Bb
Blackboard

This Blackboard Order Form ("Order Form") by and between Blackboard (as defined below) and Central Texas College ("Customer") details the terms of Customer's use of the products and services set forth below ("Product and Pricing Summary"). This Order Form shall become effective on the Effective Date. This Order Form, together with the Blackboard Master Agreement dated March 28, 2002 and incorporated by this reference, form the entire agreement between the parties in respect of the products and services set forth in the Product and Pricing Summary. Notwithstanding anything to the contrary in any purchase order or other document provided by Customer, any product or service provided by Blackboard to Customer in connection with a purchase order related to this Order Form is conditioned upon Customer's acceptance of this Order Form and the Blackboard Master Agreement. Any additional, conflicting or different terms proffered by Customer in a purchase order or otherwise shall be deemed null and void. Each of the individuals executing this Order Form represent and warrant that he or she is authorized to execute the Agreement on behalf of Customer or Blackboard, as applicable.

In consideration of the promises set forth herein, and other good and valuable consideration, the receipt of which are hereby acknowledged, the parties hereby agree as follows:

A. Product and Pricing Summary

LEARN/MANAGED HOSTING

Product Name/Code	Product or Service Description	Term 1 10/1/14 – 9/30/15	Term 2 10/1/15 – 9/30/16	Term 3 10/1/16 – 9/30/17	Term 4 10/1/17 – 9/30/18	Term 5 10/1/18 – 9/30/19
ICM CUSTOM DEVEL	ICM For Custom Development Bb Hosted	$4,024.80	$4,145.54	$4,269.91	$4,355.31	$4,442.41
ICM DATA INTEGRATION	ICM For Data Integration Bb Hosted	$7,000.00	$7,000.00	$7,000.00	$7,000.00	$7,000.00
ICM DATA INTEGRATION	ICM For Data Integration Bb Hosted	$6,000.00	$6,000.00	$6,000.00	$6,000.00	$6,000.00
ADDL HOSTING SERVICE UNIT	Blackboard Managed Hosting Additional Service Unit add 7,500 active users, 100 GB, 1 Mpbs	$112,481.20	$115,855.64	$119,331.31	$121,717.93	$124,152.29
HOSTING ADDL STORAGE 1TB	Blackboard Managed Hosting Storage 1TB open market	$44,717.92	$46,059.46	$47,441.24	$48,390.07	$49,357.87
CONTENT MANAGEMENT HOSTING	Blackboard Managed Hosting for Content Management open market	$30,218.24	$31,124.79	$32,058.53	$32,699.70	$33,353.70
LEARN COURSE DELIVERY HOSTING	Blackboard Gold Hosting 8,000 active users	$70,550.48	$72,666.99	$74,844.00	$76,343.94	$77,870.82
CONTENT MANAGEMENT	Blackboard Content Management 15,001 - 25,000 FTE	$88,368.80	$91,019.86	$93,750.56	$95,625.47	$97,537.98
HOSTED STAGING ENVIRONMENT	Blackboard Managed Hosting Staging Environment open market	$37,838.32	$38,973.47	$40,142.67	$40,945.53	$41,764.44
COMMUNITY ENGAGEMENT	Blackboard Community Engagement 15,001 - 25,000 FTE	$49,601.76	$51,089.81	$52,622.51	$53,674.96	$54,747.46
HOSTING COMPLEX HOSTING MGR	Blackboard Managed Hosting Complex Hosting Manager	$72,236.32	$74,403.41	$76,635.51	$78,168.22	$79,731.59
HOSTING ADDL BANDWIDTH 1 MBPS	Blackboard Managed Hosting Bandwidth 1 MBPS open market	$0	$0	$0	$0	$0
HOSTING ADDL BANDWIDTH 1 MBPS	Blackboard Managed Hosting Bandwidth 1 MBPS open market	$0	$0	$0	$0	$0
HOSTING ADDL BANDWIDTH 1 MBPS	Blackboard Managed Hosting Bandwidth 1 MBPS open market	$0	$0	$0	$0	$0
HOSTING ADDL BANDWIDTH 1 MBPS	Blackboard Managed Hosting Bandwidth 1 MBPS open market	$0	$0	$0	$0	$0
HOSTING ADDL STORAGE 1TB	Blackboard Managed Hosting Storage 1TB open market	$38,646.40	$39,805.79	$40,999.97	$41,819.97	$42,656.36
HOSTING ADDL STORAGE 1TB	Blackboard Managed Hosting Storage 1TB open market	$38,646.40	$39,805.79	$40,999.97	$41,819.97	$42,656.36
COURSE DELIVERY	Blackboard Course Delivery 15,001 - 25,000 FTE	$99,926.32	$102,924.11	$106,011.83	$108,132.07	$110,294.70
TOTALS:		**$700,256.96**	**$720,874.66**	**$742,108.01**	**$756,693.14**	**$771,565.98**

COLLABORATE

Product Name/Code	Product or Service Description	Term 1 10/1/14 – 9/30/15	Term 2 10/1/15 – 9/30/16	Term 3 10/1/16 – 9/30/17	Term 4 10/1/17 – 9/30/18	Term 5 10/1/18 – 9/30/19
Bb Collaborate Web Conferencing 8001-15000 (FTE)	Blackboard currently offers with the sale and renewal of this product, 50 GB of storage for standard recordings and pre-load storage, 50GB of storage for MP4 recording conversion , and 10,000 annual MP4 views/downloads. 8001-15000	$44,828.66	$46,173.52	$47,558.72	$48,509.90	$49,480.10
Bb Collaborate Voice Authoring Current (FTE)	Bb Collaborate Voice Authoring - FTE Current	$14,953.94	$15,402.45	$15,864.53	$16,181.82	$16,505.45
TOTALS:		**$59,782.60**	**$61,575.97**	**$63,423.25**	**$64,691.72**	**$65,985.55**

STUDENT SERVICES

Product Name	Product Code	Prorated Term 4/1/14 – 9/29/14	Term 1 9/30/14 – 9/30/15	Term 2 10/1/15 – 9/30/16	Term 3 10/1/16 – 9/30/17	Term 4 10/1/17 – 9/30/18	Term 5 10/1/18 – 9/30/19
ACCOUNT MGMT	SS-APM-ACCT	--	$9,095.63	$9,368.50	$9,649.55	$9,842.54	$10,039.40
ELS SUPPORT-FTE	SS-SDO-LMS-FTE	--	$106,722.00	$109,923.66	$113,221.37	$115,485.80	$117,795.51
BB CRM DEPARTMENT	SS-SDI-PARA-DPT	$7,329.86	$16,970.63	$17,479.75	$18,004.14	$18,364.22	$18,731.51
BB CRM SEAT	SS-SDI-PARA-ST	$3,926.71	$14,700.00	$15,141.00	$15,595.23	$$15,907.13	$$16,225.28
TOTALS:		$11,256.57	$147,488.26	$151,912.91	$156,470.30	$159,599.70	$162,791.69

	Prorated Term 4/1/14 – 9/29/14 & Term 1 10/1/14 – 9/30/15	Term 2 10/1/15 – 9/30/16	Term 3 10/1/16 – 9/30/17	Term 4 10/1/17 – 9/30/18	Term 5 10/1/18 – 9/30/19
GRAND TOTALS:	$918,784.39	$934,363.54	$962,001.56	$980,984.56	$1,000,343.22

DESIGNATED SERVER SITE: Hosted by Blackboard

B. Term
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1. Initial Term: As defined in the Product and Pricing Summary above.
2. Unless otherwise specified in the Product and Pricing Summary above, this Order Form shall be renewed automatically for successive periods of one (1) year (each a "Renewal Term") after the expiration of the Initial Term and any subsequent Renewal Term, unless Customer provides Blackboard, or Blackboard provides Customer, with a written notice to the contrary thirty (30) days prior to the end of the Initial Term or Renewal Term, as applicable.
3. Effective Date: October 1, 2014

C. Payment Terms
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1. All initial and subsequent payments shall be due Net 30. Unless otherwise specified, all dollars ($) are United States currency.
2. Customer shall be invoiced for amounts due in respect of the first year of the Initial Term upon execution of this Order Form.
3. Sales Tax: If applicable, a copy of your Sales Tax Direct Pay Certificate or your Sales Tax Exemption Certificate must be returned with this Order Form.

D. Special Provisions
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1. The terms and conditions of the following shall be incorporated herein:
   a. The Blackboard License and Services Agreement dated March 4, 2004, as amended
   b. The Blackboard Collaborate Schedule effectively dated October 1, 2013
   c. http://agreements.blackboard.com/bbinc/studentservicesschedule.aspx
2. Support Services: Blackboard shall provide the following Support Services:
   _x_ eLearning Support Services
3. Estimated Monthly Inbound Interactions

MONTH	Estimated Monthly Inbound Interactions
January	674
February	650
March	593
April	693
May	954
June	591
July	699
August	637
September	814
October	574
November	509
December	612
Total	8000

4. Average Handle Time: [9 mins]
5. Exhibit B of the ASP Schedule LS-2 Blackboard Learning System™ ASP Schedule, ASP Service Specifications shall be amended to include the following:
   ++ Blackboard Diamond Engagement Plan
   - Includes hosting for Blackboard Learn™ Software
   - Includes Non-Production Test Environment, Staging Environment, and Service Delivery Team resources dedicated to Diamond Engagement Level clients, all described below.
   - Set-up Fee includes service for each installation of the Software or update/ upgrade requiring a revised or new hardware and/or software configuration.
   - Initial Term Annual Fee includes service for up to 30,505 Active Users and 3109 GB of storage and 7072 kbps of bandwidth measured using the 95th percentile calculation (as defined below) delivered via redundant Internet uplink and Managed Firewall Service.
   - Additional storage and bandwidth are separately charged
   - Additional Service units for 7,500 additional Active Users*, additional 1 Mbps bandwidth and 100 GB additional storage are separately charged.
   - Non-Production Test Environment
     o Includes installation of Test Copy Hosted Software on computer servers and systems in Blackboard's non-production environment designed to handle no more than 20 concurrent users at a time.
     o Includes 20 GB of server storage and burstable bandwidth provided through Blackboard's broadband connection, and, as an option, grants Customer full root access to servers.
     o Is not designed to fully replicate or clone the production environment in terms of physical infrastructure or data set

- o By its nature DOES NOT meet the Service Level specifications under Exhibit A, and therefore, DOES NOT qualify for Service Level Guarantees.
- **Staging Environment**
  - o Includes installation of Test Copy Hosted Software on computer servers and systems in Blackboard's production environment.
  - o Includes 100 GB of storage (not including production clones).
  - o Is not designed to fully replicate or clone the production environment in terms of physical infrastructure
  - o Per Customer request, Managed Hosting will provide up to four (4) clones of the Customer production data per year. This cloned data will not be backed up.
  - o Is designed for Customer to test and approve new update/upgrade software and changes in software configuration before implementing such software in a production environment. It may not be used for production purposes.
  - o 99.7% Availability guarantee as described in Service Level specifications in Exhibit A applies for all Staging Environments
- **Service Delivery Team Resources**
  - o Initial term annual fee includes Diamond 1 level monthly utilization of dedicated Service Delivery Team staff resources.
  - o Service Delivery Team consists of Service Delivery Manager (SDM) and Service Delivery Engineer (SDE) resources dedicated to Platinum and Diamond Engagement Plan clients only, and the team resources can be purchased such that aggregate team resource utilization rate of <u>on average</u> 10 hours per week (Diamond1)are available for Customers. For example, a client can purchase Diamond1 level and will receive individual SDM resource dedicated to customer in terms of the management, communication and documentation responsibilities outlined below AND SDE resource for premium level of support (dedicated Tier2 and Subject Matter Expertise on Blackboard Learn and a number of other Blackboard products). The Service Delivery Team will provide monthly Service Delivery Team resource utilization report to Customer, providing aggregate team resource consumption time detail.
  - o Roles and responsibilities of the SDM will primarily fall under the following three objectives: management, communication and documentation.
    - A. **Management** – Plan and project manage Customer's Managed Hosting infrastructure implementation, growth, and planned and reactive changes. To meet this objective, the SDM's tasks may include, but not be limited to, the following:
      - <u>Central Point of Contact and Escalation</u>: The SDM will be the central point-of-contact within Blackboard Managed Hosting and maintain day-to-day knowledge of all plans, activities, and status of projects and issues involving Customer's hosted environment and act as a coordinator within Blackboard for all operational and support issues on Blackboard products that Customer owns
      - <u>Infrastructure Management</u>: Plan and manage projects involving Customer's infrastructure for scalability, optimal performance, and growth in coordination with Customer and all elements within Blackboard
      - <u>Internal Blackboard Delivery Coordination</u>: Coordinate with Diamond Engagement Plan Tier-1 Support Team, SDE resources and Managed Hosting Operations and Engineering, Blackboard Consulting Project Management and other elements of Blackboard as needed to deliver and manage Customer's requirements
      - <u>Managed Hosting Support Activities</u>: Manage directly support activities with hosted Blackboard applications and infrastructure, leveraging Tier-1 team dedicated to Service Delivery Team and SDE resources, including but not limited to:
        - o Direct oversight of ticket prioritization and escalation within Blackboard
        - o Risk assessment of support activities focused on impact analysis and evaluation based on updates and upgrades
      - <u>Infrastructure and Software Upgrade Management</u>: Design and implement Managed Hosting testing and/or staging in coordination with Customer as necessary for testing and evaluation purposes (examples: upgrading from one Blackboard version to another and upgrading application servers)
      - <u>Auditing</u>: Regularly conduct systems audit and analysis on Customer's Managed Hosting environment's performance and utilization for proactive monitoring, infrastructure management, forecasting and reporting purposes
      - <u>Customer Business Planning Integration</u>: Keep master schedule of Customer's academic activities and key events/milestones. Communicate to entire Blackboard Team on critical events on the calendar.

    B. **Communication** - Build and execute business processes for communication and Customer support (with a special focus on providing transparency and visibility into the purchased Managed Hosting services and change management). To meet this objective, the SDM's tasks may include, but not be limited to, the following:
      - <u>Contact</u>: Be fully dedicated to Customer's Systems Administrators and Operations staff through a dedicated phone number/email/instant messenger (or other contact method) for day-to-day Managed Hosting support requests and status reporting
      - <u>Project Communication</u>: Build two-way communication processes in coordination with Customer for project management, support issue review and escalation, and other communication procedures as necessary
      - <u>Regular Reporting</u>: Coordinate and facilitate regularly scheduled (weekly or monthly or quarterly) and ad-hoc project and status update meetings
      - <u>Channel Management</u>: Modify and update communication processes and channels as deemed necessary

    C. **Documentation** - Document and report on Customer's Managed Hosting infrastructure, projects status, escalation issues, and other Customer owned Blackboard products. Complete and thorough documentation will be a key aspect of meeting the management and communications objectives of the Service Delivery Team. As such, the SDM will provide the following documents during the life of the relationship between the SDM and Customer:
      - <u>Operations and Plans</u>: Develop detailed documents including Escalation process, Operations Handbook, Infrastructure overview and implementation plans
      - <u>Regular Status Reporting</u>: Document and provide weekly reports on all project plans and updates, and post-meeting (conference calls) minutes to Customer
      - <u>Monthly Reporting</u>: Document and provide monthly updated reports to Customer on items [i]ncluding but not limited to actual performance metrics against Service Level Agreement (SLA) requirements, monthly utilization rate of the Service Delivery Team resources, system utilization information and other relevant materials. Serivice Delivery Team will make best effort to customize the monthly reports per Customer's preferences.
      - <u>Change Management/Status (I)</u>: Provide timely and detailed reports of planned infrastructure changes; planned or unplanned service outages, or degradation of services; and issue resolution reports
      - <u>Change Management/Status (II)</u>: Document and communicate any procedural changes that regulate the flow of code fixes, patches to the production environment
      - <u>SLA Performance Reporting/Analysis</u>: Specifically against contractual SLA requirements, provide monthly reports on system utilization and performance, including host latency graphs, user activities summaries, and systems performance analysis. Goal will be to develop, mutually with Customer, a standard set of reporting for overall systems performance and management.

Customer: Central Texas College	Blackboard ("Blackboard")
Signature	Signature
MICHELE J. CARTER	TESS FRAZIER
Name (printed)	Name (printed)
DIRECTOR OF BUSINESS SERVICES/CONTRACTING OFFICER	VICE PRESIDENT
Title (printed)	Title (printed)
10/30/14	October 30, 2014
Date	Date