Oversight Board Charter

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Introduction

Freedom of expression is a fundamental human right. Facebook seeks to give people a voice so we can connect, share ideas and experiences, and understand each other.

Free expression is paramount, but there are times when speech can be at odds with authenticity, safety, privacy, and dignity. Some expression can endanger other people's ability to express themselves freely. Therefore, it must be balanced against these considerations.

In light of this balance, internet services have a responsibility to set standards for what is and is not acceptable to share on their platforms. Those standards should protect people and their expression, and any limits should be based on specific values that companies have the responsibility to articulate. To ensure fair decision-making based on standards and values, internet services can establish bodies designed to oversee important matters of expression and to make independent final decisions.

The purpose of this charter is to establish the framework for creating such an institution: the Oversight Board. The purpose of the board is to protect free expression by making principled, independent decisions about important pieces of content and by issuing policy advisory opinions on Facebook's content policies. The board will operate transparently and its reasoning will be explained clearly to the public, while respecting the privacy and confidentiality of the people who use Facebook, Inc.'s services, including Instagram (collectively referred to as "Facebook"). It will provide an accessible opportunity for people to request its review and be heard.

This charter specifies the board's authority, scope and procedures, including how Facebook and the people registered to use its services (from here, referred to just as "people") can access the board. It provides for the creation of an independent, irrevocable trust with trustees who will follow the guidelines stated in this charter when supporting the board. The board's bylaws will specify the operational procedures of the board.

Article 1. Members

The board will be composed of a diverse set of members whose names will be public. They will exercise neutral, independent judgment and render decisions impartially.

SECTION 1. SIZE

The board will consist of no less than eleven members. When it is fully staffed, the board is likely to be forty members. The board will increase or decrease in size as appropriate.

SECTION 2. BOARD COMPOSITION AND MEMBER QUALIFICATIONS

For the board to serve its purpose effectively, members must possess and exhibit a broad range of knowledge, competencies, diversity, and expertise.

Members must not have actual or perceived conflicts of interest that could compromise their independent judgment and decision-making. Members must have demonstrated experience at deliberating thoughtfully and as an open-minded contributor on a team; be skilled at making and explaining decisions based on a set of policies or standards; and have familiarity with matters relating to digital content and governance, including free expression, civic discourse, safety, privacy and technology.

SECTION 3. TERM

Each member will serve for a three-year term, for a maximum of three terms. Trustees will oversee the approval of term renewals.

Member appointments will be staggered over a three-year period to ensure continuity and allow for the appointment of members over time.

SECTION 4. COLLECTIVE POWERS

The board will have the following expressly defined authorities for content properly brought to the board for review:

1. *Request* that Facebook provide information reasonably required for board deliberations in a timely and transparent manner;
2. *Interpret* Facebook's Community Standards and other relevant policies (collectively referred to as "content policies") in light of Facebook's articulated values;
3. *Instruct* Facebook to allow or remove content;
4. *Instruct* Facebook to uphold or reverse a designation that led to an enforcement outcome;
5. *Issue* prompt, written explanations of the board's decisions.

In addition, the board can provide policy guidance, specific to a case decision or upon Facebook's request, on Facebook's content policies. The board will have no authority or powers beyond those expressly defined by this charter.

SECTION 5. COMPENSATION

The trust will arrange for compensation of members for their service on the board. Member compensation will be issued on a schedule based on the fulfillment of duties and will not be conditioned or withheld based on the outcome of board decisions.

SECTION 6. RESPONSIBILITIES

Members will fulfill the duties set out in their contracts and the code of conduct to safeguard the independence, integrity, confidentiality and professional reputation of the board.

Members will collaborate in decision-making to foster an environment of collegiality, and issue principled decisions and policy recommendations using clearly articulated reasoning. In addition, members will contribute towards building a board that, as an institution, upholds and advances free expression.

Members will protect the privacy of the people using Facebook's services, and will not publicly disclose confidential or proprietary information about people or Facebook unless previously agreed to by Facebook and the board.

SECTION 7. OFFICERS

The board will have co-chairs who will serve as liaisons to the board administration, lead committees, and carry out management responsibilities, such as membership selection and case selection.

SECTION 8. SELECTION AND REMOVAL OF BOARD MEMBERS

To support the initial formation of the board, Facebook will select a group of co-chairs. The co-chairs and Facebook will then jointly select candidates for the remainder of the board seats. The trustees will formally appoint those members.

Thereafter, a committee of the board will select candidates to serve as board members based on a review of the candidates' qualifications and a screen for disqualifications. Facebook and the public may propose candidates to the board. The trustees will formally appoint the members.

The trustees may remove a member before the expiration of their term for violations of the code of conduct, but they may not remove a member due to content decisions they have made.

Article 2. Authority to Review

People using Facebook's services and Facebook itself may bring forward content for board review. The board will review and decide on content in accordance with Facebook's content policies and values.

SECTION 1. SCOPE

In instances where people disagree with the outcome of Facebook's decision and have exhausted appeals, a request for review can be submitted to the board by either the original poster of the content or a person who previously submitted the content to

Facebook for review. Separately, Facebook can submit requests for review, including additional questions related to the treatment of content beyond whether the content should be allowed or removed completely. Detailed procedures on submission and requirements for review by the board will be publicly available.

The board has the discretion to choose which requests it will review and decide upon. In its selection, the board will seek to consider cases that have the greatest potential to guide future decisions and policies. In limited circumstances where the board's decision on a case could result in criminal liability or regulatory sanctions, the board will not take the case for review.

The board will establish its own set of procedures that its staff will use to select a pool of cases from which the board can choose. Once a case is selected, the board will notify the submitting person, the person who originally posted the content, and Facebook.

SECTION 2. BASIS OF DECISION-MAKING

Facebook has a set of values that guide its content policies and decisions. The board will review content enforcement decisions and determine whether they were consistent with Facebook's content policies and values.

For each decision, any prior board decisions will have precedential value and should be viewed as highly persuasive when the facts, applicable policies, or other factors are substantially similar.

When reviewing decisions, the board will pay particular attention to the impact of removing content in light of human rights norms protecting free expression.

Article 3. Procedures for Review

SECTION 1. ADMINISTRATION

The board will have a full-time staff. Staff will be responsible for supporting the board's administration and operations. Their primary duties will include reviewing case submissions and coordinating outside research and statements for selected cases. Their work will enable the board to review cases, issue decisions and recommendations, publish decisions and release reports.

SECTION 2. CASE REVIEW AND CONFIDENTIALITY

Each case will be reviewed by a panel of board members, with at least one member from the region. The board's staff will organize the panels.

Whereas membership of the entire board will be public, the composition of individual panels may remain anonymous to ensure the safety and independent judgment of panel members.

SECTION 3. INFORMATION FOR REVIEW

For cases under review, Facebook will provide information, in compliance with applicable legal and privacy restrictions, that is reasonably required for the board to make a decision. The posting person or the reporting person will have the opportunity to submit relevant and informed written statements to the board.

The board may gather additional information, including through subject matter experts, research requests or translation services, that may be required to provide additional context for the content under review. In addition, the board may, at its discretion and where applicable, allow additional written submissions by individuals and groups, immediately depicted or impacted by the content in question.

SECTION 4. DECISIONS

To encourage judgment based on open and frank deliberations incorporating all voices, panels will strive to make decisions by consensus. If consensus cannot be reached, a majority of the panel will resolve a case. In such instances, the reasons for divergence may be included in the panel's decision to include all views and give voice to those who had reservations or concerns.

A final decision will include a determination on the content, as well as a corresponding plain language explanation of the board's rationale. At the board's discretion, the final decision may include a policy advisory statement, which will be taken into consideration by Facebook to guide its future policy development.

SECTION 5. RESOLUTION

The board can decide to allow or remove the content properly brought to it for review. The board can also uphold or reverse a designation that led to an enforcement outcome, such as deciding that the content depicts graphic violence and should therefore display a warning screen.

Facebook may make available to the board additional resolutions or other technical remedies.

SECTION 6. PUBLIC COMMUNICATION

Each decision will be made publicly available and archived in a database of case decisions on the board's website, subject to data and privacy restrictions.

SECTION 7. SPECIAL PROCEDURES

7.1 Board Re-Review

Panel decisions will be circulated to all board members before they are made final and public. Should a majority of the entire board request a re-review of a panel decision, a new panel shall be convened and conduct an expedited review.

7.2 Expedited Review

In exceptional circumstances, including when content could result in urgent real world consequences, Facebook can send cases to the board for an automatic and expedited review, which the board will accept and review as quickly as possible.

7.3 Request for Policy Guidance

Independent of any pending case, Facebook may request policy guidance from the board. This guidance may concern the clarification of a previous decision by the board or guidance on possible changes to Facebook's content policies. All guidance will be advisory.

Article 4. Implementation

The board's resolution of each case will be binding and Facebook will implement it promptly, unless implementation of a resolution could violate the law. In instances where Facebook identifies that identical content with parallel context — which the board has already decided upon — remains on Facebook, it will take action by analyzing whether it is technically and operationally feasible to apply the board's decision to that content as well. When a decision includes policy guidance or a policy advisory opinion, Facebook will take further action by analyzing the operational procedures required to implement the guidance, considering it in the formal policy development process of Facebook, and transparently communicating about actions taken as a result.

Article 5. Governance

The board, the trust and Facebook will work together to fulfill the charter and the board's purpose.

SECTION 1. BOARD

SCOPE: The board will review content and issue reasoned, public decisions within the bounds of this charter. It will be able to provide advisory opinions on Facebook's content policies.

RELATIONSHIP WITH FACEBOOK: Facebook will contract for services from the board.

RELATIONSHIP WITH TRUST: The board will be funded by the trust to support its operations and expenses.

The board will recommend members for appointment by the trust.

SECTION 2. TRUST

SCOPE: The trust will ensure governance and accountability, as well as the board's adherence to its stated purpose.

RELATIONSHIP WITH FACEBOOK: The trust will receive funding from Facebook, and the trustees will act in line with their fiduciary duties. Facebook will appoint independent trustees.

RELATIONSHIP WITH BOARD: The trustees will maintain and approve the board's operating budget, including member compensation, administration and other needs. The trustees will formally appoint and, if necessary, remove members for breaches of the board's code of conduct.

SECTION 3. FACEBOOK

SCOPE: Facebook will commit to the board's independent oversight on content decisions and the implementation of those decisions.

RELATIONSHIP WITH TRUST: Facebook will fund the trust and will appoint independent trustees.

RELATIONSHIP WITH BOARD: Facebook will provide information reasonably required for the board to make its decisions. It will request the board's review of content, seek policy guidance from the board and commit to taking action on the board's decisions and recommendations. Facebook will support the board to the extent that requests are technically and operationally feasible and consistent with a reasonable allocation of Facebook's resources.

Article 6. Amendments and Bylaws

SECTION 1. AMENDMENTS

This charter may be amended only with the approval of a majority of the individual trustees and with the agreement of Facebook and a majority of the board.

SECTION 2. BYLAWS

The board's operational procedures will be outlined in its bylaws. The charter and bylaws will act as companion documents.

Article 7. Compliance with Law

Nothing in this charter or other governing documents shall be interpreted in a manner that would result in a violation of law by Facebook, the trust, the board or any other associated entity. The board will not purport to enforce local law.

Legal Agreements and Definitions

All documents listed below will govern the matters discussed in this charter and be the guide to the board in carrying out its responsibilities.

CHARTER

The document that establishes the framework for creating the Oversight Board.

GOVERNING DOCUMENTS

The Bylaws, LLC Agreement, Trust Agreement, Member Contracts, Code of Conduct, and Facebook-LLC Service Provider Contract.

BYLAWS

The documents governing the operational procedures of the board, adopted by board members.

MEMBER CONTRACTS

Any contract entered into between a member, and either Facebook or any LLC, establishing an agreement to provide services.

CODE OF CONDUCT

Any set of rules formally adopted by the members, as provided in the governing documents, as a code of conduct outlining the norms, procedures, and proper practices expected of a member.

LLC AGREEMENT

Any agreement to be adopted by the trustees establishing any limited liability company for the purposes of creating the entity structure that will house the board and contractual relationship with members of the board.

FACEBOOK-LLC SERVICE PROVIDER CONTRACT

Any service provider agreement between Facebook and LLC whereby the LLC agrees to provide services to Facebook.

TRUST

The governing structure established by the Trust Agreement.

TRUSTEES

The individual fiduciaries and corporate trust company fiduciary who will carry out the provisions of the Trust Agreement.

TRUST AGREEMENT

The formal written agreement establishing the trust to be entered into by Facebook and the trustees.