servicenow

STATEMENT OF WORK FOR TIME AND MATERIALS ENGAGEMENT

CUSTOMER NAME	Cloud Dimensions
PROJECT NAME	Platform Implementation for Cloud Dimensions
SOW NUMBER	SOW031987

This Statement of Work including all appendices hereto ("SOW"), effective as of the last signature date noted below ("Effective Date"), is made between ServiceNow, Inc. ("ServiceNow") and the customer entity set forth above ("Customer") pursuant to the terms and conditions of the underlying master agreement executed by the parties ("Agreement"). The appendices attached hereto, including the Services Terms and Conditions specified, are incorporated in their entirety by reference and form part of this SOW. In the event of any inconsistency or conflict between the Agreement and this SOW, the terms of this SOW shall control with respect to the services set forth herein ("Services" or "Engagement"). The terms of this SOW are limited to the scope of this SOW and shall not be applicable to any other SOWs that may be executed between ServiceNow and Customer. Unless otherwise specified, capitalized terms in this SOW shall have the same meanings as set forth in the Agreement.

Table of Contents

EXECUTIVE SUMMARY *3*

1. APPROACH *4*

2. ENGAGEMENT SUMMARY *5*

2.1 INITIATE 5

2.2 PLAN 6

2.3 EXECUTE 8

2.4 DELIVER 10

2.5 CLOSE 11

3. TRAINING *11*

4. ENGAGEMENT ASSUMPTIONS *11*

4.1 GENERAL 12

4.2 DATA AND INTEGRATIONS 13

5. CHANGE REQUESTS *13*

6. AUTHORIZATION *13*

EXECUTIVE SUMMARY

Cloud Dimensions has selected ServiceNow to support their global organization.
To support Cloud Dimensions implementation, this project focuses on the implementation of the Configuration Management (CMDB) and Knowledge Management solution.
The focus of this SOW is on implementing its following in-scope applications and integrations:

Cloud Dimensions has chosen to maintain an "Out of the Box" configuration of the following applications:

APPLICATIONS:

Applications to be Implemented	In Scope
Core	Foundation of the Now Platform
Incident Management	Record and classify incidents according to impact and urgency. Assign to the appropriate group and escalate to resolution.
Problem Management	Record problems, create knowledge from problems, request changes, assign to appropriate groups, escalate, and manage through to resolution and reporting.
Change Management	Create, access, approve and implement changes to other environments.
CMDB	Record configuration items, business services, and relationships.
Knowledge Management	Record and make available knowledge articles about common problems and issues in an effort to prevent future redundant incidents.
Asset Management	Maintain information about contracts, including leases, service contracts, purchase orders, warranties, and software licenses.
ITBM	Suite of tools that aid in planning, organizing, and managing projects, tasks and resources.

Additional functionality and ServiceNow applications exist within the base ServiceNow platform, and at Cloud Dimensions discretion, will be implemented in subsequent statements of work or change orders to this SOW.

INTEGRATIONS:

Integration Source	Method	Description
LDAP	LDAP Server	Load users and groups from Customer's directory • Import Users from ou=CloudDimensions,ou=Users,dc=my-domain,dc=com on ldap://sncldap.vm-host.net • Import Groups from LDAP: ou=Service Now, ou=Groups,dc=my-domain,dc=com Filter: (objectClass=groupOfNames)
Import of data	Import Set	CMDB information from spreadsheet to create layer 2 topology view within the BSM map between a defined set of datacenters, racks, routers and servers. Locations, Users and Categories from a spreadsheet to be provided

1. APPROACH

Now Create is ServiceNow's best practice and standardized delivery approach and will be utilized in this engagement.
Within Now Create, you will find methodologies for implementations and Assets containing product specific guidance.

The phases are :

- **Initiate** – Understand the business objectives.
- **Plan** – Develop procedures and tactical plans.
- **Execute** – Run Agile Scrum cycles to construct solutions.
- **Deliver** – Deliver solutions.
- **Close** – Ongoing management of solutions.

The Services set forth in this Engagement will be undertaken by a team of representatives of ServiceNow and Cloud Dimensions ("Engagement Team") and will be managed jointly by a Cloud Dimensions' Project Manager and a ServiceNow Engagement Manager. The composition of the Engagement Team will typically change during the various phases of the

Engagement, and some members may fill more than one role during the Engagement lifecycle.
Cloud Dimensions acknowledges and agrees that as to any of the NOW CREATE Phases provided below:

- ServiceNow's obligations relating to each Phase are conditioned and dependent upon Customer's timely fulfilment of its responsibilities as set forth herein; and

For purposes of the Services, ServiceNow will leverage Customer's existing rights to IT Business Management (ITBM) in Customer's production instance, inclusive of Project and Agile Development applications, to support the Engagement.

ServiceNow personnel will not be counted against Customer's ITBM use rights in production when the use of ITBM is wholly in support of the Engagement.
ServiceNow has prepared the fees and estimated timeline set forth in this SOW based on the information Customer has shared with ServiceNow with respect to Customer's requirements. The fees and estimated timeline may change as ServiceNow and Customer further define Customer's requirements by working through the NOW CREATE deployment phases.
Customer acknowledges that they have reviewed the requirements as reflected in this SOW and agrees that the requirements and scope are accurate.

2. ENGAGEMENT SUMMARY

2.1 INITIATE

The purpose of the Initiate Phase is to understand the Customer's business problem(s), align on goals and expectations, mobilize the ServiceNow delivery team, prepare for communication needs, and lay out the initial Engagement timelines.

SERVICENOW'S RESPONSIBILITIES:

- Perform Engagement preparation and identify Customer expectations.
- Manage ServiceNow resource assignments based on the timeline expectations and ServiceNow recommended sequencing, including, as appropriate, coordination with sub-contracting partners.
- Lead preparatory remote meetings with the Customer to review the SOW, provide an overview of Now Create, and discuss Customer activities required and/or recommended to be completed prior to an Engagement Kick-Off.
- Confirm the agenda for the Engagement Kickoff, and in-scope requirements, assessment or baseline workshops, as applicable.
- Schedule a periodic Engagement Steering Committee Meeting to be facilitated by the ServiceNow Engagement Manager and Customer Project Manager. The agenda will be

finalized and agreed upon by the ServiceNow Engagement Manager and Customer Project Manager. Minimum topics will include an executive level project status, risks and issues and a financial summary. The Engagement Steering Committee meeting attendees will include a ServiceNow Executive Sponsor and Customer resources.

- Conduct Engagement Kickoff meeting.
- Review the activities completed during the Initiate Phase with the Customer sponsor as part of ongoing Engagement governance.
- Manage onsite schedule in order to control travel time and cost.

CUSTOMER'S RESPONSIBILITIES:

- Designate a Project Manager as the primary Engagement contact to coordinate meeting schedules for Customer resources and to manage onsite schedule in order to control travel time and cost..
- Actively participate in the preparatory remote meetings, including a review of the SOW to support a common understanding of scope and expectations between the Customer and the ServiceNow delivery team.
- Complete the required and/or recommended activities prior to an Engagement Kickoff, including the Services Requirements Intake Workbook.
- Provide details regarding and access to the Customer location for the duration of the Engagement Kickoff and onsite workshops in accordance with the agreed to agenda.
- Actively participate in the Engagement Kickoff and workshops.
- Ensure participation of the following resource in the Engagement Steering Committee Meetings: project executive(s), project sponsor(s) and key members of the Customer project delivery team.

2.2 PLAN

ServiceNow will conduct a series of workshops to demonstrate and review the available functionality and best practices for the in-scope applications and integrations with the Customer. These sessions are intended to assist the Customer with documenting their specific requirements in order to configure the Customer's instance and identify and address any gaps between the Customer's requirements and best practices. The resulting Stories will be documented and reviewed in the Agile Development application by Customer and ServiceNow.
The structure and schedule for the subsequent Phases are setup in the Project application to support the release goals and timeline, and the Stories collected during the workshops are refined and the size estimated. During this time, the ServiceNow Engagement Manager works closely with the Customer's Project Manager to define the cadence of Agile Scrum meetings and functional demonstrations as well as updating the Engagement Plan and other project collateral to reflect updated details.

ONSITE WORKSHOPS	ESTIMATED DURATION	OUTPUT

Release/Phase 1	20-25 days(1)	Documented Stories in the Agile Development application

(1) ServiceNow will deliver the release in two (2) visits, with approximately 1 week in between during this phase.
(2) ServiceNow will deliver the release in two (2) visits, with the first visit in parallel with Release 1's first visit (with some joint workshops), and with approximately three (3) weeks in between visits during this phase.

SERVICENOW'S RESPONSIBILITIES:

- Identifies and schedules ServiceNow resources.
- Facilitates the workshop(s) for each process in the scope of this SOW to review the process guides, out of the box ("OOTB") forms, fields and workflows.
- Assist Customer in understanding the gap between OOTB feature and function versus their current state process.
- Assist Customer in writing and refining of Stories required to support the agreed upon process flow, data and form requirements.
- Capture risks, issues, decisions, tasks, and changes and assign items accordingly.
- Perform product demonstrations for applications within scope of this Engagement to aid the workshop audience in visualizing and understanding OOTB features and functionality.
- Review, refine and prioritize the Stories documented with the Customer.
- Assist with release planning and backlog refinement with the Customer in order to prioritize the configuration requirements documented as Stories into development sprints for the Execute Phase.
- Add details, estimates, and rank the items in the product backlog.
- Coach the Customer team in the principles of Agile Scrum and how to use the ServiceNow platform to manage the work.
- Review and refine the ServiceNow Project Plan as well as make updates to the Risks, Issues, Decisions, Project Tasks and Project Change Requests.

CUSTOMER'S RESPONSIBILITIES:

- Facilitate scheduling and organization of workshops.
- Actively participate in all workshops with process leaders, key stakeholders, Engagement leadership, technical experts, and System Administrators to define and agree on a standard process design.
- Clearly describe required functionality.
- Customer will work independently, with remote guidance provided by ServiceNow, on completing Service Requirement Workbooks for each Service identified as in-scope and

any other assigned Requirement Workbooks. Any delay in completing Service Requirements may cause a delay in this Phase which could impact overall timeline.

- Write and refine Stories required to support the agreed upon process flow, data and form requirements in the Agile Development application.
- Confirm Stories and define Story Acceptance Criteria ("Story Criteria").
- Release planning with the ServiceNow Engagement Manager to prioritize the configuration requirements documented as Stories into one or more releases.
- Provide one or more Customer Product/Process Owner(s) and Customer Project Manager who will actively participate in the Agile Scrum process.

2.3 EXECUTE

During the Execute phase the iterative configuration of the ServiceNow platform begins in partnership with Customer's System Administrators and technical resources. During this time, the ServiceNow Engagement Manager works closely with the Customers' Project Manager to assign work to the technical team through the Agile Development Stories.

SERVICENOW'S RESPONSIBILITIES:

Review and refine the ServiceNow Project Plan as well as make updates to the Risks, Issues, Decisions, Project Tasks and Project Change Requests.
Manage the configuration of Themes, Releases, Sprints, Epics, and Stories in coordination with the Customer's Project Manager.
Configure and unit test Stories assigned.

CUSTOMER'S RESPONSIBILITIES:

- Participate in ongoing Story prioritization, provide guidance on required functionality, and demonstrate configured functionality to the Customer's stakeholders.
- Engage with the ServiceNow Engagement Manager to manage the daily Engagement activities.
- Engage with ServiceNow Technical Consultant to complete assigned Stories.
- Execute communications based on decisions made by Customer and provide updates to the Engagement Manager during project update meetings.
- Participate in unit testing and validate configured behavior against the documented Story acceptance criteria.
- Manage UAT preparation activities, including, but not limited to, creating the testing approach, test cases, and scheduling UAT.
- Estimated Story hours are technical resource hours required to build the Stories resulting from the **Plan Phase**.

- The estimated levels of effort and Estimated Story hours have been calculated based on the assumptions set forth herein and are estimates only. ServiceNow may shift efforts between applications/scope or phases, provided that such reallocation will not impact the timing, or the fees associated with the Engagement without a Change Order. Planned Story hours are an estimate of how long it will take to configure, and unit test a story and will be determined during the **Plan Phase**.

COMPONENTS OF THE ENGAGEMENT:

The details below are illustrative components that may be encompassed by this Engagement, provided that not every item specified below is guaranteed to be included within the Engagement, depending on applicability, Customer priorities, and available hours. The Customer-specific configuration services will be finalized during the **Plan Phase**. For each application listed below, the following standard application configuration services ("Standard Application Configuration Services") are available and will be provided as determined during the **Plan Phase**:

- Application related fields
- Application related forms and views
- Application related dashboards and homepages
- Application related outbound Email notifications
- Application related roles and access controls
- Application Automation
- Application related reports and scheduled reports
- Application related Visual task boards

Applications/ Scope	Estimated Story Hours	Workstream and/or Release	Configuration Services
Application Creation	240 hrs	Release 1	• Create a scoped application to manage and track HHD devices as they are assigned to individuals • The Application will include three modules: - **Request Prototype**: A module that allows the

			creation of a new handheld device - **My HHD Requests**: Users can view their own requests - **All HHD Requests**: Users can view all the HHD requests. • Automate users to be added to a default HHD Support group when they join Cloud Dimensions iT Department. CUSTOMER RESPONSIBILITIES • Provide data in an excel format • Provide guidance on the fields to appear on the form. • Provide the logic behind the fields appearing on the form. • Provide the logic behind the automation

2.4 DELIVER

During the Deliver phase, steps are taken to bring the overall solution into production. The steps include assisting with the execution of UAT, training users and conducting cutover activities from non-production environments to the production environment.

SERVICENOW'S RESPONSIBILITIES:

- Assist the Customer with their UAT process and go-live planning.
- Execute full Discovery runs that mirror development work to ensure like for like functionality and validate data collection.
- Subject to available hours, ServiceNow will assist in remediation activities in any testing cycle or Go-Live support.
- ServiceNow will provide up remote technical assistance during go-live, including moving updates sets and/or applications into the production environment for each Wave.
- ServiceNow will provide post go-live support as follows:
    - Up to ninety-six (96) hours over a two (2) week period for Release 1
    - Up to sixty-four (64) hours over a two (2) week period for Release 2

CUSTOMER'S RESPONSIBILITIES:

- Identify a Testing Coordinator.
- Establish Test Plan, Test Cases and Test Execution.
- Coordinate User Acceptance Testing.
- Engage with ServiceNow to complete remediation activities reported in any testing cycle or post Go-Live support.
- Identify a Training Coordinator; coordinate Training Sessions.
- Provide confirmation that the solution is ready to move into a production environment and deemed ready for go-live.
- Manage the Customer's change management process.
- Ensure all required resources are available and will participate in the go-live planning activities.

2.5 CLOSE

The purpose of the Close phase is to review the overall Engagement with the Customer and close the current Engagement. This phase also includes closure activities to review the success, any challenges, and collect feedback to improve the performance of future releases and the delivery process.

SERVICENOW'S RESPONSIBILITIES:

- Conduct an Engagement Closeout Meeting with the Customer Sponsor to review the Engagement activities, objectives reached, and recommended next steps.
- Close Engagement records to initiate a Customer Satisfaction survey.

CUSTOMER'S RESPONSIBILITIES:

- Actively participate in the Closeout Meeting.
- Provide feedback to ServiceNow on the overall Engagement, including by completing the online Customer Satisfaction survey requests.

3. TRAINING

Training content will be developed and tailored for Customer's purchased use of ServiceNow Applications as set forth on www.servicenow.com/schedules.html. The scope for the applications(s) included and content delivery will be provided in future meetings.

4. ENGAGEMENT ASSUMPTIONS

Customer acknowledges and agrees that the success of the Engagement and the provision of Services and deliverables are fully dependent upon Customer's timely participation and

cooperation. The following assumptions are based on information provided by Customer to ServiceNow relating to the Engagement scope and Customer's current business processes as of the Effective Date of this SOW. These assumptions have been used to compute the estimated level of effort and cost. Deviations from these assumptions may lead to commensurate changes in the timeline and fees, which shall be set forth in a Change Order.

4.1 GENERAL

- Customer is responsible for providing the complete and correct definition and documentation of the business processes within scope for this Engagement and implementing all business process changes required to support the Engagement.
- If Customer purchases additional instances, ServiceNow will deliver instances as specified in the Order Form based on the current released version of the ServiceNow platform available at the date of the Order Form.
- During the Engagement, ServiceNow may apply updates containing fixes to relevant bugs. Additional updates and version upgrades are the responsibility of Customer after the Engagement is complete.
- Customer will grant ServiceNow resources access to Customer's instances for the purposes of providing the Services.
- Customer will provide appropriate work areas, including Internet access, for ServiceNow consultants when they are onsite.
- Customer will provide the required resources and ensure active participation. This will include, without limitation, an executive decision-maker, product / process owner(s), project leadership and management, subject matter experts and technical resources.
- Language plug-in and support for multi-language translation is out-of-scope.
- Attachments including; documents, videos, pictures are not included in the Knowledge import.
- Configuration of PA will commence within fifteen (15) to thirty (30) days Post Go-Live; thirty (30) days is recommended to provide sufficient data.

- Customer responsible for identifying any default field labels, default buttons, headers, footers, etc. ServiceNow responsible for offering suggestions and identifying whether the default item can be modified without long-term release ramifications and configuring those changes (during the Execute phase) based on stories developed during the Plan Phase.

- Customer authorizes the following onsite visits and any reasonable, related T&E expenses incurred based on these:

    - One (1) initial onsite as described in section 2.2 during the Plan phase of up to 4-5 days for up to four (4) ServiceNow Resources.

- Two (2) secondary onsite as described in section 2.2 during the Plan phase of up to 4-5 days for up to five (5) Platform Resources. One visit is focused on Release 1's scope, the other visit is focused on Release 2's scope.
- One (1) onsite visit during the Customer UAT for Release 1 described in section 2.4 during the Deliver phase of up to 4 days for up to four (4) ServiceNow Resources.
- One (1) onsite visit during the first week of ServiceNow's two weeks of post live support for Release 1 to support ServiceNow responsibilities described in section 2.4 during the Deliver phase of up to 4 days for two (2) ServiceNow Resources.

- Customer is responsible for ensuring their Platform is identified and complete the following training prior to the initial onsite meeting. NOTE: registration for these courses can be done on nowlearning.service-now.com/lxp
  - ServiceNow Fundamentals

4.2 DATA AND INTEGRATIONS

- ServiceNow will not convert historical data (Incident, Problem, Change, Request) from other systems (i.e. legacy systems).
- Customer will supply all core data (locations, department, user data, chart of accounts, CI) to be imported in a supported format (CSV, CSV (tab), Excel, XML). ServiceNow will not be responsible for data modification, cleansing or alteration before, during or after importing data.

4.3 OPERATIONAL REPORTS AND DASHBOARDS AND PERFORMANCE ANALYTICS

- This SOW is based on Customer's request to leverage ServiceNow's "Out of the Box" (OOTB) functionality for these applications.

5. CHANGE REQUESTS

Any requests for services outside of this SOW will be set forth in a change order executed by the parties. Tasks not specifically stated as being performed by ServiceNow in this SOW are outside of the scope of this Project and are not covered under the time and fee estimates of this SOW. Customer and ServiceNow will agree upon changes prior to execution of additional services or costs outside of this SOW.

6. AUTHORIZATION

Upon signature of an applicable Order Form and this SOW, Customer is hereby purchasing the Professional Services described herein.

Cloud Dimensions	ServiceNow, Inc.
Signature:	Signature:
Name: (print name)	Name: (print name)
Title:	Title:
Date:	Date: