



401 Global Harmonization of Codes of Conduct

Crystal E. Ashby
Group Compliance & Ethics
BP plc

Paul Basson
Vice President, Europe
Integrity Interactive Corporation

Donna C. Boehme
Group Compliance & Ethics Officer
BP Plc

Jean-Claude Najjar
General Counsel & Director of Government Affairs
GE Energy Oil & Gas

Faculty Biographies

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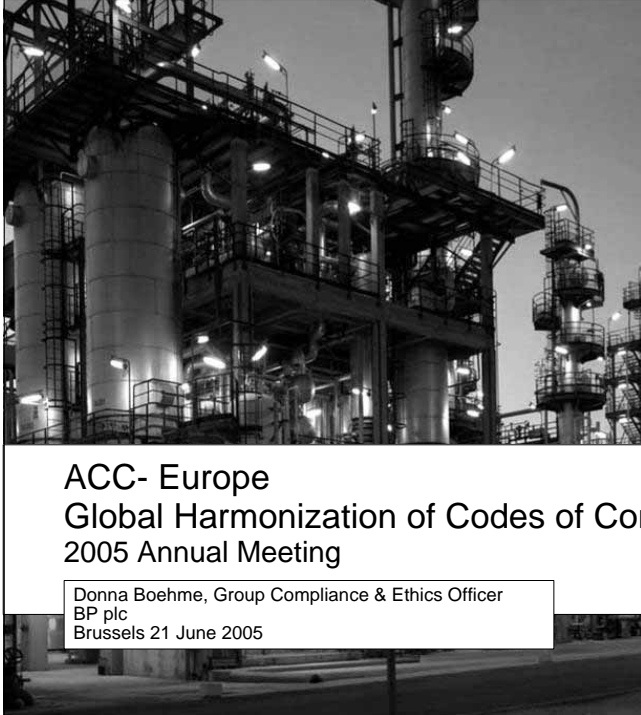
Donna C. Boehme is Group Compliance & Ethics Officer for BP p.l.c based in London since July 2003. She is responsible for the development and oversight of a comprehensive compliance capability for BP's 100,000+ employees operating in over 100 countries, including the identification of key areas of risk and the development, implementation and monitoring of the company's global compliance programme, including its Code of Conduct, reporting periodically to BP's Group Chief Executive and independent Board committees. Ms. Boehme established BP's independent group compliance and ethics function responding to the company's operations in Europe, Western Hemisphere, Asia, and Africa/Middle East/ Russia/Caspian and working closely with BP's network of over 125 senior-level Compliance and Ethics Leaders and Regional Ombudspersons.

Prior to joining BP, Ms. Boehme was Vice President and General Counsel – Global Compliance for BOC plc, the British-based industrial gases multinational, where she established the company's office of global compliance and led a senior global multi-functional and cross-business team in developing and implementing BOC's global compliance programme, "Living Our Values." Ms. Boehme started her legal career as a corporate transactional lawyer with a large Wall Street firm, specializing in mergers & acquisitions and corporate finance. She was a senior associate with Fried, Frank, Harris, Shriver and Jacobson from 1986 – 1990 prior to joining BOC as a senior transactional counsel.

Ms. Boehme is a member of the Board of Directors of the Association of Corporate Counsel – Europe and Chair of the ACC Europe Compliance & Ethics Committee, a founding member of the Conference Board's Council on Corporate Compliance, a sponsoring member of the Ethics Officers Association, a member of the Compliance and Ethics Leadership Council and a frequent industry speaker on matters of ethics and compliance.

Ms. Boehme obtained her JD from New York University School of Law.

Jean-Claude Najjar
General Counsel & Director of Government Affairs
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**ACC- Europe
Global Harmonization of Codes of Conduct
2005 Annual Meeting**

Donna Boehme, Group Compliance & Ethics Officer
BP plc
Brussels 21 June 2005



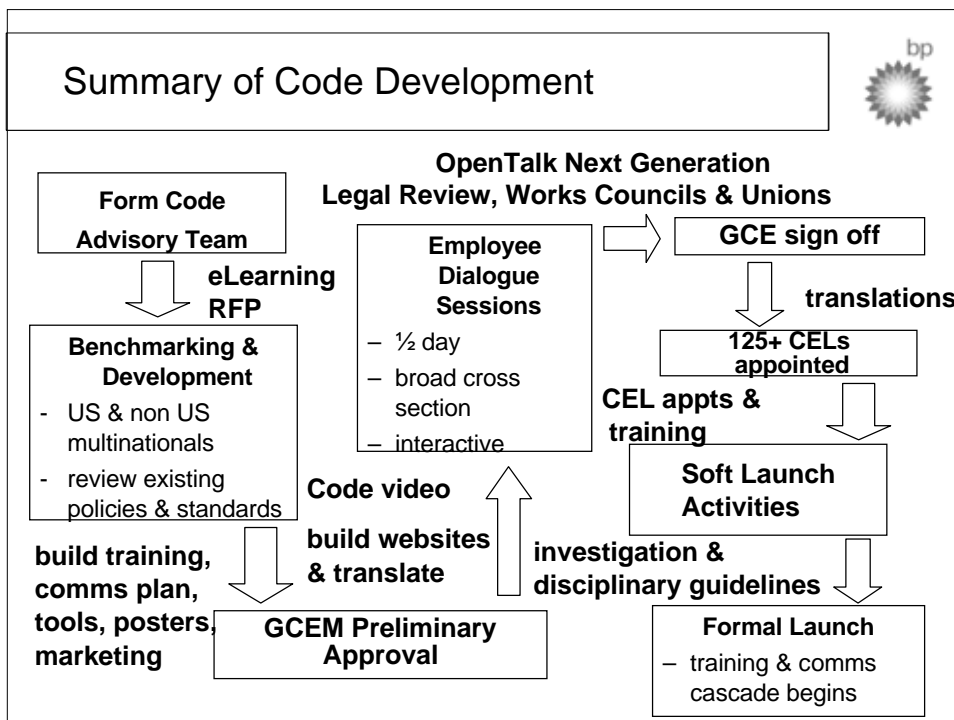
“Our commitment to integrity”
the new BP code of conduct –
launched by Lord Browne on 15 June

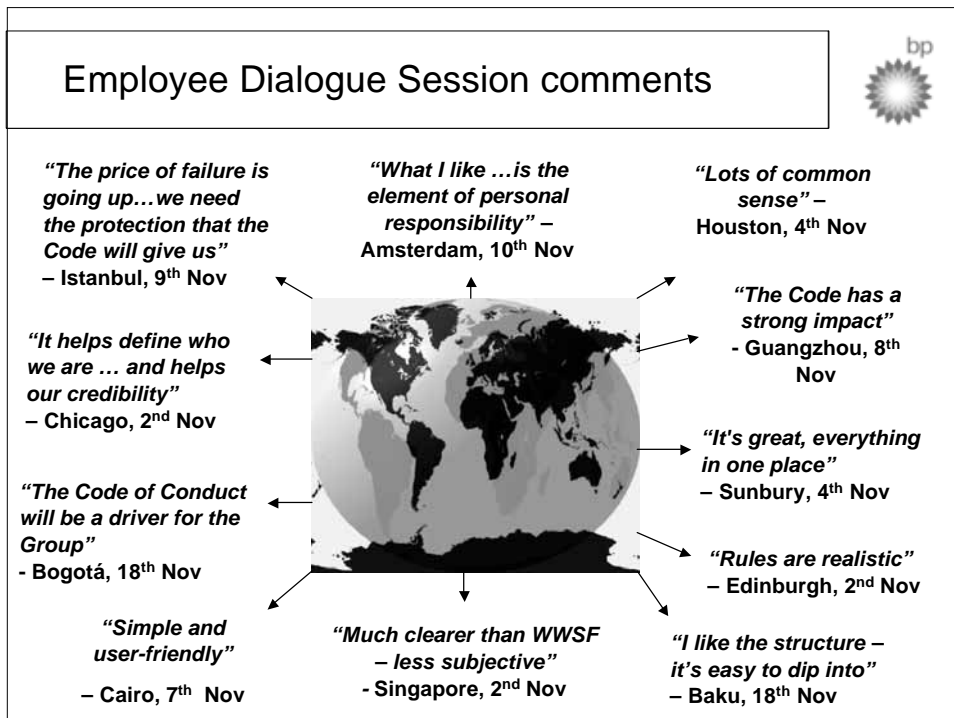
BP Code of Conduct



- Launched globally on 15 June 2005
- Communication to 100,000+ employees
- Initial distribution in 10 languages
- Live on BP external and internal websites
- Code video, also translated
- Global employee concerns line “OpenTalk”
- Robust training & communication plan

The Code is the centrepiece of BP’s compliance and ethics programme





Preparing the way- the significance of the “Soft Launch”



- Engaging senior leadership
- Training & preparing CEL network
- Engaging and training key “front lines” networks (HR, Legal, Control, Audit, Security)
- Preparing & training Functional Owners network
- Preparing OpenTalk response teams
- Preparing team leaders
- Preparing GC&E team

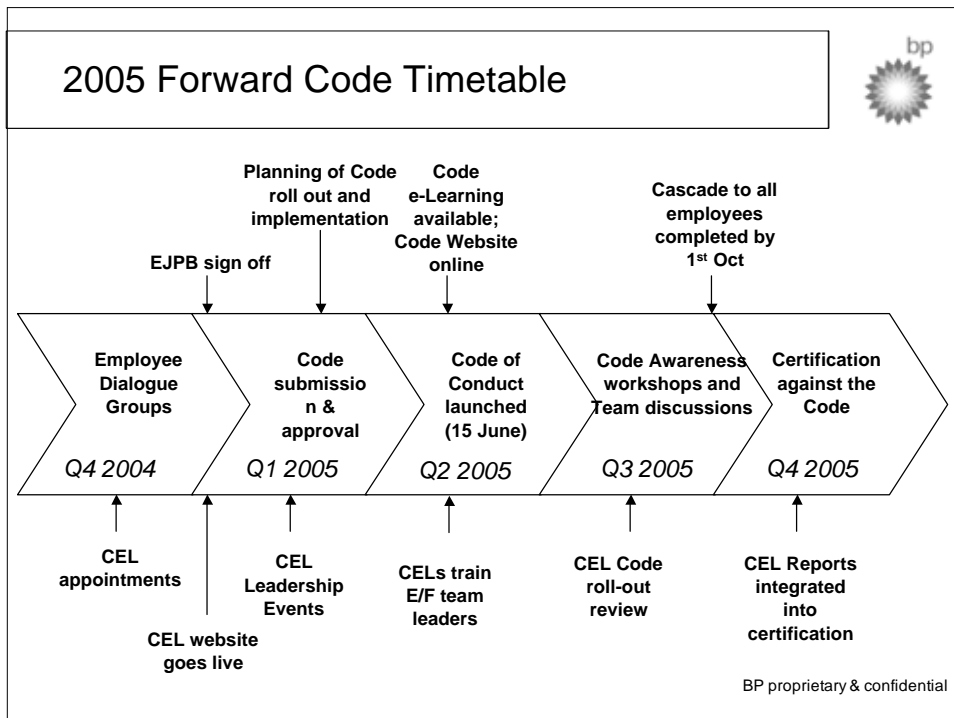
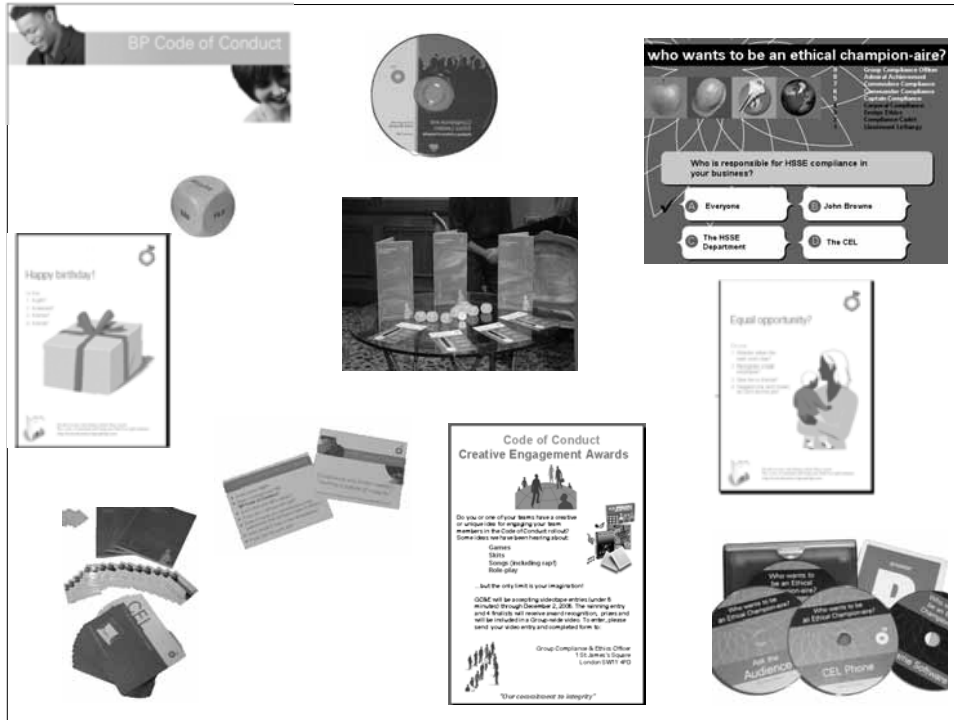
Creating a state of readiness throughout the BP group

Code products availability




	Feb	Mar	Apr	May	Jun	Jul
Code book			☆ pdf	☆ pdf	☆ ☆ Distributed to BP Group	→
Overview			☆ pdf	☆ pdf	☆ ☆ Distributed to BP Group	→
Posters			☆ pdf	☆ pdf	☆ ☆ Distributed to BP Group	→
CEL website	☆					
Code website			☆		☆	
OpenTalk website				☆	☆	
Code video					☆	☆
eLearning module				☆ Pilot	☆ Live	
Scenarios		☆				

☆ English ☆ Translated



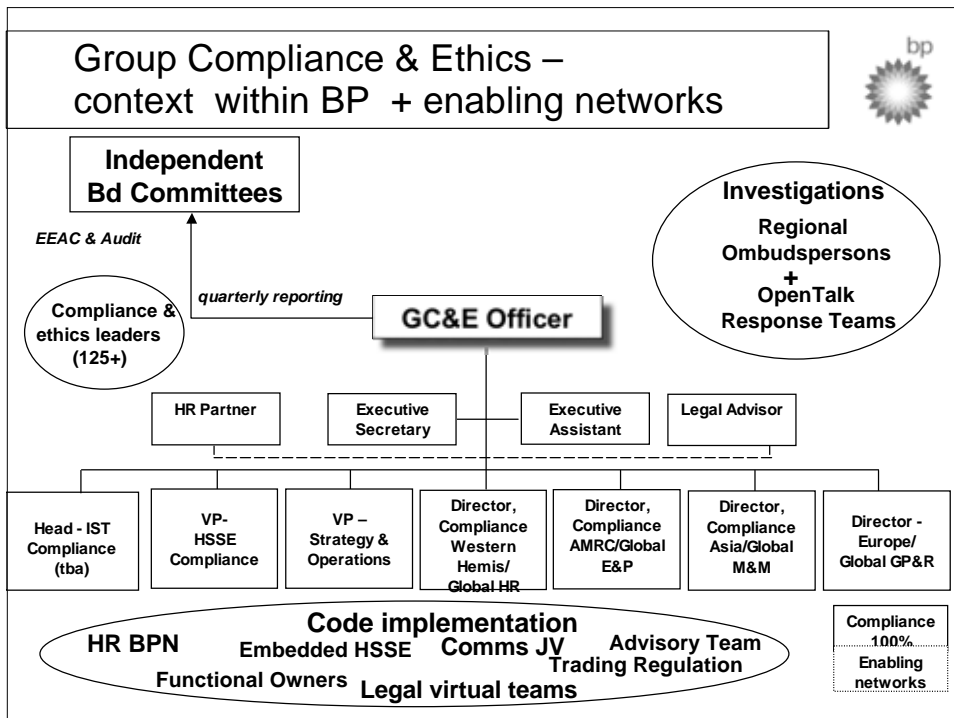
Other elements of BP programme



- Job related targeted training
- 5 compliance planning pilots in Oct 04; 2d wave in 2005
- OpenTalk global employee concerns line
- Annual compliance and ethics certification
- Group leader bonus tied to Code behaviours
- Code values incorporated into 360's
- Quarterly reporting to Board

“All members of group leadership will be evaluated on how well they live the values of the company as leaders and how well they live the code of conduct and influence people to abide by that code of conduct. ..It is at the centre of leadership. ”

- Lord Browne





GE Energy
Oil & Gas

INTEGRITÀ non ha bisogno di regole - sii onesto con te stesso.

INTEGRITY has no need for rules ... Be honest with yourself.

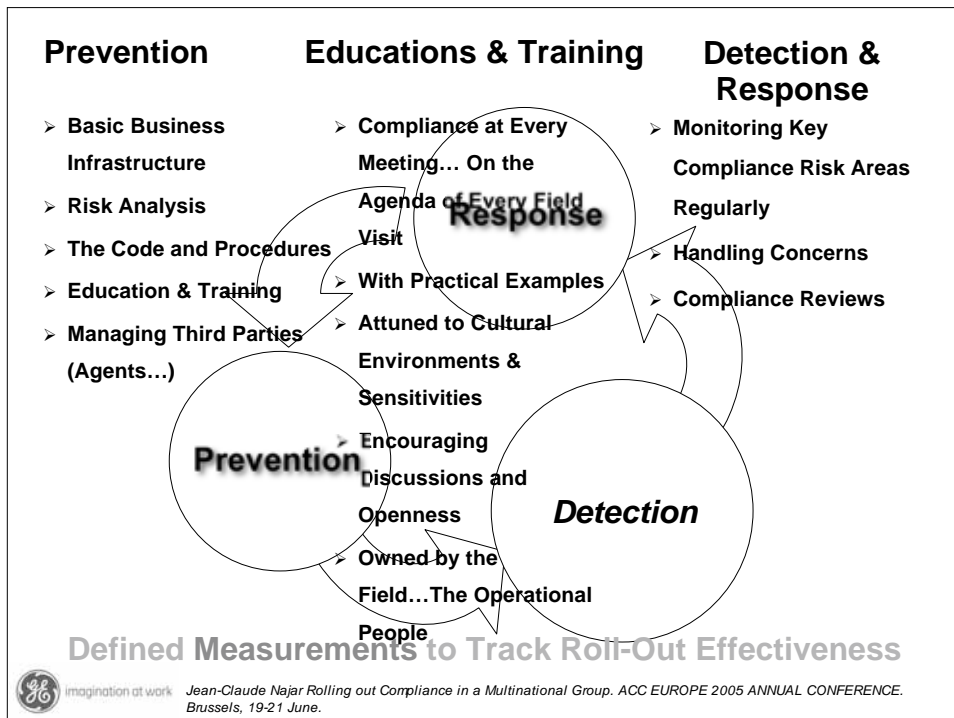
Fabio Bianchi - (Italy)

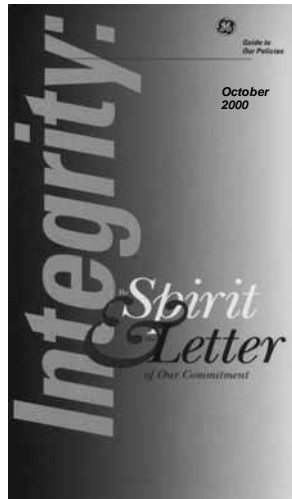
Rolling Out a Compliance Code In a Multinational Group

Jean-Claude Najar
General Counsel
GE Oil & Gas

ACC EUROPE
2005 ANNUAL CONFERENCE
Brussels, 19-21 June 2005



The GE Code: "The Spirit & The Letter" The Basics: 13 Policies in 5 Categories



Working with Customers & Suppliers

- Improper Payments
- International Trade Controls
- Supplier Relationships
- Money Laundering Prevention

In the GE Community

- Fair Employment Practices
- Environment Health & Safety
- Privacy

Government Business

- Working with Governments

Fair Competition

- Complying with the Competition Laws

Your Personal Integrity

- Controllorship & Document Retention
- Conflicts of Interest
- Insider Trading or Dealing & Stock Tipping
- Intellectual Property



imagination at work

Jean-Claude Najjar Rolling out Compliance in a Multinational Group. ACC EUROPE 2005 ANNUAL CONFERENCE. Brussels, 19-21 June.

How to Roll the Code Out

- Every employee receives a copy
- Translated in 30 languages
- Periodic acknowledgements of receipt
- Consider labor law and regulatory issues
- Part of New Employee Orientation processes
- Several levels of education / trainings based on the Code
- Integrity Awareness Days, and other field events
- Web chats (issue-specific or generic)
- Employee participation... For example, Poster Slogan Contest



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Drill Down: Address Gray Areas



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How to Drill Down... Starting from the Code & Policies, Operating Mechanisms to Make The Rules Work in Practice

- Do you ever stop to think what compliance means for your organization or function ?
- What are the practical steps you need to take to mitigate *YOUR* specific compliance risks?
- Do you regularly **assess the risks** specific to your job scope?
- Do you prepare/update adequate **guidelines** to manage the risks?



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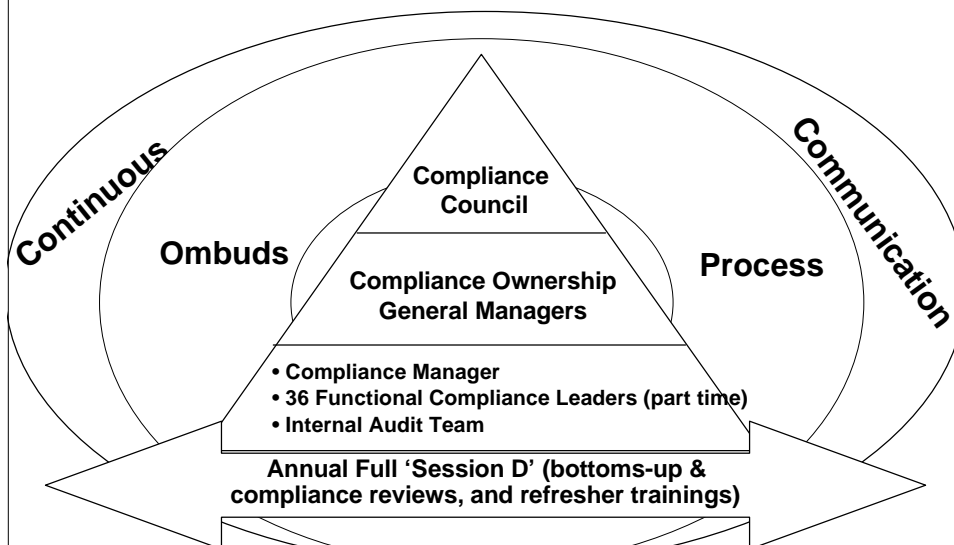
Examples Of Risk Assessment

- Do you have **travel & living reimbursement** guidelines to regulate the invitation of customers?
- Do you make sure that **content and origin** rules are respected to avoid international trade controls issues?
- To avoid competition law issues, do you have guidelines on **documenting the source of competitive information**?
- Do you (even if you are not in Finance) regularly check the **origin of payments** from your clients to avoid money laundering issues?



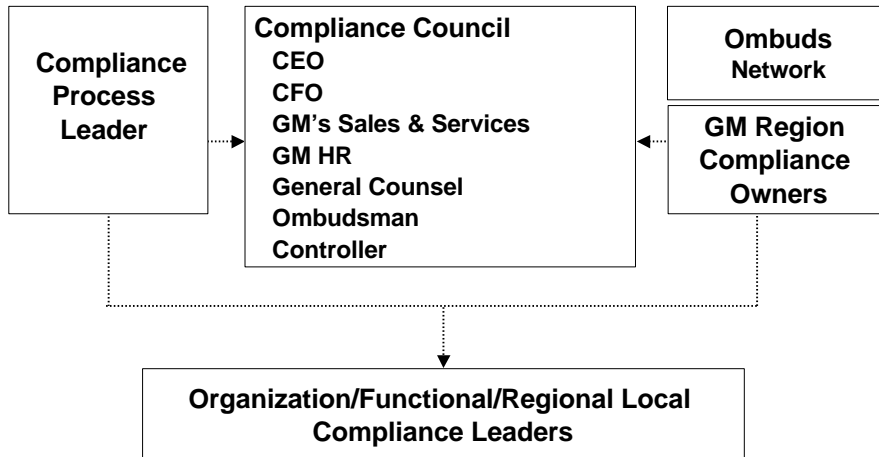
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The GE Oil & Gas Compliance Structure



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O&G Compliance Structure



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How to Communicate on Raising a Concern?



• *“I did teach my children NOT to come and tell me as soon as their brother had said a bad word... But I did teach them to come tell me immediately if their brother played with matches... or with a knife”.*

• Same thing with a company... Ignoring —not raising as a concern- a competition law violation, for example, could “burn” or “kill” all of the profits if a fine were imposed after the company were found guilty (10% of worldwide turnover under EU competition law)



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A Simple Message For Solid Foundation of the Compliance Code



If You Are In Any Way Uncomfortable With Your Story Being Told In The Press In Simple Words-Not Legalese: Don't Do It !

Avoid Impropriety...But Also the Appearance of Impropriety



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Field Ownership

- **Roll-out of a compliance code is not only sending it to every employee and having them sign acknowledgements**
- **In order to be effective, compliance (the code and guidelines) processes must be operationalized**



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Integrity Interactive

Going Global
with
Effective Training and
Communication

Paul Basson, SVP Field Operations

Going Global – The Challenges

Integrity Interactive



- The Who and The When
- Communications
- Getting the Content Right
- The Cultural Divide
- Best Practice
- Budgets
- Benefits

Integrity Interactive

Going Global – The Who and The When

Integrity Interactive



- Code for everyone...
 - The Board to the Remote Operative
 - From Supply Chain to Partners and Contractors
 - Educated to the Illiterate
 - All Languages
 - All Cultures
- 80:20...80:20.... Get Started

Integrity Interactive

Going Global - Communications

Integrity Interactive



- » **Channels**
 - Existing Hierarchy of Communication
 - Face to Face Briefings
 - e-Mail
 - Snail Mail
- » **Language of Communication**
 - Who Speaks What and Where
 - Multiple Languages
 - Cultural Differences
 - Technology Limitations
- » **Feedback Loop**
 - Issues Raised
 - Helpline/Hotline/Whistleblower
 - Local Language
 - Confidentiality
 - Non Retaliation
 - Data Protection

Going Global - the Cultural Divide

Integrity Interactive



» **Look and feel of courses**

- Language and dialogue
- Those photos...
- Audio
- Scenarios – golfing tales?
- One person's flirting is another's harassment
...the mutual respect dilemma

» **The Works Council issue**

- 'You will take this course...!' attitudes to authority
- Data Protection – adapting to stricter rules

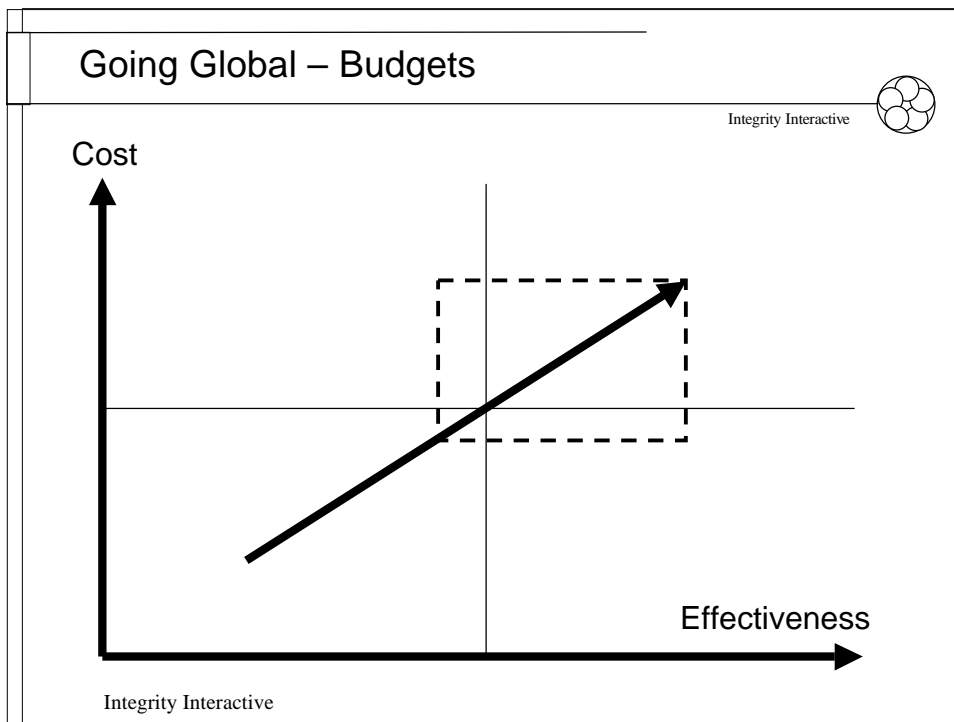
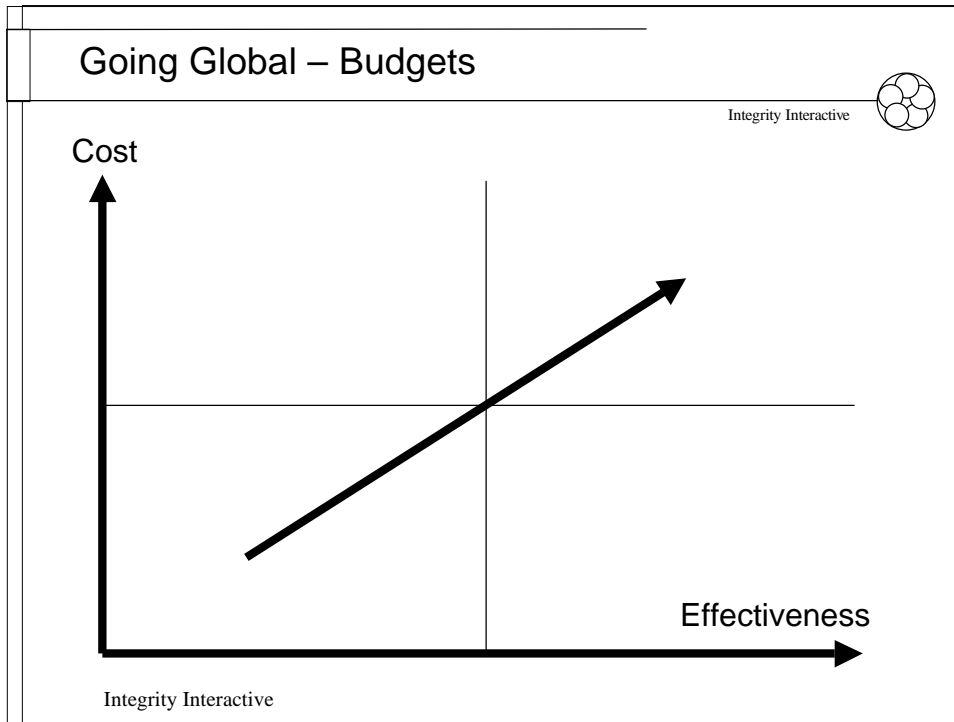
Going Global – Best Practice

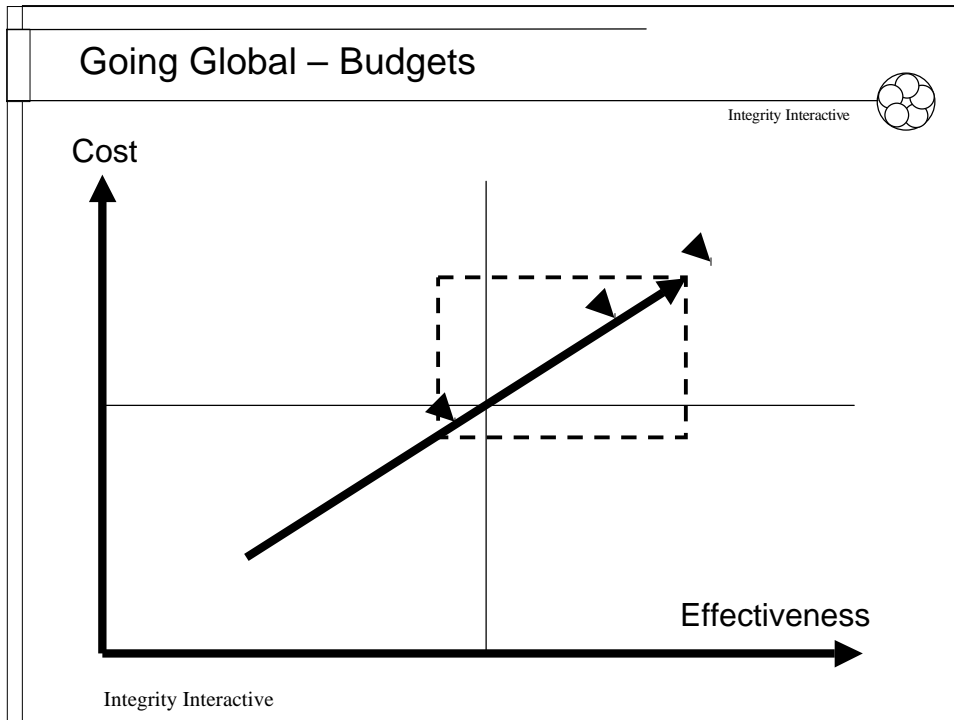
Integrity Interactive



- » Multi Cultural Versions with Common Content
- » Translating to 15+ Languages
- » Communicating Effectively
- » Training Effectively
 - Facilitated Training
 - Web Based Training
 - Self Study
- » Certification
- » Measuring and Surveying
- » Supporting Code with Targeted Risk Based Training

Integrity Interactive





- ### Going Global – Benefits
- Integrity Interactive
- The Code of Conduct is the Fundamental Building Block for Ethics and Compliance Programmes**
- » Communicates the Corporate Culture
 - » Defines common values
 - » Sets expectations for behaviour
 - » Sets minimum standards for Compliance
 - » Protects your Company and Brand
 - » Supports your Employees, Directors, Investors, and Community
 - » Strengthens Business Continuity
 - » Provides Regulatory Protection
 - » Increases Market Value
- Integrity is a Competitive Advantage**