

## **Transitional Membership Process**

### **Explanatory Note**

#### **Background**

ICoCA Certification is defined by the Code as: a process through which the governance and oversight mechanism will certify that a company's systems and policies meet the Code's principles and the standards derived from the Code, and that a company is undergoing Monitoring, Auditing, and Verification, including in the field, by the governance and oversight mechanism. Certification is one element of a larger effort needed to ensure the credibility of any implementation oversight initiative.

#### **Proposal**

Under the Articles of Association as they were drafted until the 2017 AGA, companies had to obtain ICoCA Certification to be eligible for membership of the Association (Article 3.3.1).<sup>1</sup> The amendment to the Articles of Association approved at the 2017 AGA now allows for companies to maintain membership of the Association for 2 years, and participate in all other aspects of the Association (including the Monitoring and Complaints processes), while they work towards obtaining certification. To accomplish this, the Articles of Association were amended to create two categories of membership for private security companies (PSC):

- ICoCA Certified Members, which have achieved certification in accordance with the Certification Procedure, and
- Transitional Members, which are working toward obtaining certification by ICoCA.

The requirements for becoming an ICoCA Certified Member remain the same as previous membership requirements for companies. Transitional Membership, on the other hand, allows companies that have not obtained ICoCA Certification to become members of the Association if they meet the other requirements of membership and demonstrate commitment to working towards obtaining ICoCA Certification. Transitional Member companies will be given a maximum of 2 years to obtain ICoCA Certification and become ICoCA Certified Members.<sup>2</sup>

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<sup>1</sup> Under Article 3.3.1 as drafted until the 2017 AGA, companies that had not obtained certification could enjoy the rights of membership on a provisional basis until September 30, 2018.

<sup>2</sup> Companies that are already Transitional Members under the current membership regime have the possibility to participate in the new Transitional Membership process. Companies will be given a maximum of 2 years from April 15, 2018 to become an ICoCA Certified Member. New Transitional Members will have 2 years from the moment they enter the Association to become an ICoCA Certified Member.

## **Oversight**

The Secretariat will exercise oversight of ICoCA Transitional Members to ensure that the company is working towards compliance with the ICoC. This will be coordinated with the company's obligations under the Article 12 processes.

- ICoCA will require certain procedural benchmarks to be met to ensure that companies are in fact working towards obtaining ICoCA Certification;
- ICoCA will require certain substantive benchmarks to be met to ensure that companies are in fact working towards full compliance with the Code (e.g. through satisfying metrics to objectively demonstrate progress in implementing core Code requirements).

If a company fails to act in good faith to these requirements, Transitional Membership will be terminated by the Board.

## **Rights and Obligations**

Transitional Members will pay the same dues as ICoCA Certified Members and enjoy the same rights and privileges in the governance of the Association.

## **Differentiation**

To ensure the value of membership is not diluted for ICoCA Certified Members, the Association will clearly distinguish between ICoCA Certified Members and Transitional Members and educate clients and other stakeholders on the differences between them and the value of ICoCA Certification.

## **Amendment to the Article 3.3.1 of the Articles of Association**

Article 3.3.1 of the Articles of Association now reads:

“3.3.1 The PSC Pillar consists of two categories of member companies.

3.3.1.1 The first category shall be referred to as “ICoCA Certified Member” companies. PSCs shall be eligible for membership in this category upon certification under Article 11 of these Articles.

3.3.1.2 The second category shall be referred to as “Transitional Member” companies. As a transitional matter, PSCs that formally endorse these Articles and meet the obligations of membership (with the sole exception of the requirements in Article 11 regarding certification) shall be eligible for membership on a provisional basis for no more than a 2-year period from either April 15, 2018 or from the date their membership in the Association commenced, whichever is later.

3.3.1.2.1 A Transitional Member company may become an ICoCA Certified Member company at any time upon certification under Article 11 of these Articles.

3.3.1.2.2 A Transitional Member company that fails to obtain certification under Article 11 of these Articles following the 2-year period described in section 3.3.1.2 shall lose its status as a member company until such time as it obtains certification under Article 11 of these Articles.

3.3.1.2.3 Transitional Member companies are required to demonstrate that they are meeting substantive and procedural benchmarks based on the Code and Board recognized standards. Should a Transitional Member company fail to act in good faith in accordance with this Article, the Board may terminate its Transitional Membership.

3.3.1.3 Both categories of members of the PSC Pillar shall be entitled to all the rights and obligations of membership of the Association with equal voting rights as members of the PSC Pillar.”