



Services Order Form

Order #: Q-223245-1
Date: 2021-07-23
Offer Valid Through: 2021-09-30

6330 South 3000 East, Suite 700, Salt Lake City, UT 84121, United States

Order Form For University of Idaho

Address: 875 Perimeter Drive
City: Moscow
State/Province: Idaho
Zip/Postal Code: 83844-3083
Country: United States

Order Information
Billing Frequency: Annual Upfront
Payment Terms: Net 30

Billing Contact

Name: Christina Albrigo
Email: calbrigo@uidaho.edu
Phone: 208.885.5379

Primary Contact

Name: David Schlater
Email: davids@uidaho.edu
Phone: +1 208-885-2125

Billing Frequency Term:

Non-Recurring items will be invoiced upon signing. Recurring items will be invoiced 30 days prior to the annual start date.

Year 1

Description	Start Date	End Date	Metric	Qty	Price	Amount
24x7 Support	2021-10-01	2022-09-30	20% of Subscription (Minimums Apply)	1	USD 26,659.91	USD 26,659.91
Tier 1 Support	2021-10-01	2022-09-30	FTE	9,737	USD 3.50	USD 34,079.50
Recurring Sub-Total						USD 60,739.41
Year 1 Total						USD 60,739.41

Year 2

Description	Start Date	End Date	Metric	Qty	Price	Amount
24x7 Support	2022-10-01	2023-09-30	20% of Subscription (Minimums Apply)	1	USD 27,458.34	USD 27,458.34
Tier 1 Support	2022-10-01	2023-09-30	FTE	9,737	USD 3.50	USD 34,079.50

Description	Start Date	End Date	Metric	Qty	Price	Amount
Recurring Sub-Total						USD 61,537.84
Year 2 Total						USD 61,537.84
Grand Total:						USD 122,277.25

Deliverable	Description	Expiration
24x7 Support	24x7 support per year (20% of subscription - minimums apply)	N/A
Tier 1 Support	Tier 1 Support per user (minimums apply)	N/A

The items above must be completed during the time period beginning on the later of the Effective Date or the initial Start Date specified in this Order Form and ending pursuant to the time frame set forth in the Expiration column above.

Metrics and Descriptions:

FTE: FTE Metric is measured by the number of full-time equivalent students in accordance with the definition published by the Integrated Postsecondary Education Data System.

The FTE fees set forth above are based on typical user usage patterns ("Typical Use") for access to the Service and do not account for excess usage of the Service. To the extent the Users' usage of the SaaS Service, in the aggregate, exceeds the Typical Usage at any given time, Instructure reserves the right, in its sole discretion, to increase the fees by an amount proportional to such excess usage. In the event Instructure increases the fees pursuant to this paragraph, Instructure shall send an invoice to Customer for the applicable increase along with documentation evidencing the additional usage of the Service giving rise to such fee increase. Any invoice sent pursuant to the foregoing shall be due and payable within 30 days' of receipt.

Duration: The Services provided under this Order Form shall begin on the first year Start Date set forth above and continue through the last year End Date set forth above, provided, however, that Instructure may provide certain implementation related Services prior to the first year Start Date at its sole discretion.

Miscellaneous: Instructure's support terms are available as follows:

Canvas & Catalog: <https://www.canvaslms.com/policies/support-terms>

Portfolium: <https://portfolium.com/support-terms>

MasteryConnect: <https://www.masteryconnect.com/support/>

As part of our commitment to provide the most innovative and trusted products in the industry, at times we must increase our renewal rates to cover additional expenses associated with advancing our products. If you have concerns with any increases, please reach out to your account representative.

Terms and Conditions

This Order Form shall be governed by the Master Terms and Conditions which can be found here:

<https://www.instructure.com/master-terms-conditions>

In the event of any conflict between this Master Terms and Conditions and any addendum thereto and this Order Form, the provisions of this Order Form shall control.

PURCHASE ORDER INFORMATION	TAX INFORMATION
Is a Purchase Order required for the purchase or payment of the products on this order form?	Check here if your company is exempt from US state sales tax : _____
Please Enter (Yes or No): <u>No</u>	Please email all US state sales tax exemption certifications to ar@instructure.com
If yes, please enter PO Number: _____	

By executing this Order Form, each party agrees to be legally bound by this Order Form.

University of Idaho

Signature:	<u>Julia McIlroy CW.</u>
Name:	<u>Julia R. McIlroy</u>
Title:	<u>Director, Contracts and Purchasing Services</u>
Date:	<u>9.20.2021</u>

Instructure, Inc.

Signature:	<u></u>
Name:	<u></u>
Title:	<u></u>
Date:	<u></u>