

External actors participating in the human rights policy of a multinational enterprise: a sensemaking process¹

Eymann, Romain

IREGE (Université Savoie Mont-Blanc), Grenoble Ecole de Management

Eymann.romain@gmail.com

Résumé :

Despite increasing demands for the consideration of external actors in the implementation of human rights policies, the nature of their participation remains largely under-researched. This article examines the participation of external actors in the sensemaking process of a multinational enterprise implementing a human rights policy. Using the case study of Schneider Electric's duty of vigilance, we conduct an in-depth analysis of the actors involved in the organizational sensemaking process. We identify four forms of participation (external animated by external actors, mixed controlled by diplomats, internal controlled by internal actors, and mixed animated by internal actors), which explain how the adoption process of a human rights policy moves from restricted and fragmented sensemaking to guided sensemaking. However, even when this guided phase is reached, external actors' participation remains limited, resulting in two subtypes of guided sensemaking: *colluded sensemaking* and *imported sensemaking*. This work contributes to both business and human rights and sensemaking literature by clarifying the dynamics behind the actors participating in the social process of organizational sensemaking towards limited forms of sensemaking, and second, by unveiling a risk of external actors' participation failure in business and human rights.

Mots-clés : Sensemaking, external actors, business and human rights

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INTRODUCTION

Business and human rights (BHR) is the interface between human rights, which are “the very conditions of a life worth being lived by human beings” (Wettstein, 2022, p. 30), and the companies operating all around the world. Because businesses are everywhere and human rights are universal and intimately related to every human being, both notions have long-standing connections (Deva, 2020). Despite such connections, today’s BHR environment for multinational enterprises (MNEs) relies on an evolving soft and hard law continuum with no clear consensus on the future ideal smart mix (Wettstein et al., 2019). Today, hard law is emerging as a patchwork of distinct flourishing national laws (in France, Germany, Australia, Canada, or the UK...), that impose no clear obligation on MNEs (Bose, 2023). This BHR normative and legal environment contributes to the ambiguity that MNEs face when making sense of BHR regulations at national, European, and international levels (Choudhury, 2018). This ambiguity enables companies to fill in the gaps left by the law with their interpretation (Edelman, 2016) and the interpretation of a growing number of external actors (Deva, 2020). We define these external actors as entities or individuals outside an organization who actively participate in its processes, interpretation, and outcomes with different levels of direct involvement in governance or operations. Both soft and hard law require companies to consult them either as external experts (in the United Nations Guiding Principles (UNGPs)) or as external stakeholders (in the French Duty of Vigilance law). Yet, human rights policies adopted with the support of external actors still produce mainly decoupling effects (i.e., disconnect between policy and practice) (Olsen et al., 2022), rhetorical reframing with low field-level

change (Feront & Bertels, 2021), and greenwashing (Wettstein, 2021). These studies reveal that actors initially focus on complying with the law without fully considering why and how they should do it. Therefore, there is a strong need to delve into how MNEs understand, interpret, and implement these laws (Gilad, 2014) with the support of external actors.

To delve into such ambiguous situations, a sensemaking lens provides a valuable framework for understanding and navigating complexity (K. E. Weick, 1995). In BHR, very few studies have yet examined the translation of human rights into companies' practices with sensemaking. Most sensemaking studies are content-driven, focusing on the human rights understanding of businesses (Obara, 2017). Our article answers calls for expansion toward BHR process-driven studies, to enlighten the actors and mechanisms that shape the meaning creation and implementation of BHR obligations for and by MNEs (Goethals et al., 2025; Schrempf-Stirling & Van Buren III, 2024). Addressing this gap meets the innovative conceptualization of BHR as Sensemaking, namely “the processes by which managers are prompted by cues in the external environment related to the role of business in human rights to create meaning through interpretation and action” (Schrempf-Stirling & Van Buren III, 2024, p. 8). In other words, it encompasses the cognitive and social meaning-creation processes of a company implementing a human rights policy.

Scholars and practitioners first asked if businesses have a responsibility towards human rights and human rights policy implementation. The recent evolution of this nascent field has looked closely at these responsibilities. Today, an increasing number of actors join this discussion. The field entered three subsequent eras: the Business *or* Human Rights, the Business *and* Human Rights, and the Business *of* Human Rights (Deva, 2020). The latter is characterized by the proliferation of actors taking over human rights to serve their own business interests, when the first intent of BHR was instead to enhance the human rights of those who may be affected by

business activities (Wettstein, 2021). Meanwhile, soft and hard laws require MNEs to implement their human rights policy in association with these external experts and stakeholders. Hence, this study takes place at the dawn of the Business *of* Human Rights era, characterized by the proliferation of external actors. Beforehand, scholars tended to consider these external actors as neutral agents. However, recent BHR studies recognized their governance authorities and specific roles in interpreting BHR obligations (McVey et al., 2023; Partiti, 2021). Therefore, these new actors entering the field participate in the sensemaking process of MNEs' human rights policies implementation. Nevertheless, this participation remains unexplored in current research. Our article solves these gaps with an original process-driven sensemaking study of actors' participations. Indeed, process-driven sensemaking helps to investigate the actor-centered processes by which BHR outcomes are constructed rather than independent symbolic actions disconnected from substantive outcomes (Kaplan, 2008).

By focusing on the key participation of external actors in the BHR as Sensemaking process (Schrempf-Stirling & Van Buren III, 2024) our study aims to address the following research question: *how do external actors participate in the sensemaking process of a multinational enterprise implementing a human rights policy?*

By studying the implementation of an MNE's human rights policy, we identify a process through which external actors increasingly participate in the social processes of organizational sensemaking. The process is divided into four main forms of participation: 'external animated by external actors', 'mixed controlled by diplomats', 'mixed animated by internal actors', and 'internal controlled by internal actors'. We elaborate on this process to describe two innovative subtypes of guided sensemaking: *imported sensemaking* and *colluded sensemaking*. Our contribution is twofold: first, we clarify the dynamics of actors participating in the social processes of organizational sensemaking toward limited forms of sensemaking, and second, we unveil the risk of external actors' participation failure in BHR.

1. IMPLEMENTING A HUMAN RIGHTS POLICY WITH EXTERNAL ACTORS

Addressing grand societal challenges, such as MNEs' human rights policy implementation, welcomes multidisciplinary approaches (Brown et al., 2022). Therefore, BHR scholars draw from law, business ethics, management, and other social sciences (Santoro, 2015), with the key objective of improving rightsholders' situation on the ground (Wettstein, 2021). This is why BHR researchers aim to better comprehend how and through which processes BHR obligations are implemented into practice by BHR actors (Schrempf-Stirling & Van Buren III, 2024).

BHR actors are either internal or external actors of the company. Internal human rights actors are mainly human rights managers, employees, and top managers. External actors are entities or individuals outside an organization who actively participate in its processes, interpretation, and outcomes with different levels of direct involvement in governance or operations. They include a broad range of external stakeholders and experts (non-governmental organizations (NGOs), consultants, lawyers, trade union federations, international organizations, and institutions). External actors differ from stakeholders in the sense that they do not necessarily have a direct interest or concern in the company's activity (e.g., other-sector peers in working groups). Reciprocally, they are not only external experts because they are more than neutral specialists without their own personal or organizational interests. Both soft and hard laws require companies to engage with these external actors. The soft law (i.e., the United Nations Guiding Principles on Business and Human Rights or the OECD Guidelines) advises MNEs to rely on external experts. The hard law (i.e., the French Duty of Vigilance Law or the European Corporate Sustainability Due Diligence Directive) requires companies to engage with their stakeholders. Despite these recommendations and legal requirements, MNEs fail to comply with these standards of engagement with external actors (Savourey & Brabant, 2021). However, new mandatory due diligence laws may modify the relationship between MNEs and these external actors (Wilhelm, 2024).

Because of the place given by the soft law, this growing number of external actors was first seen as neutral agents. For example, Partiti (2021) argues for a more centralized form of interpretation in BHR because this multitude of actors may lead to polyphony when their “equally valid” meaning construction, interpretation, and enactment diverge. However, the assumption of a polyphony minimizes the heterogeneous influences of external actors on the implementation of human rights. McVey (2022) highlighted the political roles of human rights and due diligence (HRDD) experts who are no longer seen as neutral agents. The distinction between neutral and political actors fails to properly explain the role of external actors in BHR. On the one hand, it ignores the significance of actors’ interests and long-term objectives (Schildt et al., 2020). On the other hand, studying only the external actors’ governance authority overlooks how they are brought to the table and considered by MNEs while adopting HRDD policies.

Therefore, organizational sensemaking sees external actors not only as a neutral component of the MNE’s environment when implementing its human rights policy, but as actors who participate in its strategy process (i.e. human rights policy implementation). When they face meta-problems or Grand Challenges like human rights, organizations tend to collaborate with external actors to gain enough requisite variety to make sense of the diversity of cues present in their environment (Seidl & Werle, 2018). The challenges induced by this wide range of actors have not been extensively researched in terms of their management by MNEs. Specifically, there is tension between the organization’s need for requisite variety and its need to keep the sensemaking process manageable (Seidl & Werle, 2018) or sustainable (Maitlis, 2005). Requisite variety refers to the principle that reliable organizations have to be as complex as the issues they face (K. E. Weick, 1979). This notion, mostly developed in high-reliability organizations, is reflected when a diversity of actors is involved in the sensemaking process (K. Weick & Sutcliffe, 2007). Detailed and processual analyses of these actors contribute to

enriching the expanding debate on new alternative models for responding to highly ambiguous situations (Majchrzak et al., 2007). These situations benefit from not being viewed solely in extreme crisis situations, as our world appears ever more fragile (Hällgren et al., 2018). This is perhaps even more the case when making sense of such Grand Challenges as human rights.

2. MAKING SENSE OF MNES' HUMAN RIGHTS POLICY

In the BHR uncertain environment, a multitude of internal and external actors alter the company's sensemaking process (Andrews, 2021; Maitlis & Sonenshein, 2010). Notably, human rights policy implementation is impacted by a multitude of actors' retrospective understanding and interpretation (sensemaking) and by the prospective action and influence of others (sensegiving) (D. A. Gioia & Chittipeddi, 1991). Sensegiving is "the process of influencing the sensemaking or meaning-making process so that an alternate or desired reality is embraced or enacted" (Cuevas Shaw, 2021, p. 8). Both notions are closely intertwined, and both fall under the broader conceptualization of the sensemaking process. Giving sense cannot be separated from making sense, and inversely (Sandberg & Tsoukas, 2015). Therefore, sensegiving strengthens the interest in external actors through the sensemaking process (Glynn & Watkiss, 2020). Based on the sensegiving of external actors of an orchestra, Maitlis (2005) gives four forms of Organizational Sensemaking depending on the control of internal leaders and the animation of external actors: *minimal* (processes neither controlled nor animated), *fragmented* (processes animated but not controlled), *restricted* (processes controlled but not animated), and *guided* (processes controlled and animated). Studying the sensemaking and sensegiving of external actors and human rights managers in BHR involves refining this framework with a more dynamic analysis of the roles of external actors (Maitlis & Christianson, 2014). Indeed, the BHR environment for MNEs and interactions with external human rights actors is more complex, ambiguous, and conflicting than the orchestra's environment, as the conceptualization of Business of Human Rights expresses it (Deva, 2020). In BHR, animation

relies on four main roles carried by external actors: knowledge providers, diplomats, critics, and legitimizers (McVey, 2022). No study investigates further the link between these roles and the companies' human rights sensemaking process; even so, there is a strong need to better reflect the actual context that encourages companies to engage in human rights (Obara, 2017). An in-depth analysis of the process through which critics, knowledge providers, diplomats, and legitimizers participate in the evolution of organizational sensemaking proposes connecting practices and practitioners to strategy elaboration. Then, a clearer articulation of each form of sensemaking over time and actors' roles would benefit both BHR and sensemaking literature.

Obara's (2017) former study describes, with a sensemaking lens, the multi-layered understanding of human rights and how companies link their human rights policies to these different human rights understandings. Because the sensemaking approach is twofold (Maitlis & Christianson, 2014), it allows scholars to study both how human rights trigger the sensemaking process and how this sensemaking process participates in making sense of human rights in return. Obara (2017) has significantly contributed to the understanding of the sense made of human rights. Hence, according to the twofold approach of sensemaking (Maitlis & Christianson, 2014), a complementary study would continue to give precision on how human rights are understood in the sensemaking process and add a more dynamic analysis of the sensemaking process itself.

By specifying the analysis of cognitive frames with social processes, new studies could leverage the yet limited comprehension of how companies translate, conceptualize, and understand human rights to implement their human rights policy. Companies have a restricted view of human rights as they focus only on a few of them, while they are supposed to implement them more broadly (Preuss & Brown, 2012). Therefore, translating human rights into managerial language may increase their adoption but compromise the policy's substantive structure (McVey et al., 2023). Besides, the understanding of human rights is multi-layered, with specific

narratives (Goethals et al., 2025) or terms often preferred for implementation (Obara, 2017). Then, when implementing a human rights policy, companies face the challenges of conceptualization, translation, and understanding of human rights. Failure results mainly in decoupling between policy and practice (Olsen et al., 2022) or greenwashing (Wettstein, 2021) as companies focus first on addressing the 'how to implement?' question without fully considering 'why they should do it?'. As there is no consensus on the BHR cognitive frames leading to human rights adoption, understanding the social processes behind BHR allows scholars to elucidate the negotiation of these frames between actors. This participates in enriching the enactment, selection, and retention phases of the social sensemaking process. In other words, how actors participate in putting into action cues from the environment, interpreting them, and retaining a certain meaning.

In recent years, sensemaking approaches have gained considerable ground (Kohtamäki et al., 2022) to better understand how strategies are constructed retrospectively and prospectively within organizations through processes of managerial interpretation (Kaplan & Orlikowski, 2013). The ongoing process of sensemaking is based on meaning creation, interpretation, and enactment (K. E. Weick, 2012; K. E. Weick et al., 2005). However, the majority of sensemaking studies tend to vigorously emphasize interpretation and overlook the meaning-creation and enactment processes (Sandberg & Tsoukas, 2015). Therefore, if scholars agree that ambiguity and uncertainty prompt sensemaking, they debate how sense is made and how it impacts other key organizational processes (Maitlis & Christianson, 2014). By exploring enactment, selection, and retention, studies gain more dynamic understandings of how sense is made by getting a thinner view of how, when, and especially by whom it may be triggered and/or altered. BHR soft and hard laws encourage both internal and external actors to engage in sensegiving, but no study investigates this type of process and its potential outcomes. Hence, this sensegiving-sensemaking perspective avoids a common mistake made by sensemaking studies,

to only emphasizes the outcomes of strategizing and not its process (Johnson et al., 2003), where these interactions happen. This sensegiving-sensemaking conceptualization (D. A. Gioia & Chittipeddi, 1991; K. E. Weick, 1995) of external actors and human rights managers allows scholars to join the twofold thrilling debate on how sense is made while interacting with external actors and how the sensemaking process impacts other key organizational processes and outcomes (Maitlis & Christianson, 2014) such as HRDD policy implementation.

3. METHODS

3.1. RESEARCH DESIGN: THE CASE OF SCHNEIDER ELECTRIC'S DUTY OF VIGILANCE

Our research focuses on the implementation of the French Duty of Vigilance Law by Schneider Electric, a French leader in energy management and automation. This implementation is at the heart of the company's sustainability strategy, which has recently topped the Time magazine and Statista ranking of "World's Most Sustainable Companies for 2024" (2024). The challenge for Schneider Electric is to continue its previous environmental efforts on social issues. Through the ongoing implementation of the Duty of Vigilance program, the MNE aims to extend its sustainability efforts to human rights issues with continuous developments in the spirit of the 2017 French Duty of Vigilance Law. The company's implementation of this law started in 2018 with the publication of the company's first vigilance plan. Since then, six vigilance plans have been published on a yearly basis (2018-2024). The first two plans were part of the Universal Registration Document (URD). In 2020, Schneider Electric published its first standalone. This standalone version of the vigilance plan is an independent document that synthesizes Schneider Electric's vigilance policy. This plan has legally to include reasonable vigilance measures designed to identify risks and prevent serious violations of human rights and fundamental freedoms, health and safety, and the environment, resulting from the company's and its subsidiaries' activities, as well as from the activities of subcontractors or suppliers with whom it has an established business relationship.

The law includes the following measures: "1° A risk mapping designed to identify, analyze and prioritize risks; 2° Procedures for regularly assessing the situation of subsidiaries, subcontractors and suppliers with whom the company has an established business relationship, in the light of the risk mapping; 3° Appropriate measures to mitigate risks or prevent serious harm; 4° A mechanism for alerting and collecting reports on the existence or occurrence of risks, established in consultation with the trade unions representing the company; 5° A system for monitoring the measures implemented and evaluating the effectiveness of the measures taken." (Law n° 2017-399, 2017).

Schneider Electric governance for the duty of vigilance involved a project team of 2 to 5 people within the Corporate Citizenship direction (former Sustainable Development direction). Eighteen steering committees have been conducted since 2017: five in 2017 and two per year from 2018 to 2024. These steering committees are instances of governance chaired by an executive committee member in charge of Schneider Electric's Global Supply Chain. The steering committee is coordinated by the duty of vigilance coordinator and gathers eight directors and five experts from the main directions involved in vigilance. The vigilance governance is at the heart of Schneider Electric's human rights direction ongoing reflections, as it explores how to comply better with the law requirements concerning stakeholder engagement. According to the French Duty of Vigilance Law adopted in 2017: "The plan is intended to be developed in association with the stakeholders of the society." Nevertheless, it is only with recent discussions that Schneider Electric proactively increased its work with stakeholders. Therefore, the company recognized lately, in its 2022 vigilance plan, the need for new stakeholder involvement: *"In 2022, Schneider Electric started to expand the involvement of stakeholders in the Vigilance process. For that purpose, Schneider Electric has conducted 4 workshops with the European Work Council (EWC)"* (Schneider Electric's 2022 vigilance plan). The EWC workshops took place internally within Schneider Electric. Their main

objective was to start stakeholder involvement. However, the interactions between Schneider Electric and its stakeholders are not only internal. External actors also participate in the process through which Schneider Electric adopts its human rights policy. These external actors join the process with different roles and locations that may produce different interactions and outcomes. Hence, our observations take place in a context in which Schneider Electric is continuously trying to engage more with its external stakeholders, at least because the law requires it. The law does not settle the form of participation of these external actors. The consequence is a variety of participation types observed throughout the analysis period. However, our interest in conducting such a study came from the observation of Schneider Electric's wishes to involve these actors in some consequential activities since 2022. The immersion during the study gives significant hunches on the importance, strategy, and consequentiality of these mundane practices with those actors (Jarzabkowski et al., 2021). Hence, the case's interest lies in the writer's extensive immersion in numerous actors as they engage with the company.

3.2. DATA COLLECTION

Consistent with our dynamic theoretical framework, an in-depth case study approach (Eisenhardt, 2021; Yin, 2014) was used as a starting point for theory development. The author of the paper has immersed himself in the human rights team, part of the Corporate Citizenship Direction, from February 2022 to September 2025. Hence, the study started from rich participant observational data, collected in the researcher's diary on a weekly basis from July 2022 to May 2024 (Table 1). Eight exploratory interviews (from 45 to 70 minutes) were conducted with four other French MNEs' human rights directors, and four institutions connected to Duty of Vigilance and civil society representatives in April-May 2022. Building on these first interviews, our study completed a human rights policy implementation analysis with archival data. Eighteen Duty of Vigilance Steering Committee presentations were part of these archives from 2017 to 2024. The investigation also focuses on the six vigilance plans of

Schneider Electric, published since 2017 and covered by the 18 steering committees. The analysis of the occurrences of external actors in the vigilance plans and steering committees is completed with another set of semi-structured retrospective interviews (Pettigrew, 2013) focusing on Schneider Electric's human rights managers (6 internal interviewees). Then, five more semi-structured interviews, with the four external actors joining the first external expert committee, and one former BHR actor who changed jobs just before the committee's creation. These interviews focused on the creation and retrospection of the first Duty of Vigilance External Expert Committee. These eleven interviews were completed with rich documents and secondary data sources such as emails, annual reports, steering committee minutes, and presentations. Table 1 provides a summary of the data collected.

Data type	Description	Period
Archival data	<ul style="list-style-type: none"> 6 vigilance plans 18 steering committees' presentations and minutes 	1 per year from 2018 to 2024 4 in 2017 and 2 per year from 2018 to 2024
Interviews	<ul style="list-style-type: none"> 8 interviews with external actors working with Schneider Electric. 6 semi-structured interviews with human rights managers (Pettigrew, 2013) 5 Interviews with external actors to debrief Schneider Electric's first Duty of Vigilance External Expert Committee 	April 2022 – May 2022 January 2024 – February 2024 February 2024 – May 2024
Observations	<ul style="list-style-type: none"> 52 external actors have been extracted from 61 field notes (meetings, emails, seminars...) Personal diary 	July 2022 – May 2024 July 2022 – May 2024

Table 1. Data collection description and period

3.3. DATA ANALYSIS

A dataset of archival data, transcriptions of interviews, and observations was created and analyzed on Atlas.ti. We extracted data linked with external actors participating in the duty of

vigilance adoption from the researcher's diary. The period of these in-depth observations starts in July 2022 with a one-on-one meeting between Schneider Electric and the French Rapporteur of the duty of vigilance law, as it was first evoked to organize a working seminar with external actors. The observation continued until the first organization of an External Expert Committee in March 2024. The extracted data and participation have been cross-checked with the Schneider Electric Duty of Vigilance coordinator as part of an iterative approach between empirical data, interpretations, and literature. Our qualitative analysis aims to adopt a pragmatic approach by combining archival research with interviews and observational data (Pettigrew, 2013) through an iterative analysis continuously combining data with theory and reciprocally (Miles et al., 2013).

We complete our analysis in three main stages (Table 2) depending on the three distinct data types (observations, interviews with internal and external actors, and archive). We went back and forth between these three stages of analysis. The first stage of our study was the analysis of observational data. This observational data analysis aims to identify what these participations are; second, who and where the actors involved in these participations are; and third, what issues occurred during these participations. A long chronological list of 61 events and 52 associated actors emerged at this stage. Based on this list, we gathered events involving the same actors, as there were redundancies. Then, we categorized them depending on the location of these gathered events: internal, external, and both. Finally, we identified the general issues discussed during these events. This work was completed, in a second stage, with the coding of the 19 interviews using the Gioia (2012) method. While analyzing the interviews, we made a preliminary twofold discovery. First, with a back-and-forth with McVey's (2022) study and our interviews with internal and external actors, we were able to group these actors into different categories depending on their roles. Therefore, we wanted to clarify how internal and external actors perceived these different roles. Second, we identified, from interviews with external

actors, the key subject of who is brought to the table and how. Hence, we came back to the analysis of the 61 field notes to code the participation of these actors so as to consider the introduction of these actors during the process of adoption. We analyzed the entire process of these participations to better understand what happens during the participation and what the outcomes are. To do so, we corroborate our data analysis with archival data, thereby adding 'empirical depth' to our study (Das et al., 2017). This last phase of data analysis allows us to deep dive into how the actors are introduced or selected in the sensemaking process, their role (based on McVey (2022)), and level of sensegiving (based on Maitlis (2005)), and finally look for the outcomes of these different forms of sensemaking processes.

Stages of analysis	Objective	Tasks
(1) Coding observational data	(a) What are the different participations of external actors?	<ul style="list-style-type: none"> • Listing all events involving external actors from field notes. • Associating dates and actors for each event.
	(b) Where and who are the actors involved in these participations?	<ul style="list-style-type: none"> • Gathering events involving the same actors. • Situating the event: is it internal, external, or both?
	(c) What issues occurred during these participations?	<ul style="list-style-type: none"> • Identifying the general issues discussed by actors.
(2.1) Coding 6 interviews with internal actors	What are the expected and perceived roles of external and internal actors regarding human rights?	<ul style="list-style-type: none"> • Checking external actors' expected roles by internal actors.
(2.2) Coding 13 interviews with external actors		<ul style="list-style-type: none"> • Checking internal actors' perceived role by themselves.
(3) Iterating on observational and archival data	(i) How are the external actors introduced? Selected? (before)	<ul style="list-style-type: none"> • Coding the motives for involvement with external actors (cues) • Coding how internal actors select external ones (prompting)
	(ii) What is the level of sensegiving of actors? (during)	<ul style="list-style-type: none"> • Identifying each actor's role during interactions (interpretation). • Coding if they animate or control the process (action).

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| (iii) What are the outcomes of interactions? (after) | <ul style="list-style-type: none"> • Coding the outcomes of these interactions within the official and internal communication of the firm (interpretation & action). |
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Table 2. Data analysis description

4. FINDINGS

On the one hand, our study describes the external actors joining the process of a human rights policy adoption to clarify their types of participation throughout the sensemaking process. On the other hand, we investigate the implications of these types of external actors' participation on the broader social sensemaking process leading to BHR issues' recognition, interpretation, and action.

4.1. THE ACTORS JOINING THE ADOPTION PROCESS OF A HUMAN RIGHTS POLICY

Based on the 61 observed participations, we identified 52 various external actors. These external actors presented in *Appendix 1* are composed of peers (17), consultants (8), NGOs (6), researchers (4), unions (4), institutions (4), investors (3), lawyers (2), experts (2), and group coordinators (2). By focusing on the sensegiving of these actors, we look for “the process of influencing the sensemaking or meaning-making process so that an alternate or desired reality is embraced or enacted” (Cuevas Shaw, 2021, p. 8). Our data reveal intriguing nuances in Maitlis' (2005) findings on animated and controlled sensemaking processes, which we rely on for our data analysis. Animation refers to high levels of stakeholder sensegiving leading to better circulation of information in informal and public forums. Control involves more structured, formal, and private meetings. We identified four types of participation linked with Schneider Electric's duty of vigilance: external animated by external actors, internal controlled by internal actors, mixed controlled by diplomats, and mixed animated by internal actors. If the first two forms respectively remind of *fragmented* and *restricted* sensemaking, the last two mixed forms do not fit exactly with Maitlis' *guided* sensemaking. Hence, the following findings propose an in-depth analysis of these forms of participation and sensemaking processes.

The HRDD direction analyzed hereafter is at the heart of the organizational sensemaking process as: (1) it plays the role of screening the MNE's environment, and (2) giving a sense internally of this environment (Table 3).

Interview	Verbatim
Human rights manager I (15/01/2024)	<i>"We have this role of being a bit of a whistle-blower, of keeping an ear open to the outside world and to the weak signals that are coming up and that are going to put human rights at risk in the years to come (1). We're the ones who think more about human rights risks. We're the ones who are more involved in conferences where people discuss these issues, and so it's up to us to bring this message inside Schneider Electric (2)."</i>
Human rights manager II (11/01/2024)	<i>"We really have a role as influencers or coordinators (2), so that a company with 140,000 employees can effectively implement human rights. So the challenge is how do we do this with a team of 4 people? (1)"</i>
Vigilance coordinator (10/01/2024)	<i>"It's not really a very technical expertise, but what's not always easy with these human rights issues is that you have to feel the zeitgeist and stay ahead of it. It's our curiosity (1) and our ability to convince (2)."</i>

Table 3. Verbatim on the role of HRDD direction

The HRDD direction faces this twofold objective of *"keeping an ear open"* externally and having the *"ability to convince"* internally. This tension explains the MNE's rationale behind engaging with external actors. Another HRDD director from a peer MNE put the same idea differently: *"It calms things down and builds internal and external credibility. For me, stakeholders represent 30% of my work. If you don't have that, you have no vigilance, it's as if you were blind and deaf. You can't have a direct link with civil society, so you don't get the issues, you lock yourself into silos and you cut yourself off from a central and strategic aspect in case of conflict."* (Interview with a peer's HRDD director, 8/4/2022). If, overall, these participations of external actors are strategic for human rights departments, the following four different types of participation affect the firm's ability to keep this ear open (make sense) and convince internally (give sense).

External: Animated by external actor	06/10/22 • Consulting3 18/10/22 • Investor1	13/01/23 • NGO 2 13/02/23 • SP1 / Peer 2	06/06/23 • NGO4 13/06/23 • Peer 5	06/09/23 • Lawyer 1 21/07/23 • NGOs/6/7	13/12/23 • B4IG	[1]							
	07/10/22 • ILO	01/02/23 • FIR	10/05/23 • MP1	27/11/23 • UN Forum	29/01/24 • FIR	10/24 • ILO	[2]						
Fragmented	23/11/22 • WBCSD	05/01/23 • NGO3 Peer1	10/03/23 • NGO3	17/04/23 • NGO3	09/05/23 • NGO3	06/06/23 • NGO3	29/09/23 • NGO3	17/01/24 • NGO3	03/04/24 • UNGC	[3]			
	07/12/22 • UNGC Peer reviewing	23/02/23 • UNGC • Consulting 2	05/04/23 • UNGC	06/06/23 • UNGC • Consulting 4/5	06/07/23 • UNGC • Consulting 4/5	18/01/24 • UNGC	03/04/24 • UNGC	[4]					
Mixed: Controlled by diplomats	02/09/22 • EDH • EDH • Peer1 • Peer2	16/11/22 • EDH • EDH	12/12/22 • EDH • EDH	25/01/23 • EDH 08/02/23 • EDH	09/03/23 • EDH	14/06/23 • EDH 23/06/23 • EDH • Consulting 6	12/07/23 • EDH/NGO7 05/07/23 • EDH • Consulting 6	18/11/23 • EDH 15/11/23 • EDH • Peer 2	21/11/23 • EDH • Peer 2 05/12/23 • EDH/Peer 2	14/12/23 • EDH • EDH • EDH • EDH	22/02/24 • EDH • EDH • EDH	21/03/24 • EDH 29/03/24 • EDH	[5]
	30/09/22 • One-on-one	20/02/23 • Industrial	06/03/23 • SE's seminar										[6]
Mixed: Animated by SE HRDD													[7]
													[8]
Internal: Controlled by SE HRDD	13/10/22 • EWC	07/12/22 • EWC	08/03/23 • EWC										[9]
	Steering committee 15		Steering committee 16 (canceled)				Steering committee 17				Steering committee 18		
Restricted	Vigilance plan n°3 (2021)				Vigilance plan n°4 (2022)				Vigilance plan n°5 (2023)				
	Sep 22	Nov 22	Jan 23	May 23	Sep 23	Nov 23	Jan 24	May 24					

Figure 1. Observed participations of external actors in a human rights policy implementation

The external participation animated by external actors. External animations include every situation where external actors give a high level of sense to the MNE's human rights direction regarding its duty of vigilance. Therefore, it represents 16 participations of the external actors in Schneider Electric's duty of vigilance. These interactions happen mainly online, via forwarded emails, reports, benchmark sharing, webinars, and, more rarely, with in-person conferences. The level of animation is high because the external actor addresses Schneider explicitly and advocates or interprets directly or indirectly specific meanings and criteria expected from the law. Table 4 shows the animation process of such participations. In summary, these participations are induced by a one-on-one interaction meant to happen only once or every year. The hierarchy is involved, and it produces occasional improvement actions.

Animator	Entering the participation	Animating	Participation outcomes
Investor 1	Requesting a letter signed by the CEO and an ESG questionnaire filled up.	Top-down "one-shot" animation	Hierarchy requests a " <i>very well-documented</i> " answer and a roadmap for improvements based on investors' queries.
NGO	Sending a letter to the CEO and CSO with an analysis of the company's vigilance	Bottom-up yearly animation	Email sent to the hierarchy mentioning that SE is " <i>best in class</i> " even if improvements are requested by the NGOs
Peer	Entering into contact with a peer to know more about one tool	"One-shot" exchange with peer	Define the peer practice as a " <i>best practice</i> " in internal presentations.

Table 4. Animation process [1]

It appeared not sustainable for Schneider Electric HRDD's direction to make sense of all the frenetic BHR environment characteristic of fragmented sensemaking. Hence, the direction restricted the participation of these actors entering its sensemaking process. Even if there is a broader environment with mushrooming external actors, Schneider Electric recognizes external actors in the restricted context of one-shot or yearly high-level animations, [1] in *Figure 1*, or high-level top-down seminars [2]. High-level top-down seminars (ILO, French Assembly, UN BHR Forum) are literally recognized "*as key*" or as "*a must*" by the HRDD's direction. Moreover, while it is not common within the department's practices, minutes of these

conferences are made and shared with management. External duty of vigilance benchmarks and rankings also involve hierarchy. Summaries of reports are requested by management. Every year, the human rights direction works on an improvement plan based on the FIR and A2 consulting ranking of the best vigilance plans. These rankings are made by external actors (a consulting firm and a consortium of sustainable investors) and are recognized by practitioners as a key *rendezvous* to benchmark other companies' "*best vigilance practices*".

Animator	Entering the participation	Animating	Participation outcomes
FIR & A2	The FIR and A2 publish a nominative benchmark of French MNEs and organize an Award Ceremony.	Yearly update and improvement roadmap	Summary of SE ranking and quoted " <i>best practices</i> ", analysis of other best practices sent to hierarchy
Member of parliament	SE was the only MNE invited to a seminar in the National Assembly	"One-shot" event	Minutes to hierarchy, verbatim repeated internally (e.g. on audits in China vs Europe).

Table 5. Animation process [2]

In that sense, we observe a back-and-forth between fragmented sensemaking (animated by external actors) and restricted sensemaking (controlled by internal actors) (see Figure 2). This back-and-forth shows the limits of external participations animated by external actors because, even though external actors animate the process with the sense they give, they were first, and almost irremediably, restricted by internal actors.

"I know that some companies will never come to see me, because I'm too militant, and yet I hold back." Interview with a lawyer-consultant (6/5/2024)

In this type of participation, there is a double premium. First, external actors must speak the language of the HRDD hierarchy (with benchmarks, rankings, awards, etc.). Second, there is a premium for centralized and controlled yearly high-level meetings, even though vigilance requires a continuity, needed to prevent any ongoing harm that could affect workers.

The mixed participation controlled by diplomats. These participations diverge from external participation because the external and internal actors participate directly in stronger processes.

These mixed interactions consist of 41 events: working groups, seminars, or one-to-one meetings. We remove four key participations from these 41 because they diverge from the others, as they are not animated by external actors but controlled by Schneider Electric HRDD direction. The 37 remaining participations of external actors took place in working groups. Geographically, these events happen outside Schneider Electric. Hereby, the external actors in these groups are triple. They appear to be the groups' coordinators, the peer companies present in these groups, and other external actors invited by the groups' coordinators. The main animator of this interaction is the group coordinator, who holds three diplomatic dimensions: agenda-setting, mediating, and matchmaking (i.e. inviting other external actors) (McVey, 2022). Hence, our findings corroborate the capital importance of the role of diplomats in BHR. These diplomats (group coordinators) play a key role in the control of the participation of other external actors. In mixed participation, controlled by diplomats, Schneider Electric is entering the process of sharing practice and learning from outside (from peers and other actors).

“What, honestly, has been the most influential is all the work that's been done around the working groups: to shape my ideas and build feedback from the experience of others. Feedback on what we're doing, but also building up an idea of what others are doing, that's what's richest. [...] I have a lot of sympathy for what these working groups do. It's a concentrator, an aggregator of knowledge that brings people around the table who wouldn't normally be able to meet.” Interview with the duty of vigilance coordinator (27/5/2024).

Moreover, other external actors are introduced by the group coordinator. The companies in these working groups are often consulted to validate the proposed agenda. The group coordinator also asks, on a regular basis, if companies desire to discuss any specific topic with any specific actor. The participation could be labeled as mixed because diplomats give sense and strongly control the interaction, but members of the working group also have room for a certain level of sensegiving and control.

Controller	Entering the participation	Controlling	Participation outcomes
NGO3	<u>SE</u> : Preparation of the requested elements <u>External actor</u> : when mixing the working groups (e.g., joint meeting with investor working group)	Regular meeting and requesting “homework” from companies	<u>Internally</u> : Sharing learnings through training <u>Externally</u> : Feedback to the French Foreign Affairs Ministry
UNGC	<u>SE</u> : Member of the working group, founding member <u>External actor</u> : Invited by the group coordinator	Regular meeting based on peer learning	<u>Internally</u> : Participate slightly in building the improvement roadmap <u>Externally</u> : Sharing SE “best practices” to the members
EDH	<u>SE</u> : Member of the working group, part of the board <u>External actors</u> : Invited by the group coordinator, with validation of the members	Regular meeting based on presentations	<u>Internally</u> : Enrich knowledge and presentation for the next steering committee <u>Externally</u> : Challenging external actors with peers.

Table 6. Control process [3-6]

Besides, the external actors who were restricted in external participations have another opportunity to engage in sensemaking with companies. The diplomats give sense and help MNEs to make sense of the frenetic environment. While controlling the organizational process, diplomats become at the center of external actors. As a result, it makes the external actor environment more sustainable by reducing the number of external actors' participation and providing a controlled channel. Hence, a clear preference for this form of mixed participation appears either in the interviews with HRDD direction or in the field observations.

The internal participation controlled by internal actors. We define the internal participation of external actors as the key situations when internal actors engage in restricted sensemaking. Here, the sense is mainly given by Schneider Electric's human rights direction and external actors are only mobilized by this direction. The external actors' sensegiving is weak. Archival data showed that a few knowledge providers (i.e. consulting firms working on vigilance)

participated in the HRDD implementation process. Hence, the external experts entered internally into the first vigilance plans as knowledge providers in 2020-2021:

“In 2020, we conducted a review of this matrix, following the same methodology as the previous year but also using the help of an external consulting firm to challenge our matrix and receive recommendations for improvement.” (Schneider Electric’s 2021 vigilance plan).

During the last two years, no consulting firm has animated directly and internally the process of sensemaking. Consequently, the internal participation of external actors is principally controlled by Schneider Electric’s HRDD direction. The participation occurs mainly during the biannual steering committees. Schneider Electric HRDD’s direction controls the process of sensemaking by giving sense to other internal actors, such as the members of the Duty of Vigilance steering committee. External actors are mostly voiceless in these interactions. For instance, one of the only critics and knowledge shared with the steering committee started with the first lawsuits in France (October 2019). At that time, Schneider Electric’s human rights direction started giving updates every semester on the Duty of Vigilance lawsuits and the formal notices of critical NGOs to the members of the company’s executive committee within the Duty of Vigilance steering committee. Several French MNEs exchange on this subject on a regular basis within a business association of human rights directors and peers.

Controller	Entering the participation	Controlling	Participation outcomes
DOV coordinator	Planned committee with 14-16 members, including one board member	Biannual Steering Committees	Presenting the state of the art of vigilance to leaders
HRDD direction	EWC coordinator contacted by HRDD direction	Annual workshops	Roadmap for improvement based on 3 selected actions

Table 7. Control process [9]

Taking this into account, Schneider Electric HRDD direction engaged in restricted sensemaking. This restricted sensemaking is characterized by strong internal sensegiving and

the absence or very low sensegiving from external actors. Nevertheless, at least because it is legally required, the HRDD direction needs to engage with external stakeholders. Then, the situation with muted external actors is unsustainable and encourages Schneider to move on to another form of participation, in which external actors are involved and consulted. Hence, Schneider Electric HRDD direction is looking for external actors to fill this lack of external sensegiving.

The mixed participation animated by internal actors. Even if this form of participation happened only four times during the period of the study, they are key in terms of sensemaking for Schneider Electric. These forms of participation are recognized as innovative by Schneider Electric. They take first the shape of internal seminars [7] where external actors are invited in order to work together on improvements. The 6th of March 2023 seminar is characterized by a high level of sensegiving of internal and external actors starting from the beginning of the participation process. The proposition to organize it came first from a French member of parliament during a one-on-one meeting organized by Schneider Electric on the 4th of July 2022. *“Why not organize an in-depth discussion where elected representatives, companies, and academics can compare visions? [...] I'm keen to be associated with such an event, if we try to ensure that it's not a propaganda tool for the company, but a place where the avant-garde company invites others”* (French Member of Parliament, one-on-one meeting with Schneider HRDD direction, 4/7/2022).

Schneider Electric HRDD direction mentioned the relevance of such events. Even though they shared struggling to invite critics such as NGOs and ask for support to do so. As Schneider Electric HRDD direction has to define the aim of the seminar on its own, three months after this first meeting, it appears to be:

“We want to build up our convictions!” Schneider Electric's Duty of Vigilance coordinator during a preparatory meeting with HRDD direction (30/9/2022)

The quest for contradictory debate animates the preparatory meetings. Nevertheless, few critics participated in this seminar. Two NGOs were invited but declined the invitation. One global union representative participated in the seminar. Moreover, Schneider Electric proposed to this participant to prepare a ten-minute intervention on the role of each stakeholder in human rights policy transformations. The other participants of the afternoon discussion were two group coordinators, the French duty of vigilance law's rapporteur, one researcher, one lawyer, and twelve peers and internal participants from the Sustainable Procurement team and the Strategy and Sustainability direction.

From this type of mixed participation, animated by Schneider Electric but with room for strong external actors' sensegiving, Schneider Electric HRDD's direction reaffirms its conviction to engage internally with external actors. This idea was strengthened after the internal workshops with the EWC in December 2022.

During the workshop, the first proposition appeared to be: *"Have an external employee representative (IndustriAll Europe) to be a member of the steering committee"*. It was then rephrased by the Schneider Electric HRDD team as *"Reflect what a 'Mirror Steerco' could be? Members, scope of duty, rules"* (Last EWC feedback session, 8th March 2023). It became then a vigilance stakeholders committee.

We want to set up a committee of Schneider's stakeholders on Vigilance topics to reinforce our engagement with stakeholders (improvement area that emerged from our EWC workshops).

Slide of an HRDD weekly meeting of the 23rd May 2023.

From this first meeting, the vigilance stakeholders committee was then renamed by Schneider Electric's HRDD direction as an external experts committee.

"To prepare for the next steps, we are considering convening a committee of experts, composed of actors external to Schneider. The role of this committee would be to:

- Provide a 'mirror effect' to Schneider, offering feedback on its risk assessment, the relevance of prevention and mitigation measures, and the quality of its vigilance plan.*

- *Anticipate future developments in legal frameworks, civil society expectations, and stakeholder demands*
- *to discuss action priorities and ensure that Schneider's vigilance plan is best suited to these changes*

Schneider Electric's email sent to four external actors (in French, on 20/9/23)

Animator	Entering the participation	Animating	Participation outcomes
SE HRDD	External actors invited to “ <i>build convictions</i> ”	“One-shot” seminar	Sharing “best practices” and strengthening the community
DOV coordinator	External actors invited to be consulted by the MNE's human rights direction looking for critics.	Formal confidential committee	Identifying subjects to be ahead of the trend.

Table 8. Animation process [7-8]

Schneider Electric came gradually toward *guided sensemaking* in two privileged areas. This *guided sensemaking* happens in mixed situations and could be either animated by Schneider Electric or controlled by diplomats who allow external actors to animate.

“Any external actor who brings a smart, slightly alternative, provocative, and meaningful vision that is linked to our concern must be listened to. In any case, as a company, I'm very interested in listening to it.” Interview with Schneider Electric's Duty of Vigilance coordinator (10/1/2024)

Our main finding, hereby, explains how the different forms of participation of external actors influence the process of sensemaking toward *guided sensemaking* between internal and external actors. Hence, from fragmented and restricted sensemaking, the company moves in a dual dynamic toward guided sensemaking. Externally, Schneider Electric's HRDD direction restricted the sense made by the fuzzy and broad constellation of external actors by identifying key *rendezvous* as well as working groups. The latter, controlled by diplomats, plays a significant role in enabling sensemaking between external and internal actors. The company's quest to reduce the complexity of the external actors' constellation is translated throughout this dynamic. Internally, the quest is the same, but the dynamics are opposite. It starts with no

external actors participating in sensemaking. Nevertheless, we show the progressive appearance of a structured committee that aims to be controlled by the company's human rights direction. Finally, through this double finding, we unveil a tendency from the MNE to animate and control the sensemaking process as it unfolds.

4.2. THE SENSEMAKING PROCESSES OF BHR ISSUES

Our study describes four forms of participation that depend on where the participation occurs and who animates or controls it. In this BHR environment, we highlight the role of mixed situations where external and internal actors both participate in sensegiving. They move from the fragmented sensemaking peculiar to the Business of Human Rights and restricted sensemaking peculiar to the confidentiality of human rights issues to a more guided sensemaking approach. Considering this process's background, we propose to refine guided sensemaking with the two different forms that emerge from this study. To do so, we deep dive into how the actors recognize issues, select their meaning, retain plausible stories, and finally, what are the outcomes of this process.

Imported sensemaking. Our study revealed imported sensemaking as a first form of guided sensemaking. The key characteristic of imported sensemaking is that actors enter the process of meaning creation through diplomats controlling external initiatives. The legitimacy of the knowledge providers or critics participating in these groups is given by the diplomats. These forms of participation (mixed participation controlled by diplomats) are well recognized by MNEs' internal actors:

"I'm grateful to EDH. I had tried to see this or that NGO at the beginning. I was really interested in these people. I'd look at what they'd published, and I'd say to myself "That's great!" And except for one NGO who had received me under the table, and said to me "we've never met, no publicity." Interview with the duty of vigilance coordinator (27/5/2024).

It produces places where human rights directors are grateful to meet these actors, but also keen on challenging their legitimacy by taking the role of critics. It ends up with paradoxical situations. Such circumstances can make external actors perceive the situation as navigating through complex and ambiguous landscapes. For instance, when NGO5 presented a study that ranked companies on vigilance to a working group (12/5/2023), the four speakers were deeply challenged by the MNEs' human rights directors. The main requests were linked to methods and rigor. The NGO even recognized its *"lack of means"*. The HRDD managers who participated recognized that they need this NGO work and dialogue but they also expressed the requirement for more rigor so they can use the study internally with their management.

"You see NGO 5, I could never have met them. But their presentation was top-quality. Well, the first one wasn't so great, but the second one was good. It was a bit better because they were more prepared." Interview with the duty of vigilance coordinator (27/5/2024).

Another paradoxical outcome of these participations comes from the sense that these invited critics give. Considering the codes of these participations, they are mainly about comparing the companies or criticizing the lack of knowledge. Even in the case of knowledge providers, the ones invited to these mixed working groups mainly focus on comparing companies (with benchmarks and rankings), sharing best practices, or lawsuit updates. This differs strongly from what the hard and soft law expected the company to focus on (i.e. do no harm, risk on rightsholders) and from how the external actors in the external context give a sense of (i.e. advocacy or field-level investigations). It also differs strongly from what the exploratory interviews revealed in 2022, that is to say, NGOs request a cultural change from MNEs, not marginal upgrades or commitments. Hence, the outcomes of this imported sensemaking are biased by the external actors' need to adopt MNEs' tools, frames, and discourses when imported into such a different environment. Moreover, these external actors invited by diplomats are strongly dependent on the agenda-setting of the diplomats (who double-check the agenda with

companies in the case of working groups). Hence, the outcomes of this imported sensemaking express the tremendous role of diplomats and the potential reverse effect of weakening critics by importing them.

Colluded sensemaking. Another form of guided sensemaking is colluded sensemaking. The sensemaking has colluded when internal actors engage in sensemaking with a restricted number of external actors already known as “*critical friends*”. In colluded sensemaking, the external actors are already well-known by the companies. The tone of the discussion is friendly and inclusive. The participants are welcomed, feeling a sense of belonging.

First, the actors invited in these mixed spheres of participation, animated by internal actors, are predominantly the same ones.

“There's a kind of connivance. After a while, you find yourself saying: "Well yes, hello GroupCoordinator1, hello GroupCoordinator2, hello Union1, hello NGO3, hello Consulting4, there you go... we're all the same, so there's a kind of consanguinity... Consanguinity, which means that there's no one who can come in as a stakeholder, as 'the new kid on the block', who can rub salt in the wounds or say: "Hey, what's this all about? What about the human rights policy? Etc...” Interview with GroupCoordinator2 (9/4/2024), the names are anonymized but were said with the first names and surnames.

The GroupCoordinator2 is not part of the new Schneider Electric external expert committee. Without knowing the existence of this new committee gathering four external actors, GroupCoordinator2 named two of these four actors: GroupCoordinator1 and Union1. Moreover, NGO3 was asked to participate in the committee but refused this kind of engagement with companies (it was part of its answer, and also the case for another French MNE who made the same kind of request to NGO3).

In the configuration of Schneider Electric's external expert committee, these actors are asked mostly to endorse the role of critics (and to a smaller extent knowledge providers). They are

supposed to help Schneider Electric HRDD's direction to leave restricted sensemaking (within its steering committee) to work toward guided sensemaking, thanks to the sense these actors will give of the human rights policy.

For now, only one external expert committee meeting has happened. As it was the first one, Schneider Electric HRDD's direction gave most of the sense by explaining its business and its human rights due diligence issues, and its improvement plan. Based on a one-hour presentation, thirty minutes were then reserved for a round table where external actors discuss the agenda for the next meetings, how they want to proceed in this committee, and what Schneider needs to prepare for the next meetings. Even though Schneider Electric proposed the agenda, it was open to discussion.

From the one-on-one interviews with external actors participating in this committee, the main feedback was Schneider's lack of precision and preparedness. However, the main feeling was a positive feeling of being part of such an initiative.

"When Schneider talks to me about duty of vigilance 2.0, you see, we shouldn't kid ourselves either, they're the only ones to anticipate that. That, what we'll be asking of companies in 5 years' time is going to change a lot." Interview with GroupCoordinator1 (6/5/2024).

Hence, colluded sensemaking is a guided sensemaking focused only on a few – identified as – key actors. Because these actors are identified as key and they recognize Schneider as best in class, they participate strongly in framing the issues. In terms of meaning retention, these internal and external actors retain a 'best in class' identity. However, colluded sensemaking does not take into account the heterogeneity of external actors (including rights-holders).

"In fact, it's a bit of a joke that I sometimes tell GroupCoordinator1: "We're PowerPoint human rights experts". Interview with GroupCoordinator2 (9/4/2024).

The outcome of this colluded sensemaking is small accounts shared between a small number of actors who identify themselves reciprocally as key actors, defining and sharing what *"best*

practices” ought to be. Therefore, expertise is particularly strong, and critics are incorporated but remain weak. It results in building a “*control tower*”, as expressed by the Duty of Vigilance coordinator (10/1/2024), that coordinates aircraft pilots’ issues in the air, rather than a “*control center*” that monitors risks on the field.

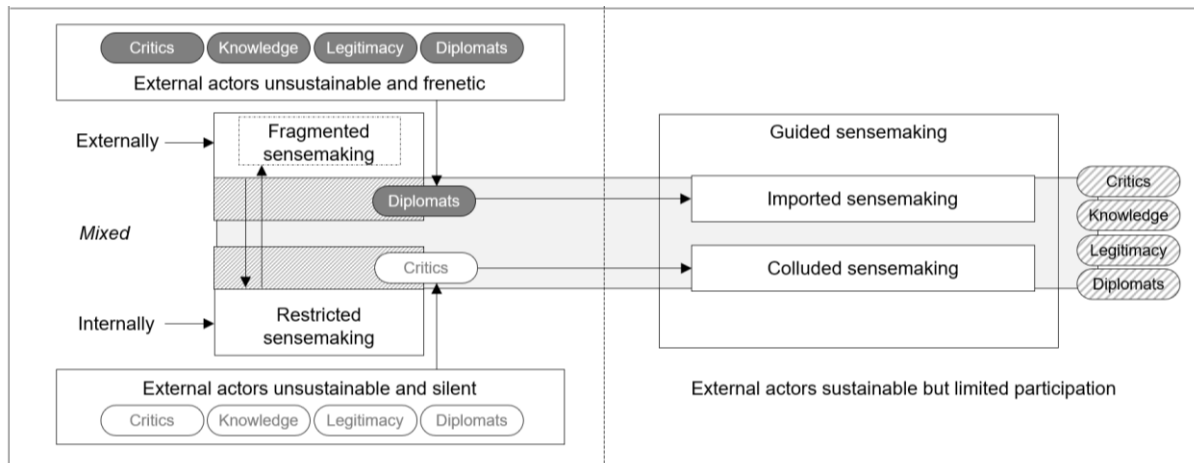


Figure 2. BHR social process of organizational sensemaking

5. DISCUSSION

Our contribution to BHR and Sensemaking research is twofold. On the one hand, this study participates in recognizing the roles of external actors in the sensemaking process of a human rights policy implementation. Thus, we clarify the dynamics of actors joining the social processes of organizational sensemaking when a company implements a human rights policy. Second, we show that guided sensemaking, while necessary to trigger mindful BHR processes, is limited to two restricted subtypes of imported and colluded sensemaking.

5.1. THE DYNAMICS BEHIND EXTERNAL ACTORS JOINING THE SENSEMAKING PROCESSES OF ADOPTING A HUMAN RIGHTS POLICY

The absence of comprehensive qualitative in-depth studies and empirical data concerning Business and Human Rights practices (Arnold, 2016) participates in not meeting the BHR objective to protect workers from potential harm caused by MNEs (Wettstein, 2021). Our research contributes to addressing this gap by delving deeper into the participation of external actors in the sensemaking process of a multinational enterprise implementing a human rights

policy. This endeavor helps in refining the nature, scope, and process of human rights implementation, thereby fostering a more holistic and comprehensive perspective of the field. Our research was driven by the investigation of the daily participation of actors in the BHR implementation process. While studying external actors' participation, we paid particular attention to how they are taken into account internally by MNEs while implementing HRDD policies. The study of the social processes of organizational sensemaking (Maitlis, 2005) bridges a critical and practical vision of internal and external actors' participation. The analysis of the sensemaking and sensegiving with a Strategy-as-Practice perspective proposes a dynamic vision of the actors' roles while implementing a human rights policy. Moreover, focusing on “a wide range of actors including those who are not explicitly identified as having strategic roles or responsibilities within the organizations” allows us to uncover, with a practice lens, how those external actors participate dynamically in the strategy process (Jarzabkowski et al., 2021, p. 4).

Our findings suggest that the proliferation of actors that emerged from the *Business of Human Rights* era (Deva, 2020), are not chaotically entering the MNE. Indeed, the present case demonstrates the processes of organizing these actors. Hence, organizations are already heading towards the more centralized form of interpretation previously expected by some BHR scholars (Partiti, 2021). However, our study shows the strong role of MNEs and diplomats in organizing such controlled and centralized processes, whereas scholars advocate for an international binding treaty as a centralized form of interpretation (Bose, 2023; Partiti, 2021).

Our results contribute to the understanding of the political role of external actors in BHR (McVey, 2022; McVey et al., 2023). It reveals four forms of external actors' participation (external animated by external actors, mixed controlled by diplomats, internal controlled by internal actors, and mixed animated by internal actors). These forms explain the dynamics through which organizational sensemaking moves from restricted and fragmented sensemaking

with external actors toward guided sensemaking. It is neither sustainable to create meaning in a frenetic Business *of* human rights environment nor in a silent multinational enterprise internal sphere. Then, two distinct locations of sensemaking characterize this first phase of meaning creation (*Figure 2*). Internally, sensemaking is restricted and controlled by internal actors, with external actors silent. Access to knowledge, critics, and legitimacy is distant. Internal actors aim to make sense of BHR's ambiguous environment with external actors, leading to guided sensemaking, which becomes *colluded sensemaking*. This is more sustainable than restricted sensemaking, as external actors are no longer silenced, though only a few “critical friends” participate. Externally, sensemaking is fragmented and driven by numerous external actors, each offering different senses of knowledge, critics, and legitimacy. Internal actors can engage in restricted sensemaking, focusing on key events, or in guided sensemaking with diplomats, known as *imported sensemaking*. This involves strong sensegiving by diplomats.

Hence, our study enriches the business and human rights literature by shedding light on the increasingly critical role of diplomats in the MNEs' sensemaking process of human rights policies adoption. By structuring the analysis of external actors' participation, we provide a deeper understanding of how the external actors influence organizational sensemaking when an MNE implements its human rights policy.

In line with Savourey & Brabant's (2021) findings on stakeholder engagement challenge, we propose a dynamic vision that addresses why MNEs fail to truly engage with external stakeholders. We encourage human rights practitioners to wonder if they want to create a “*control tower*” or a “*control center*” to identify the human rights risks posed by their companies. This guided sensemaking is expected by the current HRDD soft and hard law. Moreover, the recent court decisions in France showed that the judges also required such stakeholders' engagement. Debates on the European Corporate Sustainability Due Diligence

directive (Article 13) also warned about the risk of MNEs engaging only with experts but avoiding other actors (Kilimcioğlu, 2025).

Therefore, studying the BHR inter-organizational networks contributes to a better understanding of how BHR actors negotiate the norms. Guided sensemaking helps to integrate external actors' views on business and human rights issues. Our article gives some advanced indications on the existence of limited forms of guided sensemaking: *imported* and *colluded sensemaking*. By reading this article in the light of legal endogeneity theory (Edelman, 2016), further research could investigate the endogenization and managerialization of these external actors and, at the same time, of the HRDD laws (Barraud de Lagerie et al., 2020; Monciardini et al., 2021). Hence, this advancement has both practical and theoretical contributions. Finally, further research on the processes of actors influencing BHR could explore and compare the external actors mobilized in different companies. By doing so, it could strengthen the learning of *colluded* and *imported sensemaking* by clearly identifying the key external actors of BHR.

5.2. THE REQUISITE VARIETY OF EXTERNAL ACTORS NEGOTIATING BUSINESS AND HUMAN RIGHTS

Our contribution lies in enhancing sensemaking and business and human rights literature by structuring the analysis of the paradoxical increasing presence of external actors and their limited participation in the organizational sensemaking process. Maitlis' (2005) study took place in the neutral environment of an orchestra, which tends to be closer to small and medium enterprises than MNEs (Maitlis, 2005, p. 44). The dynamic aspect of our study allows us to refine this framework by considering the evolving relationships between a broad range of actors. Therefore, our study enriches the sensemaking literature by offering a detailed exploration of the evolution of actors' sensegiving and the emergence of guided sensemaking, while also highlighting the limitations within these processes.

Organizations facing Grand Challenges like human rights are expected to involve external actors to gain the requisite variety needed to understand the complex and ambiguous cues in their environment (Seidl & Werle, 2018). Our study highlights the tension between the need for requisite variety among actors and the necessity to maintain a manageable and sustainable process (Maitlis, 2005; Seidl & Werle, 2018). *Colluded* and *imported sensemaking* explain the process by which MNEs reduce this requisite variety. It happens when MNEs either simplify the broad environment of Business of human rights, or when the processes become controlled only internally or by diplomats.

The principle of requisite variety, which establishes that reliable organizations must match the complexity of the issues they face (K. E. Weick, 1979), is particularly pertinent in high-reliability organizations (HRO) when a diversity of actors is involved in the sensemaking process (K. Weick & Sutcliffe, 2007). The purpose of business and human rights and the UN Guiding Principle (i.e., “do no harm”) are closely intertwined with HRO literature. Indeed, high reliability is particularly crucial in extreme crises to avoid incidents. However, these situations should not be confined to extreme crises, as the increasing fragility of our world suggests (Hällgren et al., 2018). Moreover, human rights due diligence laws require companies to prevent any harm (i.e., incidents). Thus, BHR could allow scholars to answer numerous calls for expanding HRO literature to not only HRO issues, such as highly ambiguous situations or Grand Challenges (Majchrzak et al., 2007; Seidl & Werle, 2018).

Weick and Sutcliffe (2007) presented reluctance to simplify and deference to expertise as two characteristics of a mindful infrastructure for high reliability. The dynamics investigated in our study showed a tendency to simplify and the limited deference to expertise in BHR processes. Hence, our study opens discussions on the ability of MNEs to adopt a human rights policy through a sensemaking process that fits these reliability criteria. This article has strong implications for human rights practitioners as it invites them to adopt a mindful approach to the

main outcomes of their social sensemaking processes (i.e., sharing best practices and working on improvement plans). In other words, this article highlights the blind spots that practitioners encounter when they try to engage with external actors, even though *imported* and *colluded sensemaking* are more sustainable forms of sensemaking for MNEs. Further research could investigate the link between these limited forms of guided sensemaking and the proper adoption of human rights policies in practice.

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Appendices

	Internal actors	External actors	Form of participation	Roles	Outcomes
External: Animated by external actors	~1 HRDD member	NGOs, lawyers, consultants, peers	Frenetic constellation of numerous external actors animating the sensemaking process	<ul style="list-style-type: none"> • <i>Knowledge providers</i> • <i>Critics</i> 	<ul style="list-style-type: none"> • Low interpretation • No specific action
	HRDD team reports to hierarchy	UN, ILO, FIR, member of parliament	Restricted participation and animation of the external actors recognized as key by the MNE	<ul style="list-style-type: none"> • <i>Legitimizers</i> • <i>Knowledge providers</i> 	<ul style="list-style-type: none"> • Medium interpretation • Report to hierarchy, trace in the vigilance plan
	~1 HRDD member	WBCSD	Working groups on human rights and due diligence animated by a group coordinator in charge of inviting other external actors to participate in sensemaking with MNEs	<ul style="list-style-type: none"> • <i>Diplomats</i> • <i>Knowledge providers</i> • <i>Critics</i> 	<ul style="list-style-type: none"> • Low interpretation • Stand-by to see what the coalition will become
Mixed: Controlled by diplomats	>2 HRDD members	NGO3, Peers		<ul style="list-style-type: none"> • High interpretation • Coming back with questions 	<ul style="list-style-type: none"> • High interpretation • Coming back with questions
	HRDD team	UNGC, Peers, consultants, PhD		<ul style="list-style-type: none"> • Medium interpretation • Get feedback and good practices 	<ul style="list-style-type: none"> • Medium interpretation • Get feedback and good practices
	HRDD team	EDH, Peers, NGOs, consultants		<ul style="list-style-type: none"> • High interpretation • Getting a community, sharing issues 	<ul style="list-style-type: none"> • High interpretation • Getting a community, sharing issues
Mixed: Animated by SE HRDD	HRDD team and Internal CSR friends	Peers, GC1, GC2, L2, U1	Seminars controlled by the MNE's human rights direction with external actors invited in order to 'build convictions'	<ul style="list-style-type: none"> • <i>Knowledge providers</i> • <i>Legitimizers</i> 	<ul style="list-style-type: none"> • High interpretation • Positioning SE in the ecosystem
	HRDD team	GC1, GC2, L2, U1, Expert1	Formal confidential committee with external actors invited to be consulted by the MNE's human rights direction looking for critics.	<ul style="list-style-type: none"> • <i>Critics</i> • <i>Knowledge providers</i> 	<ul style="list-style-type: none"> • High interpretation • Getting feedback & insights
Internal: Controlled by SE HRDD	HRDD team and unions	U1	Internal consultations of unions at a European level	<ul style="list-style-type: none"> • <i>Critics</i> • <i>Legitimizers</i> 	<ul style="list-style-type: none"> • High interpretation • Action plan
	HRDD team and hierarchy	Peers	Internal committee on vigilance with no voice for external actors	<ul style="list-style-type: none"> • <i>Legitimizers</i> 	<ul style="list-style-type: none"> • Low interpretation • Presenting to the hierarchy
	Group	Lawyer, consulting	Internal committee on vigilance with no voice for external actors	<ul style="list-style-type: none"> • <i>Knowledge providers</i> 	<ul style="list-style-type: none"> • Low interpretation • Getting vigilance feedback

Appendix 1. Forms of participations, roles and outcomes of external actors