



LEAP Operating Protocol

LEAP's Board adopted the following Operating Protocol to govern LEAP-sponsored activities and communications among LEAP members. The Operating Protocol is not intended to supplant LEAP's antitrust compliance policy, but rather is instituted for purposes of ensuring full compliance with LEAP's antitrust compliance policy. All LEAP members are expected to comply with LEAP's antitrust compliance policy fully. All LEAP members also are expected to comply fully with the following guidelines:

General Body Meetings

All LEAP general session meetings and related activities, including all face-to-face, webcast, and teleconference meetings (hereinafter collectively "LEAP General Body Meetings") shall be conducted and carried out in accordance with the following requirements:

- 1) All LEAP General Body Meetings and related activities shall be conducted in full compliance with LEAP's antitrust compliance policy;
- 2) All proposed agendas and handouts for LEAP General Body Meetings shall be submitted to LEAP antitrust counsel for review and comment in advance of meetings (preferably three or more business days) and prior to circulation to LEAP's membership and meeting attendees, for review and comment, including all written materials intended to be published or distributed at the meetings;
- 3) LEAP's antitrust counsel will attend all LEAP General Body Meetings in person on behalf of LEAP, not any individual member of LEAP, to monitor discussions and meeting activity;
- 4) Official Minutes for LEAP General Body Meetings shall be prepared by LEAP's antitrust counsel. The minutes shall be recorded by LEAP antitrust counsel and circulated to LEAP's Board for review and eventual publication to LEAP's membership. LEAP's Secretary will maintain all Official Minutes for LEAP General Body Meetings in accordance with LEAP's document retention policy and procedures. The minutes shall reflect the names, contact information, and company affiliation of all attendees;

5) All LEAP General Body Meetings will include a brief reminder and overview of its antitrust compliance policy by LEAP's antitrust counsel prior to commencement of meeting activity.

Board Meetings

All LEAP Board meetings and activities shall be conducted and carried out in accordance with the following requirements:

1) All LEAP Board meetings and activities shall be conducted in full compliance with LEAP's antitrust compliance policy;

2) All agendas and handouts for LEAP Board meetings shall be submitted to LEAP's antitrust counsel for review and comment in advance of meetings (preferably three or more business days) and prior to circulation to LEAP Board members and meeting attendees, for review and comment, including all written materials intended to be published or distributed at the Board meetings;

3) LEAP's antitrust counsel will attend all LEAP Board meetings, either in person or telephonically, on behalf of LEAP, not any individual member of LEAP, to monitor discussions and meeting activity during Board meetings;

4) Official Minutes for LEAP Board meetings shall be prepared by LEAP's antitrust counsel. The minutes shall be recorded by LEAP's antitrust counsel and circulated to the Board. LEAP's Secretary will maintain all Official Minutes for LEAP Board Meetings in accordance with LEAP's document retention policy and procedures. The minutes shall reflect the names, contact information, and company affiliation of all attendees.

Work Group Activity

All LEAP work group activity shall be conducted and carried out in accordance with the following requirements:

1) All LEAP work group activity, including meetings and communications among work group members, shall be conducted in full compliance with LEAP's antitrust compliance policy;

2) All proposed agendas and handouts for Work Group meetings shall be submitted to LEAP antitrust counsel for review and comment in advance of meetings (preferably 2 or more business days) and prior to circulation to work group members and meeting attendees, for review and comment, including all written materials intended to be published or distributed at the work group meetings, or alternatively, in absence of submitting agendas and handouts to LEAP antitrust counsel prior a Work

Group meeting, a LEAP Board member must attend the Work Group meeting to ensure compliance with LEAP's antitrust policy;

3) Official Minutes for Work Group meetings will be prepared by a designated work group member, who shall be designated in advance of the meeting. The minutes shall be circulated to LEAP's Board and antitrust counsel for review and approval by antitrust counsel. Antitrust counsel approval of the minutes must be obtained prior to scheduling the next Work Group meeting. LEAP's Secretary will maintain all Official Minutes for work group meetings in accordance with LEAP's document retention policy and procedures. The minutes shall reflect the names, contact information, and company affiliation of all attendees;

4) Any conduct or activity occurring during Work Group meetings or communications that is or appears to be contrary to LEAP's antitrust compliance policy shall be immediately reported to LEAP's Board and antitrust counsel.

Website Postings

All posting of information on LEAP's website shall occur in accordance with the following requirements:

1) All postings on LEAP's website shall fully comply with LEAP's antitrust compliance policy;

2) All web-based and related electronic communications, including email communications between and among LEAP members shall fully comply with LEAP's antitrust compliance policy;

3) All material sought to be posted on LEAP's website shall be submitted to LEAP's antitrust counsel and Board for review and comment prior to posting. No material shall be posted on LEAP's website without prior review and approval by LEAP's Board and antitrust counsel;

4) Official Minutes authored or approved by LEAP's antitrust counsel can be posted to the website upon prior approval by LEAP's Board.

Data Sharing or Information Exchange

All data contribution, sharing or exchanges of confidential, proprietary or other non-public information (or any other commercially sensitive information) between and/or among LEAP members shall be subject to the following requirements;

1) No sharing or exchanges of confidential, proprietary or other non-public information (or any other commercially sensitive information) between or among LEAP's members shall occur without prior consultation with and approval by LEAP's

Board and antitrust counsel, which approval shall be sought and communicated in writing; nor shall any sharing or exchanges of confidential, proprietary or other non-public information (or any other commercially sensitive information) occur without use of an independent third party entity for collection and aggregation should approval be extended by LEAP's Board in consultation with LEAP's antitrust counsel;

2) All data sharing, information exchange, or contribution proposals contemplating the collection, aggregation, and dissemination of confidential, proprietary or other non-public information (or any other commercially sensitive information) between and among LEAP members shall be submitted in writing for review and approval to LEAP's Board in consultation with antitrust counsel prior to any such collection, aggregation, or dissemination of such material. Further, all requests for approval shall contain a description of the proposal and the type of information sought to be collected and exchanged; however, the request shall not include any of the information sought to be collected and exchanged;

3) Any communications by and among LEAP members concerning any data sharing, information exchange, or contribution proposals contemplating the collection, aggregation, and dissemination of confidential, proprietary or other non-public information (or any other commercially sensitive information) shall be supervised by LEAP's antitrust counsel. All agendas and handouts pertaining to such communications shall be submitted to LEAP's antitrust counsel for review and comment in advance of any proposed discussions (preferably at least seven business days in advance) and prior to circulation to LEAP members and discussion participants, including all written materials intended to be published or distributed and review in anticipation of such discussions;

4) Official Minutes of meetings pertaining to data sharing, information exchanges, or contribution proposals, as described above, shall be prepared by LEAP's antitrust counsel. The minutes shall be recorded by LEAP's antitrust counsel and then circulated to LEAP's Board. LEAP's Secretary will maintain all Official Minutes for such meetings in accordance with LEAP's document retention policy and procedures. The minutes shall reflect the names, contact information, and company affiliation of all attendees.

Document Retention

All LEAP documents shall be retained as follows (categories identified at paragraphs 1 through 5 below are hereinafter referred to as "Essential Documents"):

1) All IRS tax exempt application paperwork, including LEAP's Application for tax-exempt status IRS Form 1024, the Determination Letter received from the IRS, state exemption notices received from state authorities, and annual Form 990s filed by

LEAP (collectively "Tax Exemption Documentation"), shall be maintained permanently by LEAP's Treasurer;

2) All supporting financial information pertaining to Tax Exemption Documentation shall be maintained for a period of seven (7) years by LEAP's Treasurer;

3) All charter documents pertaining to LEAP shall be permanently maintained by LEAP's Treasurer;

4) All Official Minutes authored by counsel or designated LEAP members, including all appendixes to same, shall be permanently retained by LEAP's antitrust counsel;

5) All Board resolutions approved by LEAP's Board shall be permanently maintained by LEAP's Secretary;

6) All other non-Essential Documents created by LEAP members in connection with LEAP-sponsored activities shall be maintained for one (1) year; however, all non-Essential Documents potentially relevant to any audit related to LEAP's tax exempt status shall be maintained for a period of three (3) years from the date of creation and should be discarded after such period;

7) All document retention and routine destruction in accordance with this protocol shall be immediately suspended by LEAP on receipt of any notice of pending or threatened litigation involving LEAP and all documents potentially relevant to the litigation or threatened litigation, including without limitation all electronic files and communications by and among LEAP members, shall be maintained and preserved pending resolution of any such litigation. Immediate suspension of routine document retention and destruction in accordance with this protocol shall also occur on receipt of any notice of any pending or threatened regulatory, criminal or civil investigation involving LEAP by federal or state law enforcement authorities and all documents potentially relevant to any such investigations, including without limitation all electronic files and communications by and among LEAP members, shall be maintained and preserved pending resolution of any such investigations. If document destruction is suspended under either of the foregoing circumstances, routine destruction of documents shall not be resumed without the written approval of LEAP's Board of Directors in consultation with counsel.

Applicability of Operating Protocol and Retention Procedures

The above Operating Protocol and Document Retention Procedures apply to all LEAP sponsored activities and all meetings or communications among and between LEAP members without exception.