

Terms and Conditions of Made in the Americas Program

Endorsement and License

Your company has decided to join, as a Participating Buyer, the Made in the Americas Program (the "Program") promoted by the Inter-American Development Bank's (hereinafter "Bank" or "IDB") ConnectAmericas platform ("CA") and further described in the annex to this Terms and Conditions. The term of your participation will be of one year as of the date included below, renewable upon our written consent for an additional year. By becoming a Participating Buyer you express your company's interest in conducting the following activities:

- (i) Submit drafts of Purchasing Announcements to the CA team;
- (ii) Review, and approve or reject, as may be applicable, bids from Latin American and Caribbean ("LAC") Small and Medium Sized-Businesses ("SMEs") that apply through CA;
- (iii) Identify, in collaboration with IDB, common gaps in knowledge and capacity on the part of LAC SMEs that are seeking to become better integrated with our supply chains.
- (iv) Review and improve the quality of all Pre-existing IDB Contents (as defined in the Annex), in the understanding that any and all intellectual property rights related to such Pre-existing IDB Contents and improvements thereof shall belong to IDB.
- (v) Co-produce with the IDB New Contents (as defined in the Annex), in the understanding that any and all intellectual property rights related to such New Contents shall belong to IDB.
- (vi) Inform IDB of relevant updates and trends that should be reflected in the contents made available to SMEs through CA.
- (vii) Support the IDB in the Program's dissemination.

In addition, by signing this conditions your company hereby agrees to be subject to and bound by CA's Terms and Conditions of Use (available at <https://connectamericas.com/content/terms-and-conditions-0>) and grants the IDB a non-exclusive, royalty-free, world-wide, perpetual, license ("License") to copy, distribute, reproduce and publicly display (i) Pre-existing PB Contents (as defined in the Annex); (ii) your company's name and logo; and (iii) other branding materials identified herein (collectively the "Works"), for the purposes of giving your company a visible presence in CA as well as to promote the Program through CA and any additional promotional material. For clarity purposes the License shall only be valid for the following materials you uploaded using the webform.

We further hereby acknowledge that (i) any use of the IDB's name and/or logo is subject to the IDB's express, prior and written approval; and (ii) the aforementioned activities through which we will support the Program will be further developed by our technical teams and incorporated into a work plan.

Annex: ConnectAmericas: “Made in the Americas Program” Framework

1. About ConnectAmericas

ConnectAmericas (hereinafter “CA”) is the first social network for businesses in the Americas. It is a free, online platform designed to help Small and Medium Sized-Businesses (hereinafter “SMEs”) carry out more and better international trade and investment transactions. It was launched on March 28th, 2014. So far, 60.000 businesspeople from 102 countries have registered on the platform and 900.000 people from 182 countries and territories accessed its content.

CA allows users to connect with businesspeople from Latin American and the Caribbean (hereinafter “LAC”) and the rest of the world, and access tools and information to help enable these transactions. CA offers three core engagement opportunities: Connect, Learn and Finance.

In **Connect**, users can search for companies and get in touch with the owners or employees of those companies. Users can also join communities where they can post information about the goods or services that they are looking to buy or sell, ask questions, and share relevant information with their peers. Connect also offers information about face-to-face business events organized by our network of local partners - these include chambers of commerce, trade promotion organizations, trade associations and other public and private business support organizations.

In **Learn**, users can access free massive open online courses, trade intelligence information, business self-evaluation tools, video testimonials, articles, and information about support available to companies in the countries where they are doing business. The information about available support is in many cases uploaded directly onto the platform by the organization that provides the support.

In **Finance**, users can learn about the financial products and services offered by commercial banks and apply for those products and services by filling out a single application form accepted by all the banks that appear on CA. In this section, CA also offers information about financial support made available by the IDB, as well as a link to InvestAmericas, a new initiative by the Inter-American Investment Corporation that aims to connect investors with investment opportunities.

2. About the “Made in the Americas Program”

CA is in constant search for innovation directed at facilitating business relationships between its users. On April 2015, at the II CEO Summit of the Americas, the “Made in the Americas Program” (the “Program”) was announced with the support from Arcos Dorados, DHL, Grupo BIMBO, Grupo BRITT, Genexus and Softtek.

The Program will seek to connect SMEs from LAC with Participating Buyers from all over the world by allowing Participating Buyers to publish Purchasing Announcements on CA and participate in the design

of tools, information and support programs aimed at helping SMEs become better integrated with more demanding supply chains.

Since the Program's design and development is on-going, Participating Buyers are invited to collaborate with the IDB in these preliminary phases. The Program will begin operating with the technology already available in CA, and, based on user feedback and accumulated experience, may involve technology improvements to be carried out by the IDB.

3. Program Objectives

The Program will have three main objectives:

1. Help SMEs become better integrated with more demanding supply chains.
2. Help Participating Buyers diversify their supplier base and add flexibility and control to their supply chains.
3. Raise awareness about the importance of creating opportunities for SMEs in LAC, which constitute the vast majority of companies and sources of jobs, and the key role that Participating Buyers can play in these efforts.

4. Program Description

Made in the Americas is a collaborative Program where the IDB and Participating Buyers looking to connect with SME suppliers join forces to help these SMEs suppliers become better integrated with more demanding supply chains. The Program offers information about real business opportunities with the Participating Buyers, and tools, information and other support to help SMEs suppliers comply with the requirements of these supply chains and team up with other suppliers to meet large sourcing requests.

The Program will begin by relying on existing technology available in CA but, over time, IDB, in collaboration with Participating Buyers, may design additional technological functionalities that could be incorporated into CA's technology development priorities.

The Made in the Americas Program involves two key actors—Participating Buyers and SMEs—and operates on three main fronts: business opportunities for SMEs, SME support, and Made in the Americas Program promotion:

- **Business Opportunities for SMEs:** CA will set up a community for each of the Participating Buyers. In those communities each Participating Buyer will be able to submit Purchasing Announcements to the CA team, who will evaluate and determine whether such Purchasing Announcements may be posted in CA. Participating Buyers will be able to (i) draft the Purchasing Announcement as they consider appropriate; (ii) insert hyperlinks in such announcements redirecting users to their procurement websites (if available); and (iii) answer questions from

SMEs. Over time, CA may develop technology to improve the community functionality to better fit the needs of both Participating Buyers and SMEs, including the possibility for SMEs to team up and jointly supply large requests.

- **SMEs Support:** CA constantly produces content aimed at supporting SMEs. In addition, the IDB has numerous programs and projects designed to help SMEs become better integrated with more demanding supply chains. At the Program's early stages, the IDB and the Participating Buyers will jointly put together an inventory of existing Participating Buyer contents that could help SMEs become better integrated with their supply chains (the "Pre-existing PB Contents"). Such Pre-existing PB Contents (i) must have been produced by the Participating Buyer prior to joining the Program; (ii) may include, without limitation, documents and videos; and (iii) may be published in CA. Later on, the IDB and the Participating Buyers may produce new content, including without limitation documents and videos (the "New Contents").
- **Made in the Americas Program Promotion:** one of the key factors of success of the Program will be the number of SMEs that are on the CA platform. The fact that renowned Participating Buyers are in CA will attract new SMEs into CA. The more SMEs on CA, the more renowned Participating Buyers are expected to be interested in participating in the Program. To get this virtuous cycle started, CA plans to strongly promote and disseminate the Program throughout the LAC region. CA and Participating Buyer will jointly develop New Contents for the purpose of such promotion and dissemination.

5. Key Definitions

"Participating Buyer": firms that have been invited by the IDB to be a part of the Program and that have accepted this Framework by submitting to the IDB the signed Letter of Endorsement.

"SMEs": firms in CA that are able to join the purchasing communities. Currently, there are no filters applied by IDB relating to the size, revenues, or other aspects of the firm. Notwithstanding, IDB may develop such filtering capacities, as may be needed.

"Purchasing Announcement": notices submitted by Participating Buyers to the CA team, who will evaluate and determine whether such Purchasing Announcements may be posted in CA. These notices are used to inform community members of any goods or services that the Participating Buyer is looking to buy and may include, amongst others, (i) a description of the product being sought; (ii) volume; (iii) quality standards required; and (iv) links to external websites related to the Purchasing Announcement. There are currently no minimum information requirements for Purchasing Announcements. These announcements may include hyperlinks to external websites related to the Purchasing Announcement.

"Participating Buyer Community": communities that serve as public fora where users (Participating Buyers and SMEs) may upload information about what they are looking to buy or sell, as applicable. The Program may include the creation of communities where each of the Participating Buyers may publish Purchasing Announcements.

“Learning Tools”: the Learn section of CA offers the following five types of contents that can be used to disseminate information aimed at helping SMEs become better integrated with supply chains:

- Technical articles: these are articles written by the Participating Buyer and are available in CA. The objective of these articles is to provide practical information or guidance to SMEs.
- Articles about Non-CA opportunities available to SMEs: the main purpose of these articles is to redirect SMEs to external websites (other than the CA platform) where they can access or find information about services or tools available to them.
- Massive Open Online Courses: there are nine Massive Open Online Courses or MOOCs being offered in CA. The MOOCs are permanently open for registration. Once fifty students register for a MOOC, such MOOC begins. Under the MOOC methodology, once a MOOC is open each student goes through the material at his or her own pace. After each module the student must pass a test. After passing all the tests, the students receive a completion certificate.
- Videos: there are various types of videos available in CA. Users can find: (i) testimonials by other entrepreneurs about their experiences forming, growing and internationalizing their businesses—the focus here is on capturing the challenges faced and the ways in which these entrepreneurs have overcome these challenges—, (ii) recorded webinars where users can access presentation and the Q/A sessions, and (iii) videos by Participating Buyers where they present new trends, standards and requirements affecting imports in their countries.
- Firm Self-Assessment Tool: CA offers a self-assessment tool that evaluates a firm’s performance on six (6) performance areas: (i) competitive position; (ii) environmental and social sustainability; (iii) financial position; (iv) innovation and intellectual property; (v) marketing and client relationship management; and (vi) talent and corporate management. Notwithstanding, such tool is not intended to be nor should it be construed to provide any form of advice, legal or otherwise, from the Inter-American Development Bank.

6. Operative Guidelines

Role of the IDB

To facilitate connections between SMEs and Participating Buyers, IDB may:

- Set up communities for each of the Participating Buyers in CA.
- Inform all CA registered companies about the existence and purpose of these communities.
- Provide ongoing support to Participating Buyers’ personnel about the usage of the community functionality

To support SME strengthening, IDB may:

- Identify pre-existing IDB content designed to help SMEs become better integrated with more demanding supply chains (“Pre-existing IDB Contents”).
- Publish Pre-existing IDB Contents in CA.

- Produce and publish new IDB contents to help SMEs overcome these gaps.
- Identify and publish Pre-existing PB Contents.
- Identify, through interviews with Participating Buyers, knowledge and capacity gaps that LAC SMEs have and whether they can be bridged through the Program.

To promote the Program, IDB may:

- Send out notifications about the Program to the CA database of registered users, and network of local partners¹.
- Include messages about the Program in all press releases, press conferences, and CA presentations.
- Carry out events where CA personnel present the Program to representatives of potential Participating Buyers.

Role of Participating Buyers:

To facilitate connections between SMEs and Participating Buyers, Participating Buyers may:

- Submit to the CA team Purchasing Announcements drafts.
- Acknowledge, and approve or reject bids from SMEs that apply through CA.

To support SME strengthening, Participating Buyers may:

- Provide to the IDB an inventory of Pre-existing PB Contents.
- Identify, in collaboration with IDB, common gaps in knowledge and capacity on the part of LAC SMEs that are seeking to become better integrated with their supply chains.
- Review and improve the quality of all Pre-existing IDB Contents.
- Inform IDB of relevant updates and trends that should be reflected in any of the contents made available to SMEs through CA.

To promote the Program, Participating Buyers may:

- Publicize their own announcements of the Program and their participation in it.
- Participate in IDB led dissemination efforts throughout the LA region.
- Participate in communication efforts aimed at disseminating Program success stories.

Program work plan

With each of the Participating Buyers, the CA team will carry out the following work plan:

¹ ConnectAmericas Local Partners include Trade Promotion Organizations, Chambers of Commerce, Trade Associations, Government Agencies, and other organizations focusing on strengthening SMEs, and promoting international trade and investment.

Made in the Americas Activities

Business Opportunities

- Provide logos to IDB for community creation
- Set up business Communities for the Participating Buyers
- train personnel in the use of CA
- promote Buying Communities among CA users
- Publish purchasing announcements
- Provide ongoing support to Participating Buyer personnel

SME Strengthening

- Identify relevant contents produced by Participating Buyer
- Identify capacity gaps
- Produce original content
- Upload contents to CA
- Ongoing content updating

Program Promotion

- Disseminate MITA in CA
- Include MITA in all ConnectAmericas marketing
- Carry out launch events
- Support and participate in launch events

Responsible	Months											
	1	2	3	4	5	6	7	8	9	10	11	12
PB	■											
IDB			■									
IDB		■										
IDB			■	■	■							
PB			■	■	■	■	■	■	■	■	■	
IDB			■	■	■	■	■	■	■	■	■	
PB/IDB	■											
PB/IDB		■										
IDB			■	■	■	■	■	■	■	■	■	
IDB				■								
PB/IDB				■								
IDB					■	■	■	■	■	■	■	
IDB						■	■	■	■	■	■	
PB						■	■	■	■	■	■	

(PB: Participating Buyer)