



Building an Ethics Culture & Compliance Program through a Corporate Business Mentor-Protégé Program

17th Annual Compliance & Ethics Institute
Society of Corporate Compliance and Ethics

October 23, 2018

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Presentation Topics NORTHROP GRUMMAN

Discussion on Corporate Mentor-Protégé Programs

Case Scenario

- Mentor Company Leadership Meeting on Mentor-Project Project
- Group Discussion
- Mentor – Protégé Meeting on Ethics and Compliance
- Group Discussion

Wrap-Up

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Corporate Mentor-Protégé Program NORTHROP GRUMMAN

What is it?

- Pairing of Large Business with Small Business to assist with improvements in business operations and growth for a specific period of time

What it is not?

- Merger
- Takeover

Why have it?

- Promote the sustainability and growth of Small Businesses
- Economic & Reputational Value for both Mentor and Protégé Companies

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Corporate Mentor-Protégé Programs

Where do Mentor-Protégé Programs Exist?

- Eleven U.S. Government Agencies have Mentor-Protégé Programs
- Well-Established Model – Department of Defense Mentor-Protégé Program
- State Governments
- Private-to-Private Relationships

What are some of the Characteristics?

- Duration – 3 years or as dictated by regulation or by the Companies
- Written Agreements between the Mentor and Protégé
- Goals & Terms of the Mentor-Protégé Relationship
- Protected Access & Sharing of Proprietary Information and Intellectual Property
- Identification of Areas for Development or Improvement
- Measured Milestones throughout the Relationship

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Corporate Mentor-Protégé Programs

Government and Private Interests

- Increase Small Business Competition for U.S. Federal and State Contracts
- Development of Strong and Diversified Supply Chain Base
- Assistance in Improvement of Small Business Infrastructure
- Some Target Areas: Technical, Financial, Procurement, Manufacturing, Quality, Marketing & Sales, Human Resources

Intrinsic Benefit – Goodwill

- Continue in a Collaborative Partnership between the Mentor & Protégé after End of Program
- Pay-It-Forward Mentality for Protégé to Follow

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Promotion of Ethics & Compliance

Government Sponsored Mentor-Protégé Programs

- Language linking Government Funding to a Ethics and Compliance Requirement
- *Example:* Federal Acquisition Regulation Requirement for Business Code and Conduct and Compliance Program for Certain Federal Contracts & Subcontracts

Private-to-Private Mentor-Protégé Relationships

- No Third Party Government dictating a Framework for the Relationship
- Two Companies Decide on Explicit Terms of the Relationship
- Mentor – Set Early Expectation for Building or Improving on Protégé's Ethic Culture and Compliance Program

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Promotion of Ethics & Compliance

- Initial Dialogue between Mentor-Protégé
- Upfront Term in Mentor-Protégé Written Agreement
- Mentor Assessment of the Protégé Culture & Program
- Building the Framework – Elements
- Timeframe for Implementing Framework
- Regular Monitoring – Who Does It?
- Identification of Employee Alleged Wrongdoing - What Next?
- Reinforcement of Ethical Values and Compliance Expectations

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CASE SCENARIO

**Golden & Steelet, Inc. (G&S) (Mentor)
&
QnL AMPT Company (QnL) (Protégé)**

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Case Scenario: Fact Sheet



- Part One – Company Profiles
- Parts Two & Three - G&S Ethics Program and CEO Meeting with G&S Leadership Team
- Part Four - Group Discussion - G&S CCO Meeting with CE&A Leadership Team
- Part Five - G&S Meeting with QnL Leadership Team on Ethics Culture & Compliance Program
- Part Six - Group Discussion & Recommendations for Building Ethics Culture & Compliance Program

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THIS CASE SCENARIO IS NOT BASED ON ANY REAL COMPANIES OR COMPANY BUSINESS OPERATIONS

Case Scenario: Part Four - Group Discussion



Instruction: You are participating in the CE&A leadership meeting to develop the talking points to convince the CEO that the CE&A should be part of the mentoring team.

1. To influence the CEO's decision, what would be the talking points and underlying rationale that the CCO would present to the CEO and other individuals at the meeting?
2. Who would you want as your allies in this meeting and why?

Be ready to present your ideas to the larger group in two minutes or less.

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THIS CASE SCENARIO IS NOT BASED ON ANY REAL COMPANIES OR COMPANY BUSINESS OPERATIONS

Case Scenario: Part Six - Group Discussion & Recommendations



Instruction: From the information given at the meeting with QnL:

1. What are your concerns or issues, if any?
2. What would you propose as an initial framework to address those concerns or issues?
3. If your framework is accepted, what are your recommendations for starting and continuing the integration of the framework into the culture of QnL?
4. Bonus: What would be your best estimate on how long it would take to build an ethics culture and compliance program within QnL?

Be ready to present a summary to the larger group in two minutes or less.

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THIS CASE SCENARIO IS NOT BASED ON ANY REAL COMPANIES OR COMPANY BUSINESS OPERATIONS

THE VALUE OF PERFORMANCE
NORTHROP GRUMMAN

WRAP-UP

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Wrap-Up NORTHROP GRUMMAN

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|---|---|
| Reputational and Brand Value | <ul style="list-style-type: none"> • Deep-rooted Belief in Ethics • Compliance through Exemplary Behavior and Performance • Intrinsic and Intangible; Carries Weight for Company Success |
| Ethics and Compliance as a Focus | <ul style="list-style-type: none"> • Be Upfront • Not an Afterthought |
| Stated and Committed Goal | <ul style="list-style-type: none"> • Memorialize in the Mentor-Protégé Agreement |

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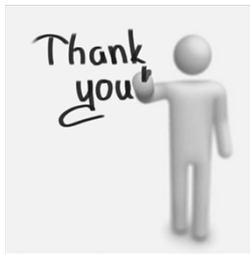
Wrap-Up NORTHROP GRUMMAN

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|----------------|---|
| Mentor | <ul style="list-style-type: none"> • Be the Model • Assess the Protégé Culture and Program; Report on Results • Identify What Internal and External Tools and Share with Protégé • Support Protégé with <ul style="list-style-type: none"> • Monitoring, Detecting & Resolving Ethical & Compliance Issues • Promoting Ethical Culture through Rewarding Demonstrated Behavior |
| Protégé | <ul style="list-style-type: none"> • Follow Lead of Mentor but Understand and Work Own Culture • Inventory both Good Areas and Gap Areas • Learn the Tools of the Trade, Seek Mentor Guidance and Follow-Through • Reinforce through Proactive Behavior and Activities |

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THE VALUE OF PERFORMANCE.

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