

## **TERMS AND CONDITIONS #BEATTHEVID**

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## 1. Description and objectives of the initiative

In line with Opinno's Corporate Social Responsibility and to generate an impact on society through innovation, the aim is to help mitigate the impact of COVID-19 on citizens' lives. This is done by focusing on two areas:

Opinno's experience in the health industry, especially in the pharmaceutical and hospital sectors;

Opinno's ecosystem of innovation which provides access to a global knowledge network, thanks to initiatives such as Innovators Under 35 by MIT Technology Review and various corporate open innovation programs that we have been implementing for 10 years.

Opinno calls on its entire innovation ecosystem (open innovation call), including corporations, start-ups, research centers, universities and individuals, to respond to health challenges arising from the emergency situation. Opinno is also committed to evaluating ideas and making them available through the appropriate channels for **partners** and different stakeholders in the most agile way possible.

The objectives of this initiative are:

- To contribute to the sustainability of the national healthcare system by enhancing the value of Opinno's international innovation network and the various partners who join the initiative.
- Attract the best national and international talent that can help the healthcare system overcome some of the countries in the emergency situation.
- To bring the most impactful solutions to the different healthcare ecosystems, contributing to the improvement of the emergency situation.

## 2. About Opinno

Opinno is a global innovation consulting firm that transforms organizations through methodologies used by the world's most innovative organizations. Opinno understands innovation as a process that starts by listening to people and ends with the design and prototyping of new products and services that generate an impact on society.

After years of working with the world's most innovative organizations, the three key values that support their success have been synthesized

- An organization connected to the ecosystem, eliminating barriers to entry. Expanding the ability to capture value beyond the boundaries of one's own organization is indispensable.

- An agile organization, where cycles are shorter and uncertainty greater, reducing time from conceptualization to market.
- A customer-centric organization: the customer is more powerful than ever. The whole organization must be oriented to understand their reality and to offer them solutions adapted to their personal preferences.

Opinno's ecosystem counts on:

- more than 30,000 contacts from the innovation and entrepreneurship ecosystem
- more than 200 expert competition judges
- more than 11,700 conference attendees
- more than 120 innovation experts
- more than 600 innovators under 35 (in Latin America and Europe)
- more than 220 first level collaborating entities
- more than 300,000 readers of MIT Technology Review in Spanish and more than 500 speakers

Through Opinno's extensive ecosystem, the most disruptive methodologies and the latest trends in strategy and innovation are available to meet its clients' business objectives.

### **3. Organization and purposes**

- 3.1 The purpose of these Rules is to regulate participation in the #BeatTheVid initiative (hereinafter referred to as "the Initiative").
- 3.2 The Initiative is organized by Entrepreneur Capital S.L. with registered office in Madrid, Calle Sánchez Pacheco, No. 101 (28002) and CIF B85053353 (hereinafter "Opinno" or "the Organization").
- 3.3 The objective of the Initiative is to attract and identify partners around the world who can help solve specific healthcare challenges.

### **4. Participation criteria**

- 4.1 Be individuals of legal age, or legal entities (companies, associations, etc.) with the capacity to assume legal obligations.
- 4.2 Have full ownership of the idea and/or the right to use the intellectual property rights in the context of the proposed idea.
- 4.3 Authorize that their idea be shared in its entirety with the partners of the initiative.
- 4.4 Be able to present your proposal(s) by exclusively telematic means.
- 4.5 Ensure compliance with applicable Spanish and European legislation and, in particular, with data protection regulations.
- 4.6 Opinno, as the organizing entity of this initiative, will exclude any collaborator who violates any of the stipulated conditions. In addition, Opinno reserves the right to restrict participation at its sole discretion.

- 4.7 All members of the company/team presenting the solution must not have a criminal record.
- 4.8 Applications submitted by companies that are in insolvency proceedings will not be accepted.
- 4.9 Participating companies must be up to date with payments to the tax and social security authorities and be financially sound.

## **5. Submission of applications**

- 5.1 Contributors may submit proposals to the various challenges of the call for proposals using an application form on the website: [beatthevid.opinno.io](https://beatthevid.opinno.io)
- 5.2 The application form will be available from 27 March 2020 as an open call until further notice.
- 5.3 You may submit as many proposals for solutions as you wish to one or more of the challenges, independently of each other.
- 5.4 The information provided by the partners in their proposal must be real and true.
- 5.5 The ownership of the projects and solutions presented must be exclusive to the participating company/person, who must own the intellectual property rights.

## **6. The challenges**

- 6.1 Together with the initiative's partners and representatives of the Spanish healthcare ecosystem, Opinno has identified six (6) priority challenges for which it is seeking solutions that can be applied in the short term to help the most vulnerable groups in the face of the Covid-19 pandemic.
- 6.2 The Organization intends to help connect all existing proposals for solutions to these challenges with those partners in its innovation network who can support them with their resources and infrastructure in order to speed up their development in the current health emergency context.
- 6.3 The Opinno team will review all proposals submitted for the different challenges and select those that best meet the selection criteria (finalists). There will be no maximum or minimum number of proposals to be selected. As this selection is made, the proposals will be passed on to the partners together with the contact details of the contact person designated as the representative of the proposal.
- 6.4 Opinno will provide more detailed information about the Initiative on the following website: [beatthevid.opinno.io](https://beatthevid.opinno.io)

## **7. Selection criteria**

Opinno will review the competition entries and select the finalists based on the following criteria:

- 7.1 Time of development and delivery to the beneficiaries: the proposed solution must be able to be developed within a maximum period of 6 months. Those solutions that present a faster time of development and implementation will be valued positively.
- 7.2 Benefit and/or main focus of the aid on the following groups:
- 7.2.1 People who are among the most vulnerable in society, such as elderly dependents, people living in the same housing unit with another infected person, or people with disabilities or functional diversity, among others.
  - 7.2.2 Social agents who are carrying out critical front-line tasks in the fight against Covid-19: healthcare personnel and/or workers who provide key services (supply of basic necessities, cleaning, transport of supplies and patients, security of critical infrastructures, etc.).
  - 7.2.3 People who are coordinating the fight against the virus: emergency management and coordination personnel and/or government/autonomous decision makers.
- 7.3 Leverage on resources already available, potentially underutilized, or immediately available:
- 7.3.1 Human capital for different necessary tasks: with knowledge of laboratory techniques for PCR testing, medicine, first aid, health crisis management; engineering, design of medical devices, homologation; clothing, materials, textile manufacturing techniques; web development, of applications, of other software to support decision-making, management of resources in hospitals, warehouses, field workers, etc.
  - 7.3.2 Available elements or raw materials that can be used for new purposes, such as, for example, to build and distribute necessary goods (masks, respirators, protective suits...) and/or to distribute psychological care, logistic support, neighbourhood support, etc.

## **8. Communication of finalists**

- 8.1 If the proposal has been selected for submission to one or more partners, this will be communicated to those selected and to the partners involved in the initiative. The partners will be provided with the contact details of the proposal representative to be contacted directly by the partners to articulate the implementation of the potential solution.

## **9. Reservations and limitations**

- 9.1 Falsification and/or concealment of any relevant information concerning the submitted proposal may lead to disqualification of the participant/team.
- 9.2 The contributors guarantee that the projects will be carried out without incorporating content of which they do not have the intellectual and/or industrial property rights of third parties. In any case, participants shall ensure that the projects and their information have been submitted voluntarily to this challenge and do not infringe the rights of third parties or have all the necessary authorizations to participate in this competition; that they are not offensive or degrading, nor do they encourage violence, racism or violation of fundamental rights and

public freedoms recognized by applicable laws and the protection of children and young people, do not constitute or imply an invasion of personal or family privacy of individuals and a violation of the law, the honor of others or the confidentiality of communications.

- 9.3 Opinno may disqualify any contributor who does not comply with the rules of participation in the Initiative, provided that this is not due to force majeure.
- 9.4 Opinno reserves the right to disqualify participants/teams who submit projects with viruses or other malicious components that could damage, interfere with or violate the security of the system(s).
- 9.5 All information, documentation and data made available directly or indirectly to participants/teams by Opinno will be treated as confidential and may not be disclosed or passed on to third parties by participants/teams, nor commercially exploited. Likewise, Opinno is committed to maintaining the confidentiality of those proposals that are not selected for participation.
- 9.6 The Organization does not guarantee the establishment of a commitment of continuity with the proposal submitted or the formalization of a collaboration agreement by the partners, without prejudice to the fact that this may occur in a completely independent manner from the Organization.

## **10. Intellectual and industrial property**

- 10.1 Participants grant Opinno permission to share and use their project exclusively free of charge, without territorial limitation and transferable to other entities without limitation, in order to exercise their right to reproduce all or part of it by any means and in any form, its translation, adaptation, arrangement or any other transformation of it, in any form.

## **11. Image rights**

- 11.1 Contributors expressly authorize the capture of their image and/or voice and the transfer of their image and/or voice rights, as well as their use, editing, dissemination and exploitation, in whole or in part, in such images for use by Opinno, including their adaptation, in whole or in part, in the activity, in any medium, format or medium that Opinno considers appropriate.
- 11.2 Opinno may exercise these rights either directly or through total or partial assignment to the partners of the Initiative, as well as to third parties who, on behalf of Opinno, offer services related to the rights granted to them by the participants.
- 11.3 In as such, the collaborators expressly confirm that there is no impediment to granting Opinno the use of its image. This authorization, given free of compensation, is applicable worldwide and for the maximum amount of time allowed by law.

## **12. Ethics**

- 12.1 Collaborators agree to complying with the following requirements about the evaluation criteria and the ethics code:

- 12.2 The proposal cannot: be sexually explicit or suggestive, violent or disparaging of any ethnic group, race, gender, religious group, profession or age, profane or pornographic, contain nudity or any dangerous activity.
- 12.3 The proposal cannot promote illegal drugs or firearms (or the use of any of the aforementioned), or whatever activity that can appear unsafe or dangerous or any particular program or political message.
- 12.4 The proposal cannot be obscene or offensive nor can it support any form of hate or hate group.
- 12.5 The proposal cannot defame, misrepresent or contain any derogatory comments about Opinno, their partners, or their products or services, or other people, products or entities related with Opinno.
- 12.6 The proposal cannot contain any commercial brands, logos owned by a third party or publicize or promote brands and/or products of any kind without authorization.
- 12.7 The proposal cannot contain copyrighted materials without authorization.
- 12.8 The proposal cannot contain materials that include names, images, photographs or other indicators that identify any person, alive or dead, without their written permission.
- 12.9 The proposal cannot imply a violation or within itself be in violation of any law.

### **13. Privacy policy**

#### 13.1 Data Privacy

The collaborator accepts that their personal data will be processed by Opinno in accordance with that established in these terms and conditions and in this clause.

Entrepreneur Capital S.L. registered in Madrid, Calle Sánchez Pacheco, N.º 101 (28002) y CIF B85053353 will process information about you that are considered “personal data” and all the partners believe that the protection of your personal data and your privacy is of the utmost importance.

Opinno is responsible for the processing of your personal data, and decides why and how they are processed, which means they act as the “Data Owner.” In this Privacy Declaration, “we” refers to Opinno.

We invite you to carefully read Opinno’s Privacy Declaration that establishes under what context we are processing your personal data and explains your rights and our obligations in this role.

If you have any questions regarding the processing of your personal data, we invite you to contact us through email at: [lopd@opinno.com](mailto:lopd@opinno.com)

#### 13.2 What information do we have about you?

We can collect different types of personal data about you including the information that you provide in order to participate in the initiative, the information that can be generated during the activity, and the information that you can provide us after the activity.

If you expect to provide us with personal data about other people (for example, others interested that will join your team), you should share a version of this Privacy Declaration with the relevant people.

### 13.3 With what aim do we use your personal data and why is it justified?

#### 13.3.1 Legal basis for the processing of data

We will not treat your personal data if we do not have adequate justification found in the law for the intended purpose. Therefore, we will only process your personal data if:

- we've gained your previous consent;
- the processing is necessary to meet our legal or regulatory obligations; or
- the processing is necessary for our legitimate interests and it does not unduly affect your interests or fundamental rights and freedoms.

Be aware that, by treating your personal data based on the previous suppositions, we always try to maintain an equilibrium between our legitimate interests and your privacy. Examples of these "legitimate interests" for data processing are:

- in order to take advantage of profitable services (i.e. we can opt to use certain platforms offered by providers to treat the data);
- in order to avoid fraud or criminal activities, illicit use of our products and services, as well as the security of our IT networks, architecture and systems;
- in order to sell whatever part of our business or its assets in order to permit the acquisition of the totality or a part of our business or assets by a third; and
- in order to fulfill our corporate social responsibility objectives.

#### 13.3.2 Objectives of Processing

We always process your personal data with a specific objective and we only process personal data that are pertinent to meeting those objectives. In particular, we treat your personal data for the reasons detailed hereafter:

- manage the participation during the activity (registrations, etc.) and after the activity any other objective defined in these terms;
- conserve the data after the activity in order to invite the participant to be a part of other activities of Opinno or any of our partners in the future;
- manage our IT resources, including the infrastructure management and the continuity of the business;
- preserve the economic interests of the company and guarantee compliance as well as the creation of reports (like compliance with our policies and the local legal requirements, taxation and statutory charges, the management of alleged instances of bad behavior or fraud, and the realization of audits and defense in lawsuits);
- archiving and conservation of registration; and
- whatever other purpose that is imposed on us by the law and authorities.

#### 13.4 Who has access to our personal data and to whom are they transferred?

We are committed to not selling, sharing or transmitting in any way your personal data to a third party, except in those cases indicated in this Privacy Declaration.

During the course of our activities and for those same purposes described in this Privacy Declaration, your personal data can be consulted or transferred to the following types of recipients, in the case that they have to consult them, in order to comply with the following objectives:

- our personnel (including people and departments) and the personnel of our partners;
- our independent agents or intermediaries (if there were any);
- our other providers and service providers that provide us with products and services;
- our computer system providers, cloud service providers, database providers and consultants;
- whatever third party to whom we cede whichever of our rights and obligations;
- our consultants and external lawyers in the context of the sale or transference of whatever part of our business or its assets.

The aforementioned third parties are obliged by contract to protect the confidentiality and the security of your personal data, complying with the applicable legislation.

Your personal data can also be consulted by regulatory agents, the police, officials or courts whether international or national, or transferred to them, either when we have the obligation to do so to comply with the law or the applicable norm or when asked.

The personal data that we collect can also be processed, accessed or stored in a country different to that where our partners are located that may not offer the same level of protection for personal data.

If we transfer your personal data to external companies in other jurisdictions, we guarantee the protection of your personal data (i) applying the protection level required in compliance with the local legislation referring to the protection of data/privacy applicable to Opिनno, (ii) acting in conformity with our norms and policies, (iii) for Opिनno located in the European Economic Area (that is to say, the member states of the EU plus Iceland, Liechtenstein, and Norway, the “**EEA**”), unless stated otherwise, transferring exclusively your personal data according to the standard contractual clauses approved by the European Commission. You can request more information in relation to the transference of international personal data and obtain a copy of the pertinent protection measures implemented exerting your rights as detailed in continuation in section 6.

#### 13.5 How do we protect your personal data?

We’ve implemented appropriate technical and organizational measures in order to provide a level of security and confidentiality to your personal data. These measures take into consideration the following:

- (i) most recent technological advances
- (ii) the cost of implementation;
- (iii) the nature of the data; and
- (iv) the risk of treatment.

The objective consists of protecting them from the destruction or alteration accidental or improper, the accidental loss, the disclosure or unauthorized access and any other form of improper treatment.

In addition, when processing your data, we:

- only collect and process personal data that are adequate, relevant, and not excessive, according to those needed to meet the aforementioned purposes; and
- guarantee that your personal data are up to date and exact.

For the same objective, we could ask you to confirm the personal data that we have about you. We also encourage you to spontaneously inform us if there's any change in your personal circumstances so that we can ensure that your data is up to date.

#### 13.6 For how long will we preserve your personal data?

We only conserve your personal data during the time necessary to comply with the objective that they were collected or to meet with regulatory or legal requirements.

The preservation period is the period of the realization of the activity, plus the time until the legal actions based on the terms prescribed, unless that the legal timelines or regulations require a longer or shorter period of conservation. We will also conserve your data after the activity, unless you exert your right to elimination. After this period, your personal data will be removed from our active systems.

The collected and processed personal data in this context of a dispute will be eliminated or archived (i) as soon as we reach an agreement, (ii) once there's been a last recourse decision or (iii) the claim requires.

#### 13.7 What are your rights and how can you exercise them?

You can exercise your rights according to the conditions and limited stipulated by law:

- the right to access your personal data as it is processed and, if you believe any of your information is incorrect, obsolete or incomplete, to request its correction or update;
- the right to request the elimination of your personal data or its restriction to certain categories of processing;
- the right to retract your consent in whatever moment, without it affecting the validity of the processing before it's retraction;
- the right to present objections, in their totality or in part, to the processing of your personal data; and

- the right to request its mobility, that is to say, that your personal data that you have provided us can be returned to you or to the person selected in a structured, habitually used, and machine legible format, with no impediment on our part and in accordance with the confidentiality obligations.

If you have any question or you wish to exert the aforementioned rights, you can send an email to [lopd@opinno.com](mailto:lopd@opinno.com)

In any case, you also have the right to present a complaint to the data protection authorities, in addition to your aforementioned rights.

#### 13.8 How will we inform you about any changes in our Privacy Declaration?

Whatever future change or addition to the processing of your personal data as described in this Privacy Declaration will be communicated beforehand through an individual notification through our normal communication channels (i.e. through email or through our web page).

## **14. Publication**

These terms will be published since the beginning and throughout the initiative on the following web page: <https://beatthevid.opinno.io/>

## **15. Acceptance of the terms and conditions**

- 15.1 Participation in the Initiative implies the express and complete acceptance of these rules by the participants / teams. Opinno reserves the right to interpret and / or modify the bases of the Initiative, at any time, and even cancel it for a justified reason. In any case, Opinno undertakes to communicate the modified conditions or, where appropriate, the cancellation of the Initiative as a whole, so that all participants have access to this information.
- 15.2 By participating in the Initiative, participants agree to accept and respect, in all terms, the Organization's decisions on the selection process, expressly renouncing any claim regarding these decisions.
- 15.3 Opinno reserves the right to make changes to the operation of the Initiative at any time and / or end it in advance if necessary for a justified reason, where any liability may arise. If there is any change, it must be properly communicated.
- 15.4 For the knowledge of any dispute that may arise regarding the interpretation or application of these bases, Spanish law will apply. Both the Company and the participants, teams and assistants agree to submit their dispute to the competent Courts and Tribunals of the city of Madrid.