

**WELLSKY HUMAN & SOCIAL SERVICES CORPORATION
ORDER FORM**

This Order Form ("Order") is dated as of _____ ("Effective Date") between **Sonoma County Human Services Department** with offices at 3725 Westwind Boulevard, Suite 101, Santa Rosa, CA 95403 ("Customer") and **WellSky Human & Social Services Corporation**, with offices at 11300 Switzer Road, Overland Park, KS 66210 ("WellSky") for the products and services set forth herein. This Order is subject to and hereby incorporates the terms and conditions of the Master License and Services Agreement entered into between the parties, dated January 5, 2017 ("Agreement"), except to the extent explicitly identified in this Order.

This Order consists of the following Attachments:

- Attachment 1 – Scope of Use, Term and Payment Terms
- Attachment 2 – Pricing
- Attachment 3 – Professional Services

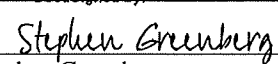
Any questions or changes to this Order, please contact Rachel Sasse at 703-657-1476.

Ordering Procedure:

Scan or fax this signed Order to WellSky's Corporate Contracts Department as follows:

LegalContracts@wellsky.com

Fax: (913) 871-9571 or 9138719571@fax2mail.com

SONOMA COUNTY HUMAN SERVICES DEPARTMENT:	WELLSKY HUMAN & SOCIAL SERVICES CORPORATION:
Signature:	Signature: <small>DocuSigned by:</small> 
Name:	Name: Stephen Greenberg
Title:	Title: SVP Human and Social Services
Date:	Date: 12/12/2019

**ORDER FORM
ATTACHMENT 1
SCOPE OF USE, TERM AND PAYMENT TERMS**

1. **Additional Licenses:** Customer agrees to purchase the following additional Licensed Software or Cloud Services:

Type of Product	Description	Maximum Scope	Metric Definition
Cloud Services	Assessment Designer	1	<i>Assessment Designer</i> means an Add-on assessment design module that a user is able to access
Cloud Services	Assessment Designer Seat License	1	<i>Seat License</i> means the total number of users that are able to access the Cloud Service at any time

In the event Customer's scope of use exceeds those amounts set forth in the table above, Customer shall be invoiced for any unlicensed use (and related support), and the unpaid license and support fees shall be payable in accordance with this Agreement.

2. **Term:**

Cloud Services Term: The Cloud Services under this Order shall run from January 1, 2020 through June 30, 2022.

3. **Payment Terms.** Payment terms on purchases are net thirty (30) days.

- a. **Cloud Services:** Customer shall pay the pro-rated annual Cloud Services fees of \$850.00 beginning January 1, 2020, and 100% of the annual Cloud Services fees annually on July 1st thereafter.
- b. **Professional Services:**

Customer agrees to pay 100% of the professional services fees on the Effective Date.

4. **Increases:** All annual fees may be increased by WellSky once annually commencing one (1) year following the Effective Date of the Order at a rate not to exceed 5%. Maintenance, Software Subscription and Cloud Services fees may further be increased upon prior written notice to Customer in the event WellSky's third party supplier increases such fees.

Please provide your accounts payable or billing contact information.

Name:
Title:
E-mail:
Phone:

**ORDER FORM
ATTACHMENT 2
PRICING**

Cloud Services Fees:	Quantity	Annual Unit Price	Annual Net Price	Total Cost for the Term
Assessment Designer	1	\$1,500	\$1,500	\$3,979
Assessment Designer Seat License	1	\$200	\$200	\$531
Total Cloud Services Fees to Contract Term 1/1/2020 – 6/30/22:				\$4,510
Professional Services Fees:	Quantity	Unit Price	Net Price	Total Cost
Assessment Designer Deployment Services, including Implementation, Configuration, User Training	1	\$1,125	\$1,125	\$1,125
Managed Services, fixed fee	Up to 10	\$187.50	\$1,875	\$1,875
Total Professional Services Fees:				\$3,000
ORDER FORM TOTAL FOR CONTRACT TERM 1/1/2020 – 6/30/22				\$7,510

Customer to Pay Fees by Fiscal Year:	FY 19-20	FY20-21	FY 21-22
Total Cloud Services Fees	\$850	\$1,785	\$1,875
Assessment Designer Deployment Services, including Implementation, Configuration, User Training	\$1,125	\$0	\$0
Managed Services	\$1,875	\$0	\$0
*Total Fees per Fiscal Year:	\$3,850	\$1,785	\$1,875

*FY 20-21 and 21-22 include a 5% increase

**ORDER FORM
ATTACHMENT 4
PROFESSIONAL SERVICES**

1. Assessment Designer Deployment:

A deployment manager will plan for and coordinate the delivery of the solution, setup, configuration, and training. Deployment includes:

- Setup of Assessment Designer product licenses in WellSky Portal
- Assessment Designer configuration and validation
- 2hr Web-Based Assessment Designer training for up to 5 licensed end users

2. Managed Services:

Scope

This will be billed as a fixed-fee cost for up to 10 hours to be used by March 31, 2020.

Managed Services is a bundle of professional services hours that can be used flexibly to meet an agency's unique needs with regards to configuration and process workflow within SAMS and its modules. A designated Managed Services team member will work with you to determine the ideal approach and manage the WellSky resources for your agency's needs.

Assumptions:

1. Project work will be scheduled after this order form is executed.
2. All services, including user training, will be provided remotely.
3. Managed Service hours expire on March 31, 2020. Any unused hours are forfeited and do not roll over or carry forward.
4. Changes to the scope or assumptions in this order form could affect the quoted cost.
5. Any additional work needed due to scope changes, new requirements or additional requests, if agreed to by WellSky, will be outlined in a new Order Form and additional work performed only after full execution of that Order Form.