R. McCONNELL GROUP PLLC

A BOARD GUIDE

Data Privacy & Protection

A board guide to GDPR, CCPA, and the company's privacy obligations

Complying with data privacy laws across the business—notice, lawful basis, transfers, access, security, and breach response—organized into auditable standards

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WHY IT MATTERS

Why Data Privacy Matters

Personal data is an asset and a liability at the same time

Legal mandate
The company must comply with privacy laws applicable to every business it operates

Personal data at scale
Operations collect and process personal information identifying individuals across jurisdictions

Cross-border exposure
Data routinely moves between countries and to third parties, raising transfer risk

Board accountability
Directors oversee the privacy program and material privacy risk over time

BOARD MANDATE

The organization is committed to complying with the data-privacy laws applicable to all of its businesses

THE PILLARS

What a Privacy Program Rests On

Key controls arranged into defined, auditable areas

01

Notice

Tell individuals what data is collected and how it will be used

02

Lawful basis

Process personal data only with a valid, documented legal ground

03

Access & redress

Limit who can access data; honor individuals' requests for it

04

Data transfers

Protect data moving outside the company or outside a country

05

Security

Apply controls protecting the integrity of networks and facilities

06

Breach response

Detect, report, and respond to incidents affecting personal data

OPERATING IT

From Principle to Practice

Maturity advances toward documented, independently assessed controls

Map controls

Align documented standards to current and emerging privacy risks

Govern transfers

Review and document all systematic transfers to third parties

Execute agreements

Sign formal data agreements before exchanging information externally

Restrict access

Grant data access strictly on a need-to-know basis

Audit access

Review whether each user's access remains appropriate and necessary

Independent review

Assess whether business areas evaluate and document transfers correctly

DATA-SUBJECT RIGHTS

What Individuals Can Ask

Enforceable rights individuals may hold, which vary by applicable law—the items below reflect the GDPR; the CCPA grants others, such as the right to opt out of the sale or sharing of personal information and to limit the use of sensitive personal information

- **Notice**
- **Access**
- **Rectification**
- **Erasure**
- **Restrict processing**
- **Data portability**
- **Object**
- **Automated-decision rights**
- **Withdraw consent**

RESPOND

Honor verified data-subject requests within the timeframes the applicable law requires

KEY TERMS

Definitions

01

Personal information

Data that identifies, or can identify, an individual

02

Lawful basis

The legal ground—such as consent or contract—that justifies processing data

03

Cross-border transfer

Moving personal data outside the company or outside a country’s borders

04

Data processing agreement

A contract governing how a third party may handle data for the company

FOR THE BOARD

Questions the Board Should Ask

A few questions test the maturity of the privacy program

01

Which privacy laws apply to each business?

Program scope must match our actual regulatory footprint

02

Can we document every systematic data transfer?

Transfer controls should have matured beyond ad hoc review

03

How do we verify and fulfill data-subject requests?

Readiness to honor access and deletion rights is a real test

04

Who owns privacy-risk reporting to this board?

Accountability for surfacing material privacy exposure must be clear

Firm Lawyers

Matthew Boyden

is a trial lawyer and former federal prosecutor with more than thirty-five years of experience. He represents companies and executives in high-stakes criminal, civil, regulatory, and governance matters, and is regularly engaged where litigation risk, regulatory scrutiny, and institutional exposure intersect. His practice includes federal criminal defense, complex civil litigation, internal investigations, and board-level advisory work, including securities, sanctions and trade controls, anti-corruption, and anti-money laundering.

Larry Finder

is a trial lawyer and former United States Attorney with more than four decades of experience handling complex criminal, civil, and regulatory matters of national significance. He represents individuals, corporations, and boards confronting serious legal, institutional, and reputational risk. He served in increasingly senior roles at the U.S. Department of Justice, including Chief of the Criminal Division and First Assistant U.S. Attorney, before being appointed United States Attorney for the Southern District of Texas in 1993.

Ryan McConnell

is a former federal prosecutor and trial lawyer who represents companies, boards, and executives in high-stakes criminal, civil, and governance matters. He has tried nearly twenty federal jury trials and conducted hundreds of investigations involving complex fraud, cross-border enforcement, and sensitive regulatory issues. His practice focuses on federal criminal defense, complex civil litigation, internal investigations, and advising boards and senior executives on matters requiring judgment under pressure.