

Memorandum of Understanding

Between the IAB Europe Board of Directors, represented by its Chairman, and [To be completed with the name of the relevant European regional-level organisation] concerning participation of [To be completed with the name of the relevant European regional-level organisation] in the Governance Board for the IAB Europe Transparency & Consent Framework (TCF)

This Memorandum of Understanding governs the participation of the undersigned European regional-level industry organisation as a non-voting observer in the Governance Board for the IAB Europe Transparency & Consent Framework (hereafter “TCF” or “the Framework”), and lays down obligations and rights accruing to that organisation in this context.

Whereas the TCF has been developed to help websites and their technology partners comply with certain requirements of EU privacy and data protection law as they pertain to the delivery of digital advertising and the personalisation of digital content,

Whereas IAB Europe’s Board, its members, the members of the TCF Steering Group, and elected members of the TCF Governance Board, and the National IABs and European regional-level organisations who are invited to participate in the Board have a shared responsibility as stewards in good faith on behalf of the industry and all stakeholders who implement the Framework,

Whereas IAB Europe is the Managing Organisation (MO) of the TCF,

Whereas a TCF Governance Board has been created for the purpose of holding all TCF instances to account and ensuring that the correct process is followed in the development of outcomes that align with the Framework’s strategic objectives,

Whereas these TCF instances comprise the Steering Group, its working groups, the Managing Organisation, and the future Dispute Resolution Panel,

Whereas voting members on the Governance Board will be corporations who implement the TCF and are corporate members of IAB Europe and the TCF Steering Group,

Whereas a number of non-voting observer seats have been designated in order to enable European regional-level organisations representing corporations that implement the TCF to participate in the proceedings of the Governance Board,

Whereas the purpose of such participation is to ensure that the broadest possible set of stakeholders are consulted in this holding to account of the TCF instances,

Whereas such participation does not entail payment of any fees or other direct or indirect financial cost,

Whereas, to ensure balance of representation and voice, the observer seats should be filled by organisations that represent companies playing different roles in the online advertising ecosystem, and/or that implement the TCF in different capacities,

Whereas in order to be eligible, European regional-level organisations must have corporate members who are commercially active in multiple European markets and implement the TCF,

Whereas [to be completed with the name of the relevant organisation] is committed to the development and market-wide adoption of the TCF as a privacy and data protection legal compliance standard and will actively promote it amongst its members,

Whereas following receipt of its application for participation, the Governance Board has invited [to be completed with the name of the relevant organisation] to join as an observer,

Whereas the term of participation for an observer is two years, renewable,

By signing this MoU, IAB Europe's Board hereby commits to ensure that all necessary and appropriate measures are taken to ensure that the participation of [to be completed with the name of the relevant European regional-level industry organisation] in the Governance Board is facilitated.

By signing this MoU, [to be completed with the name of the relevant European regional-level industry organisation] confirms its participation as an Observer Member of the TCF Governance Board.

It also confirms that the individual it designates to take part in TCF Governance Board meetings will have good knowledge of EU privacy and data protection law and of the features, functionality, and strategic objectives of the TCF.

As a further condition, [to be completed with the name of the relevant European regional-level industry organisation] confirms its commitment to abide by all rules of procedure that are operative for the TCF Governance Board. At time of writing, those rules of procedure the TCF Governance Framework attached to this MoU.

[To be completed with the name of the relevant European regional-level organisation] further commits to adhere to all deadlines laid down by the TCF Governance Secretariat (MO) in connection with TCF Governance Board proceedings.

[To be completed with the name of the relevant European regional-level organisation] further commits to respect the confidentiality of all documentation generated by the Governance Board that is not in the public domain, sharing such documentation only with its members and adhering to any and all other restrictions relating to confidentiality that are laid down by the MO.

[To be completed with the name of the relevant European regional-level organisation] further commits to publicly endorse the TCF.

[To be completed with the name of the relevant European regional-level organisation] may resign from the Observer seat on the TCF Governance Board by communicating such resignation to the

Chairperson of the IAB Europe Board via registered letter or an email with acknowledgement of receipt. A notification period of 30 days will be observed.

Signed on behalf of IAB Europe’s Board of Directors by:

W. Schmidt, Chairman, IAB Europe Board of Directors

Date

Signed on behalf of [to be completed with the name of the relevant European regional-level organisation] by:

Name, Title

Date