

CONTRACT MODIFICATION AGREEMENT

Date: August 16, 2019

Contract No.: 12-221-0013-KMH – Hosted SaaS for Housing and Residence Life

Modification No.: 13

Issued By: OLD DOMINION UNIVERSITY
Department of Procurement Services
4401 Powhatan Avenue, Suite 111
Norfolk, VA 23529-0308

Contractor: StarRez, Incorporated

This Contract Modification Agreement is entered into pursuant to Section V. "General Terms and Conditions", Paragraph N. "Changes to the Contract" (page 10), as follows:

DESCRIPTION OF MODIFICATION:

WHEREAS, the parties hereto entered into that certain Residential Housing Management Solution ("RHMS") contract #12-221-0013-KMH dated July 2, 2012, whereby Contractor was granted exclusive rights to provide the required services and licensed software products in accordance with the information and requirements contained in that certain Request for Proposal #12-221-0013-KMH;

WHEREAS, to date the Contractor has worked collaboratively with the Client to develop implementation and integration requirements, and as necessary appropriate business and operational processes to ensure the successful hosting and use of Contractor's proposed Residential Housing Management Solution;

WITNESSETH that Contractor and the Client, in consideration of the mutual covenants, promises and agreements herein contained, agree as follows:

1. **Additional/Expanded Modules and Interface:**

- a. Upgrade from legacy portal to PortalX
- b. Conference Suite

2. **Terms and Conditions:**

- a. The terms and conditions of current contract and license agreements shall apply to this modification, unless otherwise stated herein.

3. **Pricing:**

a. PortalX – Platform Upgrade	\$10,700 - upgrade to legacy portal
b. Services	\$13,000
c. Annual Software Maintenance Fee	\$3,366
	(\$3,366) – permanent discount
d. Software Bundle Discount	(\$4,000)
Net Total Investment	\$19,700
e. Conference – Group Bookings	\$10,700
f. Events Management	\$8,700
g. PortalX – Accounts	\$10,700
h. PortalX – Conference Leads	\$13,300
i. Services	\$3,750
j. Annual Software Maintenance Fee	\$7,812
k. Software Bundle Discount	(\$4,000)
Net Total Investment	\$50,962
GRAND TOTAL	\$70,662

4. **Payment Terms:**

- a. 100% invoiced upon Modification Execution, Net 30 Days.

5. Except for the changes provided herein, all other terms and conditions of the original Agreement remain unchanged and in full force and effect, as originally submitted, negotiated and agreed to between Client and Contractor.

CONTRACTOR:

StarRez, Incorporated

By: David A. Meale

Name: David A. Meale

Title: President

Date: August 29, 2019

UNIVERSITY:

Old Dominion University

By: Harry R. Smithson, Jr.

Name: Harry Smithson, Jr., CPPO, CUPO, VCCO

Title: Assistant Director, Procurement Services

Date: August 28, 2019

ADDENDUM TO THE SOFTWARE LICENSE AGREEMENT

Attn: Taryn Boone
Old Dominion University
4603 Elkhorn Ave
Suite 1208
Norfolk, Virginia 23529
United States

RE: ODU - PortalX

Dear Taryn,

The following is an Addendum to our current License Agreement and Proposal based on our discussions. The following additional Modules and Services are being added to our Contract together. The terms and conditions of our License Agreement and related Proposal shall apply to this Addendum.

Service		
CODE	PRODUCT	TOTAL PRICE
SE-TCO-O	Consulting & Training - On-site (Up to 2 days)	\$3,000.00
SE-TCO-R	Consulting & Training - Remote (Up to 6 hrs)	\$1,500.00
SS-POR-X	Consulting - PortalX Implementation Services	\$8,500.00
Subtotal		\$13,000.00

License		
CODE	PRODUCT	TOTAL PRICE
POX-MATES	PortalX - Advanced Roommates	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
POX-HACC	PortalX - Housing Accommodation	\$0.00
INT-PPAY	PortalX - Online Payments Platform	\$0.00
POX-BASE	PortalX - Platform Upgrade	\$10,700.00
POX-RSEL	PortalX - Room Selection	\$0.00
INT-TOUCH-L	PortalX Pay - Touchnet	\$0.00
Subtotal		\$10,700.00
TOTAL:		\$23,700.00

Annual Software Maintenance Fee

Total Additional Annual Maintenance Fee	\$3,366
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DISCOUNTS

Software Product Bundling	(\$4,000)
Software Annual Maintenance Permanent Waiver	(\$3,366)

TOTAL NET INVESTMENT =	\$19,700
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ADDENDUM TERMS & CONDITIONS

The terms and conditions of our current License Agreement and related Proposal shall apply to this Addendum, except for the following items that are specific to this Addendum:

Addendum Expiration	This addendum and all the pricing, terms, and conditions will expire August 31, 2019.
Payment Terms	<p>The Total Net Investment amount specified in this Addendum, and inclusive of additional maintenance fees, is going to be billed per the following conditions:</p> <ul style="list-style-type: none"> 100% Invoiced at signature and payable Net-30 <p>TAXES: Any applicable Taxes will be added to the total Net Investment of this Addendum and payable by the Customer, according to legislation of each State.</p>
PortalX Terms	<p>The following terms are specific for PortalX:</p> <ul style="list-style-type: none"> This addendum includes licensing of StarRez PortalX components/features that are currently available in PortalX. PortalX is a new product/platform, as such there will be no direct 1:1 translation of all components, features and settings/options from your legacy portal. Some licensing names are changing in PortalX. Customer will receive equivalent licenses for all functionality previously licensed with the legacy portal. Components/Features/Widgets that are new to PortalX will be available for purchase separately. Customer can keep both the legacy Portal and PortalX live side-by-side until all comparable components/features become available in PortalX. PortalX currently supports the following authentication methods: <ul style="list-style-type: none"> CAS Shibboleth InCommon ADFS Secure Passwords Facebook integration <p>Any authentication method not listed above will need to be scoped for feasibility and its implementation could incur additional costs.</p> <ul style="list-style-type: none"> Services contracted in this addendum must be used within 60 days from the start of services. Services must be requested in advance, and will be scheduled based on resources availability. Minimum advance request notice is of 4 weeks but please be advised that during peak seasons, longer lead time might be required. Remote services will be scheduled in sessions not to exceed 2 hours per session. Upon completion of the services detailed in this addendum, the customer will have the tools to fully manage and maintain your PortalX. Any additional support for PortalX, outside the services detailed in this addendum, will be chargeable at the then current hourly rate. <ul style="list-style-type: none"> Per our SLA, our support team will be available to investigate and fix bugs, as well as direct you to available online resources. Should you require additional consultation upon and beyond our Standard SLA, we will have PortalX Specialists available at our current hourly rate. StarRez recommends maintaining your legacy Portal while you are building out your processes in PortalX, and until all comparable components become available in PortalX. Support for your legacy components will expire 3 months after each comparable PortalX solution becomes available.
Services Terms	<p>If the addendum contains any professional services, please note the terms below:</p> <ul style="list-style-type: none"> Services Due Date: Any unused portion of the Professional Services contracted in this addendum will expire 6 months after the project start date. Services Scheduling: Services must be requested 4 weeks in advance and will be scheduled based on resources availability. Remote services will be scheduled in sessions not to exceed 2 hours per session. Portal Configuration Services: All portal work will be performed in your Production Environment only, unless noted otherwise in this document. Expenses: If the addendum includes activities to be performed on-site by StarRez personnel, all related travel expenses (airfare and/or other transportation costs such as taxis or car rentals, hotel, meals, etc.), will be invoiced and due to be paid monthly.

	<ul style="list-style-type: none"> Travel Arrangements & Accommodations: StarRez HR department mandates that accommodation for all StarRez consultants traveling to customer locations will be at offsite hotels. All travel arrangements will be made by the StarRez traveling consultant.
Versioning	Please be aware that some of the purchased items might require upgrading to the latest version of StarRez solutions. Please check with your StarRez Account Manager if you are unsure about your versioning status.

Through the signatures of their duly appointed representatives, Customer and StarRez agree to be bound by all provisions contained in this Addendum.

Signed by Old Dominion University:

Handwritten signature
9/15/19

Signature: *Harry R. Smithson*
Name: Harry R. Smithson, CPPO
Title: Assistant Director, Procurement Services
Date: August 28, 2019

APPENDIX – Products and Services details

Code	Description
SE-TCO-O	Consulting & Training - On-site Training & Consulting services delivered On-site and tailored to your requirements
SE-TCO-R	Consulting & Training - Remote Training & Consulting services delivered remotely using web conferencing tools.
SS-POR-X	Consulting - PortalX Implementation Services Support Configuration services for the implementation of PortalX
POX-MATES	PortalX - Advanced Roommates PortalX - Advanced Roommate
POX-HACC	PortalX - Housing Accommodation PortalX - Online Housing Application process. Each licensed process of this PortalX module will provide you the ability to configure housing application process such as new student applications, returning/continuing applications, family applications, or graduate applications. The online process can be configured to match your specific needs with different pages, rules, and settings.
INT-PPAY	PortalX - Online Payments Platform PortalX Payment - Platform. The StarRez Payment Platform is a technology that allows us to integrate in StarRez PortalX with a number of different online payment gateway providers. To start implementing online payment you will also have to be licensed to the specific library related to the gateway provider of your choice. This platform component can serve different gateway providers at the same time (for instance you could be choosing to use a provider for your traditional housing application process and a different provider for your conference and events operations). Check with StarRez for the latest list of approved gateway providers.
POX-BASE	PortalX - Platform Upgrade PortalX - Platform. StarRez Portal is a rich feature product that provides the ability to build your housing applications, web forms and conference processes that will be available to your applicants, residents, guests, etc. The Platform module represents the underlying basic component that allows the configuration and integration of each process. It also includes the "Editor" which enables your StarRez administrators and power user to configure every aspect of the portal features.
POX-RSEL	PortalX - Room Selection PortalX - Online Room Self-Selection. It provides your applicants and residents the ability power to select their own room online. Includes room selection lottery management tools (to apply lottery numbers and room selection times). Manage your room selection with the ability to outline what rooms are available for online room selection based on gender, classification, and profiles.
INT-TOUCH-L	PortalX Pay - Touchnet PortalX Library for online payments integration with: TouchNet

- ODU should note that SQLToExecute is not available in PortalX, so we will not be able to force updates to application fee / deposit payments to change the associated TermSessionID of the transactions (PM can explore workaround OR customer will have to change process)
- ODU should note that the 'Confirm Room Assignment' step is not available in PortalX, so a workaround will be required
- ODU uses two custom pages for Petition for Release and Cancellation > in review, StarRez can deliver 'similar' functionality using a standard application / generic process IF customer is willing to change process
- ODU should note that PortalX is a different product, so while we have assessed and are confident in our ability to deliver similar functionality there may be some differences in how processes are built out and work because of the variances in the two products

ADDENDUM TO THE SOFTWARE LICENSE AGREEMENT

Attn: Taryn Boone
Old Dominion University
4603 Elkhorn Ave
Suite 1208
Norfolk, Virginia 23529
United States

RE: ODU - Conference Suite

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License		
CODE	PRODUCT	TOTAL PRICE
CE-CON-C	Conference - Group Bookings	\$10,700.00
CE-EVE-C	Events Management	\$8,700.00
CE-MKT-C	Marketing Contacts	\$0.00
POX-ACCTS	PortalX - Accounts	\$10,700.00
POX-EINQ	PortalX - Conference Leads	\$13,300.00
Subtotal		\$43,400.00

Service		
CODE	PRODUCT	TOTAL PRICE
SE-TCO-R	Consulting & Training - Remote	\$3,750.00
Subtotal		\$3,750.00

Hosting		
CODE	PRODUCT	TOTAL PRICE
HS-VDIR	StarRez Cloud - Addtl Web App	\$0.00
Subtotal		\$0.00

TOTAL: \$47,150.00

Annual Software Maintenance Fee

Total Additional Annual Maintenance Fee \$7,812

DISCOUNTS

Software Product bundling	(\$4,000)
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TOTAL NET INVESTMENT = \$50,962

ADDENDUM TERMS & CONDITIONS

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Through the signatures of their duly appointed representatives, Customer and StarRez agree to be bound by all provisions contained in this Addendum.

Signed by Old Dominion University:

Jack Hull
9/15/19

Signature: _____

Harry R. Smithson, Jr.

Name: Harry R. Smithson, Jr., CPPO

Title: Assistant Director, Procurement Services

Date: August 28, 2019

APPENDIX – Products and Services details

Code	Description
CE-CON-C	Conference - Group Bookings The Group Bookings module allows managing multiple individuals as a group for all you housing processes such as: room assignment, billing, check in, check out, and more
SE-TCO-R	Consulting & Training - Remote Training & Consulting services delivered remotely using web conferencing tools.
CE-EVE-C	Events Management The Events Management solution offers professional management of your Events processes, maximizing the potential of your business processes while reducing time dedicated the administrative tasks . StarRez solution can track all details of your events including: name, location, times, attendees, contacts, deposit details, charges, function details, catering, etc. Manage facility resources such as function rooms, audio visual equipment, chairs, etc.
CE-MKT-C	Marketing Contacts Manage all your business contacts within StarRez Conference and Events solution.
POX-ACCTS	PortalX - Accounts With the StarRez PortalX Accounts module, your entries (applicant, residents, etc.) can see detailed and summarized views of their StarRez account transactions. if you also have a StarRez online payment integration, this module can offer your entries the possibility to pay online their various balances, such as rent, damages, and more.
POX-EINQ	PortalX - Conference Leads The Online Leads module of StarRez Conference Portal allows your potential clients to submit an inquiry online that will collect their details as well as their event and housing requirements. This works in conjunction with our event management module to allow for your staff to manage the incoming requests.
HS-VDIR	StarRez Cloud - Addtl Web App StarRez Cloud - Additional Portal Installation (Web App Service)