**Playbook of Additional Terms**

**for Bonterms Cloud Terms and SLA Attachment**

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| * These examplesshow how to add Additional Terms to a Cover Page for the [Bonterms Cloud Terms (Version 1.0)](https://bonterms.com/forms/bonterms-cloud-terms-v1/). * You can **delete**, **replace** or **add** to provisions of the Bonterms Cloud Terms or Service Level Agreement (SLA) Attachment. * We also show how to add Attachments to the Cloud Terms Cover Page. * These are *examples only*. Have legal counsel review before using. |

***Examples of how to modify terms of the Bonterms Cloud Terms through Additional Terms on a Cloud Terms Cover Page***:

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| **CLOUD TERMS** | |
| **Additional Terms** | |
| The following additions to or modifications of the Bonterms Cloud Terms are agreed by the parties and control in the event of any conflicts: | |
| Add Affiliates to Permitted Use | ***Replace*** the first sentence of Section 2 (Cloud Service) with the following:  Subject to this Agreement, Customer may use the Cloud Service for its and its Affiliates’ internal business purposes during each Subscription Term (“**Permitted Use**”). |
| Add Open Source Warranty | ***Add*** a new Section 8.2 (c):  Provider represents and warrants that Customer’s internal use of the unmodified Provider Software in accordance with the Agreement will not subject Customer to any open source license terms. |
| Remove Limit on Sensitive Data | ***Delete*** Section 9.2(b) which reads:  “(b) will not submit Sensitive Data to the Cloud Service, and” |
| Change Payment Period | ***Replace*** the second sentence of Section 12.1 (Payment) with the following:  Unless the Order states otherwise, all amounts are due within [\_\_] days after the invoice date (the “**Payment Period**”). |
| Buffer Period Before Termination | ***Replace*** the first sentence of Section 14.2 (Term of Agreement) with the following:  This Agreement starts on the **Effective Date** and continues until 60 days after the end of all Subscription Terms, unless sooner terminated in accordance with its terms. |
| Change Enhanced Cap | ***Replace*** the definition of “Enhanced Cap” in Section 16.5 (Liability Definitions) with the following:  “**Enhanced Cap**” means the greater of $\_\_million US Dollars and [three] times ([3]x) the General Cap. |
| Specify Order of Mitigation Efforts | ***Replace***Section 17.5(b) with the following:  (b) replace or modify the allegedly infringing portion of the Cloud Service to avoid infringement, without reducing the Cloud Service’s overall functionality or, if neither (a) nor (b) is commercially feasible, |
| Approval of Logo Usage | ***Add*** as a second sentence in Section 20 (Publicity)**:**  Furthermore, neither party may use the name, logo or trademark of the other party without the other party’s prior approval. |
| Provider indemnity and liability obligations for Trials and Betas | ***Replace***the last sentence of Section 21 (Trials and Betas) with the following:  **Notwithstanding anything else in this Agreement, Provider offers no warranty, SLA or Support for Trials and Betas**. |
| Add Insurance Requirements | ***Add*** a new Section 22.16 (Insurance):  Provider shall comply with the obligations set forth in **Attachment \_\_ (Insurance Requirements)** identified on this Cover Page. |

***Examples of how to modify terms of the Bonterms SLA through Additional Terms on a Cloud Terms Cover Page***:

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| **SERVICE LEVEL AGREEMENT (SLA)** | | |
| **Additional Terms** | | |
| The following additions to or modifications of the Bonterms Service Level Agreement (SLA) Attachment are agreed by the parties and control in the event of any conflicts: | | |
| **Revise elements of Section 7 (SLA Key Terms Chart):** | | |
| Change Target Availability | ***Replace*** the definition of Target Availability in Section 7 (SLA Key Terms Chart) with the following:  “**Target Availability**” is [99.5]% or higher and “Credit Tier 1” is 99.00% - [99.49]%. All other elements of the SLA Key Terms Chart remain the same. | |
| Change Multiple Failures Threshold | ***Replace*** the definition of Multiple Failures in Section 7 (SLA Key Terms Chart) with the following:  “**Multiple Failures**” means the Monthly Uptime Percentage is in Credit Tier [3] or below for [2] consecutive months or any [3] months in a rolling [12]-month period.” | |
| **Replace Entire Section 7 (SLA Key Terms Chart):** | | |
| SLA Key Terms Chart | | ***Replace*** Section 7 (SLA Key Terms Chart) in its entirety with the following*:*   |  |  |  | | --- | --- | --- | | **SLA Key Terms Chart** | | | |  | **Monthly Uptime Percentage**: | **Service Credit**: | | **Target Availability:** | \_\_\_\_% or higher | None | | Credit Tier 1 | \_\_\_\_\_% - \_\_\_\_\_% | \_\_% of monthly fees | | Credit Tier 2 | \_\_\_\_\_% - \_\_\_\_\_% | \_\_% of monthly fees | | Credit Tier 3 | \_\_\_\_\_% - \_\_\_\_\_% | \_\_% of monthly fees | | Credit Tier 4 | < \_\_\_\_\_% | \_\_% of monthly fees | |  | | | | **Multiple Failures:** | means Target Availability is not met for \_\_ consecutive months or any \_\_ months in a rolling \_\_-month period. | | |

***Examples of how to add Attachments to a Cloud Terms Cover Page***:

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| **Attachments** *(link or attach)* | |
| The following Attachments (if any) are incorporated into the Agreement: | |
| **Acceptable Use Policy (AUP)** | The AUP [attached to this Cover Page][found at this link] |
| **Support Policy** |  |
| **Service Level Agreement (SLA)** | **Bonterms Service Level Agreement (Version 1.0) -** https://bonterms.com/forms/service-level-agreement-version-1-0/ [as modified by the Additional Terms set forth above] |
| **Data Protection Addendum (DPA)** | **Bonterms Data Protection Addendum (DPA)(Version 1.0)** as implemented by the **DPA Setup Page** between Customer and Provider with a DPA Effective Date of \_\_\_\_\_\_ attached to this Cover Page. |
| **Security Measures** |  |