

Table of Contents

ABOUT.....	2
CORE COMMITMENTS	2
ATPTI PRINCIPLES	3
PURPOSE	3
RESPONSIBLE COMPANY DECISION MAKING GOVERNANCE, OVERSIGHT AND LEADERSHIP	4
RISK MANAGEMENT, HUMAN RIGHTS IMPACT ASSESSMENTS AND DUE DILIGENCE.....	5
PARTNERS, SUPPLIERS AND DISTRIBUTORS	8
INTEGRATION INTO BUSINESS OPERATIONS	8
STRUCTURE	9
PROCEDURES	9
REMEDY / GRIEVANCE.....	9
EMPLOYEES / MEMBERS	10
GOVERNMENT DEMANDS, LAWS, AND REGULATIONS	10
COMMUNICATIONS WITH USERS AND THE PUBLIC.....	12
MULTI-STAKEHOLDER COLLABORATION:.....	13
ENGAGEMENT IN PUBLIC POLICY	13
INTERNAL ADVISORY FORUM / STEERING COMMITTEE.....	14
EXTERNAL MULTI-STAKEHOLDER LEARNING FORUMS	14
GOVERNANCE, ACCOUNTABILITY & TRANSPARENCY	15
GOVERNANCE	15
REPORTING ON IMPLEMENTATION	15
INDEPENDENT ASSESSMENT	15
TRANSPARENCY.....	15
DEFINITIONS	15
MEMBERS	17
ISSUES	17
GOVERNANCE CHARTER.....	17
FINANCIALS	20
ANNUAL REPORT	21
ATPTI FRAMEWORK.....	21
Governance Charter	21
1. PURPOSE	21
2. GOVERNANCE	21

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

3. STAFF	25
4. PARTICIPANTS	26
5. ACCREDITED INDEPENDENT ASSESSORS	27
6. PUBLIC PARTICIPATION	28
7. GENERAL COMMUNICATIONS TO THE PUBLIC	29
8. REVIEW	30
9. FUNDING AND RESOURCES	30
10. LEAVING THE ATPTI	30
11. GLOSSARY OF TERMS.....	30

ABOUT

The Autonomous Transportation Public Trust Initiative (“ATPTI”) of the Advanced Air Mobility Institute is a Multi-stakeholder Initiative (“MSI”) designed to drive consensus and encourage collaboration. We value input from a broad diversity of experts and welcome spirited debate in the interest of public benefit.

The emerging Advanced Air Mobility (“AAM”) ecosystem will bring about transformational change transporting people and goods in communities throughout the world. Often corporations entering new markets simply adhere to local laws. This typically takes the form of more lax policies and fewer resources expended to protect local citizens because it is not explicitly required. We want to work proactively to mitigate foreseeable harms before they happen. That said, what kind of practices can manufacturers and operators commit to that will ensure the protection of human rights, regardless of where AAM flights take place?

ATPTI members collaborate through two means: The Principles and the “ATPTI Framework” which details concrete factors for corporations to consider for responsible decision making. “Global Standard for Human Rights” in the AAM sector. Every year, ATPTI company members will undergo an “Independent Assessment” to evaluate their relative progress.

“Collective Advocacy” means to promote policies and legal regulations that protect human rights. Membership includes AAM companies, Civil Society Organizations, Academics, and Investors.

CORE COMMITMENTS

The ATPTI Principles state the overarching commitment of members to collaborate in the advancement of Integrity, Transparency and Equity. The Principles provide high-level guidance to the AAM industry on how to respect, protect, and advance user rights to full transparency, social justice, and preservation of rights such as life, movement, security, and education.

The ATPTI Framework provides more detailed guidance to AAM companies on how to put the Principles into practice, and furnish the framework for collaboration among companies, NGOs, civil

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

society representatives, academics, and investors. The Framework will be regularly reviewed and revised to consider actual experience, evolving circumstances, and stakeholder feedback.

ATPTI member companies and organizations commit to acting in a manner consistent with the ATPTI Principles and ATPTI Framework wherever they operate, including in difficult jurisdictions, as the internationally accepted standard for transparency in the autonomous air mobility industry. A country intending to implement the ATPTI principles and join the multi-stakeholder initiative must take necessary steps and apply to the ATPTI Board for approval. Country applications will be considered starting in 2030.

ATPTI's Framework sets out goals for collaboration and a system of company accountability to support the Principles, maximize opportunities for learning, and ensure the integrity and efficacy of the Initiative.

The Governance Charter establishes a governance structure and defines key organizational elements of the Initiative. The Charter describes how the ATPTI will be governed to ensure accountability, relevance, effectiveness, sustainability, and impact.

ATPTI PRINCIPLES

PURPOSE

- 1.1 The Principles of the Integrity, Transparency, and Equity (the "Principles") provide direction and guidance to the Advanced Air Mobility ("AAM") industry and its stakeholders in protecting and advancing the enjoyment of these human rights globally. We share a belief that prudent transportation policy should be an important engine for economic growth that contributes to sustainable development and poverty reduction, but if not managed properly, can create negative social impacts.
- 1.2 The ATPTI Framework further details on how participating companies and organizations will put the Principles into practice. The purpose of this document is to:
 1. Describe a set of actions by which a company would demonstrate that it is implementing the Principles with improvements over time.
 2. Provide companies with direction and guidance on how to implement the Principles.
- 1.3 Participating companies and organizations will implement the Principles using the ATPTI Framework. As described in the accompanying Accountability, Policy and Learning Framework, each participating company will be assessed every two years by independent assessors on its progress implementing the Principles. The ATPTI Board of Directors will determine whether a company is making good faith efforts to implement the AAMI Principles with improvement over time.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- 1.4 ATPTI Code of Conduct: Stakeholders are required to observe the highest standards of ethical conduct and to act with honesty and propriety, in line with the ATPTI Code of Conduct. This applies to all members of the ATPTI, including Board members, their alternates, Executive Director staff (national and international) and members of affiliated multi-stakeholder groups.
- 1.5 The effectiveness of these ATPTI Framework will be reviewed and assessed by the ATPTI Board of Directors as ATPTI's experience in the implementation of the principles grows. The review process will include:
 - a. Removing, revising, or adding the framework as appropriate.
 - b. Considering the development of specific sections in the ATPTI Framework that may be tailored to specific challenges and issues relevant to different parts of the ATPTI sector.

RESPONSIBLE COMPANY DECISION MAKING GOVERNANCE, OVERSIGHT AND LEADERSHIP

2.1 The Board of Directors of a participating company or organization is responsible for the strategic oversight of the company's human rights practices, including with respect to all company activities and operations affecting Integrity, Transparency, and Equity.

Application Guidance: *A standing committee of the Board or subset of the entire Board may help the full Board of Directors in fulfilling its board responsibilities of strategic oversight. Where companies are subject to a two-tier board structure, the definition of the Board of Directors includes the "Executive Board," sometimes also called "Management Board."*

2.2 The Board will receive and evaluate a regular human rights report from management including on how the commitments laid out in the Principles are being implemented.

Application Guidance: *The Board may assign responsibility for addressing the principles of Integrity, Transparency, and Equity to senior level management with appropriate functions, within the company.*

2.3 The Board or Senior Management will:

- a. Review Freedom of Movement, Freedom from Servitude, the Right to Share in Collective Scientific Achievement, the Right to Life, Liberty and Security of the Person, and the Right to Equal Treatment risks related to the company's operations in a manner consistent with the company's overall approach to risk management.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

Application Guidance: *Freedom of Movement, Freedom from Servitude, the Right to Share in Collective Scientific Achievement, the Right to Life, Liberty and Security of the Person, and the Right to Equal Treatment risks refer to risks to individuals, including in unparticularized groups or communities, and encompasses the Freedom of Movement, throughout this document.*

b. Carry out the company's implementation of the Principles in a manner consistent with the Integrity, Transparency and Equity of company personnel, including both employees and other persons working for a participating company.

c. Participate in appropriate Review Freedom of Movement, Freedom from Servitude, the Right to Share in Collective Scientific Achievement, the Right to Life, Liberty and Security of the Person, and the Right to Equal Treatment and efforts to combat Human Trafficking via awareness training as needed.

Application Guidance: *To ensure that training is meaningful and relevant, participating companies should consider, the role and responsibilities of the Board member and / or senior management recipients when designing and implementing the training.*

d. Establish clear instructions for when and how issues or problems affecting Freedom of Movement, Freedom from Servitude, the Right to Share in Collective Scientific Achievement, the Right to Life, Liberty and Security of the Person, and the Right to Equal Treatment must be escalated to higher levels of the company.

RISK MANAGEMENT, HUMAN RIGHTS IMPACT ASSESSMENTS AND DUE DILIGENCE.

2.4 Consistent with the UN Guiding Principles on Business and Human Rights, and considering international human rights standards, participating companies will carry out human rights due diligence to identify, prevent, evaluate, mitigate, and account for risks to the Principles Integrity, Transparency, and Equity rights that are implicated by the company's products, services, activities, and operations. The process includes assessing actual and potential human rights impacts on individuals, integrating, and acting upon the findings, tracking responses, and communicating how impacts are addressed as set forth in this Section Two of the ATPTI Framework. In assessing actual and potential human rights impacts, companies should draw on a range of sources, including voices from inside countries, human rights groups, government bodies, and international organizations such as the United Nations Specialized Agency, and the International Civil Aviation Organization (ICAO). Companies should also evaluate whether relevant local laws and practices are consistent with rule of law requirements and international and regional human rights norms.

2.5 Human rights impact assessments and other due diligence processes should be ongoing, recognizing that the nature of the issues concerning Freedom of Movement,

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

Freedom from Servitude, the Right to Share in Collective Scientific Achievement, the Right to Life, Liberty and Security of the Person, and the Right to Equal Treatment may change over time as the company's operations and operating context evolve and as the human rights landscape changes in any jurisdiction.

2.6 If human rights due diligence as described in Section 2.4 above identifies circumstances when the right to equal treatment, right to life, liberty, and freedom from servitude or persons may be jeopardized or advanced, participating companies will employ human rights impact assessments and develop effective risk mitigation strategies as appropriate. The following are situations where human rights due diligence has revealed the need for human rights impact assessments:

- a. Reviewing and revising internal procedures for responding to government demands for user (passenger) data or in existing markets.
- b. Entering new markets, particularly those where Freedom of Movement, Security of Persons, Human Trafficking, and the Right to Share in Collective Scientific Achievement are not well protected.
- c. Leaving markets, particularly those where Freedom of Movement, Security of Persons, Human Trafficking, and the Right to Share in Collective Scientific Achievement are not well protected.
- d. Reviewing the policies, procedures, and activities of potential partners, investments suppliers and other relevant related Freedom of Movement, Security of Persons, Human Trafficking, and the Right to Share in Collective Scientific Achievement as part of its corporate due diligence process.
- e. Designing and introducing new technologies, products and services, and their use.
- f. Acquiring other companies or forming operational partnerships (e.g., joint ventures).

2.7 The human rights impact assessments should be initiated early enough to inform the development of a new activity or relationship. They will be undertaken to different levels of detail and scope depending on the purpose of the impact assessment. However, participating companies should:

- a. Prioritize the use of human rights impact assessments for markets, business partners and other relationships, and operating aircraft (services) where the risk of adverse human rights impacts to Review Freedom of Movement, Freedom from Servitude, the Right to Share in Collective Scientific Achievement, the Right to Life,

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

Liberty and Security of the Person, and the Right to Equal Treatment is most salient or where the potential to advance human rights is at its greatest.

b. Draw upon inputs from a variety of sources, including, for example, voices from inside the geography in question, human rights groups, government bodies, international organizations and materials developed as part of this multi-stakeholder process.

c. Review the human rights risks and effects of not having operational control before entering or exiting joint ventures.

d. Include a review of relevant domestic laws, legal systems, and practices in each market and evaluate their conformity to rule of law requirements and international and regional human rights norms especially Articles 27 of the Universal Declaration of Human Rights.

Application Guidance: *Regional human rights norms refer to the norms included in the African Charter on Human and People's Rights, the American Convention on Human Rights, and the European Convention for the Protection of Human Rights and Fundamental Freedoms. Since there may be inconsistencies and gaps between the protections afforded by various human rights instruments, the individual should be entitled to the most protective provisions of applicable law.*

e. Utilize learning from real-life cases and precedents.

f. Update human rights impact assessments over time, such as when there are material changes to laws, regulations, markets, products, technologies, or services.

g. Take appropriate action to avoid, mitigate or in other ways address potential negative human rights impacts on an ongoing basis. For example, to prevent and mitigate adverse human rights impacts, participating companies will incorporate the findings from human rights impact assessments into other company processes and practices for risk review and risk management, including those carried out in connection with a merger or acquisition.

h. Develop internal processes and mechanisms for using the results of impact assessments to inform company policy and practice.

i. Demonstrate to external stakeholders consulted during risk assessments that the findings are considered by senior management.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

PARTNERS, SUPPLIERS AND DISTRIBUTORS

2.8 Participating companies will follow these Principles and Framework in all circumstances when they have operational control.

Application Guidance: “Operational control” means the power, directly or indirectly, to direct or cause the direction of the management and policies of the entity. This may be by contract, ownership of voting stock, or representation on the Board of Directors or similar governing body.

2.9 When the participating company does not have operational control, it will use Best Efforts to ensure that business partners, investments, suppliers, distributors, and other relevant related parties follow the Principles.

Application Guidance: It is recognized that the influence of participating companies will vary across different relationships and contractual arrangements. “Best Efforts” means that the participating company will, in good faith, undertake reasonable steps to achieve the best result in the circumstances and carry the process to its logical conclusion.

2.10 With regards to third party relationships, participating companies should focus their efforts on those business partners, investments, suppliers, distributors, and other relevant related parties that are involved in the participating company’s business in a manner that materially affects the company’s role in respecting and the Right for Movement, Right to Equal Treatment, Right to Life, Liberty, and Freedom from Servitude. In doing so, the participating company should prioritize efforts on circumstances where the risks to Integrity, Transparent and Equity are most salient.

2.11 Where participating companies may initially lack influence to prevent or mitigate adverse Impact of business relationships, they should assess how they could increase their ability to address such adverse impacts over time.

Application Guidance: It is assumed that this approach will be taken in all relevant contracts signed after committing to the Principles, and to all relevant pre-existing contracts.

INTEGRATION INTO BUSINESS OPERATIONS

2.12 Participating companies will develop appropriate internal structures and take steps throughout their business operations to ensure that the commitments laid out in the Principles are incorporated into company analysis, decision making and operations.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

STRUCTURE

a. The creation of a senior-directed, human rights function, including the active participation of senior management, to design, coordinate and lead the implementation of the Principles.

Application Guidance: *This function may be organized differently within companies; it may consist of a dedicated human rights team, or the function may build on new or existing internal corporate structures, such as sustainability / corporate responsibility, policy, privacy, or compliance / business ethics roles or (virtual and / or cross-functional) teams.*

b. Ensuring that the procedures related to government demands implicating users' freedom of expression or privacy rights are overseen and signed-off by an appropriate and sufficiently senior member of the company's management and are appropriately documented.

PROCEDURES

c. Establishing written procedures that ensure consistent implementation of policies that protect Integrity, Transparency, and Equity and documenting implementation of these policies. Documentation of policies and their implementation should be detailed enough to enable later internal and external review.

d. Incorporating Integrity, Transparency, and Equity review into assurance processes to ensure implementation of the procedures laid out in the Principles.

e. Maintaining a record of requests and demands for government restrictions on movement and privacy or suspected infringement by governments.

REMEDY / GRIEVANCE

f. Establishing grievance mechanisms for users to make it possible for grievances about issues related to Integrity, Transparency and Equity, to be communicated to the company for consideration and, if appropriate, direct remediation. If a participating company determines its business practices are inconsistent with the Principles, or have caused or contributed to adverse impacts, it will establish by itself or in cooperation with other actors, a means of remediation, including meaningful steps to prevent recurrence of such inconsistency or impact.

Application Guidance: *to ensure their effectiveness, the grievance mechanisms should be designed in accordance with the effectiveness criteria set out in Principle 31 (Non-Judicial Grievance Mechanism) of the UN Guiding Principles on Business and Human Rights.*

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

g. Providing whistleblowing mechanisms or other secure channels through which employees can confidentially or anonymously report violations of the Principles without fear of associated punishment or retribution.

Application Guidance: For example, each company might appoint or designate an internal ombudsman, auditor, or compliance officer to monitor the company's business practices which includes issues relating to freedom of expression and privacy.

EMPLOYEES / MEMBERS

h. Communicating the Principles and / or company policies that implement the Principles to all relevant employees through internal channels, such as through the company intranet, and integrate the company's commitment to the Principles through employee training or orientation programs.

i. Providing more detailed training for those corporate employees who are most likely to face freedom of movement challenges or infringement for integrity, transparency, and equity, based on human rights impact assessments. This may include staff in audit, compliance, legal, marketing, sales, and business development areas. Where appropriate and feasible, orientation and training programs should also be provided to employees of relevant related parties such as partners, suppliers, and distributors.

j. Developing escalation procedures for employees seeking guidance in implementing the Principles.

GOVERNMENT DEMANDS, LAWS, AND REGULATIONS

3.1 Participating companies will:

a. Encourage governments to be specific, transparent, and consistent in the demands, laws, and regulations ("government restrictions and demands") that impact freedom of Movement, Security of Persons, and the Right to Share in Collective Scientific Achievement.

b. Encourage government restrictions and demands that are consistent with international laws and standards on Integrity, Transparency and Equity, Dignity. This includes engaging proactively with governments to reach a shared understanding of how government restrictions can be applied in a manner consistent with the Principles.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

c. Adopt policies and procedures which set out how the company will assess and respond to government demands for restrictions or violations of integrity, transparency, and equity.

d. These policies and procedures will also address how the company will respond in instances when governments fail to provide a written directive or adhere to domestic legal procedure. They will also include a consideration of when to challenge such government restrictions and demands.

Application Guidance: *Policies and procedures adopted by participating companies will address situations where governments may make demands through proxies and other third parties to evade domestic legal procedures.*

Open Data Policy: *Open data lies at the core of the ATPTI's mission to promote the open and accountable transportation policy. By making data easily accessible, comprehensible, and usable, ATPTI's reporting can strengthen public debate, inform decision-making, and promote public understanding.*

3.2 When required to restrict communications, or remove content, or to provide personal information to government authorities, participating companies will:

a. Require that governments follow established domestic legal processes when they are seeking to (1) restrict freedom of movement or (2) diminish the right to equal treatment or the life, liberty, and security of persons, (3) abandon security of persons.

b. Request clear written communications from the government that explain the legal basis for government restrictions to freedom of movement and government demands, including the name of the requesting government entity and the name, title, and signature of the authorized official.

Application Guidance: *Written demands are preferable, although it is recognized that there are certain circumstances, such as where the law permits verbal demands and in emergency situations, when communications will be oral rather than written.*

c. Keep — where the law permits verbal demands and in emergency situations, when communications will be oral rather than written — records of these demands.

d. Interpret government restrictions and demands to minimize the negative effect on freedom of movement.

e. Narrowly interpret and implement government demands that compromise movement or safety.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

f. Narrowly interpret the governmental authority's jurisdiction to minimize the negative effect on freedom of movement.

Application Guidance: *It is recognized that the nature of jurisdiction on the Internet is a highly complex question that will be subject to shifting legal definitions and interpretations over time.*

3.3 When faced with a government restriction or demand that appears overbroad, unlawful, or otherwise inconsistent with domestic laws or procedures or international human rights laws and standards on integrity, transparency, or security of participating companies will in appropriate cases and circumstances:

- a. Seek clarification or modification from authorized officials of such requests;
- b. Seek the assistance, as needed, of relevant government authorities, international human rights bodies, or non-governmental organizations; and
- c. Challenge the government in domestic courts.

Application Guidance: *Overbroad could mean, for example, where more information is restricted than would be reasonably expected based on the asserted purpose of the request.*

Application Guidance: *It is recognized that it is neither practical nor desirable for participating companies to challenge in all cases. Rather, participating companies may select cases based on a range of criteria such as the potential beneficial impact on freedom of movement, the likelihood of success, the severity of the case, cost, the of the case and whether the case is part of a larger trend.*

COMMUNICATIONS WITH USERS AND THE PUBLIC

3.4 Participating companies will seek to operate in a transparent manner when required by government to restrict movement or access to content or provide personal information to governments. To achieve this, participating companies will:

- a. Disclose to users in clear language the generally applicable laws and policies which require the participating company to remove or limit access to movement or provide personal information to government authorities.
- b. Disclose to users in a clear manner the company's policies and procedures for responding to government restrictions and demands to remove or limit access to movement, or restrict the dignity of persons.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- c. Disclose to users in clear language what personal information the participating company collects, and the participating company's policies and procedures for responding to government demands for personal information.
- d. Assess on an ongoing basis measure to effectively support transparency with users, regarding the company's data collection, storage, and retention practices.

MULTI-STAKEHOLDER COLLABORATION:

ENGAGEMENT IN PUBLIC POLICY

4.1 Participants will individually and collectively, through ATPTI or otherwise, encourage governments and international institutions to adopt policies, practices, and actions that are consistent with and advance the Principles.

4.2 Participants will:

- a. Engage government officials to promote rule of law, transparency, the principles of legality, necessity, and proportionality as well as the reform of laws, policies, and practices that infringe on freedom of movement, and the right to equal treatment the right to life, liberty and security of the person, freedom from servitude, and the right to share in collective scientific achievement.

Application Guidance: *Promoting rule of law reform could include rule of law training, capacity building with law-related institutions, taking public policy positions or external education.*

- b. Engage in discussions with home governments to promote understanding of the Principles and to support their implementation.
- c. Encourage direct government-to-government contacts to support such understanding and implementation.
- d. Encourage governments, international organizations, and entities to call attention to the worst cases of infringement on the human rights of freedom of movement, the right to equal treatment the right to life, liberty and security of the person, freedom from servitude, and the right to share in collective scientific achievement.
- e. Participants will refrain from entering into voluntary agreements that require the participants to limit users' freedom of movement, and the right to equal treatment the right to life, liberty and security of the person, freedom from servitude, and the right to share in collective scientific achievement in a manner inconsistent with the

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

Principles. Voluntary agreements entered prior to committing to the Principles and which meet this criterion should be revoked within one year of committing to the Principles.

Application Guidance: *It is recognized that participants may take different positions on specific public policy proposals or strategies, so long as they are consistent with the Principles.*

INTERNAL ADVISORY FORUM / STEERING COMMITTEE

4.3 A confidential multi-stakeholder Advisory Forum within the ATPTI will provide guidance to participating companies on emerging challenges and opportunities to respect and advance the human rights of movement, the right to equal treatment the right to life, liberty and security of the person, freedom from servitude, and the right to share in collective scientific achievement.

4.4 The Steering Committee will provide strategic direction and oversight of the ATPTI. Partner representation, roles, decision-making processes, communication, and conflict mitigation are crucial elements of designing the decision-making body structure to ensure active participation and trust. Key functions will include, aligning partner expectation towards a shared vision, harmonizing funding priorities, and managing partner and external communications.

EXTERNAL MULTI-STAKEHOLDER LEARNING FORUMS

4.5 Participants will promote global dialogue and understanding of the Principles, and share learning about their implementation. Participants will engage with a broad range of interested companies, industry associations, advocacy NGOs and other civil society organizations, universities, governments, and international institutions.

4.6 Participants will create a global learning, collaboration, and communication program. This program will identify stakeholders, topics and forums for learning, collaboration, and communication activities.

Application Guidance: *This could include the UN Special Procedures, International Civil Aviation Organization, the International Air Transport Association, the Ten Principles of the UN Global Compact, the Council of Europe.*

4.7 Part of the ATPTI learning program will be an annual Multi-stakeholder Learning Forum focusing on the rights to of movement, rights of movement, the right to equal treatment the right to life, liberty and security of the person, freedom from servitude, and the right to share in collective scientific achievement, the specific scenarios in which these rights are affected, and other broader issues related to the implementation of the Integrity, Transparency and Equity Principles.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

4.8 Where participants have activities or operations in the same countries, territories, and regions they will seek to collaborate on the development of local dialogues on relevant prominent issues and emerging concerns in those localities.

4.9 Participants will develop and share tools, resources, processes, and information that support the implementation of the Principles.

GOVERNANCE, ACCOUNTABILITY & TRANSPARENCY

GOVERNANCE

5.1 A multi-stakeholder representative Board will oversee this initiative, described in more detail in the accompanying Accountability, Policy, and Learning Framework document.

REPORTING ON IMPLEMENTATION

5.2 There will be three different levels of reporting on the progress being made to implement the Principles, described in more detail in the accompanying Accountability, Policy, and Learning Framework document.

INDEPENDENT ASSESSMENT

5.3 There will be a system of independent assessment of the implementation of the Principles, described in more detail in the accompanying Accountability, Policy, and Learning Framework document.

TRANSPARENCY

5.4 Participating companies will communicate their general approach to addressing their human rights impacts in relation to Integrity, Transparency and Equity (e.g. informal engagement with relevant stakeholders, public communications, formal public reporting). Participating companies will also communicate every two years to the public about the outcome of their independent assessment, as described in the accompanying Accountability, Policy, and Learning Framework document.

DEFINITIONS

Freedom of Movement:

Everyone has the right to leave any country, including his own, and to return to his country.

Right to Equal Treatment:

Everyone is entitled to all the rights and freedoms set forth in this Declaration, without distinction of any kind, such as race, color, sex, language, religion, political or other opinion, national or social origin, property, birth, or other status. Furthermore, no distinction shall be made based on the political, jurisdictional, or international status of the country or territory to

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

which a person belongs, whether it be independent, trust, non-self-governing or under any other limitation of sovereignty.

Right to Life, Liberty, and Security:

Everyone has the right to life, liberty, and security of person.

Freedom of Servitude:

No one shall be held in slavery or servitude; slavery and the slave trade shall be prohibited in all their forms.

UDHR:

All human beings are born free and equal in dignity and rights. Everyone has the right to life, liberty, and security of person. No one shall be held in slavery or servitude; slavery and the slave trade shall be prohibited in all their forms. No one shall be subjected to torture or to cruel, inhuman or degrading treatment or punishment. No one shall be subjected to arbitrary interference with his privacy, family, home, or correspondence, nor to attacks upon his honor and reputation. Everyone has the right to the protection of the law against such interference or attacks. Everyone has the right to freedom of movement and residence within the borders of each state. Everyone has the right to leave any country, including his own, and to return to his country.

ICCPR:

Everyone lawfully within the territory of a State shall, within that territory, have the right to liberty of movement and freedom to choose his residence.

Everyone shall be free to leave any country, including his own. No one shall be arbitrarily deprived of the right to enter his own country. No one shall be subjected to arbitrary or unlawful interference with his privacy, family, home, or correspondence, nor to unlawful attacks on his honor and reputation. Everyone has the right to the protection of the law against such interference or attacks. Everyone has the right to life, liberty, and security of person. The above-mentioned rights shall not be subject to any restrictions except those which are provided by law, are necessary to protect national security, public order, public health or morals or the rights and freedoms of others and are consistent with the other rights recognized in the present Covenant. No one shall be held in slavery; slavery and the slave-trade in all their forms shall be prohibited. No one shall be held in servitude. No one shall be required to perform forced or compulsory labor.

Rule of Law:

A system of transparent, predictable, and accessible laws and independent legal institutions and processes, which respect, protect, promote, and fulfill human rights.

Best Efforts:

The participating company will, in good faith, undertake reasonable steps to achieve the best result in the circumstances and carry the process to its logical conclusion.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

MEMBERS

This section is to be updated prior to the launch of ATPTI operations.

ISSUES

This section is to be updated prior to the launch of ATPTI operations.

GOVERNANCE CHARTER

ACCOUNTABILITY, POLICY & LEARNING FRAMEWORK

1.1 An essential element of ATPTI's accountability framework is assessments of each participating company's compliance with the Principles and ATPTI Framework undertaken by independent assessors. The assessment process is in two parts:

- Self-reporting from the companies to ATPTI after one year of membership
- An independent assessment of each company member held every two years covering both a process review and including the review of specific cases or examples.

1.2 The Assessment Process:

1.2.1 Limits on Disclosure: ATPTI recognizes that companies may be prevented from disclosing information by law or may choose not to disclose information to preserve attorney-client privilege or protect trade secrets. At the same time, the ATPTI recognizes that assessors will require a reasonable level of information to accomplish their assessment. Among other things, ATPTI expects the assessors to indicate or otherwise comment where the assessor could not access information due to a company's withholding of such information, and the withholding of that information affected the assessor's ability to evaluate the company's compliance with the Principles. Each company will be required to identify limitations on access to information, if any, to the independent assessor with as much specificity as is practicable.

1.2.2 Determining Compliance: It is the role of the ATPTI Board to review the company assessment and to conclude whether the ATPTI member company is making good faith efforts to implement the Principles with improvement over time. The ATPTI's evaluation of compliance by participating companies will be based on an assessment of the totality of a company's record during the assessment phase to put into operation the Principles and the ATPTI Framework. The ATPTI's evaluation of compliance will consider the fact that participating companies will be different sizes and have different business models, circumstances, markets, products, and services, etc. The determination of compliance will be based on a review of each company's internal systems, processes, and activities, including how the company has acted in specific cases that implicate the Principles and ATPTI Framework.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

1.2.3 Corrective Action Steps: Where a particular compliance problem or pattern of problems is identified in a final assessor's report that has been submitted to the Board, the participating company will develop and implement a corrective action plan to remedy the identified problems and report those steps at specified intervals to the Executive Director. The corrective action plan will include measurements for achieving the intended outcomes and anticipated timeline for completion. During the creation of a corrective action plan, the Executive Director and/or relevant ATPTI staff or members may provide advice to the company to promote a successful remedy.

1.2.4 Special Review: If a company does not meet the participation criteria, is not in compliance, or has failed to take corrective action steps to address problems previously identified in an assessment report or otherwise, the Board may place that company under special review to permit the Board to evaluate that company's compliance further. The Board evaluates candidates for special review, and the nature of the review necessary, on a case-by-case basis.

The special review will occur on the following terms:

- The term of the review is 120 days, unless the Board determines that the company has achieved compliance before the 120-day period has expired.
- During the term of the special review, the company shall take all necessary actions to achieve compliance.
- The Board may extend the special-review term for as long as is needed for the company to effectively address the identified problems, if the Board concludes that an extension of the special-review term is appropriate.

1.3 Reporting on Assessments:

1.3.1 Reporting is an integral part of participation in the ATPTI, and will:

- Provide the basis of shared learning.
- Inform independent assessments of adherence to the Principles.
- Enable regular communications with the public.

1.3.2 Independent Assessor Reporting to the ATPTI: At the conclusion of each assessment and using a reporting format agreed upon by the Board, the independent assessor will prepare a detailed report that summarizes the assessment, the relevant facts, corrective action plans (if any), and recommendations for improvement. This report will contain a qualitative evaluation of strengths, weaknesses, and opportunities for improvement in the processes the company has put in place to implement the Principles and a summary of conclusions for the ATPTI.

1.3.3 ATPTI Reporting to the Public: Following the completion of independent assessments of member companies, ATPTI will report publicly on the outcome of the assessments including:

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- A summary of the progress made by ATPTI and member companies.
- Collective lessons learned regarding the Principles and ATPTI Framework, including examples of the types of requests received.
- Information required to improve the understanding of threats to freedom of expression and privacy across different sectors, geographies, legal systems, and cultural traditions.
- For each participating company undergoing an assessment that year, the ATPTI Board's compliant or non-compliant decision.

1.3.4 Company Reporting to the Public: Using a format of their own choosing, each participating company will within six months of the end of an assessment communicate to the public about the outcome of their assessment.

2.1 Policy and advocacy work is an increasingly important focus for ATPTI. Individually or collectively participants engage government officials to promote rule of law and the reform of laws, policies and practices that infringe on integrity, transparency, and equity.

2.2 In the years since the Initiative was launched the trends around freedom of movement and the right to equal treatment, right to life, liberty, and freedom from servitude are going in the wrong direction in many jurisdictions around the world and there are particular challenges in both non-democratic countries and western democracies.

2.3 The Policy committee leads the development of ATPTI's policy. There are representatives from ATPTI's four constituencies (companies, civil society organizations, investors, and academics) on the committee.

2.4 Our focus is on engagement with multilateral institutions as we see the right to equal treatment, right to life, liberty, and freedom from servitude the responsibilities of new transportation companies and the issue of government interference in the freedom of movement of increasing interest to the UN Human Rights Council and other institutions.

2.5 We will also engage countries where there we see opportunities to make an impact on specific policies, practices, or legislative proposals. This can take the form of public statements and commentary, submissions to policy consultations, or advocacy.

2.6 Input and expertise from all constituencies are fed into the messages and the design of ATPTI's policy agenda.

3.1 Shared learning is a core component of ATPTI. Harnessing the collective intellectual and practical experience and capability of our diverse membership enables ATPTI to bring unparalleled resources to bear upon new challenges at the intersection of freedom in integrity, transferability, equity, and the AAM sector.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

3.2 Shared learning provides resources that help companies implement the Principles. Learning informs, and is informed by, the assessment process and paves the way for collaboration to influence policy and advance rights in transportation.

3.3 ATPTI's learning work has several different components:

- Fostering learning opportunities between different stakeholders of ATPTI, providing a safe space for members to work through complex issues.
- Convening members and non-members of ATPTI for learning opportunities that build the ATPTI brand and voice and attract potential new members.

3.4 ATPTI's learning work is governed by the Learning committee as described above.

The Learning Committee and mailing lists are the point of departure for internal learning and provide a regular venue where participants can raise issues and initiate discussions. As an open committee, any participant is welcome to join the discussions. To engage with a wider set of participants than those who regularly participate in these calls, ATPTI will encourage all participants to bring issues to the attention of the membership. For example:

- Civil society organizations may present reports or programs to discuss threats to the right to equal treatment, right to life, liberty, and freedom from servitude or freedom to share in collective scientific advancement.
- Investors can explain how their corporate engagement work contributes to company behavior, etc.
- Academics present the latest research and identifies areas for further research.
- Companies may speak to pressing policy issues they face, or issues that are getting attention in the press.

3.5 There is a focus on live issue calls which gives companies the opportunity to raise and receive input in a confidential setting particular challenges they are facing, or for other stakeholders to raise issues or areas of concern. Calls may also be scheduled at short notice on issues of focus in the media.

3.6 ATPTI also reserves the right to organize a multi-stakeholder learning forum on an annual basis to bring together participants and other stakeholders affected by freedom of movement, the right to equal treatment, right to life, liberty, and freedom from servitude along with human trafficking awareness and mitigation in the aviation sector.

FINANCIALS

This section is to be updated prior to the launch of ATPTI operations.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

COMPANY ASSESSMENTS (companies participating in ATPTI are independently assessed every year on their progress in implementing the ATPTI Principles and ‘making a good faith effort to improve over time.’)

ANNUAL REPORT

This section is to be updated prior to the launch of ATPTI operations.

ATPTI FRAMEWORK

Governance Charter

1. PURPOSE

This Governance Charter (Charter) establishes a governance structure and defines key organizational elements of the Autonomous Transportation Public Trust Initiative (ATPTI), a multi-stakeholder initiative comprised of companies and other stakeholders in the global aviation industry that are committed to protecting and advancing freedom of movement and the right to equal treatment, right to life, liberty, and freedom from servitude while share in the advanced scientific achievement and combating human trafficking.

This Charter describes how the ATPTI is governed to ensure integrity, accountability, relevance, effectiveness, sustainability, and impact. Alongside the ATPTI’s Principles on the right to equal treatment, right to life, liberty, and freedom from servitude and sharing in advanced scientific research while combating human trafficking (Principles), the ATPTI Framework, and the Accountability, Policy and Learning Framework, this Charter is one of the ATPTI’s foundational core documents.

The contents of this Charter and the other core documents of the ATPTI may evolve over time to reflect a greater diversity of participants, views, experience, and learning. The Charter was first drafted in March 2024.

2. GOVERNANCE

A. Legal Structure: The ATPTI is a program of the United States registered 501(c)3 non-profit, the Advanced Air Mobility Institute.

B. Board Role and Responsibilities: The primary purpose of the Board of Directors (Board) is to further the Principles of Safety, Dignity and Security, and to oversee the organization to fulfill the vision of the ATPTI. The Board shall be responsible for the strategic direction and fiduciary operations of the ATPTI.

The Members of the ATPTI shall not be responsible, individually, or collectively, for any of the ATPTI’s debts, liabilities, or obligations.

C. Board Composition: There will be four constituency groups, one each for companies, NGOs, investors, and academics. Pursuant to the terms of the Voting Agreement of the ATPTI (the “Voting Agreement”), the Board will be composed of up to ten representatives

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

from participating companies, up to five representatives from participating non-governmental organizations (NGO), up to three representatives from participating investors (two of whom shall serve for the entire term of the Board and one of whom shall serve only for the first eighteen months of the term of the Board), up to three representatives from participating academic institutions (two of whom shall serve for the entire term of the Board and one of whom shall serve only for the second eighteen months of the term of the Board), and an independent Chair.

The Board shall not have more than one representative from a single company, NGO, investor, or academic institution at any given time.

Subject to legal or ethical constraints, individuals shall serve on the Board in either their personal or their institutional capacities.

If the Board has fewer than the required number of Board members, then the Board shall strive to fill those open seats as soon as practicable. Each open Board seat will remain open until a suitable individual(s) is selected. In cases where there are open Board seats in a constituency group, the voting authority for those open seats shall be evenly distributed among representatives of that constituency group on the Board.

D. Board Selection: Each constituency will nominate and select its own Board members, undertake meaningful consultation with other ATPTI constituencies about their proposed selections and be mindful of the need for a high level of competency and participation from Board members. Each constituency will strive to nominate and approve Board members that together will constitute a balanced board with a diversity of experience, insights, and perspectives on the pursuit of integrity, transparency, and equity.

E. Alternate Board Members:

(i) Each Board member may nominate an alternate Board member from within its organization or constituency and the alternate Board member will be selected with the consent of a majority (minimum 51%) of the members entitled to vote for directors in such class. Alternate Board members may be permitted to participate in Board proceedings but may only vote when a member of his or her constituency group is absent or unable to vote due to a conflict of interest. Under no circumstances will a Board member and an alternate from within the same participating organization cast ballots on the same vote. Alternate Board members should attend and participate in Board meetings to the extent practicable.

(ii) Additionally, the Vice-Chair shall serve as an alternate Board member of the Independent Chair. Only in the absence of the Independent Chair shall the Vice-Chair preside at any meetings of the Board of Directors and be permitted to vote. The Vice-Chair shall have and perform such other duties as from time to time may be assigned to the Vice-Chair by this Charter, the Bylaws and by the Board of

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

Directors and as may be delegated by the independent Chair of the Board. The Vice-Chair shall only assist the independent Chair in performing the independent Chair's duties as assigned by this Charter, the Bylaws and by the Board of Directors.

F. Board Terms: Board member terms shall be up to three years in length, and terms are automatically renewable for one term only, subject to Article III, Section 11 of the Bylaws. Members may also serve terms of fewer than three years in the case of removal, resignation, or other opening on the Board. A Board member may serve a third consecutive term upon the affirmative vote of a majority of the Board member's constituency and in accordance with the Bylaws.

A Board member who serves on the Board as a representative of a company, NGO, investor, or academic institution and leaves the employment of that company or institution shall resign from the Board at the latest by the effective date of his or her termination of employment. If such a Board member does not complete his or her term, the company or institution shall select a replacement Board member subject to the approval of the relevant constituency group. Serving a partial term shall not count against the limits to Board terms described above.

G. Board Chair: The Board shall be exclusively entitled to nominate the independent Chair and the independent Chair will be elected by (1) the affirmative vote of a majority of each constituency group entitled to vote and (2) the affirmative vote of a majority of all constituency group members entitled to vote. The Chair shall have the right to vote. The Chair will serve for a three-year term, renewable once (maximum of six years).

H. Vice-Chair: The Board shall be exclusively entitled to nominate the Vice-Chair and the Vice-Chair will be elected by (1) the affirmative vote of a majority of each constituency group entitled to vote and (2) the affirmative vote of a majority of all constituency group members entitled to vote. The Vice-Chair shall only be either (i) an independent expert member of ATPTI or (ii) a representative of an academic, NGO, or investor member of ATPTI. The Vice-Chair will serve until the expiration of the earlier of (a) a three-year term or (b) the termination of the Independent Chairperson's term, renewable once (for a maximum of six (6) years of continuous service).

I. Board Participation: Members of the Board must be active participants in ATPTI meetings, activities, events, and work streams, and must regularly promote the objectives and goals of the ATPTI with non-participants.

J. Board Competence: Members of the Board must adhere to high standards of professional competence and collaboration and demonstrate leadership in the pursuit of freedom of expression and privacy.

K. Quorum: Subject to the requirements of Section 2.1 of the Voting Agreement, a majority of the Board members shall constitute a quorum as long as at least one-half of the

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

representatives—or their alternates from each constituency—is present. Participation by tele- or videoconference shall constitute presence for purposes of a quorum. The Executive Director will be permitted to participate ex officio in Board and committee meetings but shall not count towards the quorum and shall not be eligible to vote.

L. Board Meetings: The Board will meet not less than every four months (three times a year), either via tele- or videoconference or in person, with one meeting serving as the ATPTI annual meeting. Additional meetings may be convened as necessary by the Board Chair and/or Vice-Chair with appropriate notice.

The Board may meet in a closed executive session when considering highly sensitive decisions such as personnel matters.

M. Conflicts of Interest: ATPTI Board members must exercise objectivity, independence, due care, and diligence on all matters and are required to commit to ATPTI's conflict of interest policy.

N. Issues for Board Consideration: The Board will strive for consensus and make a concerted effort to make decisions after consultation with the ATPTI staff and participating organizations. Where consensus is not reached, the following voting rules shall apply:

Super-majority vote:

- Adoption or amendment of the core ATPTI documents
- Appointment and removal of the Executive Director
- Nomination and removal of the ATPTI Board Chair
- Nomination and removal of the ATPTI Vice-Chair
- Terminating the participation of a company, NGO, academic institution, or investor
- Adoption of and material changes to the reporting and independent assessment process
- Determination of compliance of a ATPTI participant
- Changing funding commitments for participating companies
- Placing a company on special review
- Exceptions or exemptions to this charter or other ATPTI documents
- Dissolution of the ATPTI
- Other votes at the discretion of the Chair

Simple-majority vote:

- Annual operating plan and budget
- Accreditation of independent assessors and determination of independence as to a particular company
- Admission of new participants

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- Adopting meeting minutes
- Recommendations related to company reporting on ATPTI participation.
- Approving ATPTI's annual report
- Approving conflicts of interest policies and procedures
- Other votes raised by a member of the Board, Executive Director, or other ATPTI participating organization.

A super majority is defined as two-thirds of the full Board and at least 50 percent of each constituent group. A simple majority is defined as 50 percent plus one of the full Board. These definitions refer to the simple or super majority of full Board seats, not just of those Board members present for the vote. Board members who are required to recuse themselves for reasons of conflict of interest shall be counted as part of a quorum and recorded as "present." However, the presence of a Board member who is recused shall not be included in constituent super-majority votes.

O. Board Meeting Minutes: A secretary shall take minutes of each Board meeting. The secretary shall distribute the minutes to Board members via email following a meeting.

P. Board Meeting Summaries: A non-attributed summary of Board meetings and the ATPTI annual meeting reflecting non-confidential discussions will be published on the ATPTI website following adoption of the minutes for such meetings.

Q. Committees and Working Groups: The Board may create committees and working groups which shall consist of one or more directors to facilitate the work of the Board, to provide advice on the further development of the Charter, to inform the development of ATPTI policies and procedures, and for other purposes. Committees and working groups will strive for consensus but may bring alternative recommendations to the Board if consensus cannot be achieved. The following committees are currently operational:

- Executive
- Steering
- Membership
- Development
- Accountability
- Policy
- Learning

All ATPTI members are eligible and encouraged to participate in these committees and working groups to maintain diverse representation across ATPTI activities.

3. STAFF

The ATPTI will employ a staff led by an Executive Director to fulfill the activities agreed upon by the Board. The Executive Director shall be responsible for implementing the strategy and policies of the ATPTI as established by the Board and shall serve at the direction of the Board.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

4. PARTICIPANTS

A. Joining Process: ATPTI participation is open to companies in the global AAM sector worldwide, and NGOs, investors, and academic institutions that commit to the Principles and other core ATPTI documents.

A prospective participant shall submit a statement of interest signed by its director, board member, or other authorized representative declaring a commitment to:

- Implement and/or advance the Principles and other core ATPTI documents as relevant to the participating organization's activities
- Promote accountability with respect to the implementation of the Principles
- Contribute to shared learning and collective action on ATPTI-related issues among participants

Based on these submissions and following appropriate due diligence, the Executive Director shall make a recommendation to the Board regarding the organization's suitability to participate in the ATPTI.

B. Responsibilities of Participating Companies: Each company shall agree to:

- Adopt the Principles and other core ATPTI documents
- Implement a system of processes and procedures described in the ATPTI Framework.
- Be assessed and evaluated by independent assessors in accordance with Framework adopted by the Board and report on the outcome
- Contribute to shared learning, accountability, and collective action among ATPTI participants
- Pay annual dues set by the ATPTI
- Actively participate in ATPTI meetings and/or activities.

C. Responsibilities of Participating NGOs, Investors, or Academic Institutions: Each non-company institution will agree to the following:

- Adopt the Principles and the core ATPTI documents
- Support the Principles and the goals of the ATPTI through the NGO, investor, or academic institution's program of work
- Contribute to shared learning, accountability, and collective action among ATPTI participants
- Pay nominal annual dues or if acting in a personal capacity offer an in-kind donation
- Actively participate in ATPTI meetings or activities

D. Termination: After appropriate notice and opportunity to remedy, a participant's participation in the ATPTI may be terminated by the ATPTI Board for any of the following reasons:

- Failure to pay dues

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- Failure to attend meetings and activities for more than a 12-month period
- Failure to meet reporting requirements
- Failure to materially participate in class voting
- Failure for companies to meet compliance and evaluation requirements
- Disclosure of information in contravention of the non-disclosure policy set out below and as elaborated upon in additional ATPTI guidance

E. Egregious or repeat violation of ATPTI's Code of Conduct: Participants who have been terminated may reapply after two years in accordance with the joining procedures outlined above, if remediation efforts have been successfully implemented as determined by the Board.

5. ACCREDITED INDEPENDENT ASSESSORS

An essential element of the ATPTI's accountability framework will be assessments of each participating company's compliance with the Principles and ATPTI Framework undertaken by independent assessors. Independent assessments shall be undertaken as described in the Accountability, Policy, and Learning Framework document.

A. Assessment Phases: The ATPTI's accountability framework is a two-stage process:

1. Self-reporting from the companies to ATPTI after one year of membership
2. An independent assessment of each company member held every two years covering both a process review and including the review of specific cases

B. Independence of Assessors: Individuals and organizations that assess company compliance with the ATPTI Principles must maintain independence from the companies they assess.

C. Competence of Assessors: Independent assessors must adhere to the highest professional standards for third-party assessments grounded in the fundamental principles of integrity, objectivity, professional competence, confidentiality, and professional behavior.

All accredited assessors with ATPTI are required to sign ATPTI's publicly available independence and competency criteria.

If upon selection of the independent assessor by a company, a ATPTI participant or the Executive Director raises in writing a new independence concern not already reviewed by the Board in the assessor certification process, the Board will evaluate the claim and make a further determination on independence through a simple majority vote of the Board.

D. Application Process for Assessors: Prospective assessors shall:

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- Apply to the Executive Director with the information necessary to demonstrate that the assessor meets the ATPTI's independence and competence criteria.
- Satisfy other reasonable application requirements as further specified by the Executive Director.
- Once accredited by the ATPTI, be subject to re-accreditation every two years unless otherwise specified.
- Once accredited, undergo training by ATPTI staff related to the Principles and the global AAM industry.

The ATPTI will, at its discretion, undertake due diligence and fact checking on the application provided by independent assessors.

E. Contracting with Assessors: To enter the pool of ATPTI accredited independent assessors, each independent assessor shall enter into a master services agreement with the ATPTI. This master services agreement shall include the following:

- Independence criteria
- Competency criteria
- Assessment guidance
- Confidentiality, disclosure, and nondisclosure requirements
- Framework on frequency and nature of communications between the ATPTI, the independent assessor, and the company during an assessment
- Framework regarding the disclosure of assessment findings to (a) the company being assessed, and (b) the ATPTI
- The right of the ATPTI to terminate the master services agreement with the independent assessor in the event of a material violation of the agreement by the independent assessor.

For each individual company assessment, a subsidiary agreement will be signed between the company and the independent assessor. The subsidiary agreement will exist under the umbrella of the master services agreement and will detail specific aspects of that individual company assessment, including timeline, cost, terms of payment, and geographical scope that relate to the circumstances of that specific individual company assessment. The subsidiary agreement will also contain a commitment of confidentiality and non-disclosure between the assessor and the company.

F. Fees for Assessors: Companies will negotiate terms of payment with the accredited independent assessors and set them out in the subsidiary agreement between the assessors and the company.

6. PUBLIC PARTICIPATION

The ATPTI will establish mechanisms, through which the public can share information with the ATPTI, provide feedback, ask questions, and raise concerns related to ATPTI activities and the

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

Principles. The ATPTI will consider public input, including inquiries and complaints, in assessing the ATPTI's overall progress.

The ATPTI recognizes that it may receive complaints and grievances from users concerning company compliance with the Principles. Due to the complexity of the global landscape the ATPTI will develop an appropriate complaints procedure consistent with its size and available resources. This will focus on processes that can help the ATPTI to identify and resolve concerns raised by the public of significance to the Principles and to do so through a credible, efficient, and transparent process.

Until that time, the ATPTI will forward all company-specific complaints, questions, and communications to the relevant company for resolution.

7. GENERAL COMMUNICATIONS TO THE PUBLIC

The ATPTI's communications with the public will be managed by the Executive Director or the Steering Committee at the direction of the Board.

A. Public Information: The following information may be routinely published by ATPTI staff, the

Board, or participants:

- The names of participating companies, NGOs, investors, or academic institutions
- Whether a participant is in good standing as a member of the ATPTI
- A summary of the actions taken by a participant to promote the Principles, provided that such communications are consistent with the non-disclosure policy and communications protocols

B. Non-Disclosure Policy: The following information will not be disclosed by the ATPTI staff, the Board, participants, or assessors:

- Information identified as confidential by any participant or that is reasonably understood to be confidential
- The existence or subject matter of any confidential discussions of the ATPTI or the Board

Violation of the non-disclosure provisions of the Charter may be grounds for removal from participation in the ATPTI, termination of employment at the ATPTI, or in the case of assessors, removal of accreditation status by the ATPTI.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

8. REVIEW

The Charter and other core ATPTI documents will be reviewed as necessary by the Board in the light of experience, evolving circumstances, and stakeholder feedback.

9. FUNDING AND RESOURCES

The ATPTI will receive funding from participating companies. The ATPTI will also seek assistance from foundations, governments, and other appropriate sources.

The Board will fashion a scope of work for the ATPTI that reflects the level of company participation and available funding, while also ensuring that each of the elements of the ATPTI mission receives meaningful support.

Funding targets, recruiting targets and budgets will be prepared by the Executive Director and approved by the Board.

10. LEAVING THE ATPTI

There are several ways a firm could delist or leave the ATPTI. The first reason is if the firm fails to submit a mandatory annual Communication of Progress (COP) for two consecutive years, or because they voluntarily withdraw from the initiative. To voluntarily withdraw from the ATPTI, the firm must give formal notice to the Executive Director and the Board of Directors with a minimum of 180 calendar days before they delist.

.

11. GLOSSARY OF TERMS

- "Independent assessor" refers to an individual or group of individuals who demonstrate the independence and competency necessary to assess company implementation of the Principles and other core ATPTI documents.
- "Board" shall mean the Board of Directors of the ATPTI.
- "Board member" shall mean a member of the Board, including the Chair. If an individual is serving as a representative of an organization, "Board member" shall refer to the organization. The individual serving on the Board on behalf of that member organization will serve as a representative of that member organization, not in a personal capacity. If the member of the ATPTI is an individual, then that person serving on the Board is doing so in a personal capacity.
- "Chair" shall mean the independent chairman or chairwoman of the Board.
- "Charter" shall mean this Governance Charter of the ATPTI and any subsequent amendments to it.
- "Compliance" shall mean a determination by independent members of the Board that a company is following the Principles.
- "Core ATPTI documents" are the Principles on Freedom of Movement, Security of Persons, the Implementation Guidelines, the Accountability, Policy and Learning Framework, and this Governance Charter.

Autonomous Transportation Public Trust Initiative

A Multi-stakeholder Initiative of the AAM Institute

- “Quorum” refers to the presence of a majority of the Board members, including at least one-half of the representatives or their alternates from each constituency. A Quorum is required for the conduct of Board business.
- “Executive Director” is the person who overall handles the management of ATPTI, including implementation of the annual workplan; Financial management, technical or policy development and support to members and/or community of interest, Communications and outreach, Supporting the Board and Annual General Meeting of members; and Advice to the Board on strategic planning.
- “Simple-majority vote” shall mean 50 percent plus one of the full Board. It refers to a simple majority of full Board seats, not just of those Board members present for the vote.
- “Special review” is a status conferred upon a company by the Board when the Board determines that the company does not meet the participation criteria, is not in compliance, or has failed to take corrective action steps to address problems previously identified.
- “Super-majority vote” shall mean two-thirds of the full Board and at least 50 percent of each constituent group. It refers to a super majority of full Board seats, not just of those Board members present for the vote.
- “Vice-Chair” shall mean the vice-chairman or chairwoman of the Board.