



WEConnect International
Certification of Women-Owned Businesses
Standards, Governance, and Processes

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1.0 Purpose

This document provides an overview of the standards, governance, and processes of WEConnect International regarding the certification of women-owned businesses.

More information about WEConnect International, including its mission, members and the benefits of certification, can be found at <https://www.weconnectinternational.org/en/womens-business-enterprises/certification#Countries>.

2.0 Certification Standard

Businesses certified by WEConnect International must meet the standard that a woman, or a group of women, owns, manages, and independently controls 51% or more of the business (“Certification Standard”).

3.0 Certification Overview

WEConnect International certifies women-owned businesses in select countries other than the United States of America. An updated list of countries can be found at www.weconnectinternational.org.

An application for certification is comprised of the following:

- completed questionnaire;
- supporting documentation;
- confirmation of payment of certification fee; and
- additional information and documentation, as requested.

Upon submission of the foregoing, a qualified assessor (“Assessor”) reviews the completed questionnaire and documentation. The Assessor then engages with the woman business owner(s) to review the information provided in the completed questionnaire and documents provided. Finally, the Assessor asks questions to assess whether the standards of certification are fully met and may request additional information and/or documentation to complete a review of the prospective business.

The Assessor summarizes his or her findings and makes a recommendation regarding the certification eligibility of the business to the WEConnect International Director of Certification (“Director of Certification”), who, in turn, makes a final determination respecting the certification, or seeks additional input from the WEConnect International Certification Committee (“Certification Committee”) before making a final determination.

4.0 Certification Governance

WEConnect International is a non-profit member organization comprised of organizations seeking to buy more from women-owned businesses outside of the United States of America. The activities of the organization are overseen by the WEConnect International Board of Directors (“Board of Directors”) comprised of WEConnect International members meeting the criteria for Board of Directors membership. Please see more information at www.weconnectinternational.org. The Certification Committee is a committee that reports to the Board of Directors.

The Certification Committee’s mission is to ensure the certification process meets WEConnect International member expectations, is effective in ensuring compliance with the established Certification Standard and is efficient for the woman-owned businesses seeking certification. The Certification Committee meets as needed, but typically monthly.

Key responsibilities of the Certification Committee include:

- periodically reviewing certification processes and procedures to identify opportunities for improvement in terms of robustness and efficiency;
- considering proposed material updates to certification standards and processes based on member needs;
- supporting the Director of Certification in consideration of complex certification cases, including certification disputes, as needed;
- providing updates to the Board of Directors on issues pertaining to certification; and
- making recommendations to the Board of Directors on any certification matters requiring the approval of the Board of Directors.

5.0 Certification Eligibility & Documentation

The criteria and processes documented herein are used to determine whether an applicant business (“Applicant”) meets the Certification Standard.

WEConnect International will consider all information and documentation provided by the Applicant in considering whether the business meets the Certification Standard.

5.1 Basic Eligibility

Businesses will be considered eligible for potential certification if they are formed, and have their principle place of business, in a country for which WEConnect International provides certification.

While other business types may be considered in consultation with the Certification Committee, the following business types will be considered eligible for potential certification:

- sole proprietorships;
- corporations;
- partnerships (general and limited); and
- limited liability companies.

5.2 Key Certification Standard Criteria

The following section provides the standard criteria conditions:

5.2.1 Ownership

The Applicant must demonstrate that a woman/women own, 51% of the business. “Ownership” is determined based on title to, and beneficial ownership of, stock, membership interests, or other equity in a business. More specifically:

- the ownership of the business by the woman owner(s) must be real, substantial and beyond pro-forma ownership as reflected in its ownership documents;

- the woman owner(s) must share in all risk and profits commensurate with her(their) ownership interest;
- the woman owner(s) must not be minors and the securities/funds that constitute the majority ownership shall not be held in trust that she/they do not control; and
- the woman owner(s) must demonstrate they have contributed capital and/or expertise.

Ownership by a woman or women is considered as follows based on the business type.

| Business Type | Ownership |
|-----------------------------|--|
| Sole Proprietor | The woman owns 100% of the company assets. |
| Corporation | The woman owner(s) must own at least 51% of each class of voting stock and 51% of the aggregate of all outstanding stock. |
| Partnership (General) | The woman owner(s) must own at least 51% of the partnership interests. |
| Partnership (Limited) | The woman owner(s) own at least 51% of the general partnership interest and at least 51% control among the general partners. The woman owner(s) must receive at least 51% of the profits and benefits generated by the business. |
| Limited Liability Companies | The woman owner(s) must own at least 51% of membership interests and at least 51% of the management and control among the members. The woman owner(s) must also participate in all risks and profits of the business at a rate commensurate with their membership interests. |

Ownership in other business types will be considered, on a case by case basis, in consultation with the Certification Committee.

5.2.2 Management and Control

5.2.2.1 Management

The Applicant must show evidence that the woman owner(s) manage the business. “Management” is defined as having the ability to control basic business functions and day to day management. This includes, but is not limited to, the ability to sign payroll checks and letters of credit, signature responsibility of insurance and/or bonds, authority to negotiate contracts and financial services.

The organization and governing documents (or other documents assessed as having equivalency) of the Applicant must support the case that the woman owner(s) manage the business. Special attention will be given to:

- the woman owner(s) having the power to direct or cause the direction of the management and policies of the business and to make the day-to-day, as well as major, decisions on matters related to policy and operations;
- the woman owner(s) having the ability to hire and fire managers who are charged with running the business;
- the woman owner(s) holding the highest defined officer position in the company; and
- the woman owner(s) having operational authority and managerial control and oversight. Operational authority means the ability to operate the day-to-day activities of the business and can be evidenced by the woman owner(s) having:

- experience in the activities of the business;
- responsibility for decision making;
- technical competence in the activities of the business;
- sufficient knowledge of the business to manage and evaluate the work of subordinates; and
- managerial control whereby the woman owner(s) make independent and unilateral business decisions necessary to guide the business.

5.2.2.2 Control

The Applicant must also show evidence that the woman owner(s) have control of the business. "Control" is defined by having the power:

- to direct the management of the business as evidenced through the governance documents and actual day-to-day operation; and
- to direct or cause the direction of management or policies and the ability to make decisions on strategy and the direction of the business. There must not be any provisions which restrict the ability of the woman owner(s) from exercising this control.

5.2.2.3 Governance

The organizational and governing documents (or other documents assessed as having equivalency) of the Applicant must be void of any provision that restricts the ability of the woman owner(s) from exercising managerial control and operational authority of the business. Special attention shall be given to:

- the composition and functioning of the governing body of the business;
- the content of internal governing documents respecting the woman owner(s) ability to direct the management and policies of the business; and
- the woman owner(s) holding the highest defined officer position in the company.

5.2.2.4 Independence

"Independence" is defined as the ability to perform in the business' area of specialty/expertise without substantial reliance upon finances and resources (e.g., equipment, automobiles, facilities) of males or non-woman business enterprises.

The following factors will be examined to determine independence:

- the woman owner(s) expertise and skills must be indispensable to the running of the business;
- the woman owner(s) must be able to operate the business without substantial reliance on outside resources; and
- the woman owner(s) must control or cause to be controlled all major business decisions affecting the business.

5.3 Questionnaire and Documentation

To assess whether the business meets the Certification Standard, information via the completed questionnaire and supporting documentation must be provided.

The questionnaire includes basic and more detailed questions such as those relating to shareholders, voting, positions, and financial information.

To verify ownership, documentation is required, and the required documentation varies for each business type. While not an exhaustive list and understanding that terminology may be different in each country, the following is a guide:

| Business Type | Documentation Supporting Ownership |
|--|---|
| Sole Proprietor | <ul style="list-style-type: none"> • Passport, birth certificate or other acceptable identification • Most recent tax returns • Current profit and loss statement, or other applicable financial documents |
| Corporation | <ul style="list-style-type: none"> • Passport or birth certificate or other acceptable identification for all women on application • Ownership structure • Resume/biography of owner(s) and senior management • Certificate of incorporation • Articles of association or equivalent document e.g. partnership deed or governance documents • Most recent tax returns • Current profit and loss statement and other financials • Bank account authorization |
| Partnership (General) Partnership (Limited) | <ul style="list-style-type: none"> • Passport or birth certificate or other acceptable identification for all women on application • Ownership structure • Resume/biography of owner(s) and senior management • Articles of association or equivalent document e.g. partnership deed or governance documents • Most recent tax returns • Current profit and loss statement and other financials • Bank account authorization |
| Limited Liability Company | <ul style="list-style-type: none"> • Passport or birth certificate or other acceptable identification for all women on application • Ownership structure • Resume/biography of owner(s) and senior management • Most recent tax returns • Current profit and loss statement and other financials • Bank account authorization |

On occasion, given relative complexity of the business or typical documentation available in the country, additional documentation may be requested. Some examples include:

- organization chart for holding companies;
- loan documentation if shareholders have liens;
- lease agreements if the business shares space with another company; or

- lease agreements if the business leases equipment or other assets that constitutes more than 51% of the value of the business.

6.0 Certification Process

The certification process is an in-depth review of the business seeking to be certified as women-owned. It requires an application, documentation, payment, and an interview, if applicable. Following are the key steps in the certification process (which may be modified, although not materially, from time to time, to deal with practicalities):

6.1 Certification Process

1. Applicant completes questionnaire and provides required documents.
2. Applicant pays the certification fee. The fee is determined by the country of the Applicant's business and their most recent year's revenue.
3. Upon receipt of the application, documents, and payment, the Director of Certification, or designate, assigns an Assessor, based on location.
4. Assessor confirms questionnaire is complete and required documentation is provided and seeks from Applicant additional information or documentation if any are missing.
5. Assessor completes review of application, guided by standardized assessment protocols and requests additional information and/or documentation as needed. Some examples include:
 - a. Quorum of Shareholders Meetings
 - b. Breakdown of Shareholding
 - c. Titles of Executives
 - d. Bank Account Signatories

Unless Applicant is a sole proprietorship, Assessor will schedule and conduct an interview with the Applicant woman owner(s). Interview will be conducted virtually or in-person.

The interview is thorough and covers the following, as applicable:

- verification of information provided in the application;
 - history about the start-up of the business or purchase of the business;
 - day-to-day responsibilities of the woman owner(s);
 - decision-making; and
 - review of documentation.
6. Assessor will complete the standardized Assessment Form inclusive of their recommendation and submit it to the Director of Certification or designate.
 7. Director of Certification, or designate, will review the Assessment Form and, as needed, review the application, and make a final determination or seek additional information from the Assessor which may result in additional information or documentation from the Applicant.
 8. Director of Certification, at his or her discretion, may seek the guidance of the Certification Committee.

9. Upon completion of review of application, Director of Certification, or designate, will advise Applicant of the outcome decision. If certified, certification will be provided. If certified denied, notice of decision, reasons for decision and instructions for appeal will be provided.

6.2 Applicant Appeal Process

Within sixty (60) days of receipt of denial, Applicant may appeal decision. If Applicant does not appeal decision within sixty (60) days, Applicant may reapply, but only after one year after initial application date. No refund of fees will be provided.

1. Applicant submits appeal to the Director of Certification providing reason for appeal. No additional documentation may be submitted.
2. All documentations and assessment materials will be provided to the Certification Committee to make the final determination.
3. Final decision will be conveyed to the Director of Certification who will advise Applicant. No further appeal may be made.

6.3 Disputed Certification Process

A third party may challenge the certification of a business.

1. Challenge must be made in writing and addressed to the Director of Certification via registration@weconnectinternational.org. Communication must detail the reasons for the challenge and provide evidence respecting the ineligibility of the certification.
2. Director of Certification shall assess the challenge to determine its credibility and within ten (10) business days, will advise challenger of receipt of challenge, whether or not the challenge is deemed credible, and either advise the file is closed, or investigation will take place.
3. If challenge is credible, the certified business will be notified in writing that a challenge has been issued, protecting the identity of the individual disputing the certification. The correspondence will summarize the grounds and evidence presented for the challenge.
4. The certified business will be given the opportunity to refute the challenge in writing with evidence/proof of eligibility for certification.
5. Director of Certification, or designate, will review the information and documentation, and may seek the guidance of the Certification Committee and/or allow for a hearing to respond to the challenge.
6. Within ten (10) business days of receipt of the response from the certified business or upon completion of the hearing, whichever is later, the Certification Director will make a final decision and inform both parties of the decision in writing.
7. If the decision is to revoke the certification, the decision may be appealed to the Certification Committee. During the appeal process, the certification will remain active.

6.4 Decertification Process

A certified business may be decertified and suspended from eligibility of any certification benefits for any of the following reasons:

- the ownership of the business has changed and does not meet the eligibility criteria;

- the business is found to be engaging in business practices that circumvent the intent of certification; and/or
- WEConnect International discovers irregularities relative to the status of the business as per the result of a challenge.

Within ten (10) business days of the decision to decertify a business, WEConnect International will notify the business of the decision and summarize the reasons for the decision. Any business that believes it has been wrongly decertified may appeal the decision pursuant to the Appeal Process.

7.0 Certification Renewal Process

Certification is valid for one year from date of issuance. Each year, the Applicant must submit a renewal application in accordance with the process below.

If there are no substantive changes to the business' structure or ownership and renewal application is made within ninety (90) days of certification expiry date and it has been less than four (4) years since the original certification, the renewal process applies. If it has been four (4) or more years since the date of the latest certification, or there are substantive changes to the business' structure or ownership, the business will not be eligible for renewal. Rather, the business must complete the full Certification process.

Renewal process

1. Certified business submits a renewal form verifying there are no changes to the business structure nor ownership.
2. Certified business answers basic size and demographic questions used to track business growth.
3. Certified business provides proof of renewal fee payment.
4. Director of Certification, or designate, reviews the renewal application, makes a determination about the renewal and advises the certified business of the decision. Possible decisions could be:
 - a. approved
 - b. request to provide additional information or clarification
 - c. denied and not eligible for certification
 - d. denied, but eligible for certification in which case the business must complete the full Certification process.
5. Appeals of renewal decision can be made pursuant the Appeal Process.