

COOPERATION AGREEMENT BETWEEN THE FUNDACIÓN MADRID POR LA EXCELENCIA AND THE ASIA PACIFIC QUALITY ORGANIZATION (APQO) IN RELATION TO THE 4th INTERNATIONAL BUSINESS EXCELLENCE CONVENTION

Madrid, 19th December 2011

ENTERED INTO

BETWEEN Ms Alejandra Polacci, with Spanish National ID Number 1103144H, living in Calle Velázquez number 53, Madrid.

AND Mr. Charles Aubrey, of legal age, on behalf of the Asia Pacific Quality Organization, living in the United States of America.

IN THEIR CAPACITY AS

THE FORMER, as Director of the Fundación Madrid por la Excelencia (FME), with sufficient authority to enter into this agreement, in accordance with article 26.3 of this Foundation's articles of association and in possession of the powers granted to her by the Foundation's chairperson on 2 March 2006 before the Notary Mr. Vicente de Prada Guaita, notarial record number 505.

THE LATTER, in his capacity as Chairman of the aforementioned company, with full authority to enter into this agreement,

DECLARE

I.- That the purpose of the Fundación Madrid por la Excelencia, according to Decree 78/2005 of 2 August, is the undertaking of activities leading to the promotion of business excellence in order to boost the quality of companies in the Madrid region on both a national and international scale.

II.- That article 8 of the Fundación Madrid por la Excelencia's articles of association includes the following:

8.1 The Foundation is authorised to undertake all actions necessary to best achieve its objectives as a foundation, including entering into agreements in accordance with current legislation.

8.2 The Foundation may undertake activities including but not limited to training, assessment, public awareness, helping manage projects, providing funding to improve business quality and carrying out any other activities or programmes that help encourage business quality and excellence, as well as information-based activities aimed at attracting people's attention in relation to the importance of business excellence through reports, publications, ranking lists, the granting of business excellence awards, organising courses and seminars and taking part in conferences, forums and congresses.

8.3 In order to achieve its purpose, the Foundation shall carry out its activities regardless of criteria, transparency and objectivity, ensuring and encouraging the participation of the business community and the Public Administration. **The signing of cooperation agreements with public and private entities that enable the Foundation to achieve its aims is particularly encouraged.**

III.- That on 8 February 2012, the Fundación Madrid por la Excelencia is planning to organise the 4rd International Excellence Convention titled "Starting up and Growing in difficult times". The aims of the convention are

- To position the Madrid business environment as a national and international benchmark in terms of business excellence and innovation.
- To create a forum where companies can share experiences that stand out for their innovative practice and management.
- To encourage competitiveness using the slogan "learning from the best".

IV.- That APQO agrees to collaborate with the Madrid region as a partner in the aforementioned convention in order to promote and disseminate a culture of excellence and quality in business management.

V.- That both parties understand the importance of working together in order to achieve a common goal:

- To make national and international companies aware of the importance of implementing quality management policies in order to encourage competitiveness
- To create a forum where organisations that have been given a business excellence award can share management experiences and best practice

VI.- That as a result, and in the interests of both parties, the Fundación Madrid por la Excelencia, in accordance with the terms and conditions of this agreement, shall act as organiser and APQO as partner of the 4th International Excellence Convention titled "Starting up and Growing in difficult times" and of the activities arising from the organisation of such convention.

For this purpose, the parties mutually agree to enter into this cooperation agreement, which is subject to the following

TERMS AND CONDITIONS

FIRST: Purpose

The general purpose of this cooperation agreement is to regulate APQO's contribution as partner of the 4th International Excellence Convention titled "Starting up and Growing in difficult times" which will take place on Wednesday 8 February 2012 in Madrid.

SECOND: Specific aspects

As collaborator, APQO will benefit in the following ways:

★ BRAND IMAGE:

- **Logo on promotional and informative convention materials:**
 - ✓ Leaflets
 - ✓ Programmes
- **Logo on convention signs:**
 - ✓ Signs located at the entrances to the main hall and the auditorium
- **Communications plan:**
 - ✓ Logo included in the **press dossier**
 - ✓ **Madrid Excelente Newsletter:** mention of APQO's support in the information provided about the convention in our newsletter
 - ✓ **Logo used in adverts** in the financial press/media used to promote the convention
- **Convention website:** Organisation logo included

- ★ **50 invitations** to send to interested clients, suppliers and the public

THIRD: Duties of the Foundation

Within the cooperation framework, the organiser (the Fundación Madrid por la Excelencia), commits itself to contracting the services, personnel and materials required to undertake the actions indicated in the paragraph above and to make the relevant payments for such contracts.

FOURTH: Duties of the collaborating company

In order to achieve the purpose and actions indicated in the first and second terms and conditions, APQO commits itself to the following:

- Promote the event to their associates
- Link or information with the Link to the event in the APQO's website.

FIFTH.- CONFIDENTIALITY

Both parties expressly agree to maintain the strictest confidence and not to disseminate, reveal or pass on in any way information to third parties relating to the other party that is not in the public domain and which they have had access to by virtue of this agreement, including products, systems, methodologies, technical information and equipment, data or prices. The use of this confidential information for their own benefit or that of third parties is expressly forbidden.

SIXTH: Agreement length

The agreement shall come into force on the date on which it is signed and shall run until the actions agreed in the second term and condition of this agreement have been completed.

SEVENTH: Reasons for terminating the agreement

The agreement shall be terminated for the following reasons:

1. Proven breach of agreement by either of the parties
2. Mutual withdrawal

3. Other reasons covered by the legal system

EIGHTH: Agreement Monitoring Commission

An Agreement Monitoring Commission shall be set up in order to ensure that both parties comply with this agreement and to identify future requirements that could be included in the agreement for the purpose of improving the actions taken.

This commission shall be made up of a representative from FME and a representative from APQO, to be appointed by both institutions.

NINTH: Legal framework

The legislation governing public administration contracts is not applicable to this agreement, as stipulated in article 4.1.d of Act 30/2007, of 30 October on Public Sector Contracts. The applicable sponsorship system shall be that set out in article 24 and concurrent articles of the Spanish General Advertising Act.

In witness whereof, the participants sign two copies of this agreement in the place and on the date ut supra.

Signed. Charles Aubrey



Signed. Alejandra Polacci

Signed. _____

