COVER PAGE

CONTRACT NUMBER: <u>974-11871</u>

During the Term of this Agreement, DIVDAT shall lease the following Equipment and provide the following Services to Client in exchange for the Fees described below:

Client: <u>City of Fort Lauderdale</u> **Location**: <u>100 N. Andrews Avenue</u>
<u>Fort Lauderdale, FL 33301</u>

Term: <u>3-Year contract with a 1 year renewal option</u>

Equipment: DIVDAT will lease self-service electronic payment terminal(s) which will enable Client's customers to pay amounts owed to Client by Client's customers electronically at the terminal(s) ("***Kiosk(s)***").

Services: DIVDAT will perform certain application services and on-going support services described below, all as more particularly described on the Scope of Work.

Fees:

Description		Fees
Monthly Lease/ Sale and Management Fee*	Includes: Development, testing and deployment for the Bill Payment Kiosk application hosting Remote Monitoring Technical Support Online Reporting Unlimited Transactions Equipment Maintenance & Servicing with 12 hours a day - 7 days a week DIVDAT Indoor Kiosk, Outdoor Kiosk and Custom Kiosk with DIVDAT's five (5) standard devices: Bill Acceptor, Card Reader, Check Scanner, Bill Scanner, Receipt Printer	Sole Proprietor Kiosk with merchant account through a DIVDAT approved 3rd party merchant processor <u>4 Indoor/Outdoor, including a drive-thru Kiosks @ $1,199 Per Kiosk Per Month</u>
IT Programming	Programming services for future modifications or the addition of new payment applications; Upon request and approval by the Client	<u>$150 per hour</u>

*Monthly billing will begin upon installation of the Equipment.

<div style="text-align: center">Scope of Work</div>

The scope of work for the Kiosk Project includes all planning, execution, implementation, and training for a new kiosk solution for the Client. Each stage of the project will require approval from the Client before moving on to the next stage. DivDat ensures it has adequate resources for designing, building, testing, and implementing the kiosk project. Specific deliverables and milestones will be listed in the Work Requirements and Schedules and Milestones sections of this SOW.

Period of Performance

The period of performance for the Kiosk Project is 6 -8 weeks; this will depend on the level of involvement at the Client.

Place of Performance

DivDat will perform the work for the kiosk project at its own facility. DivDat will have a scheduled call with the Client once per week (day and time TBD) for a weekly status meeting. Additionally, all kiosk testing will need to be done at DivDat or a production ready kiosk set up in a test environment.

Work Requirements

As part of the Kiosk Project, DivDat will be responsible for performing tasks throughout various stages of this project. The following is a list of these tasks which will result in the successful completion of this project.

The project will initiate upon receipt of the following:

1. Defined the kiosk types and locations:

    • A New Sole Proprietor Kiosk (Client is the only biller):
    • At a Client location

2. Fully defined API which includes the following:

    • The URL and how DivDat will access the link (post, add as a web service, encryption, etc.)
    • Defines variables required for the account look up call including: key field (i.e. account number), name/address combination and scan bill.
    • Defines the return account object for fields to display on the kiosk including: account number, account name, due date, account message flags, etc. This will vary based on Client defined business rules.
    • Defines the variables required for the payment update call including: key field (i.e. account number), payment amount, method of payment, etc. This will vary based on Client defined business rules.

- Defines the return payment update object including: successful update flag, receipt messages, remaining balance, etc. This will vary based on Client defined business rules.

3. Test account data for validation of all client defined business rules

4. Sample production bill payment coupons for the bill scan

5. Custom branding elements including:

   - Logo Graphic File (preferably in .png format)
   - Background Image (1280 x 1024 in .png format)
   - Color Codes (in RGB format)
   - Payment Terms and Conditions
   - Payment methods accepted

6. Merchant IDs for credit card and check/ACH processing

Upon receipt of the 6 items listed above, the timeline will start for the following 7 stages in order to connect the Client services to retrieve account level information and return payment information.

Stage 1 – Define Business Rules for the following:

1. Account look up methods
   - Key field, up to 2 (i.e. Account number, customer number, phone number)
   - Name and Address
   - Scan Bill
2. Account return object
   - Return single account or multiple accounts
   - Display fields
   - Define account message flags
3. Payment update return object
   - Client defined receipt display fields
   - Successful payment post status flag
4. Remittance file processing
   - Batch close time
   - File format/layout
   - Processing schedule
   - File transfer protocol

DivDat Assumptions for Client Solution

5. Client API can support look up by the following methods:
   - Key field
   - Name and Address
   - Scan Bill – OCR Line

6. Client API account return object will contain all required account display fields and account message flags
7. Client API can support a payment update post for cash, credit card and check/ach payments
8. Client API will return a successful payment post status flag and Client defined display fields
9. Client will provide a defined file format for a batch remittance file
10. Client will provide production bill payment coupons for configuring bill scan functionality based on OCR line format

Stage 2 – System Integration/Development Effort

1. Kiosk Application
   - Establish connection to Client test service
   - Build the request object for each call defined in the service based on business rules
   - Validate the response object for each call ensuring they fulfill the defined business rules
   - Integrate the response object with DivDat kiosk service
   - Enable payment processing
2. Payment Post Application
   - Develop payment post update application to monitor failed payment posts and reattempt until successful
3. Remittance File Application
   - Develop remittance file processing application

DivDat Assumptions for Client Solution

4. DivDat will integrate to the Client API which is defined as a SOAP based web service that integrates to the billing software application
5. The Client API will be fully defined and ready to integrate to the DivDat kiosk service
6. Client will provide a test environment for the API
7. Client will retrieve batch remittance files from the DivDat secure FTP
8. Transient data will be encrypted by the x509 certificate or message level security
9. There are no hidden issues/complications implementing the x509 certificate
10. DivDat will be PCI 3.0 certified

Stage 3 – Application Configuration/Database Setup

1. Configure Client merchant id in DivDat payment gateway
2. Configure Client branding screen elements
3. Configure screen content
4. Configure for multi-language
5. Configure DivDat kiosk application report
6. Setup Client specific data elements in the kiosk database

DivDat Assumptions for Client Solution

7. Client will establish merchant ids with DivDat approved merchant processers: Card Connect and T-Tech or Client current processor
8. Client will provide all required branding elements

Stage 4 – System Testing and UAT

1. DivDat (to take place at DivDat)
   - ➢ Manual unit testing
     - Validate the response object for each call ensuring they fulfill the defined business rules
   - ➢ Kiosk unit testing
     - Validate logical screen flow and Client defined content
     - Run user stories to validate Client defined business rules for all account types
     - Validate payment processing
     - Validate payment post and reattempt process
     - Validate remittance file processing and file transfer
2. Client - to take place at a physical kiosk (DivDat or client location with a production ready kiosk setup in a test environment)
   - ➢ End–to-End system testing
     - Validate account details displayed on screen
     - Validate payment update posting to backend billing systems
     - Validate remittance file format
   - ➢ UAT
     - Validate logical screen flow and Client defined content
     - Run user stories to validate Client defined business rules for all account types
     - Client defined UAT processes

DivDat Assumptions for Client Solution

3. Client will provide a test environment and accounts for validation of all business rules and account types
4. Client will participate in defining the user stories to validate defined business rules
5. Client will assign resources to conduct End-to-End and UAT testing

Stage 5 – Kiosk Delivery & Installation

1. Site Survey
2. Configure Client Network Environment (if required for wired kiosk)
3. Kiosk Staging / Pre-Packaging
4. Kiosk Delivery & Installation

DivDat Assumptions for Client Solution

5. A new kiosk installation may require network configuration

Stage 6 – Training

6. Application Business Rules & Reconciliation Processes
   - Cash Pull Procedure (if required)
   - Operational Processes - scheduled tasks for batch close and remittance processing
   - DivDat Kiosk CashLINC Transaction Report
   - Merchant Portals (CardConnect and T-Tech or client's options)
7. Key-Op Training (changing receipt paper, if required)

DivDat Assumptions for Client Solution

8. Training will be conducted by DivDat via webinar

Stage 7 - Go-Live / Customer Launch

1. Complete End-to-End Go-Live Check List
   - Establish connection to Client production service
   - Successfully process credit card and check/ach payments to confirm settlement of funds

DivDat Assumptions for Client Solution

2. Client will provide a production API a minimum of 2 weeks prior to scheduled go-live
3. Client will provide designated account(s) for processing payments to confirm settlement of funds

Schedule/Milestones

The below list consists of the initial milestones identified for the Kiosk Project:

Stage 1 – Define Business Rules	1 – 2 Weeks (may require multiple sessions)
Stage 2 – System Integration/Development	2 –3 Weeks
Stage 3 – Application Configuration/Database Setup	1 – 2 Weeks
Stage 4 – System Testing and UAT	2 Weeks
Stage 5 – Kiosk Delivery & Installation	1 Week (if required)
Stage 6 – Training	1 Day
Stage 7 – Go-Live/Customer Launch	1 Day
Project Completion Review	Date TBD

Acceptance Criteria

The acceptance of all deliverables will reside with the Client Project Sponsor. The Client will designate appropriate resources to ensure the completeness of each stage of the project and that the scope of work has been met. Once a project stage is completed, DivDat will provide a report/presentation for review and approval. The Client Project Sponsor will either sign off on the approval for the next stage to begin or advise what tasks must still be accomplished.

Once all project tasks have been completed, DivDat will provide a project closure report and go-live checklist to Client Project Sponsor. The acceptance of this documentation by the Client will acknowledge acceptance of all project deliverables and that DivDat has met the requirements for all assigned tasks. Any discrepancies involving completion of project tasks or disagreement between the Client and DivDat will be referred to both organizations' contracting offices for review and discussion. The following Acceptance Criteria will be used to determine acceptance of all deliverables for the kiosk project.

- User can look-up their account by entering a Key Field (i.e. Account Number, Customer Number).
- User can look-up their account by entering a combination of Name and Address.
- User can look-up their account by scanning their bill payment coupon.
- Kiosk will display User account detail.
- Kiosk will display User account message(s).
- Kiosk will allow User to enter payment amount based on business rules.
- Kiosk will display payment methods allowed on the User account.
- Kiosk will allow User to pay by Cash.
- Kiosk will allow User to pay by Credit Card.
- Kiosk will allow User to pay by Check.
- Kiosk will not allow User to pay by Check if account is ACH Restricted.
- Kiosk will display receipt delivery methods.
- Kiosk will allow User to print receipt.
- Kiosk will allow User to email receipt.
- Kiosk will process payment and display either Approve or Decline response.
- Kiosk will allow User to reattempt payment for a Decline response.
- Kiosk will deliver payment receipt based on selected delivery method.
- Kiosk will send payment post update.
- Kiosk will reattempt payment post update until successful.

Service Level Agreement

Kiosk Services

1. DivDat shall perform the following Kiosk Services for an on behalf of the Division(s) described in the attached Statement(s) of Work:
    *   Manned telephone support
    *   Monitored email support
    *   Remote technical assistance
    *   Remote monitoring and management of kiosk described in the Statement(s) of Work and data center
    *   Planned or emergency technical support
    *   Monthly preventative maintenance to Kiosk(s)

2. Monitoring, Scheduled & Emergency Maintenance.

    *   Monitoring – DivDat shall remotely monitor and manage: (i) all Kiosks during the Location Owner's (defined in the respective Statement(s) of Work) hours of operation; and (ii) its Data Center and Network Services on a 24-hour / 7 days per week basis. In the event of service outages, DivDat's system alarms shall notify its Technical Support Staff about the problem and the appropriate assessment and corrective actions will be executed. DivDat shall attempt to resolve any outages remotely and if the issue is not capable of being resolved remotely, in DivDat's discretion, DivDat will send a field technician assistant to the Owner Location.
    *   Scheduled Maintenance – DivDat shall perform monthly preventative maintenance on all Kiosks. Preventative maintenance may take 15-20 minutes and will require the technician to place the Kiosk in an "out of order" status until complete. DivDat shall schedule the preventative maintenance with the Location Owner and shall provide the Division with prior notice for any planned outages of the Kiosk(s) being affected.
    *   Emergency Maintenance - When emergency maintenance is required, DivDat will promptly notify the Division and arrange a solution that minimizes the impact on the users. An email will be sent to the Division's designated support contact. The Division shall provide DivDat's project manager the name and contact information of the Division's primary support contact for emergencies.

3. Availability. DivDat's support availability is as follows:

    *   Technical Support. DivDat's Technical Support Call Center can be reached during Location Owner's hours of operation. DivDat's technical representative responding to the call will assign a Priority (described in Section 5 below) and will attempt to rectify the problem while on the phone. Phone calls received by DivDat's technical support outside of the hours designated above will be returned the next day.

- There will be a technical support phone number printed on each Kiosk for its Users. For Kiosks serving more than one biller, the User shall have the option to choose the applicable biller through an automated voice system, which will connect the User with a DivDat technical support staff member. Any calls regarding User inquiries relating to an account balance or other account information will be forwarded by the technical support staff member to the respective Division.
- Client's Division will be provided with a technical support phone number to transfer calls from Users requiring technical support.
- Business Support. Business Support (including but not limited to reconciliation of any accounts) is available Monday – Friday, 9am to 5pm via email (support@divdat.com) or the DivDat corporate business number: 1-800-356-8561. This is a nonemergency and nontechnical support option to assist with treasury or business needs. Emails received outside of office hours will be collected; however, responses to any such emails will be taken until the next business day.
- Onsite field technician assistance for any hardware problems relating to a Kiosk is targeted to be 4 hours during the Location Owner's hours of operation. Maintenance coverage is available 8:0 am to 8:00 pm In the event the 4 hour response time falls outside of the Location's hours of operation, the 4 hour response time will carry over to the next day that the Location Owner is open for business.

4. Mean Time to Repair Kiosk (MTTR). DivDat shall use reasonable efforts to maintain at least 99.90% Kiosk operability (outside of scheduled and emergency maintenance periods) as measured on an annual basis. In the event there is an issue with the operability of any Kiosk, DivDat shall use reasonable efforts to restore customer services in a timely manner. In the event that it is necessary to dispatch a DivDat field service technician to the Location, DivDat shall use reasonable efforts to achieve a Mean Time to Repair (MTTR) as follows:

- Response time of acknowledgement of request for support from the Division is within 30 minutes.
- Response time for field technician to be onsite for initial inspection of the Kiosk support request is up to 4 hours.
- This MTTR is contingent on DivDat having prompt access to the Kiosk location.

5. Problem Classification & Notification. Problems and service requests are recorded in the DivDat support system and are evaluated by DivDat personnel according to the following levels of severity:

- Priority 1 – URGENT: Complete service interruption (i.e. data center / payment gateway outage over 15 consecutive minutes and payments cannot be processed). A service is considered "unavailable" and defined as Priority 1 Urgent if network communication from the Kiosk to DivDat's data center fails for over 15 consecutive minutes and the Kiosk is completely inoperable. Interruption does not include problems related to the customer's

local area network (LAN) or any service failure caused by power outages at the Location or for any other reason outside of DivDat's control.

- Priority 2 – MEDIUM: Service degradation or preventable service outage (i.e. bill acceptor not functioning on Kiosk).
- Priority 3 – LOW: Information request or minor service degradation (i.e. Kiosk application displays a misspelling).

Problems may be re-classified in priority levels as new information about the problem becomes available.

6.   Response Times. DivDat shall respond in the following manner:

- Priority 1 – URGENT: DivDat will attempt restoration of service within 24 hours or less.
- Priority 2 – MEDIUM: DivDat will attempt resolution of the issue in 72 hours or less.
- Priority 3 – LOW: DivDat will use its best efforts to resolve.

7.   Problem Notification. Before calling the Technical Support Call Center, please have the following information available so that your call can be handled more efficiently (A technical support number for the general public will be added to the Kiosk(s) that is/are licensed. The number when called will provide options and instructions.):

- Company Name
- Name of Caller
- Location of problem
- Type of Problem
- A detailed description of the nature of the call

8.   Communication & Notification Procedures. DivDat's communication and notification procedures are as follows:

- Priority 1 Division Notification - DivDat will send a communication notification to the Division for all Priority 1 support items within 1 hour of reported issue once the issue has been qualified by the DivDat support team.
- Priority 1 Public User Notification - In the event the Kiosk is not operable due to a Priority 1 issue, a public notification will be displayed on the Kiosk immediately with information pertaining to the issue.
- Priority 2 Division Notification - DivDat will send a communication notification to the Division for all Priority 2 support items within 1 hour of reported issue once the issue has been qualified by the DivDat support team.
- Priority 2 Public User Notification - In the event the Kiosk is not operable a public notification will be displayed on the Kiosk immediately with information pertaining to the issue.
- Priority 3 Division Notification - DivDat will send communication notifications to the Division for all Priority 3 support items within 24 hours of reported issue once the issue has been qualified by the DivDat support team.

- Priority 3 Public User Notification - In the event the Kiosk is not operable due to a Priority 3 issue, a public notification may be displayed on the Kiosk with information pertaining to the issue. The notification and details will be at the discretion of DivDat and can be coordinated with the Division.

9.   Review and Update of the Kiosk Services. This Exhibit is subject to change by DivDat upon written notification to Client or the respective Division, changes are subject to Client' approval.