

Statement of Work

Statement of Work No.	17118
Revision No.	1.2
Customer Name:	Livingston County, MI
Project Name:	OnBase Licenses, including BS&A and Public Access
ImageSoft Contact:	Tim Zarzycki
Submitted Date:	12/28/2017

This Statement of Work is made and entered into by and between ImageSoft, Inc., a Michigan Corporation with its principal offices at 25900 West 11 Mile Rd, Suite 100, Southfield, MI 48034 ("ImageSoft"), and Livingston County, MI with its principal offices at 304 E Grand River Ave, Howell, MI 48843 ("Customer"):

This Statement of Work ("SOW") is to be attached to and is hereby made a part of the Professional Services Agreement ("PSA") entered into by and between Customer and ImageSoft dated 02/20/2015.

Unless otherwise specified, the products and services provided within this SOW are hereby added to and covered for the duration and under the terms of the System Maintenance Agreement (SMA) entered into by and between Customer and ImageSoft dated 02/20/2015.

To the extent that any terms and conditions contained in the related PSA or SMA are in conflict with, or in addition to the terms and conditions of this Statement of Work, the terms and conditions of this Statement of Work shall control.

1. Introduction

This SOW will cover the purchase of the following OnBase modules:

- **Local Government Concurrent Clients:** Provides retrieval, viewing, printing, and management of documents. Concurrent Clients have a minimum connection (lease) time of five (5) minutes. Both the OnBase Client or OnBase Web Client can use this license
- **Local Government Workflow Concurrent Clients:** Provides electronic document routing through a configurable work process. Includes pre-configured rules, actions, transitions, and notifications and additional capabilities for Visual Basic scripts. Provides access to Workflow functions in order to perform work and complete tasks on documents.
- **Local Government Integration for BS&A Software:** provides server-side functionality in which third party software may connect into an existing OnBase system, query for documents and retrieve metadata.
- **Local Government Integration for Azteca Cityworks:** Offers a seamless integration with Azteca Cityworks, providing users ECM capabilities within the Cityworks product. Allows users to associate documents to a Cityworks Server object, view the associated documents and archive new Cityworks-related documents directly in to OnBase.
- **Public Sector Constituency Web Access:** Provides constituents of a particular government agency web-based document viewing. Standard Client functionality will be restricted.
 - This license is only for use by constituents in the public sector market.
 - This license cannot be used by any employee of any agency or anyone on that agency's internal network.
 - Standard Client licenses must be purchased for agency employees.
 - This license is required for each instance of an OnBase database within the agency. Constituent counts are determined by the most recent official Census results.
 - Hyland reserves the right to increase license fees if the agency's constituent base increases
 - There are no professional services included in this Statement of Work (SOW). A separate SOW can be provided for the recommended professional service hours.
- **Local Government Web Server:** Provides an ActiveX or HTML browser interface to access documents stored in an OnBase database via the Internet, Extranet or corporate Intranet.
- **ImageSoft TrueSign additional licenses** – additional signatures can be used signing documents electronically that produces an image with an actual signature. Allows users to mark document with a "sign here" flag, and allows signing by proxy.

2. Pricing

The table below provides estimated pricing for software only.

Software				
	Product	Unit Cost	# Units	Cost
OnBase Software				
Local Government Concurrent Client	GV-B-MU2-CTIPC1	\$650	18	\$11,700
Local Government Workflow Concurrent Client SL	GV-B-MU2-WLIPC1	\$1,000	3	\$3,000
Local Government Integration for BS&A Software	GV-B-MU2-IBSIPI1	\$8,000	1	\$8,000
Local Government Integration for Azteca Cityworks	GV-B-MU2-ACWIPI1	\$6,000	1	\$6,000
Public Sector Constituency Web Access	GWIP1	\$0.01	188,624	\$1,886

Local Government Web Server	GV-B-MU2-WTIPW1	\$4,000	1	\$4,000
OnBase Annual Maintenance and telephone support	OBMAINT			\$6,917
Software Subtotal				\$41,503
ImageSoft Software				
TrueSign™ (Integrated Electronic Signature) - provides a tool for signing documents electronically that produces an image with an actual signature. Allows users to mark document with a "sign here" flag, and allows signing by proxy. Includes electronic seals and stamps. Includes signing license for up to 50 users.	IS-TSIGN-CAL1	\$100	5	\$500
ImageSoft Annual Software Maintenance	ISMAINT	\$100		\$100
ImageSoft Software Subtotal				\$600
Services				
	Product	Unit Cost	# Units	Cost
None.				
Services Subtotal				\$0
Total				
Grand Total				\$42,103
<i>Pricing valid for 30 days</i>				

2.1 Payment Schedule

All payments will be due on a Net-30 day basis.

Third-Party Software Procurement and Maintenance

Unless otherwise specified, the third-party software that is being provided within this SOW will be ordered by ImageSoft immediately following the acceptance of this SOW.

Software Maintenance: The first year of software maintenance is required with every third-party software purchase. The software maintenance for the third-party software provided in this SOW will begin based on the selected option below:

- The third-party software is for a new system, and therefore maintenance will begin ninety (90) days after the software is ordered by ImageSoft.
- The third-party software is an add-on to an existing system, and therefore maintenance will begin immediately after the software is ordered by ImageSoft.

3. Approval

Signature is required to accept this SOW. By signing below each party agrees to the proposed project scope and authorizes work to begin.

<i>Agreed to:</i> Livingston County, MI 304 E Grand River Ave Howell, MI 48843	<i>Agreed to:</i> ImageSoft, Inc. 25900 West 11 Mile Road, Suite 100, Southfield, MI 48034
By: _____ <div style="text-align: center;">Authorized Signature</div>	By: _____ <div style="text-align: center;">Authorized Signature</div>
Date: _____	Date: _____
Name (Type or Print): _____	Name (Type or Print): <u>Scott Bade</u>
Title (Type or Print): _____	Title (Type or Print): <u>President</u>
Project Name: OnBase Licenses, including BS&A and Public Access	

	<i>Internal Use:</i>	Opportunity #:	<u>17118</u>
		Sales Order #:	_____