



CONFIDENTIALITY POLICY

Manufacturing Enterprise Solutions Association International, Inc., (“MESA”) has adopted the following Confidentiality (“Policy”) for itself and anyone associated with MESA (hereinafter the “MESA Affiliates” or “Affiliates”).

I. Introduction

MESA is a not-for-profit organization that educates the marketplace on how and why to use Manufacturing Enterprise Solutions. In fulfilling its mission, MESA is committed to conducting its nonprofit operations in compliance with the law and the highest ethical standards and with all due confidentiality. This policy does not cover every issue or situation in which information must be kept confidential, but sets forth guiding principles of business conduct expected of MESA Affiliates. This Policy should be read in conjunction with MESA’s other policies and procedures.

II. Policy

- A. MESA Affiliates should refrain from disclosing confidential information, *i.e.*, information that is explicitly identified as confidential, is copyrighted, or which reasonably should be treated as confidential due to its nature or subject matter.

Examples of protected, confidential information include attorney-client communications, confidential reports considered in executive session, non-public financial information and strategic plans. All data collection exercises involving members should follow all legal and compliance guidelines and in general, data should only be collected if it can be made aggregate and if required, anonymous and does not refer to future (and especially nonpublic) plans, prices, costs or output.

- B. Additionally, MESA Affiliates should not discuss or share non-public information on any of the following commercially sensitive matters.

1. Individual prices, rates, promotions, coverages, discounts, rebates and reductions;
2. costs;
3. profits and profit margins;
4. output and sales;
5. market shares and sales territories;
6. investment plans;
7. claims settlement practices;
8. advertising, marketing or promotion plans;
9. bidding or refraining from bidding;
10. credit conditions or any other terms of sale;
11. selection, rejection or termination of customers or suppliers; or
12. other competitive aspects of business operations.

C. The obligation of confidentiality extends to the confidential information of any subsidiary or affiliate corporation(s) of MESA.

In general, it is expected that MESA Affiliates will protect confidential information and will not disclose information and materials which are identified as confidential or which if disclosed could result in competitive harm to MESA, its Affiliates or its subsidiaries.

III. Compliance and Reporting

MESA Affiliates are expected to comply with all of the provisions of this policy as applicable and as described above. This policy will be strictly enforced.

MESA will not tolerate retaliation for reports or complaints made in good faith regarding suspected violations of this Policy. Open communication of issues and concerns without fear of retribution or retaliation is vital to the successful implementation of this Policy. MESA will take such disciplinary or preventive action as it deems appropriate or necessary to address any violations of this Policy that are brought to its attention.

Approved 2014-07-29