



# Guardian Role Description and Code of Conduct

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## About the Guardian Council

**The Guardian Council's purpose is to ensure that Yoti seeks to do the right thing, and is transparent about what Yoti is doing and why.**

Yoti is committed to being a global industry leader and becoming the world's trusted digital identity platform, enabling people to prove their identity and age whilst building trust between users and organisations. The Guardian Council holds Yoti to account, driving transparency, bringing substantial professional expertise and acting as a moral voice in the delivery of Yoti's services.

## Expanding the Guardian Council

As the company expands worldwide, Yoti is now recruiting for additional qualified, diverse and motivated individuals who can add new skills, perspectives, networks and profiles. They will help ensure that Yoti's digital identity service stays true to its ambitions to build trust and serve its user community transparently whilst growing a successful global business.

## Primary Areas of Responsibility

Yoti Guardians bring their expert, independent perspectives and skills to three main responsibilities:

- Making sure Yoti optimises its products, services and partnerships to make life simpler and safer for its user community.
- Ensuring Yoti stays consistent with its mission to build trust and give the user control and ownership of their personal data.
- Reporting any breaches of trust identified by themselves or to represent any concerns shared by a significant percentage of the user community.

## Expertise

As a group, the Guardians will eventually form a Council of approximately 6-10 seats. They will represent successful track records and relevant expertise for Yoti and its user community in areas including:

- Digital privacy rights
- Data security
- Last mile internet and/or technology access



- AI ethics/tech for Trust & Safety/algorithmic bias experience
- Collaborative API systems and/or open source communities
- Business models that balance social purpose and profit
- Transparency and corporate accountability
- Building societal trust and social capital
- Ethical and inclusive development of technology, including gender and race
- Global business (in a commercial or non-commercial context)
- Participatory user communities and/or open governance
- Innovation and use of technology for social good

In addition to the above expertise areas, the Guardian Council will be composed of an appropriate spread of perspectives by age, gender and geography across the private, public and voluntary sectors.

To apply, you must have experience across each of these areas and deep experience of a minimum of three areas.

## Characteristics

To be effective, all Guardians must embody three key characteristics:

**Moral voice** - Guardians are upstanding civic persons with a demonstrated track record of promoting social purposes consistent with Yoti's, so they can be trusted to weigh up complicated issues and make good decisions.

**Expertise** - Guardians are recognised experts in one or more professional areas relevant to Yoti, so that they can provide an informed perspective to the company and its user community. Examples of these relevant professional areas are listed above.

**Transparency** - Guardians are transparent about their professional achievements and personal convictions including full disclosure of any conflicts of interest, so that anyone can easily search and find information about who they are and what they have done.

## Code of Conduct

All Guardians agree to behave in line with the [Nolan Principles \(7 Principles of Public Life\)](#) of Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership in their service to their key stakeholders of the Yoti community (end user) and the company. Guardians also agree to behave in line with the following:



**Empirical experience** - Where possible (given their location), Guardians must use Yoti's services, so as to be informed of the user experience in order to adequately represent the Yoti user community.

**Law abiding** - Guardians must be upstanding professionals and citizens of character, with no involvement in criminal activity, or any activity which could be misconstrued as bribery, misuse of funds, or any other activity which could damage their trustworthiness or the trustworthiness of Yoti.

**Vocal** - Guardians can only bring value if they are pro-actively vocal in sharing their experience, expert opinion and networks to help Yoti make good decisions. When Yoti makes mistakes, Guardians must ensure that Yoti is transparent and corrects mistakes quickly so as to remain a trusted digital identity custodian and service provider.

**Transparent** - Guardians are an essential part of Yoti's trustworthiness and so must be fully transparent with professional and relevant personal affiliations and interests, including any affiliation with competitors. All relevant affiliations will be publicly disclosed and Guardians should declare and withdraw from any discussions or determinations of matters in which they have an interest, or could be perceived to have an interest by a member of the general public. Guardians must not misuse information gained in the course of their Guardianship for personal gain to promote their private interests or those of connected persons or businesses.

**Independent** - Guardians will express their independent opinions in Council meetings directly to Yoti and to the Yoti user community. Guardians shall exercise their freedom to publish their views without the approval of third parties, whilst also acting responsibly in relation to materials shared with them by Yoti that are not yet in the public domain. Membership of the Guardian Council does not preclude Guardians from publicly speaking, writing or publishing on any topic within the remit of the Council.

## Practicalities

**Tenure** - Founding Guardians were appointed for an 18-month term, which was extended to a second 18-month term. Founding Guardians were involved in shaping the details of how the Guardians Council functions, as well as helping to determine the specific expertise and networks that would serve as the criteria for future Guardian candidates. Following their initial term, founding Guardians were eligible to serve an additional three-year term as Guardians using the same selection process as other Guardians.

After an initial three year term, Guardians may be invited to stand for a second three year term. Alternatively, they may request to stand down as per the Articles of Association.

**Selection process** - The Founding Guardians, including the Founding Convenor of the Guardian Council, were selected by Yoti to create a critical mass in the early stages of Yoti's development. Future Guardian



appointments will be nominated by the existing Guardians and confirmed by the Yoti Guardians and the Yoti Board (and in the future, with input from the Yoti community, once created). To facilitate this process, information about Guardian candidates, and recommendations from the sitting Guardian Council, will be made available on the Yoti website. This selection process is designed to ensure that the Guardian Council is independent, and to recognise that the Guardians key stakeholders are Yoti's user community and Yoti, the company..

**Connection to company** - Legally, the Guardian Council is an advisory board to Yoti and Guardians carry no liability for the actions of Yoti. When the Guardian Council reaches its full size (ideally by 2025) and a Chair is elected, the Chair of the Guardian Council will have an ex-officio position on the Board of Yoti to ensure a direct connection between the Guardians and the governance of the company.

**Operational procedures** - Procedures of how the Guardian Council will operate have been set out in the Guardian Council's Articles of Association.

**Staying up to date with Yoti** - New Guardians will be fully briefed on Yoti's history, current position and updated view on opportunities, emerging issues and priority areas for future development. To provide a regular basic level of information to Guardians, Yoti will provide regular updates by email to Guardians about developments, issues and opportunities with the company, product and partnerships.

**Time expectation** - Guardians are expected to commit 6-9 days per year to their role. This includes:

- Quarterly meetings (in person or video) with the full Guardians Council
- Availability for targeted meetings, phone or email requests on specific topics in their area of expertise, and any urgent, time sensitive emerging issues
- Help in making introductions and connections with potential partners or informed experts who could provide Yoti with valuable counsel
- Attendance at Yoti-organised or relevant sectoral events where appropriate
- Identification and nomination of additional Guardians as and when required

To ensure each Guardian's time is used effectively, each Guardian will agree with the Chair of the Guardian Council on specific areas of expertise, including discrete projects where appropriate, that they will focus on as part of their contribution to the Guardian Council. These priority areas will be reviewed annually with the Chair of the Guardian Council.

**Media and public relations** - Guardians are asked to avoid giving direct praise of Yoti products. They may, however, indicate support for Yoti's behaviour as a company and mention that they are supporting Yoti to improve a certain issue. In the event of media coverage concerning Yoti and the Guardian Council, both parties will make an effort to notify the other in advance of publication.

**Compensation and Expenses** - Guardians will be paid £12,000 per year as well as reimbursement for



any basic travel expenses incurred in the fulfillment of Guardian duties. Guardians are compensated to correspond clearly with the responsibility of the role, but set at the similar level to Non-Executive Directors in the public sector to reflect the social purpose of the company and the Guardian role. In keeping with this, whilst most meetings are undertaken in hybrid format, where travel is required, travel expenses for Guardians will include economy/coach travel for local and short-haul travel, business class air travel for long-haul flights, 4\* hotel accommodation, and reasonable food costs - when Guardians are required to incur costs they would not otherwise have in the fulfillment of their duties. Guardian compensation will be publicly disclosed and promoted visibly to ensure transparency.

## Founding Guardians

The Founding Guardian Council was formed in November 2015, and was comprised of four members:

[Renata Avila](#) - a human rights and intellectual property lawyer, and an outspoken advocate for freedom of expression, privacy, access to information and indigenous rights.

[Doc Searls](#) - one of the first people to recognise the transformative nature of the Internet, and has been active and public in the tech and digital space for more than three decades.

[Gavin Starks](#) - a serial entrepreneur, with specific expertise in data and how using it can create a positive impact, including founding the Open Data Institute and co-chairing the development of the Open Banking Standard.

[Ken Banks](#) - founding Guardian and now Convenor of the Yoti Guardians

More information on the Guardian Council, the four Founding Guardians, and minutes from Guardian Council meetings can be found on our [website](#).

## Current Guardians

[Seyi Akiwowo](#) (Sha-yee Aki-WO-wo) - the multi-award winning Founder and CEO of Glitch, a trailblazing charity working to prevent online abuse, gender-based violence and hate speech. Seyi is also the author of *How to Stay Safe Online* (Penguin, 2022), a comprehensive guide to spotting red flags, responding to, and proactively defending yourself in online spaces, and how to use the internet as a force for good.

[Jerry Michalski](#) (ma-CALL-ski) - the founder of Open Global Mind, a project to help humans make better decisions together, and Rel8, a project to crowdsource a shared memory to serve that same purpose. He is also an expert on trust.



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