<u>Confidentiality</u>

CAMPUS℠
MANAGEMENT

Policy & Procedure

Engagement Parameters: Non-Standard Business Hours

1.0 Overview

This policy and procedures document establishes the engagement parameters for the performance and **delivery of Campus Management Corp. ("Campus Management") Enterprise** Software Services to the Customer during non-standard business hours under the Professional **Services Agreement ("PSA") or similar service engagements. Non**-standard business hours are defined as: weekends, holidays, and holiday weekends. This document will explain the:

a. **"Standard set of services"** planned to be delivered during non-business hours, and

b. Procedure for requesting and approving services to be performed during non-**standard business hours that are not identified in the "standard set of services."**

Note: External distribution of this policy document to Campus Management's Customer and third-party vendors is permitted. This policy is the Confidential Information of Campus Management. This policy may be updated by Campus Management from time to time, a copy of which shall be made available. Customer may not modify this policy, unless the parties have expressly referenced policies for "non-standard hours" in a mutually executed SOW, Exhibit, or Addendum to the PSA. A waiver of the policy by Campus Management on any event shall not be deemed a waiver of the policy on any other events.

2.0 Definition of Non-Standard Business Hours

Non-standard business hours are defined as:

1. Weekend Hours: Saturday and Sunday (12:00am Saturday through open of business Monday morning).

2. Holidays: Martin Luther King Jr. Day, Memorial Day, Fourth of July/Independence Day, Labor Day, Thanksgiving Day and the Friday following Thanksgiving, Christmas Day, New Year's Day

3. Holiday Weekends:

   a. The Saturday and Sunday either preceding Memorial Day, and Labor Day;

   b. The Saturday and Sunday following Thanksgiving;

   c. If any of these holidays occurs on a weekend, then Monday or Friday (as **determined by Campus Management's policy for closing its corporate headquarters)** immediately preceding or following such holiday weekend.

Note: All times are local to the Campus Management corporate office in Boca Raton, Florida.

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3.0   Definition of the "Standard Set of Services"

Based on the current implementation methodology for CampusVue® Student and the suite of ERP products, only the following tasks are considered the "standard set of services" which may be scheduled during Weekend Hours. For these "Standard Set of Services," Customer does not need to submit a request for a policy exception.

1. Product Go-Lives

    a. CampusVue Student Go-Live:

        i. Delivery of the final "Go-Live" spin

        ii. Validation of the "Go-Live" spin

        iii. Upsize of the final spin into the Production Environment

        iv. Validation of Production Environment and confirmation to commence business operations

    b. CampusVue® Portal, CampusVue® Finance, HR & Payroll, Talisma® Fundraising, Talisma® CRM, CampusVue® e-Learning Solutions Go-Live:

        i. Validation of Production Environment and confirmation to commence business operations

Note 1: In the event that a planned go-live commences and weekend work is initiated, and then during the go-live process the decision is made not to upsize to Production (i.e. cancel the go-live), then the request for another weekend go-live for the same campuses must be submitted through the process detailed in Section 4: Protocol for Requesting Exceptions to the Policy.

Note 2: Product Go-Lives will not be scheduled for Holidays or Holiday Weekends. This exclusion applies only to the Holidays and Holiday Weekends defined in Section 2 of the document. If Customer has other Holiday Weekends not listed in Section 2 (i.e. Columbus Day, President's Day), a go-live may be scheduled to occur over those weekends.

2. Post Go-Live / Production Support for Priority One Issues

    a. With respect to each Licensed Product, refers to the period of performance prior to the (i) transition of the Customer to Support and Account Management (pursuant to an applicable CampusCare® Maintenance and Support Agreement) with respect to such Licensed Product and (ii) prior to the Implementation Product Acceptance or Letter of Acceptance with respect to such Licensed Product, as applicable.

        Note: After close-out of the relevant SOW and/or PSA, the Customer will be transitioned to Support and Account Management, pursuant to a CampusCare Maintenance and Support Agreement, which contains rates for non-standard hours and services post implementation.

    b. Task work required to research, identify, and resolve a "Priority One" Issue. The request requires immediate best efforts action and no feasible workaround exists.

        i. Definition of Priority One / Showstopper Issue: The Error results in (a) extremely serious interruptions or outages to Customer's Production system and has affected a significant portion of the user community or (b) errors in critical business functions that will result in loss of data or data corruption, or material revenue impairment.

4.0   Procedure for Requesting Exceptions to the Policy

In the event either the Customer or Campus Management believes critical project task work must be completed during non-standard business hours, as defined in Section 2, and in **exception to the "standard set of business hours," as presented in Section 3 of this document,** then the following procedure for requesting and scheduling services must be followed:

1. Customer documents the task work to be performed and business impact of not performing this work.

2. This documentation is provided to the Campus Management Project Manager and Project Sponsor. Requests for task work must be received two business days in advance of the date on which the work is being requested to be performed.

   > Note: In the event, proper notice cannot be provided, Customer should contact the Project Sponsor to evaluate options.

3. Campus Management Project Manager and Project Sponsor present the request to the Campus Management Sr. Director of Implementation Services, Sr. Director of Consulting Services and Vice President, Professional Services for consideration. Decision Points / Evaluation Criteria encompass:

   o Business Impact to Customer (financial, operational, etc)

   o Availability of key Customer resources

   o Availability of key Campus Management resources and their personal commitments

   o Availability of a workaround solution

   o Ability to control / contain issue

   o Identification and feasibility of alternative responses during standard business hours

   o **Campus Management's accountability**

   The management team will reach a decision, and the results will be communicated back to Customer via the Campus Management Project Manager. Campus Management will work to provide the Customer with a response within one business day of receiving the request.

4. If the Customer does not concur with the rendered decision, a conference call with be scheduled with **Customer's Executive Management / Project Sponsor and Vice President, Professional Services** for further discussion.

5.0   Contract Impacts: Change Order Process

If the initial Statement of Work did not address the work to be performed, then a separate Change Order will be drafted to address the following:

- Scope of services performed

  o Document scope in Change Order

  o If additional out of scope items arise for completion during the period, then updated documentation must be submitted by the Customer Project Sponsor to the Campus Management Project Sponsor for approval.

- Resource availability during the period of performance

- o Times of Availability
- o Minimum number of "down-time hours" for every eight-hour set of "working/on-call hours" (i.e. Provide six hours of rest for every 10-12 hours working or on-call)
- o Other limitations may apply under applicable labor laws, in the reasonable discretion of Campus Management
- Pricing for all Labor Categories
  - o Categories may include, but are not limited to:
    - Executive Sponsor / Project Director
    - Project Management
    - Data Conversion Business Analyst
    - Solutions Architect
    - Implementation Consultant
    - Developer
  - o Pricing is dependent on the type of event being supported:
    - Standard Set of Services (i.e. Planned Go-Live and Post Go-Live / Production Support for Priority One Issues)
      - 100% Contracted Rates
    - Policy Exception:
      - Weekend: 150% Contracted Hourly Rate
      - Holiday : 200% Contracted Hourly Rate
      - Holiday Weekend: 150% Contracted Hourly Rate

Note for Full Time Equivalent (FTE) resource model based Engagements: If Customer has engaged Campus Management for FTE resources, as opposed to T&M, then Customer acknowledges that pricing for such FTE resources shall be calculated as set forth herein above based on Campus Management's then current rate sheet.

Note for Urgent Matters: To the extent there is insufficient time for the parties to enter into a formal Change Order prior to commencement of the work, the parties agree to cooperate and may rely in good faith on written e-mail correspondence from the Customer confirming its authorization of Campus Management resources to provide such services during non-standard business hours, and this policy and the price terms herein shall apply.