

Support (for those Services listed in Section 5.2 of Pricing Appendix) is available during the hours specified below, excluding ADP holidays. All times reflect U.S. Eastern Time Zone except where noted.

Client will promptly notify ADP in writing of the names, addresses (including an e-mail address if available), telephone numbers and facsimile numbers of client-designated contacts for the Services. Only the client contacts, and no other employee of Client, may contact directly the Service Representative unless an emergency exists or (ii) prior arrangements have been made.

System	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday	Sunday
Vantage Services							
ADP Vantage HCM®	8:00am – 8:00pm	8:00am – 8:00pm	8:00am – 8:00pm	8:00am – 8:00pm	8:00am – 8:00pm	No coverage	No coverage
<ul style="list-style-type: none"> ▪ Provide support for inquiries for up to five (5) Client-designated contacts. ▪ Technical services available 24 hours a day, seven (7) days a week. 							
National Accounts Service Center (NASC) Support for Benefits							
Des Moines, IA Salt Lake City, UT El Paso, TX	8:00 am – 8:00 pm	8:00 am – 8:00 pm	8:00 am – 8:00 pm	8:00 am – 8:00 pm	8:00 am – 8:00 pm	No coverage	No coverage
<ul style="list-style-type: none"> ▪ Services will be provided from one or more of the specified locations ▪ ADP reserves the right to modify the location ▪ Client may choose a consecutive 10-hour window between the hours stated above Monday – Friday, excluding ADP holidays. Des Moines hours reflect U.S. Central Time Zone. Salt Lake City and El Paso hours reflect U.S. Mountain Time Zone 							

Statement of Work for Implementation Services

ADP assumes a single Client Project Manager is responsible for assignment and management of Client resources and deliverables as required. Appropriate resources from Client will be available to support the implementation throughout the implementation life-cycle including expedient data gathering. Client project resources will have executive support for the project and will be empowered to make decisions and resolving issues for all Client operating units in a timely manner. Implementation of all services described in Client Statement of Work to occur as part of a single implementation project in a centralized environment.

Change Management Services are not provided to support Client transition to ADP outsourced services including communication within Client organization regarding changes to process and procedure. Client identifies its change management resource(s) and executive sponsor(s), and retains overall responsibility for organizational transition, including identifying additional change team members who will support decisions regarding proper positioning and delivery methods, and will utilize such methods to develop and deliver key transition messages.

Implementation Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Overall Project Management	Provide overall project management for all services implemented by ADP; provide overall accountability and a single point of contact to Client throughout implementation	X			
	Manage implementation in accordance with ADP standard approach to implement the necessary components to deliver the systems and services and systems defined in Pricing Appendix	X			
	Assign Client Project Manager to coordinate Client resources required for implementation, assume responsibility for Client-based implementation activities, and coordinate with ADP Project Manager		X		
	Complete and return deliverables and all required approvals according to the agreed upon due dates in the Implementation Project Plan and in accordance with mutually agreed Client Approval process, including Designated Approvers		X		
	Manage all vendor and third party relationships; ensure vendors and third parties complete deliverables and milestones identified in Implementation Project Plan		X		
Steering Committee	Identify joint ADP/Client Steering Committee participants with authority to resolve escalated issues; provide required resources; and define vision for, engage in, stay informed of, and support change management activities	X	X		
	Facilitate Client Steering Committee meetings biweekly or other mutually agreed frequency	X	X		
	Participate in Client Steering Committee meetings	X	X		
Project Team	Provide Project Team that includes resources with product/functional knowledge to: <ul style="list-style-type: none"> ▪ Complete ADP deliverables and milestones identified in Implementation Project Plan ▪ Make timely decisions ▪ Ensure effective communication ▪ Respond to and/or resolve issues quickly ▪ Complete tasks timely 	X			NOTE: ADP resources will travel as required to facilitate the implementation of the Client solution, otherwise Implementation processes will be facilitated remotely. Travel will be billed as outlined in Pricing Appendix
	Provide centrally-located Project Team that includes resources with functional knowledge to:		X		NOTE: Client to identify and add subject matter experts to core

Implementation Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	<ul style="list-style-type: none"> ▪ Complete Client deliverables and milestones identified in Implementation Program Plan ▪ Make timely decisions ▪ Ensure effective communication ▪ Respond to and/or resolve issues quickly ▪ Complete tasks timely across all locations 				Project Team as needed to facilitate the Implementation processes
	Provide on-site Client workspace for ADP Project Team as required		X		
Project Plan	Provide and maintain Implementation Project Plan, including dependencies and concurrencies, in accordance with project scope; update project plan weekly; manage project plan including identification of both ADP and Client deliverables and milestones	X			
	Approve Implementation Project Plan; complete Client deliverables and milestones in accordance with Implementation Project Plan		X		
Team Communications	Conduct initial meeting and weekly project status meetings with Client Project Team; prepare weekly project status reports including summary of progress relative to Project Plan, issue status, and risks	X			
	Participate in initial meeting and weekly project status meetings		X		
Issue Management	Raise issues in a timely manner as mutually agreed	X	X		
	Maintain Issues Log to record, track, and close issues including: <ul style="list-style-type: none"> ▪ Date reported ▪ Individual responsible for issue resolution ▪ Criticality to project plan (e.g., impacts critical path, minor impact) ▪ Date resolution required to avoid impact on Project Plan 	X			
	Work with ADP to resolve issues identified as Client owned according to schedule in Issues Log		X		NOTE: Client management must be available to assist in timely issue resolution, as needed
Risk Management	Assess and manage risk areas; create mitigation strategy for any identified risks; report status to Client Project Team via weekly status meetings and/or Client Steering Committee meetings	X			
	Maintain Risks Log to record, track, and close issues	X			
	Work with ADP to develop mitigation strategies to address identified risks		X		NOTE: Client management must be available to assist in developing and approving risk mitigation strategies, as needed
Scope Management	Manage project scope in accordance with Statement of Work; coordinate any changes to project scope with Client in accordance with the Change Control Procedure set forth in Pricing Appendix	X			

Implementation Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Respond to change control requests prior to commencement of work and in accordance with the Change Control Procedure set forth in Pricing Appendix		X		NOTE: Client management must be available to make timely decisions regarding Change Control requests, as needed
Technical Requirements & Support	Ensure hardware specifications, operating system, and configuration requirements are met for all ADP applications		X		
	Provide IT resources to ensure technical environment is in place, and required programming and data conversion responsibilities are met		X		NOTE: ADP does not provide any supplemental technical support related to these responsibilities

Statement of Work for Ongoing Services

This matrix generally defines the responsibilities of ADP in delivering services to Client. Please note that all services are provided in accordance with standard ADP processes and methodologies.

Overview		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Overview	Provide systems and services to Client as defined in Client Statement of Work	X			
	Retain a team and other needed resources to address Client's strategic issues and other items specifically highlighted as Client responsibilities within this matrix, as well as any other items outside the scope of this matrix		X		
Employee Inquiries	Respond to Client employee inquiries except where noted.		X		
	Respond to Client employee inquiries for Health & Welfare Administration, COBRA Administration, Spending Account Administration, Dependent Verification Services.	X			
Service Teams	Deliver the services defined in Client Statement of Work through ADP service teams	X			
Application Hosting Support	Install, configure, maintain, and support the Hosted Environment <ul style="list-style-type: none"> ▪ The Hosted Environment is defined as the hardware, system software, hosting support software, network connectivity, and facility used by ADP to support Client's use of the Application Programs ▪ Client may or may not be informed of ADP's making such corrections, modifications, and improvements 	X			
	Provide connectivity from Client systems to ADP via internet connection; ensure availability and reliability of such communication line(s)		X		
	Provide disaster aversion and standard disaster recovery in accordance with ADP's Disaster Recovery Plan	X			
	Monitor and manage the Hosted Environment security, which includes physical security, logical security (including firewalls, encryption and password access control), and intrusion detection	X			
	Provide, monitor, and manage ADP's network used to access the Hosted Environment	X			
	Manage , maintain, and support Client database, as follows: <ul style="list-style-type: none"> ▪ One (1) production instance 	X			
	Host HR/payroll application with capacity to maintain online data access for: <ul style="list-style-type: none"> ▪ Current pay period year-to-date information ▪ Current year plus three (3) years of check history ▪ All HR demographic data ▪ ADP will maintain this data for recovery in the event of a short back up is needed 	X			
System Updates	Manage and correct errors or deficiencies in the core Application Programs so that the Application Programs conform in all material respects to the core functional	X			

Overview		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	specifications based on the initial implementation.				
Security Administration	Provide security administration for ADP delivered and/or managed applications		X		
	Update ADP regarding changes to security requirements		X		
System Interfaces	If applicable, setup, configure and support transmission to and from Client and/or Client vendors of interfaces as listed in Interface Matrix	X			
	Manage relationship with Client third party vendors including ensuring accurate and timely completion of tasks; act as escalation point for ADP as needed		X		
System Reports	Provide access to standard reports	X			
	Access standard reports, as desired; run ad hoc reports using ADP ad hoc reporting tool, as applicable		X		
Employee and Manager Self Service Applications	Host, maintain and update Self Service application	X			
	Communicate to Client employees and managers how to access and use Self Service application as primary point of service for self-administering and/or inquiries regarding the services defined in Client Statement of Work		X		
	Respond to Client employee and manager requests for assistance with Self Service log-on process, password resets, basic troubleshooting, and system navigation; respond to Client employee and manager policy-related inquiries provided such policy is finely documented		X		
	Provide and maintain sufficient policy detail, documentation, and guidelines to support Client employee and manager Self Service inquiries expected to be addressed by ADP		X		

ADP Vantage HCM Time & Labor Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Time and Labor Management	Provide ADP-hosted application, process time and labor data sent to payroll system, and calculate and process Client employee payroll	X			
	Approve and maintain accrual policies		X		
	Provide and support employee and manager time card edits and approvals within application; Client is also responsible to review accuracy and/or completeness of all submissions made by Client or Client employees		X		

ADP Vantage HCM Time & Labor Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Interface Administration	Ensure data supplied from non-ADP systems/applications is provided in accordance with mutually agreed processing schedule and format		X		
	Manage import and export of data into and out of ADP systems		X		
	Manage relationship with Client third party vendors		X		

ADP Vantage HCM Time & Labor Management Services – Hardware Maintenance		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Hardware Maintenance - Subscription	Hardware Maintenance will be furnished by ADP and is not available on any hardware located outside the United States, Canada or Puerto Rico. ADP shall provide help desk support, which includes technical assistance which may be by telephone, fax service, remote modem support and/or courier.	X			
Hardware Maintenance - Purchased	Hardware Maintenance will be furnished by ADP and is not available on any hardware located outside the United States, Canada or Puerto Rico. ADP shall provide help desk support, which includes technical assistance which may be by telephone, fax service, remote modem support and/or courier. Client may terminate its receipt of Hardware Maintenance by providing written notice to ADP no less than 30 days prior to the end of the then current annual Maintenance period without rebate of any maintenance fees relating to a current or prior coverage period. All other Hardware Maintenance at Client's request will be handled via the Change Control Process	X			
Hardware Maintenance Process	Client's responsibilities under this Agreement include: <ul style="list-style-type: none"> ▪ Notify ADP of inoperative hardware and follow instruction for ADP to assess hardware ▪ Provide a suitable environment for the Hardware, as specified in the manufacturer's product literature and as specified by ADP ▪ Contact ADP's help desk by phone to initiate all Maintenance ▪ Explain the problem or condition requiring Maintenance to ADP's help desk personnel and provide copies of data on printed materials and/or other media that may assist ADP in providing Maintenance ▪ Provide necessary connectivity to access the Hardware, when requested by ADP ▪ Provide full, free, safe and complete access to the Hardware during Regular Maintenance Hours for the applicable Hardware so that ADP or its designee may provide Maintenance ▪ Back up, remove, protect and restore, as applicable, programs, data and 		X		NOTE: Client shall bear all delivery/shipping costs for expedited shipping

ADP Vantage HCM Time & Labor Management Services – Hardware Maintenance		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	removable storage media contained in failing Hardware presented for Maintenance <ul style="list-style-type: none"> ▪ Remove all features, parts, options, alterations and attachments which are not subject to the Agreement before presenting failing Hardware for service ▪ Remove and control any files from Hardware before ADP begins service and replacing or reloading files in Hardware following service ▪ Inform ADP of changes in related hardware and software and their configuration 				
	ADP assess the request; makes a determination that the issue is a result of defective material and communicate any parts found to be defective and covered by Hardware Maintenance shall be repaired or replaced	X			
Maintenance Exclusions	Maintenance does not include: <ul style="list-style-type: none"> ▪ Providing supplies or hardware ▪ Refinishing of the Hardware ▪ Maintenance of accessories, attachments, machines or other devices not covered by ADP ▪ Making Hardware system parameter specification changes ▪ Performing on-site service connected with the relocation, installation or reinstallation of Hardware ▪ Maintaining, adding or removing accessories, attachments and other devices not provided by ADP Additionally, any repairs, replacements or Maintenance required as the result of any of the following are not included in Maintenance and Client shall be charged at ADP's then current rates, plus any travel expenses incurred: <ul style="list-style-type: none"> ▪ Damage, defects or malfunctions resulting from misuse, accident, neglect, tampering or causes other than normal and intended use (including modifications or replacements of any ADP components or any boards supplied with the Hardware) ▪ Failure of the Client to provide and maintain a suitable installation environment ▪ Malfunctions resulting from use of software, hardware, badges, supplies or other products with the Hardware which are not approved by ADP or the attachment or addition of any device to the Hardware without ADP's prior consent 		X		

Payroll Services - Vantage HCM		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes

Payroll Services - Vantage HCM		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Payroll Processing	Provide payroll processing services	X			
	Gather, validate, and submit payroll data files needed for each payroll processing cycle		X		NOTE: Data to be provided to ADP via the method(s) determined during Implementation, and may be via automated interface, Self Service, and/or standard template
Earnings Calculations	Define earnings calculations and attributes; define accumulators set-up		X		
	Set up and maintain all earnings, with associated calculations, including configurable options	X			
Deduction Calculations	Define deduction calculations		X		
	Set up and maintain all deductions with associated calculations, including configurable options	X			
Garnishment Processing	Enter garnishment orders into payroll system		X		
	Process and track garnishment orders and wage attachments interpreted by and received from Client	X			
	Apply administrative fee, up to legal limit or Client policy, provide access to employee payroll information, and resolve order issues		X		
	Calculate disposable income, monitor deduction limits, allocate and prioritize garnishments, and provide Electronic File Transfer (EFT) disbursement capability	X			
	Provide garnishment, termination, leave of absence, and "unable to withhold" notifications		X		
	Prepare and submit recurring answers to court or agency; respond to employee and agency inquiries		X		
On-cycle Payroll Processing	Set up and maintain system for Client payroll processing, execute payroll gross-to-net process including final distribution	X			
	Facilitate payroll processing by defining payroll policies, procedures, and pay rules; executing payroll production tasks; and notifying ADP of any required changes		X		
Manual Check Processing	Provide ability to process manual checks or Pay Cards as requested by Client	X			
	Process and distribute manual checks processed through ADP systems		X		
	Request manual check processing, and perform any positive pay activity as may be required by Client bank		X		
	Provide Client access to manual check data	X			

Payroll Services - Vantage HCM		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Provide data necessary to assist Client with positive pay activity	X			
Off-cycle Payroll Processing	Notify ADP of upcoming off-cycle processing changes; coordinate processing		X		
	Provide ability to process off-cycle payrolls, execute payroll gross-to-net process including final distribution	X			
	Provide Client access to off-cycle payroll data	X			
Banking Transactions – ALINE Pay	Facilitate and monitor banking transactions associated with employee payroll processing activities	X			
Paycheck Printing & Distribution	Establish and maintain paycheck distribution schedule and requirements		X		
	Print, sort, and distribute paychecks and advices	X			
General Ledger	Host and provide Client access to ADP GL for reporting purposes	X			
	Push payroll data to ADP GL for each processing cycle	X			
	Coordinate transmission of ADP GL extract to Client financial accounting system and perform any reconciliation			X	
Tax Services	File federal, state, and local payroll taxes and make deposits to applicable agencies	X			
	Submit all returns and reports as required by federal, state, and local tax agencies for jurisdictions within which ADP files; prepare amended returns, as necessary (additional fees may apply)	X			
	Notify ADP of any new jurisdiction set-ups; complete and submit application forms to tax agency(ies) and ADP for any new jurisdictions			X	
	Monitor and notify ADP of employees hired or moved into jurisdictions where Client is not registered			X	
	Provide required documentation and notification regarding any local taxes that employee requests Client to withhold and file			X	
	Update the system to reflect legislative changes for the jurisdictions for which ADP provides tax services	X			
Quarter-end Processing	Manage quarter-end payroll and tax processing based on Client approved data	X			
	Support quarter-end payroll and tax processing	X			
Year-end Processing	Manage year-end payroll and tax processing based on Client approved data	X			
	Support quarter-end payroll and tax processing	X			

Payroll Services - Vantage HCM		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Create and distribute Client employee W-2s, 1099Rs, and 1099Ms	X			
	Create and distribute Client employee W-2Cs		X		

ADP Vantage HCM Human Resources (HR) Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
HR	Provide tool to house core employee HR data	X			
	Communicate to Client employees how to access and use ADP Vantage HCM to enter, view, and update HR data		X		
	Provide Client access to ADP Vantage HCM to enable reporting and analysis	X			
	Use ADP Vantage HCM to enter and manage Client employee transactions		X		
HR Compliance Support	Provide tool and standard report templates to assist Client Retained Team in complying with federal and state HR laws	X			
HR System Administration	Provide tool to enable Client to update and maintain employee data	X			
	Provide access to ADP Vantage HCM to enable Client to maintain and track skills for employees.	X			
	Enter and Update skills for each employee		X		
New Hire Onboarding	Provide online tool to support Client onboarding processes	X			
	Manage new hire portal content		X		
Off-boarding	Submit employee termination data		X		
	Manage data associated with voluntary and involuntary employee terminations		X		
	Provide access to ADP Vantage HCM to enable Client to track employee disciplinary activities	X			
	Track employee discipline problems		X		
Health & Safety Administration	Provide access to ADP Vantage HCM to enable Client to track and report employee illnesses, accidents, physical exams, and other information required by OSHA and state or local agencies	X			

ADP Vantage HCM Human Resources (HR) Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Enter employee workers compensation events, complete OSHA 200 or 300 logs, and produce corresponding report		X		
Employee Certification/ Continuing Education History	Provide access to ADP Vantage HCM to enable Client to enter and track employee education, skills, and other competencies	X			
	Record and track employee education, skills, and other competencies		X		
	Provide access to ADP Vantage HCM to enable Client managers to maintain and modify employee compensation.	X			
	Manage employee compensation data, input and approve changes to salary plan and job grades.		X		

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Data Conversion	Provide Client data and information, databases, and all other information related to plans and participants, beneficiaries, and other interested individuals, including follow up with any third-party vendors who may be required to provide COBRA data to ADP		X		NOTES: <ul style="list-style-type: none"> Client assumes responsibility for condition, content, format, usability and correctness of all files transmitted to ADP Client responsible to refine, purify, and reformat files; ADP involvement in refinement process may be subject to the Change Control Policy set forth in Pricing Appendix
	Input COBRA data into ADP system	X			NOTE: ADP will notify Client when COBRA Services are operational and ready for Client's use
	Cooperate with ADP and provide all necessary information and assistance required to for ADP to successfully input COBRA data into ADP system			X	
Benefits Administration	Define Client benefits strategy and policies; act as Plan Administrator; own all plan design and fiduciary responsibility; manage Client vendors		X		NOTE: Administration of the following may be subject to the Change Control Policy set forth in Pricing Appendix: <ul style="list-style-type: none"> Eligibility determination for
	Process Client benefits in accordance with Client business rules as mutually agreed during implementation, as follows:	X			

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	<ul style="list-style-type: none"> ▪ Determine eligibility for US-based active employees and employees on leave for benefits plans based on Client eligibility rules ▪ Manage the one passive annual enrollment and annual roll-over process ▪ Enable Client employees to manage benefits enrollment and changes through Benefits Self Service functionality and/or National Account Service Center ▪ Calculate payroll deductions ▪ Provide data to Client benefits plan carriers regarding initial enrollment and ongoing changes to enrollment 				<p>employees on severance</p> <ul style="list-style-type: none"> ▪ Grandfathered eligibility rules and/or pricing ▪ Conditional bundling when some elections bundle to other options and some allow elections (e.g., if employee elects Medical Opt 1 dental coverage is automatically assigned as part of a bundle, but if Medical Opt 2 is elected employee must elect dental) ▪ Medical plans to cover employees in waiting periods <p>NOTE: Administration of the following is not available:</p> <ul style="list-style-type: none"> ▪ Coordination of, or enrollment into benefits for which ADP cannot calculate prices (e.g., Group Universal Life, Long Term Care, Cancer, Homeowners, and Auto Insurance). Information for these benefits can be placed on the My Links Document Library including links to vendors that provide enrollment into these products ▪ Healthcare Savings Account catch-up contributions ▪ Benefits with Y/N indicators ▪ GUL cash accumulation programs ▪ Vacation Sell ▪ Non H&W Benefits such as 401(k) or pension plans, stock purchase plans, pet insurance, or any plans requiring underwriting ▪ Health Reimbursement Account calculation of employer contribution ▪ Future dated life events

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Provide ongoing support to Client employees as follows: <ul style="list-style-type: none"> ▪ Respond to enrollment and eligibility inquiries ▪ Provide navigation and password assistance ▪ Complete enrollment transaction on behalf of employee ▪ Authenticate and verify enrollment 	X			
	Provide ongoing support to Client-designated contacts as follows: <ul style="list-style-type: none"> ▪ Research and respond to benefits inquiries ▪ Verify content and timing of carrier, HR, and payroll data transmissions ▪ Respond to eligibility inquiries 	X			
	Maintain historic benefits election and transaction data for each Client employee beginning as of ongoing services commencement date	X			
	Communicate to Client employees and managers how to access and use Benefits Self Service application as primary point of self administration and/or inquiries regarding benefits		X		
	Respond to inquiries from ADP regarding benefits strategy and policy		X		
	Enroll or make enrollment changes for Client employees who have no access to Benefits Self Service through the National Account Service Center	X			NOTES: <ul style="list-style-type: none"> ▪ Client employees who have no access to Benefits Self Service must enroll by calling the National Account Service Center (NASC). Calls to the NASC in excess of volume identified in Pricing Appendix may be subject to the Change Control Policy set forth in Pricing Appendix ▪ Employees must coordinate beneficiary designations and changes to those designations through the Client retained team
Employee Benefits Self Service Functionality	Provide benefits self service application to enable Client employees to: <ul style="list-style-type: none"> ▪ Elect benefits based on eligibility ▪ View current and historical elections ▪ Access and utilize decision support tools 	X			
	Provide and update consumer-driven healthcare decision support tools, as follows: <ul style="list-style-type: none"> ▪ Medical cost calculator to enable employees to compare out-of-pocket expenses associated with each medical plan for which they are eligible ▪ Plan comparison tool to enable employees to select plan attributes and build side-by-side comparison those attributes across available plan options 	X			

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	<ul style="list-style-type: none"> Tax savings estimator to enable employees to model potential tax savings Preference model to enable employees to review medical plan options based on personal and financial preferences 				
Client Practitioner Benefits Self Service Functionality	Provide self service application to enable Client practitioners to administer employee benefits as defined in this matrix. Specific functionality includes ability to: <ul style="list-style-type: none"> Enroll on behalf of employee Perform administrative correction events View current and historical data Modify opportunity to enroll end dates Approve pended elections (EOI) Deny pended elections Access ad hoc reporting tool 	X			
	Provide an audit trail documenting benefits transactions made by employees and/or Client practitioners	X			
	Review benefits self service website and provide content updates to ADP on at least an annual basis		X		
	Ensure Client employees and managers use benefits self service application functionality appropriately to actively elect and/or passively default to benefits coverage as new hires, during annual enrollment period (if required), or as the result of a qualifying life event		X		
	Provide annual report to Client summarizing key findings related to employee enrollment; provide access to analytic tools to assist with future benefit design, plan negotiation, and employee communications, as follows: <ul style="list-style-type: none"> Cross tabs to analyze how decision support tools impact enrollment behavior Medical plan scorecards summarizing health plan performance Gain / loss reports to analyze enrollment trends by medical plan option Migration analysis Attribute importance profiles Annual enrollment results summary 	X			
Health & Welfare System Configuration Changes	Notify ADP of potential changes to health & welfare system configuration		X		
	Analyze requested configuration changes and prepare corresponding change control	X			
	Modify health & welfare system based on approved change control	X			
Health & Welfare Plan Administration	Provide administrative services with respect to Client health & welfare (H&W) plans in accordance with business rules defined during Client project implementation	X			
	Coordinate with Client carriers to maintain ongoing eligibility, including eligible zip codes for each H&W plan option		X		
System Database	Modify, as needed, and maintain system database structure throughout the year	X			

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Structure	Review and approve any changes to system database structure		X		
Enrollment Notifications	Send standard email Notification of Opportunity to Enroll to newly eligible Client employees and Client employees eligible for new plans; make printable Eligibility Summary available online; notify client of participants with undeliverable email	X			
Enrollment Acknowledgements	Send standard email Acknowledgement of Enrollment/Default Assignment to employees who make a change to their coverage, are defaulted to coverage, or experience a change in coverage due to a change in eligibility, including link to printable Election Confirmation	X			
Employment Status Changes and Family Status Changes	Process election changes due to changes in employment status (e.g., part-time to full-time, transfer, move out of current plan service area) or family status (e.g., marriage, birth of a child) that impact employee benefits eligibility in accordance with Client plan rules	X			
	Notify employee via email Notification of Opportunity to Enroll if current plan election becomes unavailable due to employee address change	X			
	Send email Acknowledgement of Enrollment/Default Assignment to confirm employee-elected benefits as result of employment or family status change, or assign Client-designated default coverage in the event employee fails to enroll	X			
	Send COBRA initial rights information to newly elected employees and dependents	X			
	Report dependent termination date to Client carriers in standard ADP file format as part of standard weekly carrier processing	X			
	Send COBRA enrollment packet to terminated dependents qualified for such continued coverage	X			
Dependent Age-out Process	Review ad hoc report to determine dependents who will age-out; notify Client employee that coverage will terminate for the dependent		X		
	Dependents who reach the maximum age for eligibility will automatically be removed from coverage in accordance with the eligibility rules established by the client	X			
	Report dependent termination date to Client carriers in standard ADP file format as part of standard weekly carrier processing	X			
	Send COBRA enrollment packet to terminated dependents qualified for such continued coverage	X			
Domestic Partner Coverage	Process benefits elections for same gender spouses, civil union partners, and/or domestic partners of Client employees, as well as the children of such individuals in accordance with Client eligibility rules and imputed income calculation rules	X			
Domestic Partner Affidavit Processing	Establish criteria to be used in determining completeness of affidavits submitted by Client employees; establish rules to follow in event affidavit is not received; resolve issues, respond to questions, and provide interpretation for items outside the documented affidavit audit processing guidelines; provide written authorization to		X		

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	remove all dependents who do not meet established criteria				
	Review submitted affidavit for completeness based on criteria established by Client and return affidavit to employee if incomplete with instructions to complete missing information	X			
	Review and respond to any eligibility-related appeals associated with the affidavit audit process		X		
	Remove domestic partner and/or domestic partner children from benefits coverage in event complete and accurate affidavit not returned; store all documentation received	X			NOTE: Documentation is stored electronically for purposes of providing Domestic Partner Affidavit Processing
Dependent Verification Service	Audit Client employee and/or dependent records based on frequency defined by Client to verify compliance with Client business rules for the following population(s): <ul style="list-style-type: none"> ▪ Full-time students for dental and vision coverage – all employees with overage dependents who are declared as eligible for Client benefits based on full-time student status ▪ Family status changes – all employees who enrolled in or changed elections in Client benefits based on a family status change ▪ Special relationships – all employees with dependents who are enrolled in Client benefits where substantiation is required to confirm a relationship (e.g., coverage for a step-child, grandchild, or domestic partner) ▪ Pending Dependents – all employees with dependents who are added to Client benefits for the first time, or who were not previously enrolled in Client benefits ▪ Pending Events - All employees and/or dependents who enrolled in or changed elections in Client benefits based on a qualified event. 	X			NOTES: <ul style="list-style-type: none"> ▪ A full dependent audit is performed during the initial audit; the audits described in the Task/Activity column of this section will be performed on an ongoing basis ▪ Retiree population(s) not included in audit
	Send standard hard copy to Client employees to be audited requesting required substantiation; review submitted documentation to verify compliance with Client-specified rules for substantiation; track status of requests; provide monthly status report to Client; provide final audit report to Client	X			NOTE: ADP will provide the following standard hard copy and/or email employee communications with one company logo and no inserts: <ul style="list-style-type: none"> ▪ Initial letter ▪ Request for resubmission letter in event incomplete or inaccurate information is submitted with initial audit request ▪ Follow-up/reminder letter ▪ Denial/acceptance letter
	Review audit report and determine dependents to be dropped from coverage; drop dependents from coverage			X	NOTES: <ul style="list-style-type: none"> ▪ Applies to initial audit ▪ ADP owns responsibility for working the Pended

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
					Event/Dependent report while Client is responsible to review
	Pend family status change and/or enrollment of dependents added to coverage; request documentation to provide proof of dependent eligibility and/or proof of event	X			NOTE: Documentation requested for proof of eligibility and/or event based on Client business rules defined during implementation
	Send proof of dependent eligibility and/or proof of event as requested by ADP			X	NOTE: This is a Client employee responsibility
	Review and evaluate proof documentation provided by Client employee; approve or deny enrollment based on Client business rules; update ADP system accordingly; notify Client employee of decision	X			
Evidence of Insurability Processing	Pend life insurance elections in accordance with Client and/or Client carrier evidence of insurability (EOI) requirements; make EOI form(s) available on Benefits Self Service website	X			
	Provide and/or confirm accuracy of information required to complete EOI form (e.g., Client employee annual salary) before employee submits completed form to carrier		X		
	Support pended elections until receipt of EOI approval or denial from carrier; update system in accordance with above	X			NOTE: In the event Client employee fails to submit appropriate documentation, the election will expire as mutually agreed during implementation
	Adjust benefits records, update payroll records, and generate and distribute an email Acknowledgement of Enrollment upon receipt of Client carrier determination	X			
Collection of Beneficiary Designations	Provide online tool to enable Client employees to designate beneficiaries	X			
Appeals	Review and resolve written appeals submitted by employee; notify ADP of decision regarding appeals		X		
	Notify employee of decision in writing		X		
	Update systems to reflect Client decision	X			
Haste Enrollments	Work directly with Client carriers, and Client as needed, to enroll Client employees and/or dependents who are eligible for and need immediate access to health care	X			NOTE: Employee and/or dependent(s) record must be available in Benefits system in order for that employee and/or dependent(s) to be haste enrolled
New Plan Year Updates and Annual Enrollment Set-up	Communicate potential plan design changes for upcoming plan year, and confirm key dates associated with any new plan year updates; confirm plan design changes, as well as accuracy of new plan year rates and ZIP codes in accordance with timeframes designated in Client Statement of Work		X		NOTE: All annual enrollment periods are assumed passive; active annual enrollment available subject to additional fees

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Prepare Change Control for plan design changes (e.g., number of eligibility groups, benefits eligibility rules for each eligibility group, or EOI requirements)	X			NOTE: Applies to Client plan years subsequent to year of initial implementation only
	Approve or decline submitted Change Controls, provided that Client understands no plan design changes will be implemented in the absence of an approved Change Control		X		
	Coordinate new plan year updates, as follows: <ul style="list-style-type: none"> ▪ Update benefits enrollment system to reflect upcoming year rates, payroll calendars, and ZIP codes for current Client carriers ▪ Modify benefits enrollment system to reflect approved Change Controls for upcoming year plan design changes ▪ Test all changes to verify compliance with submitted documentation (i.e., rate and ZIP code files, and approved Change Controls) and readiness for Client testing 	X			
	Participate in Client testing and approve system set-up for new plan year; manage all communication to Client employees and managers related to annual enrollment and new plan year updates; manage Client carrier relationships		X		
New Plan Year Updates and Annual Enrollment Processing	Send standard email Notification of Opportunity to Enroll to each eligible Client employee	X			
	Accept Client employee annual enrollment elections via Benefits Self Service website during single two (2) week passive annual enrollment period	X			
	Send standard email Acknowledgement of Enrollment/Default Assignment with link to personalized Election Confirmation to each Client employee summarizing elected and/or default benefits coverage for upcoming plan year after close of annual enrollment period	X			
	Prepare and transmit new plan year benefits election files with enrolled employee data to Client carriers after close of annual enrollment period	X			
	Process new plan year payroll deductions (end dates for current plan year not included unless coverage is changed or terminated) after close of annual enrollment period	X			
	Coordinate with Client carriers to confirm processing dates and procedures for new plan year preview file; subject to completion of successful testing, transmit new plan year preview files to Client carriers ; confirm receipt of each preview file with Client carriers	X			
Concurrent Year Processing	Support concurrent plan year processing on an ongoing basis for up to two consecutive plan years	X			
Payroll Deductions	Calculate per pay period deductions for each Client employee, including imputed income for company-provided life insurance above \$50,000 and to meet other federal imputed income requirements, and transmit deductions file to Client payroll administrator per single frequency determined during implementation	X			

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Carrier Enrollment Files	Send to Client carrier FTP server or post enrollment files to secure ADP FTP server for each Client carrier in accordance with predefined schedule for frequency and posting dates	X			NOTE: All health care enrollment files provided in EDI-834 HIPAA compliant standard format; all non health care enrollment files provided in standard ADP format
	Acknowledge receipt of weekly enrollment files, and report any enrollment discrepancies to ADP			X	
	Track acknowledgement of file receipt and follow-up with any Client carrier not providing such acknowledgement	X			
	Coordinate with carriers to seek to resolve any load report errors; escalate errors resulting from Client data issues to Client for resolution	X			NOTE: Records in error are not processed
	Correct data per escalated issues as noted in previous section		X		
Premium Payment Disbursement	Submit funds request to Client for premium amounts due to each Client carrier	X			
	Approve ADP funds request, and make funds available to ADP to pay premiums to Client carriers		X		NOTE: Client carriers must agree to self bill; ADP will not pay based on carrier invoices
	Subject to completion of above by Client, report and disburse premiums to Client carriers	X			
	Coordinate with carriers to seek to resolve any discrepancies related to premiums		X		
	Provide monthly reports to Client showing current active enrollment for each Client carrier and any data added/changed/deleted since previous reporting period	X			
	Calculate retroactive premiums up to maximum of sixty (60) days from billing month	X			
	Pay carrier premiums		X		
Condolence Kit Processing	Notify ADP of death of Client employee or dependent of Client employee, and identify beneficiary(ies) if applicable		X		
	Send condolence kit to designated beneficiary(ies) containing cover letter and instructions regarding the claims submission process	X			
	Coordinate claims process between approved beneficiary(ies) and applicable carrier(s)	X			
Medical Child Support Order (MCSO) Processing	Process Medical Child Support Orders (MCSOs) as outlined in this section	X			
Additions	Send medical child support order (MCSO) to ADP		X		NOTE: MCSOs may be forwarded to ADP either by the Client or an agency

ADP Vantage HCM Health and Welfare Administration Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Review employee employment status and benefit eligibility to determine initial qualification: <ul style="list-style-type: none"> ▪ If employee has terminated employment with Client or is not eligible for benefits, provide appropriate notification to interested parties ▪ If employee is employed by Client and benefits eligible, provide appropriate notification of MCSO to interested parties 	X			
	Review MCSO for completeness using standard checklist; send MCSO and associated checklist to Client	X			
	Determine whether each MCSO is qualified or not qualified; provide qualification determination to ADP		X		NOTE: Client may also sign standard directive letter allowing ADP to process and validate a qualified MCSO on behalf of Client using checklist approved by Client
	Manage any disputes / appeals related to qualification determination		X		NOTE: ADP will provide requested documentation to Client related to qualification determination disputes / appeals
	Upon receipt of Client qualification determination, provide appropriate notification to interested parties of qualified or not qualified status	X			
	Ensure dependent is covered under Client benefit plans as directed in MCSO; update ADP systems accordingly	X			
	Ensure coverage remains in place for court ordered dependents until end of the MCSO; track and maintain MCSOs and associated documents; track and notify agency of employee termination and/or ineligibility for benefits	X			
Revocations	Send medical child support order (MCSO) revocation to ADP		X		NOTE: MCSOs may be forwarded to ADP either by the Client or an agency
	Review and process revocation order; remove court ordered status indicator from ADP system(s); remove dependent from coverage if requested by Client employee and provide confirmation of termination of coverage to Client employee	X			
	Send COBRA enrollment packet to terminated dependents qualified for such continued coverage	X			

Spending Account Administration	Responsibility
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Area	Task/Activity	ADP	Client	Third Party	Notes
System Configuration	Provide plan enrollment data in ADP standard file format		X		
	Provide decision-making contact(s) to assist with completion of client requirements and implementation		X		
	Convert and administer plan enrollment data	X			
Funding	Provide appropriate funding to support the program(s) via agreed upon funding mechanism		X		
	Monitor, conduct, and provide notification of the funding method specified by Client in support of the program(s): <ul style="list-style-type: none"> ▪ Provide weekly funding (5% prefund required) or daily funding (3% prefund required) of reimbursements ▪ Provide the requested daily wire fund dollar amount, based on claims paid 	X			
	Manage annual carry-over of funds based upon annual plan configuration	X			
	Monitor standard banking and financial arrangements	X			
Participant Enrollment	Provide plan enrollments and/or changes via electronic feed		X		
	Process new spending account plan enrollments and/or changes via electronic feed; notify Client of any file load errors	X			
	Review any file load errors and provide updated information needed to correct errors		X		
	Provide online self service and mobile application for participant account management	X			
	Deliver welcome notices to participants: <ul style="list-style-type: none"> ▪ Email notice to participants with a valid email address ▪ Participants with no email address on file may view notice online 	X			
	Support online participant enrollment in and termination of direct deposit	X			
Claims Administration	Accept claims via online self service, mobile application, fax, or mail; provide electronic claim receipt notification for claims submitted via fax or mail	X			
	Image, index, and retain inbound claim detail and accompanying documentation as per ADP document retention policy	X			
	Process daily spending account approved reimbursement requests	X			
	Provide debit card and substantiate debit card transactions consistent with our understanding of IRS guidelines	X			
	Issue daily payments to participants via check or direct deposit	X			

Spending Account Administration		Responsibility				
Area	Task/Activity	ADP	Client	Third Party	Notes	
	Distribute letter(s) to Client employee in the event of an overpayment	X				
	Manage resolution of any overpayments		X			
	Provide first level of review based on client appeal requirements NOTE: Any requirements beyond first level of appeal is considered non-standard and out of scope	X				
	Finalize ERISA appeal decision		X			
	Publish explanation of benefits (EOB) notifying participants of claim or substantiation denial: <ul style="list-style-type: none"> ▪ EOB via email to participants with a valid email addresses ▪ If any portion of a claim is denied for participant with no email address, EOB will be mailed 	X				
Reporting and Communications	Manage client and participant experience including regular service communications and notices	X				
	Review ADP-generated communications as needed		X			
	Provide electronic educational participant-facing brochures, email templates, and presentations to increase participation	X				
	Issue participant statements via email to those participants with a valid email address or via mail to those without an email address on file: <ul style="list-style-type: none"> ▪ Provide bi-monthly card swipe validation request statements ▪ Provide quarterly statements online and via email to those participants with a valid email address ▪ Provide annual account statements during third quarter of plan year online and via the methods described above 	X				
	Provide standard scheduled reports: <ul style="list-style-type: none"> ▪ Account Summary ▪ Account Details ▪ Financials ▪ Trending 	X				
	Review ADP-generated reports in the timeframe as mutually agreed and notify ADP of any errors or discrepancies		X			
	Respond to Client and participant inquiries	X				
	Maintain and audit call documentation data to ensure quality handling of participant inquiries	X				

Spending Account Administration		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Provide day-to-day contact(s) capable of making decisions regarding plan and participant administration		X		
Account Types Administered	ADP will administer the following types of accounts: <ul style="list-style-type: none"> ▪ Flexible Spending Account (FSA) and Dependent Care Account (DCA) 				
FSA and DCA,	Provide funds and adjust funding levels consistent with participation		X		
	Deliver ongoing communications detailing new legislation and related compliance solutions	X			
	Acknowledge acceptance of new legislation and related compliance communications		X		
	Provide error-free data in format required by ADP		X		
	Monitor inbound feeds and manage issues and errors with designated client contact(s)	X			
	Resolve critical data errors or issues		X		
	Notify ADP of all plan design changes or updates; notify ADP if there are no annual plan changes		X		
	Manage plan and requirements changes from year-to-year at client direction	X			
	Assist with carriers to provide limited claim data to support card substantiation or auto-reimbursement		X		
	Provide census data required to complete non-discrimination testing, if applicable		X		
	Conduct non-discrimination testing upon Client request, and report results as pass or fail	X			
Respond to Client and Client employee inquiries regarding spending account administration and claim status	X				

ADP Vantage HCM Ancillary Benefits Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
COBRA Services	Provide administrative services with respect to federal COBRA coverage for Client employees who qualify for such coverage	X			

ADP Vantage HCM Ancillary Benefits Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Provide Client data and information, databases, and all other information related to plans and participants, beneficiaries, and other interested individuals, including follow up with any third-party vendors who may be required to provide COBRA data to ADP		X		NOTES: <ul style="list-style-type: none"> Client assumes responsibility for condition, content, format, usability and correctness of all COBRA data transmitted to ADP Client responsible to refine, purify, and reformat COBRA data; ADP involvement in refinement process may be subject to the Change Control Policy set forth in Pricing Appendix
	Input COBRA data into ADP system	X			
	Cooperate with ADP and provide all necessary information and assistance required to for ADP to successfully input COBRA data into ADP system		X		

ADP Vantage HCM Recruiting, Screening, and Tax Credits		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Applicant Management	Provide applicant management tool(s) to support Client talent acquisition and hiring management	X			
	Utilize applicant management tool(s) to create, maintain, and host internal and external career centers		X		
I-9 Compliance Services	Provide I-9 compliance services to Client with a unique URL for Client Form I-9 processing, enabling: <ul style="list-style-type: none"> Client employees to electronically complete and sign Form I-9 Electronic signature of translator/preparer Authorized Client Representatives to electronically complete and sign Sections 2 and 3 of Form I-9 immediately following employee submission of Section 1, or at a later time Rejection of submission of incomplete or certain incorrect information (see NOTE) Confirmation of employment eligibility documentation identified/entered in Section 2 of Form I-9 meets federal guidelines and regulations 	X			NOTE: The following two types of incorrect information will be rejected: <ul style="list-style-type: none"> Incorrect formats of information Information included in Sections 1 and 2 of the I-9 Form that are in conflict with each other

ADP Vantage HCM Recruiting, Screening, and Tax Credits		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	<ul style="list-style-type: none"> Online confirmation of electronically signed Form I-9 submission and acceptance 				
	Provide standard training materials to Client managers regarding Form I-9 compliance requirements	X			
	Maintain list of Client representatives authorized to verify employee identity and employment eligibility documentation, and to electronically sign Section 2 or 3 of Form I-9		X		NOTE: Changes to list of Client Authorized Representatives must be forwarded to ADP immediately
	Provide training to Client Authorized Representatives regarding Form I-9 compliance requirements		X		
	Provide web access to enable Client employees to properly complete and electronically online Form I-9 and print the online form submission confirmation statement		X		
	Ensure Section 1 of Form I-9 is completed by employee or translator/preparer and electronically signed by employee after employment offer is made and no later than employee start date; ensure Client hiring managers verify authenticity of candidate identification and/or work authorization documents		X		NOTE: If Client employee does not have access to a computer, Client to instead mail completed, signed I-9 Forms to ADP, unless Client participates in e-Verify, in which case a valid Social Security Number is required
	Enter appropriate information into ADP system via the internet, within three (3) days of employee's hire date		X		
	Scan manual Form I-9 into system	X			
	Scan, verify, report and store existing paper I-9s electronically	X			
	Promptly notify ADP of terminated employees		X		
	Provide new hire data on a monthly basis in mutually agree format		X		NOTE: Hire data to include the following for each newly hired employee: <ul style="list-style-type: none"> Social security number First and last name Hire date Work location
	Provide location listing on a quarterly basis		X		NOTE: Location data to include the following for each location: <ul style="list-style-type: none"> Name Identifying code Contact Physical and mailing addresses Phone number

ADP Vantage HCM Recruiting, Screening, and Tax Credits		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Maintain hard or electronic I-9 Forms in accordance with ADP record retention policy and regulatory document retention requirements	X			
	Provide reports to Client identifying employees with incomplete, inaccurate, or missing documentation and any expiring work authorization documents	X			
	Review reports provided by ADP; ensure resolution of any incomplete, inaccurate, or missing documentation		X		
	Review reports provided by ADP to identify and notify employees of expiring work authorization documents 120 days prior to expiration; follow up to ensure timeline resolution of expiring work authorizations; ensure work authorization/employment eligibility information is updated appropriately and promptly		X		
	Provide non-compliance reports identifying employees hired after start of I-9 Compliance Services with ADP who do not have submitted and accepted Form I-9 on file	X			NOTE: Requires Client meets obligation to provide notice of new hires
	Provide I-9 files as required for government audits	X			
Screening and Selection Services	Provide web-based tools to enable Client to screen job applicants	X			
	Access FCRA regulated products for permissible use of Employment purposes		X		
	Train Client users on functional aspects of the service	X			
	Provide web- based tools to enable Client to perform employment-related substance abuse tests	X			
Tax Credit Services	To the extent necessary for the proper provision of any applicable Tax Credit Services, Client will cooperate with ADP and shall provide all necessary information and/or documentation (including, by way of examples but not limitation, payroll and other relevant data for employees working at eligible locations and fixed asset data for machinery and equipment) and shall execute all documents reasonably required by ADP in procuring qualification for any benefits for Client under an Incentive Program covered by the Tax Credit Services for the duration of the applicable accrual period, including, without limitation, executing appropriate powers of attorney in favor of ADP or similar instruments as required by applicable governmental authorities. Client will be responsible for the consequences of any instructions Client may give to ADP and for Client's failure to supply accurate input information. Client will use the Tax Credit Services in accordance with the instructions and reasonable policies established by ADP from time to time and communicated to Client. Client will use the Tax Credit Services only for the internal business purposes of the Client. Client will not provide, directly or indirectly, any of the Tax Credit Services or any portion thereof to any party other than the Client.		X		
	ADP is not a tax preparer and specifically disclaims any responsibility for Client's federal or state tax returns. ADP will perform the Tax Credit Services in a professional manner, using personnel having a level of skill in the area commensurate with the	X			

ADP Vantage HCM Recruiting, Screening, and Tax Credits		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	requirements of the specific TCS Services to be performed.				
Work Opportunity Tax Credit (WOTC)	<p>With respect to each WOTC Program, ADP will (to the extent applicable to a Program):</p> <ul style="list-style-type: none"> ▪ Initiation and Distribution of Materials <ul style="list-style-type: none"> – Consult with Client management and supervisory staff to develop an implementation plan for the WOTC program. – Review WOTC program details and distribute appropriate WOTC program instructions and materials, as appropriate, to each designated Client facility. – Implementation and Liaison with State Officials ▪ Implementation and Liaison with State Officials <ul style="list-style-type: none"> – Identify individuals potentially eligible for the WOTC Incentives by screening the Client's applicants and new hires. – Coordinate the filing of pertinent documentation necessary for the completion of the WOTC program certification process, if applicable. – Provide reasonable assistance to Client with respect to communications with appropriate government officials concerning all WOTC program related matters. ▪ Tax Document Preparation <ul style="list-style-type: none"> – Calculate WOTC program incentives based upon reported eligible wages of qualified employees. – Provide the Client reports that summarize the results of all WOTC program related activities. Reports are available based on a mutually agreed upon frequency by Client and ADP. Typically the frequency of reports is in direct correlation to the frequency of receipt of Client payroll files. – Prepare appropriate figures and support documentation for Client's applicable income tax returns. ▪ Ongoing Communications and Maintenance of Program <ul style="list-style-type: none"> – Communicate with various Client locations as reasonably necessary to help secure WOTC program benefits. – Provide the Client with periodic information that will highlight key aspects of the WOTC program's implementation as well as the status of renewing legislation and/or statutory changes. 	X			
	<ul style="list-style-type: none"> ▪ Client will make potential employees available for timely telephone interviews, as applicable. ▪ If an electronic process is implemented, Client will provide potential employees with secure access to electronic screening application or other Human Capital Management System where the electronic screening application is embedded. ▪ Client will assist potential employees in completing forms and submitting documentation to ADP. ▪ If Client is also using ADP's payroll services, Client agrees to input any payroll data into the ADP payroll system necessary for the Tax Credit Services, including, but not limited to, location identification codes. Further, if Client requests ADP to perform Tax Credit Services that require payroll data that Client 		X		

ADP Vantage HCM Recruiting, Screening, and Tax Credits		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	processed separate from ADP, or if ADP has purged said data, Client agrees to provide ADP with payroll data in a file format that meets ADP specifications and requirements.				
State/Federal Incentives	ADP is hereby authorized by Client to perform the following Services relative to the identification, procurement and administration of state tax credits and incentives including, but not limited to: cash grants and training grants; tax credits, refunds, and exemptions, Federal and State Enterprise Zone, Empowerment Zone and other similar geographic incentives, real and personal property tax abatements, utility rate reductions, and other savings on behalf of the Client's business operations. <ul style="list-style-type: none"> ▪ ADP will prepare all necessary paperwork, complete all procedural tasks, and intercede on the Client's behalf with appropriate officials concerning Covered Incentives (as defined below). ▪ ADP will qualify the Client for the Covered Incentives each year, when necessary, for the duration of the Covered Incentive accrual period as detailed herein, and monitor legislation pertinent to the Covered Incentives to ensure that the Covered Incentives are secured by the Client. ▪ ADP will provide the Client with appropriate reports which summarize the results of all Covered Incentive related activities and savings realized. 	X			
	<ul style="list-style-type: none"> ▪ The Client understands that subsequent to the execution of this Agreement, ADP shall endeavor to determine the Incentives for which the Client may qualify. In this regard, ADP shall provide the Client with a document that lists the Incentives for which the Client may qualify. The Client agrees to identify any Incentives that were previously claimed by the Client and to certify same. ADP shall pursue, and have compensation rights hereunder, for all Incentives identified on the Incentives list that Client did not indicate as having been previously claimed by Client (the "Covered Incentives"). Client shall cooperate with ADP regarding the expeditious completion of the Incentives list. ADP and Client shall endeavor to complete the Incentives list within thirty (30) days of the execution of this Agreement. Client understands that the Incentives list contains information which is proprietary in relation to ADP, and as such, agrees not to utilize the information contained therein to initiate the pursuit of any Covered Incentives for internal gain. In addition, "Covered Incentives" will include Incentives that Client had previously claimed or pursued (outside of this Agreement) to the extent Client requests ADP to perform Services relating to such Incentives and ADP agrees to do so. Further, ADP will continue to seek additional Incentives for which the Client may qualify, and ADP and Client agree to follow the same Covered Incentives process outlined above for those additional Incentives. ▪ Upon ADP's request, Client agrees to make applicable tax return schedules available for ADP's review for the Incentives. 	X			

ADP Talent Management Services Powered by CSOD		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Talent Management Services	Provide tool to enable Client to manage employee training and development plans	X			NOTE: ADP will notify Client when Talent Management Services are operational and ready for Client's use
	Define strategies and policies to support Client objectives; develop and deliver training within Client organization		X		
	Provide files, guidelines, business rules, and other information related to employee compensation plans, including follow up with any third-party vendors who may be required to provide compensation data to ADP		X		NOTE: Client assumes responsibility for content, format, and correctness of all compensation data provided to ADP
User Management	Manage user data, goals, documents, changes, and messages		X		
	Manage import and export of data into and out of ADP systems; coordinate with Client super users and Client third party vendors to validate, balance, and audit submitted data in accordance with ADP standards	X			
Employee & Manager Support	Respond to Client employee and manager inquiries related to talent management system		X		
Security Management	Manage super user system security related to: <ul style="list-style-type: none"> ▪ Default Permissions and Assignments ▪ Changes to Privileges & Permissions ▪ Proxy Assignment Management 		X		
Form and Workflow Management	Manage forms and workflow		X		
	Assist Client with forms and workflow management by routing, deleting, transferring, restoring, and approving documents as directed by Client	X			
System Property Settings	Maintain and update system settings		X		
	Assist Client super users with inquiries and system navigation related to systems property settings; create and update standard help tools	X			
Ad-hoc Configuration Changes	Manage ad-hoc configuration changes		X		
Annual Roll-over	Create, plan, and configure plan design changes for new plan year; confirm and test new plan design changes		X		
	Communicate changes to ADP; train Client employees and managers on changes		X		

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
ADP Talent Management	Provide tool to enable Client to manage employee training and development plans	X			
	Define strategies and policies to support Client objectives		X		
User Management	Manage user data, goals, documents, changes, tasks, and messages as defined in this section	X			
Interface Management and Employee Data	Create, format, maintain and update employee data files		X		NOTE: Access is also available to extended users/contractors on record within ADP payroll application
	Manage import and export of data into and out of ADP systems in accordance with mutually agreed processing schedule and format that supports ADP, Client, and/or third party vendor requirements; coordinate with Client and Client third party vendors to validate, balance, and audit submitted data in accordance with ADP standards	X			
	Troubleshoot errors displayed in import notification emails; fix or update employee data and data file in event of Client data error		X		
Transfer of Information	Transfer existing information (e.g., goals and existing documents when employee is transferred to new manager) between employees and/or managers, as directed by Client	X			
System Messages	Provide customizations to email text to ADP		X		NOTE: Client may retain responsibility for email text edits, as desired
	Customize email text as directed by Client	X			
	Send email notifications regarding upgrades, scheduled downtime, and unexpected system downtime to group of system users as directed by Client	X			
Employee and Manager Support	Support Client employees and managers as defined in this section	X			
System Access	Validate authorized users based on Client business rules	X			
	Assist Client employees and managers with basic access/login issues	X			
	Reset user accounts as requested by Client employees; reactivate locked user accounts according to defined security rules	X			NOTE: ADP will also manage password resets in the event single sign-on from Self Service is not enabled
Employee and Manager Training	Develop and deliver training for Client organization		X		
	Provide tool to enable Client to manage and store training content	X			

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Application Inquiries	Assist Client employees and managers with basic system navigation inquiries such as an individual employee's ability or inability to: <ul style="list-style-type: none"> ▪ View specific competencies and why ▪ View specific reports and why ▪ View specific tabs within the application and why 	X			
	Assist Client employees and managers with basic "how to" inquiries related to the specific talent management modules in scope for Client (e.g., "How do I cascade goals within the application?" "How do I enroll in training?" "How do I complete my personal performance assessment?")	X			
	Update ADP Knowledge Base to reflect changes communicated by Client	X			
	Direct Client employees to Client for technical issues affecting the application but unrelated to ADP Talent Management and administrator-required support, as well as for inquiries requiring Client strategic, policy and talent-related support not well documented in the Knowledge Base	X			
	Assist Client employees who are redirected		X		
Security Management	Manage system security as defined in this section and defined in Client specifications		X		
Default Permissions and Assignments	Define default permissions for existing and new users		X		
	Modify system configuration as directed by Client; update Knowledge Base to reflect configuration changes	X			
	Assign or remove users or groups to/from default user group	X			
Changes to Privileges & Permissions	Define changes to privileges and permissions		X		
	Grant or remove users or group permissions as directed by Client to: <ul style="list-style-type: none"> ▪ Specific administrative privileges ▪ HR privileges ▪ Detailed reporting privileges ▪ Access manager dashboard ▪ Create specific form templates ▪ Use mass create process for form templates ▪ Compensation management privileges ▪ View employee populations for succession org chart, succession search, and matrix grid reports 	X			
Proxy Assignment Management	Define changes to proxy assignment configuration		X		
	Modify proxy assignment configuration as directed by Client; add, remove, and look up	X			

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	proxy assignments				
Workflow Management	Define changes to workflows		X		
	Configure changes to workflows as directed by Client	X			
Corporate Goals/ Objectives	Establish and communicate corporate goals/objectives		X		
	Setup, add, and update corporate goals/objectives as directed by Client	X			
System Property Settings	Assist Client administrators with inquiries and system navigation related to systems property settings as defined in this section	X			
System Setting Maintenance & Updates	Maintain changes and update system settings as directed by Client for: <ul style="list-style-type: none"> ▪ Company process settings ▪ Data privacy consent statement settings ▪ Bulletin board message and message settings ▪ Password policy settings, including reset frequency ▪ Company logo and related settings (e.g., help links) ▪ Email notification templates and settings, including turning notifications on/off (enabled notifications are automatically sent to users when related actions occur) ▪ Quick link and/or help link settings, including context-sensitive help, custom help, and custom help URL ▪ Maintain and update text throughout system 	X			
	Implement new features for contracted modules as directed by Client	X			
On Line Help	Create and update standard help tools	X			
Annual Roll-over	Communicate changes for new plan year to ADP; train employees and managers on changes		X		
	Configure plan design changes for new plan year as directed by Client	X			
	Confirm key dates associated with new plan year rollover process; confirm and test new plan design changes		X		
Learning Management	Provide tool to enable Client users to manage learning as defined in this section	X			
“My Learning” Website	Enable Client employees to manage elements of their own learning, as follows: <ul style="list-style-type: none"> ▪ News – view applicable announcements and news ▪ Enrolled Learning – view courses and classes currently enrolled in; launch courses; access related resources such as reference materials, exams, personal notebook, and discussion forums ▪ Pending Learning – view courses currently enrolled in, or assigned enrollment in, 	X			

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	that require approval by manager or others <ul style="list-style-type: none"> ▪ Records / Transcript – view courses currently enrolled in and courses completed ▪ Training Plan – view courses recommended by manager or others ▪ Certifications – view and print certifications for completed learning ▪ Learning Path – view illustration showing employee’s job, competencies associated with that job, and learning associated with those competencies ▪ Knowledge Tools – access last five enrolled learning events ▪ Quick Search – search applicable catalog elements 				
Employee Communications	Provide Client employees access to communication elements related to learning, such as discussion forums, email notifications, and contact information for other employees enrolled in same training event(s)	X			
Course Catalogs	Provide Client employees access to course catalogs to identify learning events by browsing catalogs, using search functionality, and/or reviewing calendar of scheduled learning events	X			
Dashboard	Provide learning dashboard to Client managers and administrators to enable customized access to charts and reports	X			
“My Team” Website	Enable Client managers to conduct and view learning activities for direct reports, as follows: <ul style="list-style-type: none"> ▪ Enrollment Approval – approve or decline enrollment in learning; view approval history ▪ External Learning Approval – approve or decline approval for external records submitted by a direct report ▪ Enrollment Wizard – enroll or change enrollment status for one or more direct reports ▪ Learning History – view transcript for each direct report; run associated reports ▪ Report Manager – run and view standard, scheduled, and batch reports 	X			
Learning Administration	Enable Client administrators to manage learning, using the following tools: <ul style="list-style-type: none"> ▪ Catalog Manager – create learning objects, modify sessions, and add entries to catalog; upload and manage properties for content, scheduling resources, managing enrollment policy, managing associated emails, and conducting auto-enrollment ▪ Exam Manager – create and edit questions; create pools of questions and exam templates ▪ Exam Utilities – build question and exam pools ▪ User Manager – maintain list of user roles and associated attributes; create and edit user groups; list and maintain payment plan requirements ▪ News Manager – create and edit news articles to display on learning home page ▪ Community Manager – create and maintain discussion forums 	X			

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	<ul style="list-style-type: none"> ▪ Report Manager – run and view standard, scheduled, and batch reports ▪ Compliance Analytics – perform real-time analysis of training records ▪ Courseware Manager – create courseware by combining existing files into online lessons ▪ Competency Manager – assign competency screening tests; establish certification programs; designate training recommendations ▪ Repository Manager – upload and manage files and documents stored in repository ▪ Payment Manager – configure token payment and access user payment transaction information ▪ System Administrator Manager – view system statistics, access violations, and user session statistics; send broadcast messages and login reminders; conduct various support functions 				
	Utilize tools provided by ADP to manage learning within Client organization		X		
Performance Management	Provide tool to enable Client users to: <ul style="list-style-type: none"> ▪ Set goals, competencies and required development ▪ Document comments, updates and progress throughout year ▪ Facilitate evaluation check-ins throughout year ▪ Provide performance evaluation reporting to assist Client in managing process and adhere to standards 	X			
	Enable Client administrators to: <ul style="list-style-type: none"> ▪ Configure performance management components ▪ Manage performance processes 	X			
Self Service Functionality	Provide self service functionality for Client employees to: <ul style="list-style-type: none"> ▪ Create, edit and view expectations, goals and competencies ▪ View and add development activities ▪ View assigned tasks ▪ View previous performance evaluations 	X			
	Provide self service functionality for Client managers to: <ul style="list-style-type: none"> ▪ View and manage dashboards and reports ▪ Take action for assigned employees ▪ Access profiles for assigned employees 	X			
Goal Templates and Library	Create goal categories within goal library in order to organize goals		X		NOTE: Client administrators are responsible for this task
	Create and store goal templates to be used by managers throughout Client organization		X		NOTE: Client administrators are responsible for this task

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Assign goal template to each assigned employee		X		NOTE: Client managers are typically responsible for this task; however, Client administrators are also able to cascade/assign goals to groups of employees if desired by Client
Performance Evaluations	Complete self evaluation		X		NOTE: Client employees are responsible for this task
	Complete performance evaluations for assigned employees, which may include: <ul style="list-style-type: none"> ▪ Interim check-ins ▪ Multi-rater feedback ▪ Manager evaluation 		X		NOTE: Client managers are responsible for this task
ADP Compensation Management	Provide tool to enable authorized Client users to conduct focal compensation planning for a configured set of pay elements and rules on an eligible group of employees	X			
	Provide tool to enable authorized Client administrators to: <ul style="list-style-type: none"> ▪ Manage availability of compensation management module to Client users ▪ Manage standard set of editing rights ▪ Maintain established set of rule parameters supporting pay elements 	X			
Self Service Functionality	Provide self service functionality for Client managers and administrators to view: <ul style="list-style-type: none"> ▪ Plan – list of employees for whom Client manager has direct planning responsibility, including associated data for performance planning purposes ▪ Approve – line-by-line summary for each subordinate Client manager in hierarchy and summary totals to consolidate plan level information for total budget amounts, total allocated amounts, and total available amounts for each configured pay element budget category (since pay elements may share a budget) ▪ Employee Detail – data for each employee, including current demographic data, historical compensation data, and total compensation 	X			
	Provide self service functionality to provide decision support for Client managers and administrators, as follows: <ul style="list-style-type: none"> ▪ Merit worksheet ▪ Promotion worksheet ▪ Equity worksheet ▪ Bonus worksheet ▪ Stock worksheet 	X			
Compensation Planning	Utilize tool to plan compensation awards (e.g., base pay increases are planned on an annual basis, while long-term incentives are planned in either total value or stock units)		X		NOTE: Client managers are responsible for this task

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
Compensation Rules Maintenance	Establish and maintain compensation rules related to budgets, guidelines, allocations, and prorations		X		NOTE: Client administrators are responsible for this task
Budget Planner	Utilize Budget Planner functionality to enter and distribute budgets to each appropriate subordinate manager		X		NOTES: <ul style="list-style-type: none"> ▪ Client administrators or senior managers are responsible for this task ▪ Users may establish a budget allocation for pay elements that are configured as using a top down budget ▪ Budgets may be distributed to each Client manager by entering a total budget amount or percent of total available budget
Currency Support	Provide ability to support multiple currencies in planning and budgeting processes				NOTE: A currency translation table must be provided by Client one time per cycle containing conversions between any currency to be supported and the basis currency
Succession Management	Provide tools as described in this section to enable Client to manage end to end succession management and planning process	X			
Talent Assessment	Assess each employee related to: <ul style="list-style-type: none"> ▪ Risk of loss – likelihood of employee leaving the organization within next six (6) months if nothing is done to mitigate risk ▪ Impact of loss - impact to organization if employee leaves ▪ Potential – ability and interest of employee to move vertically more than two levels higher in organization ▪ Performance over time – how employee performs over long period of time ▪ Key talent – employee Individual possesses key skills, competencies ▪ Critical role - role is critical to the overall business success of the organization 		X		NOTE: Client managers are responsible for this task
	Utilize “9 Box” functionality to view each employee’s performance over time against potential to enable the organization to calibrate high potential staff and form nomination pool		X		
	Utilize “Organizational Chart” functionality to view organizational information for current incumbents and potential successor indicators in graphical format to form nomination pool		X		
Successor Nomination and Management	Nominate successors for each direct report and set readiness rating of potential successors		X		NOTE: Client managers are responsible for these tasks

ADP Talent Management Services		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Compare potential successors in graphical side-by-side screen by either selecting from the recommended list or by searching for employees by name		X		
	Update status for any “orphaned” successors by either transferring the employee or deleting the nomination		X		NOTE: When a manager with nominees moves in the organization, their nominees are left behind, or “orphaned,” and are assigned to the next level manager who is responsible for this task

ADP Vantage HCM Verification Services for Employment and Income Verifications		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
ADP Verification Services Powered by The Work Number®	Provide authorization for income verification requests			X	NOTE: Client employee provides authorization to verifier by providing a signature or a “salary key” for each income verification
	Provide authorization for employment verification requests		X		
	Respond to authorized income and employment verification for Client employees made by mortgage lenders, property managers, and pre-employment firms requests	X			
	Respond to authorized income and employment verification requests for Client employees made by social service, immigration, and workers compensation agencies	X			
	Update employment data in Verification Services system following each payroll cycle	X			
	Provide online and telephone access to enable Client employees to: <ul style="list-style-type: none"> • Create, display, or delete a salary key (electronic signature) • Obtain verifier instructions and special verifications • Change their personal identification number (PIN) and email address 	X			NOTE: Telephone support is available in multiple languages
	Provide online web and telephone access to The Work Number® and enable verifiers to obtain the following verifications: <ul style="list-style-type: none"> • Employment • Income • Social services verifications 	X			NOTE: Telephone support is available in multiple languages
	Enable Client web manager to:	X			

ADP Vantage HCM Verification Services for Employment and Income Verifications		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	<ul style="list-style-type: none"> Block or unblock employee records Change employee status from active to inactive Access monthly reports Set salary key expiration interval Maintain notes or disclaimers on verifications Generate promotional codes Submit verifier information Update contact information for Client account 				

ADP Vantage HCM Unemployment Compensation Management (UCM)		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
UCM Services	Manage and/or support unemployment compensation activities as described in this section	X			
Personnel Consultation and Training	Provide Customer Service Representative who specializes in pre-separation counseling and responding to unemployment compensation questions	X			
	On Client request, discuss probability of disqualification for unemployment compensation in the event of a separation	X			
	Offer standard education to Client-designated staff members; sessions held annually at several ADP sites, or ongoing training available via webinar, teleconference, or by management training video	X			
	Provide Client quarterly newsletter including periodic tax updates, recent unemployment insurance issues, and cost control techniques	X			
Claims Administration and Appeals	Complete and file unemployment claims, appeals, protests (as directed by Client), and related correspondence with state unemployment insurance agencies; notify Client when claims are filed or in the event additional information is required	X			
	Discuss with and provide direction to ADP as to whether or not a claim should be protested		X		
	Investigate and analyze unwarranted claims and respond to state inquiries for separation information	X			
	Provide direction to ADP as to whether a claim protest is desired		X		

ADP Vantage HCM Unemployment Compensation Management (UCM)		Responsibility			
Area	Task/Activity	ADP	Client	Third Party	Notes
	Provide claim response with facts to support a disqualification	X			
	Appeal adverse claim determinations as appropriate, generating either decision reversal or administrative hearing	X			
	Support Client as related to claimant appeals and unfavorable decisions	X			
Hearing Representation	Prepare Client witness(es) prior to any unemployment insurance hearings; at hearing, question Client witness(es), present associated documents, cross examine claimant and claimant witnesses, make necessary objections, and present closing argument	X			
	Review referee decision with Client in the event of an unfavorable decision, and/or further appeal to the Board of Review	X			
	Prepare written appeals to the Board of Review, as necessary	X			
Benefit Charge Audits	<p>Complete an audit of all charge statements received to ensure accuracy and protest any charges found to be in error:</p> <ul style="list-style-type: none"> Maintain all unemployment insurance claim files beginning as of services effective date Retain monetary entitlements and disposition records associated with individual claims, ensuring sufficient information is available to scrutinize all charges received Process charges through exception filter to review the charge compared to claims and decisions on file Protest and monitor erroneous charges detected through review until appropriate credit received 	X			
State Unemployment Insurance Tax Rate Analysis	Analyze State Unemployment Insurance (SUI) tax rates assigned to Client on annual basis for accuracy; protest and monitor any discrepancies	X			
	Evaluate voluntary SUI contribution options in each state where such option is available; determine profitability of contributing minimum amount required in exchange for reduced rate in each state where such option is available	X			
Management Reporting	Provide management reports intended to assist Client in analyzing sources of unemployment activity and to establish accountability by division and/or department for the resulting costs of unemployment – Management reports are accessible on-line through In-Sight Reports.	X			