

# SCHEDULE A ADDENDUM TO THE SERVICE LEVEL AGREEMENT BETWEEN E-UTAH AND THE UTAH DEPARTMENT OF COMMERCE

This document will serve as the latest Schedule A addendum to the Service Level Agreement with the Network, e-Utah, adding additional Utah Department of Commerce transactions or services to the Network, subject to Board approval.

## AGREEMENTS

1. Access By the Network Manager Utah Department of Commerce authorizes the Network Manager, to provide electronic access to information contained in the Utah Department of Commerce Business Registration Database , in accordance with this Agreement. Description of Service is as follows:

This service will allow users to access certain portions of the Business Registration Database to identify the status of the business. A user will be able to search by a business name and retrieve a list of businesses with similar names. The user will then be able to request further information about a business by selecting a 'details' button on a name that was returned in the search. Upon selecting the details option on a specific found record, the user will be able to see the type of business or registration, if the business is active, the Registered agent and the business address of the entity. It is proposed that this service be offered as a free service.

Users will be able to request information about the principals of the company by selecting an additional button on the 'details' page that will return a page with the Officers and/or Directors for the company. It is proposed that this service be offered as a premium service.

Additionally, Users will be able to create and download a dynamically generated Certificate of Existence. By selecting a button at the bottom of the 'details' and the 'Officers' page a Certificate of Existence will be generated in a downloadable PDF that will incorporate a control number to indicate authenticity. It is proposed that this service be offered as a premium service.

2. Record Classification and User Access Utah Department of Commerce represents to the Network Manager the record classification: \_\_\_\_\_

The Network Manager certifies that they will offer the following security and authorization for access to the application outlined above:

Users will be offered only those fields as designated by the Department of Commerce. Users will not be required to authenticate before they use the non-premium parts of this service.

Users of the Principal lookup and Certificate of Existence will be required to authenticate when using the service either by registering with the network through the subscription agreement and using a unique username and password or using a real time credit card transaction.

**SCHEDULE A ADDENDUM TO THE  
SERVICE LEVEL AGREEMENT BETWEEN THE NETWORK  
AND UTAH DEPARTMENT OF COMMERCE  
PAGE 2 of 3**

3. Record Supply Costs and Computer Programs. The Network Manager shall be responsible for costs and expenses in establishing access to the records and providing record transactions to Users and Subscribers, including without limitation, the cost for purchasing or developing and maintaining all programs used to interface with the Utah Department of Commerce computer programs and to access the Records. Computer programs used by the Network Manager shall:
  - a. Protect information from unauthorized access;
  - b. Supply records to Subscribers on a timely basis in an accurate, understandable and logical format acceptable to Utah Department of Commerce;
  - c. Be tested by the Network Manager and prototyped for Utah Department of Commerce review and approval before it is offered to the public.
4. Use messages. If required by Utah Department of Commerce, the Network Manager shall cause the Network to require Users to signify online that they will comply with any restriction on use of the records required by law, as amended from time to time. Such user agreement will be in the form of a use message displayed online, with a required positive response, all as captured in a log file, prior to the User being permitted to further search or view the record.
5. Subscriber Agreements. The Network Manager shall obtain initial written agreements from all Subscribers that they will comply with any other applicable federal or Utah laws, regulations, or policies relating to record use and confidentiality. Such agreements shall be maintained by the Network Manager for inspection by the Utah Department of Commerce.
6. Transaction Logs. Utah Department of Commerce shall have access to the Network's Subscriber Transaction Log for the purpose of auditing the collection and dissemination of Utah Department of Commerce records. Unless otherwise specified by Utah Department of Commerce, this Log shall contain the following data: Subscriber name, transaction data and time and type of inquiry/transaction.
7. Payment and Collection.

A Premium Service Charge is requested for the Principal search and Certificate of Existence.

- a. Collection: The Network Manager shall be totally responsible for the collection of payments from Users and Subscribers according to the chart below. No additional amounts may be charged by the Network Manager for the identified records without the prior written agreement of the Utah Department of Commerce and the Network Board. The fee charged by Network represents a fee for services to gateway system users. The Network hereby represents to that it believes the following charges will fairly and reasonably recompense the Network Manager in order to make the Master Contract a success:

<u>Agency/Project/ Priority</u>	<u>Statutory Fee</u>	<u>the Network Charge</u>	<u>Total</u>
1.) Business Entity Search	\$0.00	\$0.00	\$0.00
2.) Business Principal Search	\$0.00	\$1.00	\$1.00
3.) Certificate of Existence	\$10.00	\$1.50	\$11.50

**SCHEDULE A ADDENDUM TO THE  
SERVICE LEVEL AGREEMENT BETWEEN THE NETWORK  
AND UTAH DEPARTMENT OF COMMERCE**

**PAGE 3 of 3**

- b. Payment: Payments of the statutory fee (currently \$5.00) for each Certificate of Existence (regardless of whether the Network Manager has collected the amount from the applicable User or Subscriber) shall be made from the Network via check or ACH transaction directly to a designated account or accounts furnished by Utah Department of Commerce. In addition, a payment/deposit statement shall be mailed to the following address or transmitted electronically as mutually agreed to the parties to:

Project contact:

Statements shall reflect the quantity of the records accessed for the full previous month. The statement shall indicate the type of record access if more than one record is available.

- c. Payment Due Date. The Network Manager shall remit payments with the required statements to the Utah Department of Commerce for access during the previous month of Utah Department of Commerce records no later than the last working day of the month after the month in which the fees due to the Utah Department of Commerce were incurred.
8. Records and Finances. All Network documents and records maintained by the Network Manager relating to Utah Department of Commerce records shall be available for inspection, auditing and copying by the agency or other authorized representatives.
9. Efficiency Gain Calculation. The Utah Department of Commerce and the Network will establish baseline cost for the processing name availability requests both prior to making the enhanced service available and after the service is made available to estimate the cost savings of offering the service.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed by their duly authorized officials or officers.

Utah Department of Commerce

By \_\_\_\_\_

Date \_\_\_\_\_

The Network

By \_\_\_\_\_

Richard L. Brown, General Manager

Date \_\_\_\_\_

The Board

By \_\_\_\_\_

Alan Sherwood, Chair

Date \_\_\_\_\_