REQUORDIT INC

Sales Office: 750 N. Clark Street, 2nd Floor Chicago, IL 60654 US (312) 332-9200 www.requordit.com



INVOICE

BILL TO

Fort Bend County, TX Phoenix Business 6021 Midnight Pass Rd, Unit 3 Sarasota, FL 34242 INVOICE # 18014-M
DATE 11/16/2017
DUE DATE 12/31/2017
TERMS Net 45

 REP
 CNTL #
 RQIT #
 CLIENT PO#

 REQ; None
 1801014-M
 Pro Forma Renewal

DATE	DESCRIPTION	QTY	RATE	AMOUNT	
11/16/2017	H2:*OB-Maint 2018 OnBase Maintenance Renewal Period: 01/01/18 - 12/31/18 Premier Plan Benefits = 33 hrs *	1	0.00	0.00	
11/16/2017	H2:ADMPI1 Document Composition Maintenance	1	4,000.00	4,000.00	
11/16/2017	H2:AEMPI2 Enterprise Application Enabler Maintenance	1	10,000.00	10,000.00	
11/16/2017	H2:APMPQ3 Query API (Initial 500 q/hr) (Unity/Core) Maint.	1	2,000.00	2,000.00	
11/16/2017	H2:APMPQ4 Query API (Add'l Blck 500 q/hr) (Unity/Core) Maint.	1	1,600.00	1,600.00	
11/16/2017	H2:ARMPW1 Automated Redaction Maintenance	1	4,000.00	4,000.00	
11/16/2017	H2:CFMPI1 Context Search Framework Maintenance	1	2,000.00	2,000.00	
11/16/2017	H2:CLMPW1 COLD / ERM Maintenance	1	2,000.00	2,000.00	
11/16/2017	H2:CTMPC1 Concurrent Client (1-100) Maintenance	100	280.00	28,000.00	
11/16/2017	H2:CTMPN1 Named User Client (1-100) Maintenance	5	140.00	700.00	
11/16/2017	H2:DIMPW1 Production Document Imaging (Kofax/Twain) Maint.	1	1,000.00	1,000.00	
11/16/2017	H2:DIMPW2 Production Document Imaging (Kofax/Twain) (2+) Maint.	10	600.00	6,000.00	
11/16/2017	H2:DPMPW1 Document Import Processor Maintenance	1	1,000.00	1,000.00	
11/16/2017	H2:IAMPW1 Advanced Capture Maintenance	1	5,000.00	5,000.00	
11/16/2017	H2:ICAPMPI1 Intelligent Capture for AP Volume (100k Invs) Maint.	1	7,000.00	7,000.00	
11/16/2017	H2:IDMPC1 Full-Text Indexing CC for Autonomy IDOL Maint.	15	60.00	900.00	
11/16/2017	H2:IDMPI1 Full-Text Indexing Server for Autonomy IDOL Maint.	1	2,000.00	2,000.00	
11/16/2017	H2:OBMPW1 Multi-User Server Maintenance	1	1,600.00	1,600.00	
11/16/2017	H2:ommpw1ipd Mobile Access for iPad Maintenance	1	1,000.00	1,000.00	
11/16/2017	H2:PDFMPI1 PDF Framework Maintenance	1	600.00	600.00	
11/16/2017	H2:PTMPC1 Virtual Print Driver Maintenance	1	1,000.00	1,000.00	

DATE	DESCRIPTION	QTY	RATE	AMOUNT	
11/16/2017	H2:PWMPI1 Signature Pad Interface (TWAIN) Maintenance	1	1,200.00	1,200.00	
11/16/2017	H2:RIMPI1 Records Management Maintenance	1	4,000.00	4,000.00	
11/16/2017	H2:UFMPI1 Unity Forms Maintenance	1	0.00	0.00	
11/16/2017	H2:UIMPI1 Unity Integration Toolkit Maintenance	1	2,000.00	2,000.00	
11/16/2017	H2:UNMPI1 Unity Client Server Maintenance	1	2,000.00	2,000.00	
11/16/2017	H2:VLMPC1 Workview Concurrent Client SL (1-20) Maintenance	20	300.00	6,000.00	
11/16/2017	H2:VLMPC2 Workview Concurrent Client SL (21-50) Maint.	10	260.00	2,600.00	
11/16/2017	H2:WLMPC1 Workflow Concurrent Client SL (1-20) Maint.	20	440.00	8,800.00	
11/16/2017	H2:WLMPC2 Workflow Concurrent Client SL (21-50) Maint.	5	360.00	1,800.00	
11/16/2017	H2:WTMPI1-AS Conversion MS Office to Image Framework (Apose) Maint.	1	600.00	600.00	
11/16/2017	H2:WTMPW1 Web Server Maintenance *	1	2,000.00	2,000.00	
11/16/2017	H2:OBAMPI2 Office Business Application Maintenance	1	3,000.00	3,000.00	
11/16/2017	H2:OUTMPI1 Integration for Microsoft Outlook Maintenance	1	2,000.00	2,000.00	
11/16/2017	H2:*OB-2018 Uptick 2018 OnBase Maintenance Uptick Fee - 3.00%	1	3,522.00	3,522.00	

REMITTANCE Address: BALANCE DUE \$120,922.00

REQUORDIT INC. Attn: Accounting Dept. P.O. Box 155

Dover, NH 03821-0155



November 15, 2017

Dear Client.

REQUORDIT Inc. would like to sincerely thank you for your business. We have enjoyed serving you this past year and hope you continue to find the service that we are providing to be the best in the business. We continue to strive toward providing the best possible customer service in the ECM market. We have more than doubled our staff in technical solution development, technical support and client services to provide more resources. We are investing in training and solution development resources through the addition of Project Managers as well. We are trying to excel and be the best option possible for all of your IT projects. If you feel we are providing anything less than 1st class service I would encourage you to call me directly on my cell phone at 847-417-4787. I am committed to our partnership with you, our client.

We have included the 2018 annual maintenance invoice with this letter, which if paid by the due date will automatically renew your Maintenance and Technical Support Agreement. Payments after the due date become subject to late fees or reinstatement fees subject to the terms of your agreement. Your maintenance renewal entitles you to take full advantage of our Support services such as:

- ☐ Phone Support 312-332-9200 x3
- ☐ Email Support <u>support@requordit.com</u>
- ☐ Access to our Customer Portal www.requordit.com where you can:
 - Upload and Download files securely
 - o Review your open calls and their statuses
 - o Review your invoice history online
 - o Review your Premier hours online (see below more info)

Additionally, this is a good time to evaluate if an upgrade to your solution is appropriate. OnBase 17.0 has significant features that have been added and we are encouraging all of our clients to move to this platform. Unity Client with many new modules like Daskboards and Intelligent Capture provide big impact on solutions already deployed. See how easy it can be to enhance your solutions with these and other great OnBase 17 tools.

By renewing your maintenance with REQUORDIT Inc. you will be entitled to a **free consultation** about upgrading your solution and what the impact might be for your organization. This free service will provide you with the knowledge necessary to determine if you will be able to upgrade independently or require some assistance. We want to make sure the upgrade experience is easy and painless for you so you can begin taking full advantage of the features in OnBase 17.0. Please realize that the software upgrades for the products listed on your invoice are included as part of your annual fees and can be downloaded through our Customer Portal. Simply contact Support or your sales representative to organize your upgrade.

This letter is also providing you notice about the new software maintenance fees. Please read the details carefully and call us with any questions or concerns that you may have.

- Hyland Software has instituted the 20% of List maintenance percentage for 2018. They have
 also instituted a 3% OnBase Maintenance Uptick and modification to their Office Business
 Application and Microsoft Outlook Integration software modules structure, of which further
 details of these changes are included in a separate document with more details.
- We will continue to honor any agreements with customers that had specific maintenance increase clauses or terms. If you feel your invoice reflects errors due to a contractual issue, please contact your account sales manager immediately so we can review your concerns.



• Extended Support Fees for maintenance charges will continue to be applied to systems that are more than 3 full versions behind the current release, which is currently 17.0 So, if you are 12.0 or older you will see the fees on your invoice. If you schedule your upgrade prior to 12/15/2017 we can reverse these charges from Hyland.

Please remember that Requordit has our <u>Premier PS Plan.</u> Beginning January 1st 2017, all clients who pay \$50,000 or more in annual maintenance fees for software to Requordit become eligible for the plan and automatically become enrolled into the Premier PS Plan. Organizations that wish to purchase the Premier PS Plan can do so by ordering it during their renewal period. The cost for the Premier PS Plan is \$2,750 and gives you 20 Professional Service hours annually for those who do not qualify. Your enclosed invoice will indicate if your are part of our Premier Plan. If you are not part of the Premier Plan and wish to be, please call your account sales manager and they will discuss further the highlights, details and benefits of this new and improved plan we are offering to our clients.

Premier PS Plan

Our Premier PS Plan provides Premier hours of services to assist in "Routine Support Service" that are normally billable through our professional services group. These services are to support the ongoing maintenance of the solution such as upgrade support, scripts that are used to update or clean up items in the database when maintaining or moving parts of the solution. They are not for deploying new solutions or writing of any custom code. The Premier PS hours are calculated with the following criteria.

Option A If you purchase the Premier PS Plan you will receive 20 hours of Premier PS

Plan Service hours (\$2,750) w/your purchase to be used during regular

business hours.

Requordit also offers Premier PS Plan-After Hours of which you can receive 20 hours of Premier PS Plan Services-After Hours (\$3,700) w/your purchase

to be used after regular business hours.

Option B If you are eligible for the Premier PS Plan due to your organization paying a

qualifying amount of maintenance fees as described above, we will calculate 5% of total maintenance paid and divide it by \$185 = Total Premier PS Hours. You will be awarded either 20 hours, or the result of the formula, whichever is

greater. The hours are to be used during regular business hours only.

In your Customer Portal you will see in real time your allocated Premier hours and detailing usage of these hours through out your maintenance renewal scheduled period (i.e., 01/01/18 - 12/31/18). Note these hours may not be carried over into your next renewal period if you do not use them all.

It is our commitment to you to consistently provide the highest quality of service. Should you have comments or questions regarding your maintenance renewals, please contact myself or Mary O'Bryan at 312-332-9200 x202, or at mary.obryan@requordit.com. We will be able to expedite your requests and make sure you do not have an interruption in support services. Again, if you have any question or concerns about the quality of our service, please contact me directly so that we may address your concerns and move forward in providing you the best possible experience as a REQUORDIT Inc. customer.

Best regards,

Mark Buckley President/CEO P: 312-332-9200 x201 C: 847-417-4787

E: mark.buckley@requordit.com

REQUORDIT CLIENT SERVICES

TECHNICAL SUPPORT SERVICES



Help Desk Plan

We strive to provide you with the best support services in the industry and understand that our partnership with your business depends on our ability to provide you with timely, outstanding service - this is our ongoing commitment.

<u>Annual Maintenance</u>

The annual maintenance plan entitles our clients to contact our Client Services professionals with questions regarding their solution at any time.

To ensure your questions are answered as efficiently as possible, we provide a response time of 60 minutes on any call or email that is logged through our Support Desk. Each incident will be responded to via phone, email or if necessary, via more 'hand's-on' methods of remote connection.

Each of our clients is entitled to free software upgrades within the yearly term of their Annual Maintenance Plan as detailed in your Maintenance and Technical Services agreement with REQUORDIT. To confirm the dates of your annual term, you may refer to your Annual Maintenance Plan invoice or contact your Sales Professional for further information. The software can be downloaded from the client portal after confirming the build and version you require with our support staff. Services for implementing upgrades are not included as part of your annual fee but can be purchased from your account manager. Premier PS Plan hours can be used for upgrades if your organization qualifies to receive the Premier PS Plan or has opted to purchase the Premier PS Plan with your maintenance renewal.

Premier PS Plan Eligibility / Purchase Option

You are Eligible for the Premier PS Plan when your organization pays \$50,000 or more in annual maintenance fees for software to REQUORDIT. If you qualify you will automatically be enrolled into the Premier PS Plan. Organizations that wish to purchase the Premier PS Plan can do so by ordering it during the renewal period. The cost for the Premier PS Plan is \$2,750 annually for those who do not qualify. Please let your account manager know if you are interested in enrolling in our Premier PS Plan.

Premier PS Plan Benefits

Our Premier PS Plan provides Premier hours of services to assist in "Routine Support Service" that are normally billable through our professional services group. These services are to support the ongoing maintenance of the solution such as upgrade support, scripts that are used to update or clean up items in the database when maintaining or moving parts of the solution. They are not for deploying new solutions or writing of any custom code. The Premier PS hours are calculated with the following criteria.

Option A If you purchase the Premier PS Plan you will receive 20 hours of Premier PS Plan Service hours (\$2,750) w/your purchase to be used during regular business hours.

Requordit also offers Premier PS Plan-After Hours of which you can receive 20 hours of Premier PS Plan Services-After Hours (\$3,700) w/your purchase to be used

after regular business hours

Option B If you are eligible for the Premier PS Plan due to your organization paying a qualifying

amount of maintenance fees as described above, we will calculate 5% of total maintenance paid and divide it by \$185 = Total Premier PS Hours. You will be awarded either 20 hours, or the result of the formula, whichever is greater. The hours

are to be used during regular business hours only.

You will receive a notification each year upon receipt of your Premier Maintenance Plan renewal detailing your plan and the hours available to you for support services.



Solution Support Contact Information

Email or call REQUORDIT Solution Support 24 hours a day, 7 days a week. A REQUORDIT Solution Support Professional will respond to your issues during regular business hours within 60 minutes by phone or email. If after regular business hours the initial response will work to determine if the issue is critical. If the issue is deemed to be critical by the client, work will begin immediately to resolve the issue. Note additional fees may apply and would be detailed in your maintenance and technical support agreement. Non-critical issues will be responded to first thing the following day.

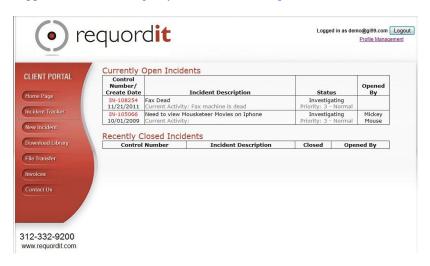
- Support by Email: <u>Support@REQUORDIT.com</u>.
- Support by Phone: 312-332-9200 option 3. Telephone support is available from REQUORDIT INC., Monday through Friday during regular business hours 7:30 a.m. to 6:00 p.m., Central Standard Time.
- Online Incident Tracking
 REQUORDIT Support Incident tracking may be accessed via the REQUORDIT Client Portal Site.
 https://access.requordit.com/. You can view status of your support incidents on a Support Incident screen.



Client Portal

The REQUORDIT Client Portal Site is available to each of our clients, enabling them to view the status of pending requests in real time (as seen below). To ensure you are always getting the most out of your solution, the most upto-date version of your software solution is always available through the REQUORDIT Client Portal for download.

Support Incident tracking may be accessed via: https://access.REQUORDIT.com/



Client Responsibilities

The client is responsible for the following;

- Communications hardware and software as agreed upon by the client and REQUORDIT.
- Establishing an adequate and/or dedicated remote connection.
- Provide access to a machine with access to all solution components, directories and software.

When contacting REQUORDIT Support, please be sure to provide the following solution information:

- Company name
- Contact name
- Phone number and email address
- A brief but as detailed as possible description of the issue:
 - Describe the urgency of the issue
 - O Does this affect more than one workstation?
 - o Are the network and servers that are part of the REQUORDIT Solution functioning properly?
- Product(s)
- Product version
- Operating System
- Operating System Build
- Operating System Service Pack
- Last Configuration changes to the Server(s) or Workstation(s) involved



Online Services

Updates are available from the REQUORDIT Client Site or by the REQUORDIT File Transfer Protocol (FTP) site.



Please contact REQUORDIT Solution Support prior to downloading from this site. When contacting the REQUORDIT Solution Support Department, please provide your company name, product and version desired. A REQUORDIT Solution Support Professional will verify that you have an active Maintenance Plan and then provide via email the passwords for the download and extraction of the software update.

Remote Support

REQUORDIT suggests that every client configure remote connection software to facilitate remote support assistance. With a remote connection, our Solution Support Professionals will connect directly into the client's system to fix most problems with little or no user intervention/disruption. This is an extremely efficient way to help clients maintain their solution.

Remote connection support software REQUORDIT uses are:

- GOTO Meeting (REQUORDIT preferred method)
- Citrix
- Terminal Services
- WebEX

System Maintenance

While REQUORDIT can assist you with any questions relating to our solution, proper system maintenance by the user will greatly improve overall system reliability and performance. General system maintenance and version updates of third party software are recommended and encouraged. If you are unsure of the suggested maintenance for your system, please contact your third-party provider.



Project Implementation Services

Our implementation experience is extensive including broad knowledge of the OnBase Enterprise Content Management (ECM) suite and numerous interfacing technologies.

REQUORDIT is a complete solution provider and will provide expertise in all phases of the implementation process, including solution design and implementation, resulting in the creation of a detailed statement of work. These implementation services include, but are not limited to:

- Configuration and installation of all software components and any integration requirements;
- Complete testing of all features along with the client test procedures using agreed upon scripts;
- Administrative and end user training using a model approved by the client ('train-the-trainer', classroom, individual training at the workstations, remote training, or other methods);
- Moving the solution to the production environment; and complete support for the solution.

Professional Services

REQUORDIT Solution Support Professionals are available to provide a knowledgebase for further expansion of our client's solutions. It is a value added benefit to our clients that they contact our Professionals prior to expansion and before upgrading or changing the installed solution in order to make these modifications with as little an impact to their production environment as possible. These Services noted in the Professional Services section of the Sales Agreement are an estimate. Adjustments to the estimate will reflect the actual amount of labor utilized for the project. Labor rates are dependent on the tasks that are performed by REQUORDIT and governed by the agreement between REQUORDIT and the Client.

Billing for Professional Services

Labor billing is invoiced on a monthly basis (or earlier when requested by client), unless otherwise agreed upon in your signed contract/agreement. Labor billing is for professional services performed/rendered during a monthly time frame. REQUORDIT will provide an invoice within the first week of the following month describing the professional services performed during this period. All Professional Services are defined within a scope document that details project tasks necessary to accomplish the goals of the project. All invoiced time will reflect which tasks the time was applied to for easy management of the project. Any professional services requested and performed outside of the current project scope, will require a Work Order change request, of which will be appended to the scope document. These Work Orders will define additional professional services needed with costs and will be presented to client for signoff before beginning services.

Training

We believe training is an investment in your success and being able to maximize the use of your software solution is an important part of that success. REQUORDIT Solution Support Professionals want to ensure that our clients achieve the best level of training required to be self-sufficient in maintaining and expanding their REQUORDIT Solution. This is accomplished by a complete "Transfer of Knowledge" of the solution when it is installed. The training typically consists of two major areas Administrative and End User. Additional training may be necessary depending on the complexities of the solution. Continued training is provided for our clients and can be conducted at the client's facility or our REQUORDIT facilities in Lake Villa and Chicago, Illinois. If on-site training is conducted at a client's facility, travel expenses will be charged/invoiced by REQUORDIT.



2018 Hyland Licensing and Pricing OnBase Software Maintenance Uptick

Overview:

In response to feedback about the unpredictability and disproportionality of software list price increases, effective January 1, 2018, Hyland is implementing an annual 3% uptick to the annual maintenance of all eligible OnBase Software customers.

The first-impacted OnBase Software customers are those with 12/31/2017 maintenance expirations (aka 01/01/18 maintenance renewals). The first annual increase will be reflected in the year-end pro forma maintenance renewals that will be sent out from Requordit Inc on or around November 15, 2017.

What It Means:

Maintenance on initial OnBase orders, both net new and add-on, remains at 20% of the software list price. The illustration below presumes no additional purchases.

\$500,000 List Software = \$100,000 List Maintenance Year-One

Software List	Maintenance List	Maintenance Year	Uptick	
\$500,000	\$100,000	Initial	None	

- ▶ Upon the first *full-year renewal* (and each annual renewal thereafter), the sum maintenance total will increase by 3%.
 - The uptick will not apply to pro-rated maintenance periods (commonly referred to as "stub periods").

Maintenance Year-Two (First Full Renewal) = \$100,000 x 1.03 = \$103,000

Maintenance Year-Three (Second Full Renewal) = \$103,000 x 1.03 = \$106,090

The first annual increase of \$3,000 constitutes less than three-quarters of one percent of the initial Software list price purchase.

Prior Year's Maintenance	Maintenance Year	Uptick	Uptick Dollars	New Maintenance Total
\$100,000 (initial)	Year 2 (First Full Renewal)	3%	\$3,000	\$103,000
\$103,000	Year 3 (Second Full Renewal)	3%	\$3,090	\$106,090
\$106,090	Year 4 (Third Full Renewal)	3%	\$3,182.70	\$109,272.70

The uptick will continue each and every year.



Important Items of Note:

- ➤ The Customer Experience section of Community is the vehicle by which Hyland has made a blog announcement of this change, and this change will be positioned through the lens of Hyland's Closing the Loop response to past customer price adjustment feedback.
- ▶ The uptick **is not** a 3% adjustment to the maintenance *rate*. So, Hyland is not saying that the rate is moving from 20%, up to 23%, to 26%, to 29%, etc. Such a rate change would constitute a much more substantial increase. Rather, it's an additional 3% applied to the prior year's full-year maintenance sum total.
- ▶ At this time, non-maintenance revenue, such as Subscription license revenue, is not impacted. Hyland is evaluating the application of a similar program relative to Subscriptions. If or when Hyland decides to proceed in this direction, a similar announcement will be made.
- ▶ The maintenance of eligible perpetually-hosted customers will be subject to the uptick.
- ➤ AnyDoc maintenance will be subject to the increase. Heritage AnyDoc maintenance is already subject to a 2% annual uptick. That existing uptick will elevate to 3% per year, and day-forward AnyDoc purchases will be treated identically to OnBase purchases, relative to this announcement.
- ➤ Customers with contractual stipulations with Requordit/Hyland that would preclude such a change will not be impacted. In cases in which there are no such contractual stipulations, the customer will be impacted.
- ▶ IMPORTANT With respect to the price changes/increases related to the Microsoft Outlook Integration and Office Business Application licensing, which has taken effect as of October 1, 2017, those list price changes will be subject to the Maintenance 3% Uptick.

Both Microsoft Outlook Integration and Office Business Application licensing are going to be version agnostic. Microsoft Outlook Integration new pricing will be \$10,000 with no designated version year assigned to it. Office Business Application new pricing will be \$5,000 and will no longer be a per user seat.

The new license codes are:

Outlook Integration – OUTIPI1 (\$10k) and Office Business Application – OBAIPI1 (\$5k)

For customers, that already own Enterprise OBA, which includes EDM Services, they will continue to pay maintenance off the \$15k price for Enterprise OBA, and keep EDM.

The new \$5,000 Office Business Application Enterprise license does not include EDM, customers will need to purchase EDM separately.



Background Information:

Hyland has long considered the annual maintenance uptick approach to be a mainstream, industry-accepted standard practice. The previous software list price adjustment approach, while both thoughtful and warranted by significant functional enhancements that outpaced long-established and unchanged prices, was unique to Hyland.

The resulting customer feedback, regardless of how far in advance the adjustments were announced, detailed a preference for predictability and proportionality among the direct customer and reseller base. The annual maintenance uptick allows Hyland to achieve the same revenue and investment goals as the software-based approach, but better allows our valued customers to predict and plan for cost-growth year-over-year.

Beginning in late 2010, Hyland began half-a-percentage-point step-increases from the then-current 18% annual maintenance rate to the now-current 20% rate. The current rate has been unchanged since late 2013, and is left unchanged by this announcement.

Hyland views the maintenance uptick approach as an alternative to software list price adjustments. Which is not to say that those will never happen again. A perfect example of such a case when software list prices do warrant adjustment is the forthcoming companion announcement on changes to the OnBase Outlook and Office integration licenses. There will also be cases in which Hyland establishes introductory pricing for new products and solutions that will wisely be changed as Hyland Product Management evaluates performance to plan, and the voices of the customer, reseller and market. The annual uptick approach allows Hyland the prerogative of determining and distinguishing between when such cases will impact existing customers, or only day-forward customers.

Hyland as both buyer and seller of software sees peer vendors that uptick maintenance and subscription pricing anywhere from 3% to 10% annually. Making the 3% uptick announced herein not only reasonable, but indeed at or near the lower-end of similar common practice.

Should you have further questions to this Maintenance Uptick pricing change, please call your Requordit Sales Representative or you may look for FAQ document in Hyland's Community Licensing Updates Blog. Thank you.