

TexasOnline 2.0 Master Agreement

Between

**The State of Texas, acting by and through
the Texas Department of Information Resources**

and

Texas NICUSA, LLC

Exhibit E Implementation

July 31, 2009

Exhibit E Implementation

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Article I. Introduction

- (a) The purpose of *Exhibit E Implementation* is to address the Vendor approach for transition to TexasOnline 2.0.
- (b) *Attachment E-1 Implementation Plan* describes the Vendor's plan for implementing its solution, and describes how the functions, facilities, and processes will transition from the Current Contract to the new Master Agreement.

Article II. Contractual Principles

- (a) *Exhibit E Implementation* addresses the following contractual principles:

Section 2.01 Implementation Planning and Execution

- (a) Implementation of the Master Agreement requires transition from the Current Contract. Implementation begins on the Effective Date of the Master Agreement and ends on the Cutover date. The Vendor will:
 - (i) Acquire all knowledge necessary to operate TexasOnline 2.0; and
 - (ii) Develop all necessary support processes, procedures, functions, documentation, and staffing.

Section 2.02 Implementation Section

- (a) Vendor's *Attachment E-1 Implementation Plan* describes:
 - (i) Vendor ability and approach to assume operational control and perform all implementation duties;
 - (ii) Identification of key issues that need to be addressed during the implementation period; and
 - (iii) Approach to the transition of Service Level Agreements (SLAs) to Customer Agreements.
- (b) Implementation is the responsibility of the Vendor with oversight provided by DIR.

Section 2.03 Implementation Plan

- (a) The Implementation Plan, included as *Attachment E-1*, includes:
 - (i) Project schedule with key milestones;
 - (ii) Description of Vendor approach to knowledge transfer, including:
 - 1) Capturing and preserving the knowledge necessary to maintain the functions, applications, and services of TexasOnline,
 - 2) Identifying the resources and the time commitments to training and knowledge transfer activities,
 - 3) Specifying the number of resources to be trained,
 - 4) Measuring and proving the knowledge transfer is working effectively;
 - (iii) Outline of procedures to be followed during the implementation period;
 - (iv) Roles and responsibilities as they relate to TexasOnline 2.0 functions for the Vendor, DIR, and additional stakeholders;
 - (v) Organization and staffing projections;
 - (vi) Method of documenting and transferring assets (nature, type, stage of delivery, location, etc.);
 - (vii) Point of contact and procedures for managing problems or issues during the implementation period;
 - (viii) Implementation test plan; and
 - (ix) Contingency plan for failed implementation.

Article III. Methodology for Updating Associated Exhibit Attachments

Section 3.01 Recommendations

- (a) Either DIR or Vendor may submit to the other Party a recommendation for changes or additions to *Attachment E-1 Implementation Plan*. Such recommendation will be in writing and will
 - (i) Specifically identify the portion or portions of the *Attachment* to be changed
 - (ii) Include the specific language to accomplish the proposed change, and
 - (iii) Identify the reasons for the proposal and anticipated improvements from the change or repercussions for failure to adopt the change. A copy of the recommendation will be provided to DIR and the Vendor.

Section 3.02 Review and Input

- (a) DIR will determine whether input on the recommendation from any other governance body and/or Customer is appropriate, and will promptly circulate the recommendation to

those identified. If DIR does request input from any other governance body and/or Customer, DIR will require any input to be provided in writing and submitted within a specified period of time, not to exceed 10 Business Days from the date of the recommendation.

- (b) DIR and Vendor will each receive a copy of the written input from the other governance bodies and/or Customers, if applicable. The Party making the recommendation may propose adjustments to the recommendation to address any input of the other governance bodies and/or Customers.

Section 3.03 Approval

- (a) If DIR and Vendor agree upon the recommendation, the Parties will execute a revision to the *Attachment*, as applicable, which will be effective when signed by authorized representatives of both DIR and Vendor and the revised *Attachment* will be posted in a location agreed to by Vendor and DIR.

Section 3.04 Appeal

- (a) If the DIR and Vendor cannot agree on a recommendation, the recommendation may be submitted to the Executive Steering Committee for resolution.

Article IV. Documents Referenced in Exhibit E Implementation

Section 4.01 Attachments to Exhibit E

- (a) The following attachments are incorporated as part of *Exhibit E Implementation*:

Table 1: Exhibit E Attachments

Title	Description and Contents
<i>Attachment E-1 Implementation Plan</i>	<i>Attachment E-1 Implementation Plan</i> describes the Vendor's implementation approach pursuant to TexasOnline 2.0.

Section 4.02 Exhibit E Associated Plans and Timelines

- (a) The following plans and timelines are associated with *Exhibit E Implementation*:

Table 2: Exhibit E Implementation Associated Plans and Timelines

Title	Initial Draft Due	Final Draft Due	Updates
<i>Attachment E-1 Implementation Plan</i>	With response	Fifteen (15) days after Master Agreement Effective Date	As necessary

Section 4.03 Other Referenced Documents in Exhibit E

- (a) No documents are referenced in Exhibit E Implementation.