

Independency, impartiality and integrity declaration of Softwcare S.L

1 Introduction

This document defines the duties and rights of the Committee of Stakeholders and impartiality of the Certification Body Softwcare SL (accredited by ENAC), establishing the mechanisms for participation in the processes of policies surveillance and monitoring set by the organization, ensuring compliance with the impartiality, independence, integrity, confidentiality and balance of interests principles, based on the commitments, promoted and promulgated by Softwcare SL.

Softwcare is committed to keeping secret all confidential information obtained during the process of certification of processes and to provide an impartial and transparent service to its customers. However, Softwcare, is obliged to annually show this information to the accrediting body ENAC auditing our certification system, and if required by any judicial authorities in Spain.

Softwcare's staff involved in the certification activities, must sign a confidentiality agreement. This requirement also applies to external personnel or subcontracted companies to carry out any certification activity as part of Softwcare's team.

2 Impartiality policy

SOFTWCARE has a Quality Management System that develops the policies of the organization, which meets the ISO / IEC 9001 and ISO / IEC 17065 requirements and is focused on increasing customer satisfaction with respect to assessment services of products (conformity assessments processes in our case), provided by SOFTWCARE as a Certification Body.

The fulfilment of the accreditation requirements requires that the activities developed by SOFTWCARE be carried out completely independently of the interested parties in the certification process and ensuring the impartiality and integrity of our actions.

Consequently, SOFTWCARE Management has established specific policies in order to ensure the confidentiality, independence, impartiality and integrity of the actions of the organization . With this objective Softwcare:

- Does not allow commercial, financial or other pressures,
- Reports their relationships and decisions to the competent agencies,
- SOFTWCARE, the persons responsible for carrying out the certification that form part of the organization, and the external persons who may eventually participate in the certification processes, will never be engaged in any activity that may imply a conflict with their independence of judgment and integrity in relation to their activities. Softwcare avoids any form of conflict of interest (Ref: Softwcare Quality System Employee Manual, chapter 4.6: Conflict of interests),
- All who perform certification activities in SOFTWCARE are obliged to sign a confidentiality agreement where the information and any final result that may arise as a result of this circumstance, will be treated as " CONFIDENTIAL INFORMATION ".
- Declares itself as an independent company of any organization that develops manufactures, supply, install, purchase, own, use or maintain software products, therefore it does not compete with any software provider whom processes may be assessed.

- Softwcare's activities that are directly related with process or products consultancy activities that may relate to the certification process regarding possible organizations to be certified will be closely monitored so that they do not affect impartiality at any time. Softwcare has identified, analysed and documented possible sources of conflict of interest that may arise through its activity to ensure objectivity in all its actions. The analysis is carried out periodically, at least annually and always before the incorporation of a new activity, in order to identify and study possible changing situations. Such identification includes all companies and organizations with which Softwcare may be linked through senior management, personnel, shared resources, the financial status or the daily activity of Softwcare projects and certifications.
- The processes and procedures for the selection and hiring of people who will carry out certification work will ensure that people who join or collaborate with SOFTWCARE have not carried out consultancy work in the last two years in companies that are going to be certified by SOFTWCARE, that could affect the certification process.
- The people who perform process assessment and certification will be technically trained and will develop their work with the outmost rigor and total independence. They know the procedures and fairness requirements of Softwcare.
- All persons who perform certification activities in SOFTWCARE are obliged to inform the Management of any situation that could compromise the total independence, integrity and impartiality of the activities carried out.
- The processes and procedures of process assessment and certification will ensure that no external person or organization can influence the results of the process assessment and certification
- Always signs a confidentiality agreement with the company to be certified (Procedure for the process assessment and improvement in the Quality Manual of Softwcare; confidentiality agreement signed using the Template in the Quality Manual of Softwcare - NDA)
- Act in a neutral, fair and equitable way,
- Do not remunerate our employees in a way that influences their results,
- Define and continuously manages the risks related to impartiality and confidentiality and the actions to eliminate or minimize these risks.
- Handle all internal or external information in a confidential manner (chapter 4.7: Dissemination of information, section 8.2.2 Customer management and LOPD management of the Softwcare's Quality Manual, and chapter 5.2.4 Confidentiality of the EC of the Softwcare configuration Management procedure).
- When Softwcare is required by law to disclose confidential information, the affected person will be notified about the information that will be provided, unless prohibited by law.

The applicant for a certification is also requested to:

- Communicate to Softwcare if it has a professional relationship, or have maintained it in the last two years, with any of the members of the assessment team.
- Communicate to Softwcare about the existence of any personal relationship with any member of the assessment team can jeopardize their independence and objectivity.
- Do not hire the services of any of the members of the assessment team in the year following that of the provision of the service.
- No charge the costs involved in the actions taken to ensure the objectivity and impartiality of the certification processes that result from not having respected the content of this section.

The Committee of parts and ultimately the accreditation body which will annually oversee the enforcement of compliance of the requirements of Softwcare as certifier (ENAC), will be the ones to monitor that the actions to ensure the impartiality of the certifications of Softwcare regarding the certified organizations are adequate.

3 Mechanism to safeguard Impartiality: Committee of Interested Parties

As a mechanism to safeguard the impartiality of the certification activities, the Committee of interested parties and impartiality was constituted, with the following objectives:

- Strengthen the principles of impartiality of Softwarecare in the certification activities
- Maintain the balance of interests, risk analysis and recommendations at the organizational level.
- Recommend on topics that affect the confidence and the perception of the transparency of the certification customer companies.
- Assist in the development of policies regarding impartiality in certification activities.

The Committee of Interested parties and impartiality is a e team of professionals with extensive experience in the field of ISO 29110 certifications, who, impartially, independently, free of financial and commercial pressures, have the power to supervise the implementation of the policies and declarations of Softwarecare SL, as a Certification body, independently act and report to the accreditation bodies (ENAC), to the authorities and interested parties of all anomalies or disrespect that Softwarecare top management may have been incurred and ensure compliance with the policies and principles concerned to the content and operation of the certification system. The committee of interested parties and impartiality, is responsible for the issuance of verdicts regarding the resolution of complaints , appeals and risks associated with impartiality to Softwarecare and the resolution of any aspect related to conflict of interests with related bodies. 1.

3.1 Organization of the COMMITTEE

The Committee of parties is a group of people at the highest level of the organization, as described in Figure 1 .

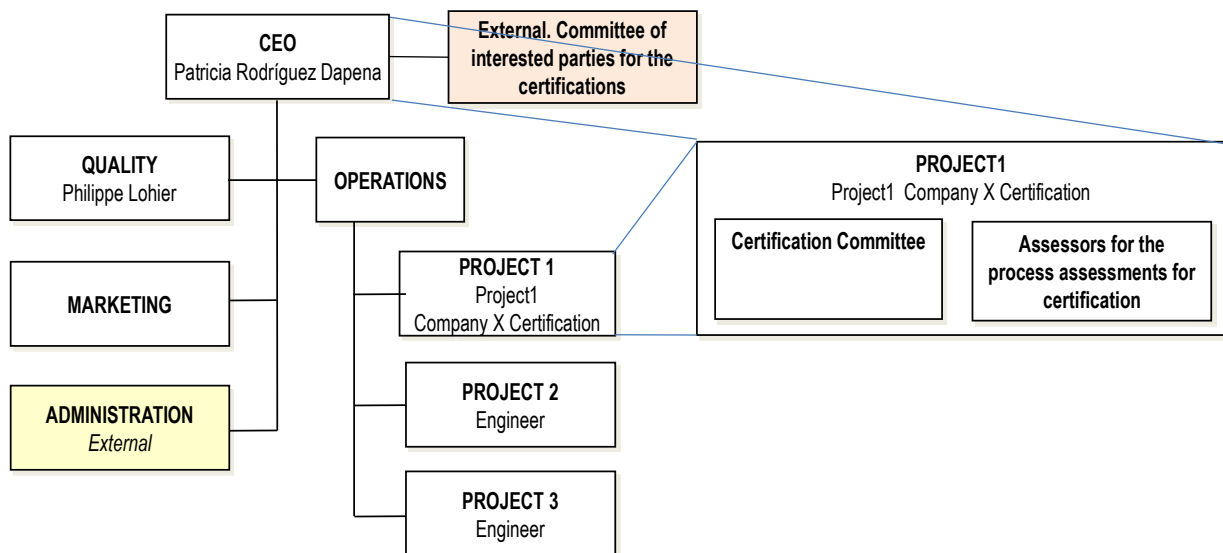


Figure 1: Organization of Softwarecare versus roles for certification

The purpose is to have a committee that guarantees a balance of interests and that is free of both commercial and financial pressures.

¹ **Related Organizations:** The one that maintains a relationship with Softwarecare because it has some or all of its owners in common, common managers, contractual agreements, the same name, informal agreements or other means by which the related body has an interest in any certification decision or has potential ability to influence the decision process

The proposed configuration for the Committee of Interested parties must have at least the following members:

Represented sector	Number of participants
Conformity Assessment Body	1 (optional)
SW Developer	1
Large enterprise / ICT Cluster / Government agency	1
Consulting Company	1
Technical Expert	1 (optional)

All members of the Committee of Interested parties and impartiality must sign the confidentiality agreement in accordance with the template provided by Softwcare.

Softwcare, hereby declares its commitment to impartiality in the certification activities.

3.2 Operation of the committee of Interested parties

To avoid conflicts of interest and to maintain the target objectivity, Softwcare declares not to perform any of the following activities:

- Carry out internal assessments to its customers (as a clarification, this restriction does not include carrying out external audits).
- Carry out certification activities for a customer to whom he has offered a consultancy on the subject. Any customer that has received a consultancy in the last two years, will not be able to opt for certification by Softwcare.
- Subcontracting external assessment services for customers with consulting organizations that have developed the customer process system.
- Offer consulting services, or recommend consulting companies, to customers who wish to apply for the certification process.
- Hiring personnel that have been part of the assessment in the development of the internal processes of a customer and any other subject, except if two years have already passed.

In the event of a threat to impartiality, Softwcare, as a certification body, shall demonstrate the minimization and / or elimination of that threat in the following manner: A quarterly record of the risks associated with the impartiality of the certification processes shall be prepared for the identification, analysis and response to them, which will be evidenced in the body's risk matrix. Such registry will be presented to the committee in a summary report for them to review and issue their verdict in favour of the actions taken by Softwcare or recommending how to treat such risks.

The top management of Softwcare must follow the recommendations issued by the committee. If they are not followed, the committee will undertake independent actions informing the authorities or interested parties.

In case the recommendations go against the procedures and policies of Softwcare, it should be justified not to follow the recommendations given by the committee and submit them later through a communication.

Softwcare's certification manager will act as the secretary of the committee and, in case of absence, will be replaced by the quality management responsible. The representative of Softwcare will not participate in the decisions made by this committee.

The certification body prepares reports on complaints, appeals, impartiality risks and conflicts of interest that have been filed against Softwcare, and it will verify that the information provided is appropriate, with the necessary evidence for analysis and subsequent resolution.

The secretary of the committee sends each member of the committee of interested parties and impartiality the progress report of the certification process for its analysis, with details of the complaints received and the certifications made, for their analysis, together with the time established for the issuance of any comments and the relevant information or attachments.

The secretary must be closely control compliance with the deadlines established for the issuance of comments/verdicts and collect in a record the main decisions about the processes that are carried out for the resolution of complaints, appeals, impartiality risks, conflict resolution.

As the first phase to define the resolution of a complaint, appeal, risks of impartiality, resolution of conflict of interest with Softwcare, each participant will issue their comment /verdict and send it by email, where the committee secretary will check the participation of all the members of the committee.

As a second step, the secretary analyses the results and presents again to the members of the committee, by email, a resolution for each comment issued.

Each comment and its resolution is discussed and voted on, where the minimum quorum to be able to make decisions must be represented by half +1 of the participants of the committee. For decisions to be valid, the vote must correspond to the majority. In the event of a tie, the elected president will make the decision on the evaluated case.

If the decision quorum is not satisfied, the committee must meet within the following 15 days and the supplementary quorum shall be satisfied with no less than 30% of its members.

The Secretary of the committee is responsible for the preparation of the action plan and activities related to the complaint, appeal or risk of impartiality, as well as its correct implementation, monitoring and measurement of effectiveness.

In the same way, the secretary of the committee will be in charge of taking the minutes of the committee meetings and communicating to the claimant the decision taken for each case considering the deadlines established in the procedure for dealing with complaints, appeals and risks of impartiality.

At the end of each year this meeting will be scheduled and held with the selected members of the stakeholder and impartiality committee in Vigo and / or by teleconference.

These minutes will be verified by the accrediting entity in the re-certification and follow-up evaluations / audits.

In addition, the accrediting entity that will annually ensure compliance with the requirements of a Softwcare will be the one that must take action in this respect if the impartiality of the certification actions of Softwcare with respect to the certified organizations has not been ensured.

It is the responsibility of Softwcare, that each member of the Committee of Interested Parties and impartiality is an active part and is previously informed of the modifications in the requirements of the certification.

In no case shall the Committee of interested parties and impartiality discuss issues related to Softwcare financial indicators and goals. Their activity is restricted only to the issues previously mentioned, which seeks to preserve the principles of impartiality, integrity and independence and that all members are free from commercial or financial pressures that can influence their verdicts.

The members that make up the committee will represent an entity or act on behalf of a sector, will have training and experience in products or processes identified within the scope of the certification . The delegate must take into account that his participation in the committee will be oriented to defend the interests of the sector he represents.

The loss of rights as a member of the committee can be effected by the following reasons:

- Violation of the code of ethics of the certification body (SOFTWCARE).
- By continuous and repeated absence of participation in the committee without prior notice and justification.
- Non-compliance with the confidentiality agreement

The members of the committee must know and accept SOFTWCARE's code of ethics . Any member of the committee may be disabled to review, analyse and issue verdicts or recommendations in the following cases:

- By existing conflicts directly related to the entity / company that he/she represents



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- If they have taken an active part (consulting or employment relationship not exceeding 2 years) with the company claimant.

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