

VENDOR MANAGEMENT GUIDELINES

Summit Digital Solutions, Inc.

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1. PURPOSE AND SCOPE

1. These Vendor Management Guidelines (the "Guidelines") establish the framework for vendor selection, engagement, and ongoing management processes for Summit Digital Solutions, Inc. ("Company") and its subsidiaries.

2. These Guidelines apply to all vendors, contractors, and third-party service providers (collectively "Vendors") engaged by the Company in connection with its digital transformation services and technology consulting operations.

2. VENDOR CLASSIFICATION AND RISK ASSESSMENT

1. **Strategic Classification**

Vendors shall be classified into the following tiers:

- Tier 1: Critical Technology Partners
- Tier 2: Core Service Providers
- Tier 3: Supplementary Service Providers
- Tier 4: Commodity Suppliers

2. **Risk Assessment Criteria**

The Company shall evaluate Vendors based on:

- (a) Technical capabilities and infrastructure
- (b) Data security and privacy controls
- (c) Financial stability and business continuity
- (d) Regulatory compliance status
- (e) Integration requirements with Peak Performance Platform
- (f) Operational impact on client deliverables

3. VENDOR SELECTION AND ONBOARDING

1. ****Due Diligence Requirements****

Prior to engagement, Vendors must complete:

- (a) Technical capability assessment
- (b) Security audit and certification review
- (c) Financial stability verification
- (d) Reference checks
- (e) Compliance documentation review

2. ****Contractual Requirements****

All Vendor agreements must include:

- (a) Service level agreements (SLAs)
- (b) Data protection and confidentiality provisions
- (c) Intellectual property rights
- (d) Termination and transition provisions
- (e) Insurance requirements
- (f) Compliance with Company's security protocols

4. PERFORMANCE MONITORING AND EVALUATION

1. ****Key Performance Indicators****

Vendor performance shall be measured against:

- (a) Service delivery metrics
- (b) Technical performance standards
- (c) Response time requirements
- (d) Quality assurance metrics
- (e) Innovation contribution

2. ****Review Schedule****

- Tier 1 Vendors: Quarterly review
- Tier 2 Vendors: Semi-annual review
- Tier 3 Vendors: Annual review
- Tier 4 Vendors: Biennial review

5. COMPLIANCE AND RISK MANAGEMENT

1. **Regulatory Compliance**

Vendors must maintain compliance with:

- (a) Applicable industry standards
- (b) Data protection regulations
- (c) Information security requirements
- (d) Professional certification requirements

2. **Risk Mitigation**

The Company shall maintain:

- (a) Vendor contingency plans
- (b) Alternative vendor relationships
- (c) Regular risk assessments
- (d) Updated vendor risk profiles

6. VENDOR TERMINATION AND TRANSITION

1. **Termination Criteria**

Grounds for vendor termination include:

- (a) Performance deficiency
- (b) Security breach
- (c) Compliance violation
- (d) Financial instability
- (e) Material contract breach

2. **Transition Requirements**

Vendor transition procedures must address:

- (a) Data transfer protocols
- (b) Knowledge transfer requirements
- (c) Client impact mitigation
- (d) Service continuity planning

7. DOCUMENTATION AND RECORD KEEPING

1. All vendor-related documentation shall be maintained in the Company's vendor management system for a minimum of seven (7) years.

2. Required documentation includes:

- (a) Contracts and amendments
- (b) Performance reports
- (c) Compliance certificates
- (d) Risk assessments
- (e) Incident reports
- (f) Financial reviews

8. POLICY REVIEW AND UPDATES

1. These Guidelines shall be reviewed annually by the Company's Legal and Procurement departments.

2. Updates shall be approved by the Chief Operating Officer and Chief Technology Officer.

9. ENFORCEMENT

1. The Chief Digital Officer shall oversee enforcement of these Guidelines.

2. Violations may result in vendor relationship termination and other remedies available under applicable agreements.

APPROVAL AND REVISION HISTORY

Version 2.0

Approved by: Sarah Blackwell, COO

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