the NCP have 7 working days from the date of dispatch of the material by the Secretariat to send their written opinion on the material submitted. This period may be shortened in justified cases. Failure of an NCP member to send his/her opinion within the time limit shall be deemed to be an agreement by the NCP member.
- 2.6 A per rollam vote shall result in the adoption of a resolution approving the material submitted if a majority of all members of the NCP is agreed, or disapproving the material submitted if the required majority is not reached. In the context of a per rollam vote, no vote may be taken on questions of principle relating to specific cases .

Article 3 **Implementation of the Guideline in specific cases**

- 3.1 The NCP is a neutral forum and the consideration of a specific case is not a judicial or administrative procedure and its decisions are not binding on judicial or administrative proceedings. The NCP provides a safe space for discussion in order to facilitate dialogue between the parties concerned, to provide them with fair and impartial assistance and to support them in finding mutually acceptable and Guidelines-compatible solutions to the issues raised.
- 3.2 In accordance with Article 2(1)(c) of the Statute, the specific case is a Notification filed by an NCP in respect of a multinational company alleging a breach of the Guidelines (the Notification).



- 3.3 In handling of specific cases, the NCP shall act impartially, transparently, accessibly, responsibly, predictably, fairly and in accordance with the principles and standards contained in the Guidelines and in Article 2 of the Statute, so as to facilitate the prompt resolution of the specific case.
- 3.4 If a specific case is to be successfully resolved, it is necessary for all those involved to cooperate with each other and respect the principle of good faith. According to the Guidelines, good faith means, inter alia, responding in a timely manner and maintaining the necessary confidentiality, refraining from misrepresentation, avoiding threats and retaliation and, in general, adopting a serious approach that promotes a resolution of the issues raised and the reaching of an agreement.
- 3.5 Retaliation against parties to a specific case, NCPs, external experts or external mediators in relation to the specific case under consideration is not allowed. Retaliation includes, for example, threatening bodily harm to an individual or his/her loved ones, threatening to terminate employment, or unreasonably threatening to take various legal actions.

A. PARTICULARS OF THE NOTIFICATION

- 3.6 The Notification may be submitted by any natural or legal person, including representatives of employees or non-governmental organisations, who has a legitimate interest in the matter. The notification must be made in good faith.
- 3.7 Notifications or other submissions against the NCP may be sent (i) by mail to the Ministry of Economy of the Slovak Republic, Secretariat of the National Contact Point for the OECD Guidelines on Responsible Business CONduct, Mlynské nivy 44/a, 827 15 Bratislava 212, Slovak Republic, or (ii) electronically to nkm@mhsr.sk. The Notification shall be submitted in Slovak.
- 3.8 The following facts and circumstances must be apparent from the Notification to enable the NCP to identify the entities concerned and to assess whether a particular matter falls within the scope of the Guidelines and whether the NCP is competent to consider the Notification.
- a) the name, business name or business name and residence, registered office or place of business of the applicant,
 - b) the name or business name and registered office of the multinational company involved in the case,
 - c) the contact e-mail and telephone number of the submitter,
 - d) the provisions of the Guidelines which the submitter alleges to have been infringed or which are otherwise affected by the specific case,
 - e) the subject matter of the Communication, including a statement of the relevant facts and an annex or identification of the evidence by which the submitter substantiates its allegations, with specific identification of documents of a confidential nature, if any,
 - f) the solution proposed by the submitter,



- g) a description of previous attempts to reach agreement and their conclusions, if any,
- h) the submitter's signature and the date.

3.9 The Secretariat shall without undue delay notify (electronically) the submitter that the Notification has been received. If the Notification does not contain all the elements referred to in the preceding paragraph or is incomprehensible or vague, the Secretariat shall invite the submitter to correct or complete it within 15 working days. In the invitation to correct or complete, the Secretariat shall inform the submitter that the NCP will deal with it only after the completion of the Notification.

3.10 In the event that a member of the NCP is involved in the submission of the Notification, the NCM Chairperson or the Secretariat will be informed of this fact. This person will consequently not be involved in the adoption of the NCM resolution in that specific case. At the same time, all parties in the specific case are obliged to report any possible conflict of interest to the Chairperson of the NCP or the Secretariat.

3.11 The Secretariat shall notify the relevant NCP of the receipt of the Notification and provide it with an opportunity to comment on the facts alleged within one month and request the necessary information from the NCP concerned.

B. COORDINATION WITHIN THE NKM IN SPECIFIC CASES

3.12 In general, NCPs may deal with specific cases relating to problems that have arisen in their country or, alternatively, problems related to the activities of a multinational company based in their country. Where it is clear from the submitted Notification that the issue raised in the Notification involves more than one NCP, the Secretariat will consult with the NCP(s) concerned on how to proceed in accordance with the principles set out in the Guidelines for the implementation of the Guidelines and inform the Parties accordingly. Such coordination with other NCPs will clarify, depending on the circumstances of the specific case, which NCP will have the lead role (lead NCP) and which NCP will have a supporting role in dealing with the specific case (supporting NCP). If the NCP in the Slovak Republic is not locally competent to deal with the Notification, it will inform the submitter of this fact.

C. PARALLEL JUDICIAL, LITIGATION OR OTHER SOLUTIONS

3.13 The parties to a specific case shall notify the NCP of any related administrative, judicial or other proceedings between the entities. In such a case, the NCP shall assess the circumstances of the specific case and consider suspending or terminating the assessment of the specific case. The NCP should consider whether the offer of good offices can make a positive contribution to the resolution of the problem arising and whether it will be a serious hindrance to any of the parties involved in the parallel proceedings or result in contempt of court.

D. PRELIMINARY ASSESSMENT OF THE NOTIFICATION

3.14 The purpose of the preliminary assessment is to determine whether the submitted Notification has merit and requires further assessment and whether the involvement of the NCP can



contribute to the resolution of the problem. In accordance with Article 6(2)(b) of the Statute, the Secretariat will assess the Notification on the basis of the following criteria:

- a) the parties to the specific case and their interest in the matter,
- b) whether the company falls within the scope of the Guidelines,
- c) the causal link between the company's activities and the problem described in the Communication,
- d) the relevance of the issues raised to the implementation of the Guidelines (the contradiction is factual and supported by sufficient and credible information) and their presentation in good faith,
- e) concurrent judicial, administrative or other proceedings (concurrent proceedings do not in themselves preclude consideration of a specific case, as the consideration of an NCP is a voluntary process of seeking an amicable solution to a specific case),
- f) the relevance and importance of related legal rules and judicial decisions.

3.15 The Secretariat shall judge a Communication on its actual content and regardless of how it is marked. The preliminary assessment shall be based on the submissions of both parties. The preliminary assessment shall be carried out within 3 months of the commencement of the examination of the Communication. The date of receipt of a Notification that meets all the requirements of a Notification shall be deemed to be the date of initiation of the examination of the Notification.

3.16 Depending on the circumstances of the specific case, the Secretariat will consider whether, in its preliminary assessment of the Notification, it will request the relevant member of the NCM to provide an expert opinion on the Notification received.

3.17 The Secretariat shall inform the members of the NCP electronically of the conclusions of the preliminary assessment of the Notification and propose whether the NCP should consider the Notification further. In the event that the members of the NCP take a contrary view to the outcome of the preliminary assessment, they may initiate a meeting in accordance with Article 1.4 of these Rules of Procedure.

E. ACCEPTANCE OF THE NOTIFICATION FOR FURTHER CONSIDERATION BY THE NCP

3.18 If the Secretariat recommends a Notification for consideration by the NCP in accordance with Article 6(2)(b) of the Statute, it shall inform both parties to the specific case of this course of action, together with a proposal for further action.

3.19 The aim of the NCP negotiations is to find a solution that both parties concerned in a specific case agree on.

3.20 All members of the NCP and invitees shall be bound by confidentiality of information which comes to their knowledge in the course of the hearing of specific cases.

F. THE PARTIES REACH AN AGREEMENT



- 3.21 In the event that the parties reach an agreement with the assistance of the NCP, the NCP shall issue a report to that effect describing, at a minimum, the subject matter of the Notification, the process that led to the agreement and the date on which the agreement was reached. Information on the content of the agreement shall only be included in the report by the Secretariat of the NCP if all parties concerned agree to it. If appropriate, the NCP may also include in the report recommendations on the implementation of the Guidelines and a timetable for follow-up.
- 3.22 If only a partial agreement is reached, the NCP shall describe the relevant issues in the report by analogy with point 3.21.
- 3.23 The parties to the specific case will be sent a draft report on which they may comment within 10 working days. The NCP is responsible for the content of the report and it is for the NCP to decide whether the parties' submissions require changes. The NCP will then send the report to the parties and publish it on its website, as well as inform the OECD Investment Committee of the outcome of the discussion of the specific case. In its publication, the NCP shall ensure that the principles adopted in the Guidelines are respected, in particular transparency vis-à-vis the public. At the same time, however, it takes care to protect sensitive information and the legitimate interests of the persons affected by the Communication. If the NCP decides that it is not appropriate to disclose the identity of any of the parties to a specific case, it shall draft the statement in such a way that the identity of that party is protected.

G. THE PARTIES FAIL TO REACH AGREEMENT

- 3.24 In the event that the NCP decides to deal with the Notification and it is not possible to reach an agreement between the parties concerned, or one of the parties to a specific case refuses to take part in the negotiations, or disregards the NCP's handling of the matter, the NCP shall issue a statement to that effect. The statement shall identify the parties concerned, describe the subject matter and date of the Communication, the reasons which led it to decide to deal with the Communication, the course of action which it has proposed to the parties to resolve the specific case and make recommendations to the parties on how to deal with the case further in accordance with the Guidelines. If the NCP considers it appropriate, it may state in the report the reasons why it has not been possible to reach agreement between the parties.
- 3.25 The NCP will send the parties in a specific case a draft statement on which they may comment within 10 working days. The NCP is responsible for the content of the statement and it is for the NCP to decide whether the parties' submissions require amendment. The NCP will then send the statement to the disputing parties and publish it on its website, while informing the OECD Investment Committee of the outcome of the specific case negotiations. In its publication, the NCP shall ensure compliance with the principles adopted in the Guidelines, in particular transparency vis-à-vis the public. At the same time, it shall take care to protect sensitive information and the legitimate interests of the persons affected by the Communication. If the NCP decides that it is not appropriate to disclose the identity of any of the parties to a specific case, it shall draft the statement in such a way that the identity of that party is protected.



H. REJECTION OF THE NOTIFICATION

3.26 In the event that the NCP approves the conclusion that it will not consider the Notification further, it will notify the parties to the specific case of its conclusion and issue a statement containing the following points:

- a) identification of the parties (if the parties agree),
- b) the allegations on which the Notification is based, including identification of the provisions of the Guidelines alleged to have been violated and, if applicable, the position of the parties,
- c) a summary of the progress of the investigation to date,
- d) the grounds on which the specific case was rejected.

3.27 The parties to the specific case shall be provided with a draft statement on which they may comment within 10 working days. It is at the discretion of the NCP whether to make changes to the statement on the basis of the comments received. The statement shall state the reasons why the NCP has not accepted the changes. The statement shall be provided to both parties and published on the NCP's website, while respecting the protection of sensitive information and the legitimate interests of the persons affected by the Notification. If the NCP decides that it is not appropriate to disclose the identity of any of the parties to a specific case, it shall draft the statement in such a way that the identity of that party is protected. At the same time, the statement will be sent to the OECD Investment Committee.

I. THE PARTIES REACH AN AGREEMENT WITHOUT TAKING ADVANTAGE OF THE GOOD OFFICES PROVIDED BY NCP

3.28 In the event that the parties to a specific case reach an agreement outside the scope of the good offices offered by the NCP, the NCP shall issue a statement to that effect and negotiations shall not proceed.

3.29 The NCP will publish a statement on its website after the agreement of the parties concerned, and will also inform the OECD Investment Committee of the outcome of the case-specific discussion.

J. PROVIDING ASSISTANCE TO PARTIES

3.30 In the event that the NCP decides to deal with the Notice, it will offer its good offices to the parties in an effort to find an amicable solution to the specific case. The aim of the NCP's negotiation is to find a solution to which both parties to the specific case agree. As part of its good offices, the NCP, through the Secretariat or its designated representatives, may facilitate negotiations between the parties to a specific case that may help to find an amicable solution, or propose to the parties to resolve the specific case through mediation. Unless the NCP decides otherwise, the Secretariat shall provide these services to both parties.

3.31 In the case of the use of an external mediator, the parties shall enter into a mediation agreement with the mediator, which shall include an agreement on confidentiality and non-disclosure. If necessary, the NCP may seek advice from the competent authorities, embassies and consulates of the country in which the company is established or where the company carries out its



activities. In specific cases, the NCP of other countries may also be consulted. The NCP may also ask the OECD Secretariat for information on the NCP's practices in similar specific cases and consult the OECD Working Party on Responsible Business Conduct and/or the OECD Investment Committee if the NCP does not is unsure how to interpret the Guidelines in a specific case.

3.32 The following principles shall guide the NCP's deliberations on a specific case: good faith, voluntariness, confidentiality and procedural economy.

K. CONCLUSION OF THE PROCEEDINGS

3.33 The NCP shall conclude the proceedings on specific cases by issuing a statement or report and inform the OECD Investment Committee thereof. Confidential information obtained during mediation with the parties to a specific case shall not be disclosed in the statement or report.

3.34 In publishing these results, the NCP shall ensure compliance with the principles adopted in the Guidelines, in particular transparency in relation to the public. At the same time, however, it shall take care to protect sensitive information and the legitimate interests of the persons affected by the Communication. If the NCP decides that it is not appropriate to disclose the identity of any of the parties to a specific case, it shall write a statement or report in such a way that the identity of that party is protected.

L. FOLLOW-UP

3.35 If mutually agreed by the parties to a specific case, the NCP will monitor the implementation of the agreement and its recommendations for the duration of the period agreed with the parties under the mediated agreement. If this period is not specifically set, the NCP may assess the implementation of the agreement and its recommendations after 12 months from the date of the issuance of the statement or report on the specific case.

3.36 Upon completion of the monitoring of the implementation of the Agreement, the NCP shall issue a follow-up declaration. A draft follow-up declaration will be sent to the parties in advance for their comments within 10 working days. The follow-up statement will be provided to the parties to the specific case and published on the NCP's website, and will also be sent to the OECD Investment Committee.

M. CONFIDENTIALITY

3.37 The transparency and confidentiality of the discussion of a specific case is regulated by Act No. 211/2000 Coll. on Free Access to Information and on Amendments and Additions to Certain Acts (Act on Freedom of Information), as amended, and Act No. 211/2000 Coll. on Free Access to Information and on Amendments and Additions to Certain Acts (Act on Freedom of Information). All members of the NCP and the invited experts shall be bound by confidentiality of the information they have learned during the discussion of a specific case.



- 3.38 Prior to the commencement of the negotiation of a specific case, the parties to the specific case and the Secretariat should sign a confidentiality undertaking regarding information that comes to the attention of the parties in the context of the resolution of the specific case. The declaration of confidentiality should not limit the right of the parties to report on the case in the future. However, in the case of information which comes to the knowledge of the parties in the course of the resolution of the case, the consent of all parties is required.
- 3.39 In the event of a breach of the principle of confidentiality by any party to a specific case, the NCP may terminate the hearing and issue a statement to that effect.

N. DUE-DATES

- 3.40 The NCP will use all reasonable efforts to resolve Notifications efficiently and promptly. The consideration of a Notification shall commence on the date of receipt of a Notification containing all the particulars under clause 3.8 or, as the case may be, on the date of receipt of a corrected or completed Notification under clause 3.9.
- 3.41. In accordance with the Implementation Guidelines for the implementation of the Guidelines, the Secretariat will endeavour to complete coordination with other NCPs within two months from the date of commencement of the discussion of the Notification.
- 3.42 The preliminary assessment (i.e. the decision not to deal with the Notification or the first meeting of the NCP on the matter) will take place within three months from the date of the start of the assessment of the Notification (or within three months from the date of the identification of the lead and supporting NCPs in case cooperation with other NCPs is required).
- 3.43 The NCP will endeavour to assist the parties to find an amicable solution to the specific case within a reasonable period of time. This time will vary from case to case depending on a number of factors, including whether mediation services are used in that specific case.
- 3.44 Within three months of the conclusion of the hearing on the Notification, the NCP shall issue a statement or report in accordance with the relevant provisions of these Rules of Procedure.
- 3.45 The NCP shall make every effort to complete the entire process of the specific case review within 12 months of the start of the review of the Notification, or within 14 months of the start of the review of the Notification in cases where coordination with other NCPs is required.

Article 4 Final provisions

- 4.1 The Rules of Procedure shall be approved in accordance with Article 7(1) of the Statutes and signed by the President of the NCP.
- 4.2 Amendments to the Rules of Procedure must be made in the form of written and numbered additions taking into account relevant comments from the members of the NCP.



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SLOVAK REPUBLIC
NATIONAL CONTACT POINT

4.3 These Rules of Procedure shall enter into force and effect on the date of signature by the President of the NCP.

Ing. Andrea Krajčíková, PhD.

Chair of NCP