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Syngenta Confidential

Request for Proposal

Statement of Work

The Syngenta Crop Protection Legal Department intends to select one agency for public relations, issues management and possibly paid media, as appropriate, for support in connection with atrazine, a corn herbicide which is currently the subject of litigation in the Midwest, ongoing attack from activists and inquiry from the news media and others (the "Atrazine Issues Management"). The current litigation is a potential class action case or multistate litigation primarily in the Midwest.

Atrazine is an important product of Syngenta Crop Protection, and the company is the leader in crop protection products (by market share) in the U.S.

The chosen agency will develop a 12-18 month plan for a public relations and issues management strategy to protect and promote the Syngenta brand and atrazine herbicide in light of the Atrazine Issues Management concerns, including communications with respect to litigation. A key concern is the potential for more restrictive federal and/or state regulations and legislation of this and similar products (these products are already among the more heavily regulated marketed products). This would reduce our Freedom to Operate.

Scope of Work

Following is a summary of activities the selected agency will be expected to undertake during the course of the engagement, either on an ongoing basis, or as needed. This is not an exhaustive or definitive list but, rather, a set of minimum expectations. The successful agency will provide concrete examples of success in the following areas of their proposals.

- **Strategic communications counsel:** The successful agency will demonstrate the ability to add significant value as a key advisor to the organization. Of particular value in this assignment are insights and experience in the areas of:
 - issue, reputation, and crisis management;
 - "first strike" mentality and rapid response media expertise
 - third-party/ally cultivation and development;
 - leveraging academic and opinion research;
 - development of effective, persuasive themes and messages;
 - strategic planning;
 - and the use of objective metrics to monitor performance.
- **Primary research:** Agency should have the ability to conduct targeted, primary research to determine strategy and approach with key audiences.
- **Social media development and management:** As an area of increasing importance, creative and effective experience in the use of digital media as a communications tool will be required. The successful agency will have demonstrated experience using social media and other web-based applications in all forms for the benefit of advocacy, working to advance and elevate issue positions, not products. This also includes traditional Website design and creation.
- **Media relations:** The agency will serve as the direct support for our in-house legal and communications professionals and, as such, must have the demonstrated ability and capacity to deliver sustained and coordinated visibility at national, state and local levels. Credentials should include experience with print, broadcast and digital and

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emerging media on behalf of clients with comparably complex, long-term goals. This includes general monitoring, analysis, trend identification, and message development. A team should be oriented for "first strike opportunities" and rapid response actions.

- **Third-party spokesperson development:** Syngenta recognizes that third parties need to be nurtured well in advance of when they may actually be needed, especially in a crisis situation. The organization also needs a network of general, everyday "go to" sources comprising civic and opinion leaders, community-based organizations, non-profits, advocacy groups, and others who recognize and appreciate the essential nature of our industry and all of its applications and benefits. There are times that the organization cannot move quickly enough to respond, or other sensitivities preclude it from doing so. The agency should demonstrate its ability to recruit/cultivate and manage the relationships of those who may speak for us when appropriate.
- **Media buying in embattled states (cost permitting):** The program should have the flexibility to shift as rapidly as the litigation and regulatory climate. The agency should be able to undertake local and sometimes regional media-buying activities, be experienced in planning and directing issue advocacy advertising campaigns and be knowledgeable of relevant publications and broadcast media, their audience influence, and strategic value. Advertising dollars must be made to go as far as possible and a well-reasoned, targeted approach is highly valued. This includes digital media.
- **Staff support:** The scope and scale of the project may require significant staff support and the agency is expected to have the capacity to provide such support as needed and directed.
- **Existing Advocacy Websites**
Various advocacy Websites would become the responsibility of the agency for any future design, content and navigation. The agency also will be expected to develop and manage a stakeholder/ support network database as well as maintain a current database of news and trade media for clips. This would include strategic assessment and management of www.atrazine.com and www.atrazinefacts.com to reflect developing scenarios.

Audiences

Primary:

Media
Potential Jurors/Citizens of Illinois and other targeted states
Employees
Farmers
Retailers/Distributors
Ag industry groups
Town/city officials
University researchers

Secondary:

State/federal legislators
State/federal regulators
Public health officials
Community Water Systems

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Company background

Syngenta

An industry leader, Syngenta Crop Protection is committed to meeting the increased demand for food, feed and fuel. Our vast portfolio of products helps growers control the weeds, insects and diseases that threaten yield on farms across America. Through an investment of more than \$2.6 million-a-day in research and development, we continue to bring novel products to market and improve the quality of our lives – with an eye on long-term productivity of the land and protection of the environment.

Atrazine

Atrazine is a selective corn herbicide that has been used successfully by farmers to kill grasses and broadleaf weeds for more than 50 years. For information about atrazine, see www.atrazine.com.

Agency Presentation

Agency presentations will be conducted in Greensboro, N.C., September 28 – 30, 2009. Agencies are asked to submit written proposals for advance review by September 21. Agencies will be contacted with assigned times and dates for in person presentations in Greensboro the week of September 21. Though each agency may bring anyone necessary to conduct the presentation, Syngenta requires that it meet and interact with those people responsible for servicing the account on a day-to-day basis—particularly the senior-most strategist in charge of the overall account and project.

Each agency will be allotted a total of 90 minutes – 60 minutes for presentation and 30 minutes to answer questions. Syngenta will provide the following presentation equipment in the designated conference room: LCD projector, TV/VCR/DVD player and flip charts. Agency presentations should be sure to include the following:

- A plan for overall reputation preservation and freedom to operate specific to atrazine in light of the Atrazine Issues Management concerns. The plan should include:
 - Media strategy, including print, radio, social and TV, if appropriate and within budget
 - Community involvement strategy
 - Third-party/ally recruitment and deployment
 - Strategy for legal communications and scenarios
 - Suggestions on primary research, if deemed necessary
- Ability to assess and respond to various scenarios that will impact reputation and freedom to operate. Be sure to address:
 - Possible counter moves company should be prepared for
 - Case studies of previous work done that relate to class-action and/or multistate litigation and reputation issues management
- National level perspective with ability to home in on localized events and markets
- Recommendations for building the Syngenta brand with positive emphasis on the contribution of atrazine

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Proposal Format

To facilitate review and comparison of proposals received, agencies are asked to organize their response documents as follows:

1. Agency description. Briefly describe your firm, including its practice areas, key clients, recommendation testimonials when available, organizational structure, headcount, and office location(s).
2. Qualifications. Describe in detail your firm's in-house capabilities, and provide a review of recent and/or current work with similar size, complexity, and requirements. These case studies should:
 - a) demonstrate successful experience developing and implementing long-term, multifaceted public affairs campaigns with similar budget levels;
 - b) illustrate your firm's experience in understanding, reaching out to, and establishing two-way communications with a highly diverse audience on multiple issues in a way that produces measurable desired changes in both opinion and behavior;
 - c) showcase the establishment/preservation of an effective brand identity/equity and image for a complex public interest issue; and
 - d) document your firm's experience in developing strong, issues-based social media/digital media programs that are capable of integrating grassroots coalition networks;
 - e) define how you measure program success and client satisfaction in each of the above.

3. Situation analysis. Identify and briefly assess the primary reputational challenges facing Syngenta and atrazine and what role a public information/education and awareness campaign can realistically be expected to play in addressing them, using the channels identified here, as well as any other pertinent ones. Describe your approach to developing a strategic communications program and how strategy determines which tactics are relevant to a given audience. Your proposal should assess what the other side's strategy might include.

4. Scope of work. Discuss in detail how your firm would approach both "Atrazine Issues Management" and specifically the pending litigation. As needed for illustration, include examples of relevant previous and/or current work in task/activity category. It is not expected that your response to this proposal will produce a final plan. It is expected, however, that your response will share the insight and ideas to give us confidence in your abilities (e.g. capabilities, experience, strategic and tactical insights) to be our partner.

5. Staffing. Describe how your firm would organize and staff this project, including a discussion of anticipated roles and responsibilities of both dedicated and as-needed personnel. Identify and provide professional biographies of key staff that will be accountable on a day to day basis.

6. Budget estimate. Using as a guideline the estimates provided in this request for proposal (and keeping in mind that, like the scope of work described, these estimates are subject to change); briefly outline your firm's estimated budget projection (based on a 12-month program). This should include labor, production, and out-of-pocket costs, to the extent that they can be identified at this point. Proposals will be considered on how the agency will deliver maximum value for the fee arrangements. Given the current and rapidly shifting

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economic climate, agency should submit a flexible program budget that can accommodate a 15% reduction, while still achieving outlined activities and results. Note that these projections are non-binding and will be used solely for comparison purposes in evaluating proposals received; a final budget for this assignment will be developed and agreed upon on execution of a contract.

Conflict of Interest

The agency must disclose any accounts that it currently services which may be perceived to be a conflict of interest. The agency should also identify any prior work it has performed, or proposals it has submitted, for Syngenta or any of its divisions or prior incarnations.

Confidentiality

In no case should confidential information be included in the proposal unless a prior confidentiality agreement has been executed with Syngenta.

Preliminary Project Budget

It is expected that during 2010, the Syngenta project spend will be approximately \$300,000-\$500,000.

The agency will service the Syngenta account on a project basis only. If it is deemed appropriate that a retainer fee is necessary, then please explain in detail the rationale in the RFP response as well as during the presentation.

Submission and Selection Process

Syngenta is not responsible for any costs incurred by you in the preparation of your response to this RFP. Syngenta reserves the right to accept or reject any proposal without the assignment of reasons for doing so. Syngenta views the chosen proposal as a starting point for jointly developing a detailed scope of work and project plan. Proposals must be received no later than close of business September 21, 2009, and addressed to: Alan Nadel, Esq., Syngenta Crop Protection, 410 Swing Road, Greensboro, NC 27409, phone 336 632 6492.

Please deliver four hardcopies as well as an electronic copy. Finalists will be asked to make an in-person presentation to Syngenta staff and will be provided instructions and a suggested presentation format when they are notified; the presentation will take place in Greensboro, NC, September 28 – 30, 2009. A specific date and time will be communicated to agencies during the week of September 21. A selection will be made shortly thereafter, and the agency should be prepared to begin work within two (2) weeks from notification of selection.

Please contact Sherry Duvall Ford at 336 632 6107 by Monday, September 14, if you intend to participate in this RFP process.

Thank you for your interest.