

Contract Summary

Contract Number K2336
Contract Office Consultant Brenda Rix
Contract Manager Michael York
Created Date 09/04/2013

Vendor Information

Vendor Number SWV0164931-00
Legal Name Workforce Software Lic
DBA Name
UBI Number
Address

Contract Information

Short Description IT - Time, Leave and Attendance (TLA) Solution
Competition Method(s) Request for Proposal (RFP)
Master Index Code(s)
Organization Index Code
Program Code
Subprogram Code
Object Sub Sub/Object(s)

- CA (Management and Organizational Services)
- CD (Computer/Information Services)
- JQ (Software)

Contract Purpose The purpose of this contract is to implment a time, leave and attendance solution.

Dates	Start Date	End Date
Current	10/08/2013	None

Solicitation Number(s) 13200ACCO
Expenditure Type(s) Financial
Authority

- Information Technology (RCW 43.105)
- Procurement of goods and services (RCW 39.26)

Vendor Type Vendor

Contract Reference Number(s)	Reference Number	External
		Internal
Funding Source(s)		
Federal Funds		
State Funds	\$9,754,462.00	
Other Funds		
Sub Total	\$9,754,462.00	
Current Contract Total	\$9,754,462.00	
Contract Remaining Balance	\$7,278,104.91	
Performance-based contracting (PBC)	Yes	

Contact Information

Brenda Rix	brenda.rix@des.wa.gov
Michael York	michael.york@des.wa.gov
Michael York	michael.york@des.wa.gov

Miscellaneous

Notes

01/06/2014 Added \$1.5 million to the total maximum dollar amount in ECMS to cover the agreed upon not-to-exceed/estimate for travel expenses.

September 25th, 2014

Washington State Department of
Enterprise Services
1500 Jefferson Street SE
Olympia, Washington 98501
Attention: Rebecca Riley, Contracts Manager
Fax: (360) 407-9174
E-mail: becci.riley@des.wa.gov

Washington State Department of
Enterprise Services
1500 Jefferson Street SE
Olympia, Washington 98501
Attention: Dawn Tatman, CIO
Fax: (360) 664-3423
E-mail: dawn.tatman@des.wa.gov

Dear Dawn and Rebecca,

As previously discussed through both verbal and email communications, this letter shall serve as notice that we intend on migrating our disaster recovery site from our existing offices in Livonia, Michigan to Alpharetta, Georgia. As you are aware, your legal team recently reviewed and approved our contract with Peak 10 (who will be our CO-LO provider for this site) in anticipation of this migration.

At the current time, our project team has developed a plan to complete this migration on or before December 31st, 2014 as specified in our Agreement. As we get closer to execution of our plan, we will communicate more details in regards to specific timing of this migration including any impacts to the State.

If you have any questions on these matters, please don't hesitate to reach out to me to discuss further.

Sincerely,



Kevin Choksi
CEO, WorkForce Software



September 25th, 2014

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Enterprise Services
1500 Jefferson Street SE
Olympia, Washington 98501
Attention: Rebecca Riley, Contracts Manager
Fax: (360) 407-9174
E-mail: becci.riley@des.wa.gov

Washington State Department of
Enterprise Services
1500 Jefferson Street SE
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Attention: Dawn Tatman, CIO
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E-mail: dawn.tatman@des.wa.gov

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Sincerely,

Kevin Choksi
CEO, WorkForce Software

COPY



38705 Seven Mile Road, Suite 300
Livonia, MI 48152
(877) 4.WFORCE
www.workforcesoftware.com

March 19, 2014

Washington State Department of Enterprise Services
1500 Jefferson Street SE
Olympia, Washington 98501
Attn: Rebecca Riley, Contracts Manager
Facsimile: (360) 407-9174
E-mail: becci.riley@des.wa.gov

cc: Washington State Department of Enterprise Services
1500 Jefferson Street SE
Olympia, Washington 98501
Attn: Dawn Tatman, CIO
Fax: (360) 664-3423
E-mail: dawn.tatman@des.wa.gov

RE: Technology Agreement by and between Washington State Department of Enterprise Services ("DES") and WorkForce Software, LLC ("WorkForce"), dated September 23, 2013, including all of the Statements of Work thereto (collectively, the "Agreement").

Dear Madam:

We are delivering this letter to notify the State and DES that Insight Wildcat Holdings, LLC, an affiliate of certain investment funds managed by Insight Venture Partners ("Buyer"), intends to acquire ownership of certain membership units in WorkForce pursuant to the terms of a Membership Interest Purchase Agreement (the "Purchase Agreement") entered into by and among Buyer, all the members of WorkForce and WorkForce Software Holdings, Inc., as Seller Representative. Upon the closing of the transactions contemplated by the Purchase Agreement (the "Closing"), the Buyer will acquire majority ownership of WorkForce (the "Transaction") while operational control will remain with the current management of WorkForce and Kevin Choksi will continue to be the Chief Executive Officer of WorkForce. In case you are not familiar with them, Insight Venture Partners is a leading global private equity and venture capital firm investing in software, Internet, and data-services companies. Founded in 1995, Insight has raised more than \$7.6 billion and made more than 200 investments worldwide.

As has been previously discussed with Dawn Tatman, the consummation of the contemplated Transaction remains subject to a number of conditions, including U.S. HSR clearance. Given these conditions precedent, the exact date of the closing cannot be readily determined at this time but is currently expected in mid-April 2014. We will of course notify you promptly following the consummation of the Transaction.

By execution hereof, effective as of the Closing, DES hereby consents to the Transaction, and DES further waives any and all rights to raise the liability cap on damages or to terminate or to allege a breach or default of the Agreement by reason of the Transaction, whether pursuant to Article 11 of the Agreement or otherwise.

In order to facilitate the consummation of the Transaction, please acknowledge your consent to the Transaction and waiver of any potential right to adjust the liability caps contained within the Agreement by signing below and returning a copy of this letter (by facsimile or email) to Jeff Labine, Esq., Miller, Canfield, Paddock and Stone, p.l.c., facsimile: (734) 668-8801, email: labine@millercanfield.com.

We further request that you hold this letter and the information contained herein regarding the Transaction in the strictest confidence (as the Transaction has not been publicly disclosed).

If you have any questions regarding the foregoing, please do not hesitate to contact Mr. Labine at (734) 668-8801.

Very truly yours,

WorkForce Software, LLC

By: Kevin Choksi, CEO

Acknowledged and Agreed:

Washington State Department of Enterprise
Services

By: _____

Name: _____

Title: _____



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Oct, 14 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter-9.6.0.4-Minimal-Source.zip, EmpCenter-9.6.0.4.zip, EmpCenter-9.6.0.5-Minimal, Source.zip, EmpCenter-9.6.0.5.zip, Key Programmers.docx

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If you have any questions, please feel free to contact EscrowTech.

A handwritten signature in blue ink that reads 'Bryan Christiansen' with a long, sweeping underline.

Bryan Christiansen,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 16649

Date Received: October 14, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
EmpCenter-9.6.0.5-Minimal-Source
EmpCenter-9.6.0.5-Distribution
Key Programmers

Files Submitted:

EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
EmpCenter-9.6.0.5-Minimal-Source
EmpCenter-9.6.0.5-Distribution
Key Programmers

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.



Formidify - Penetration Testing

Your business may be already hacked without your knowledge!

Hackers, like most thieves, will go after the easiest target. According to Yahoo.com and many other sources, your business may already have been hacked and you may not know it. Unfortunately, hacking crimes are committed by devious persons throughout the world for a variety of reasons, including everything from malicious mischief to industrial espionage. The only way to protect your business is to make sure its computer systems are secure against hacking. The essential first step is to verify your systems' security through the services of a trusted team of experienced IT security professionals.

Security breaches cannot only cause a loss of valuable intellectual property, trade secrets, and confidentiality, but can also result in serious violations of privacy affecting social security numbers and other personally-identifiable information, and in some cases protected health information and payment card industry information. Security breaches expose your business to liability to others and enormous costs, not to mention reputational damage and potential regulatory violations. Make sure your system is secure.



The Solution: EscrowTech's Formidify Penetration Testing and IT Security Services.

EscrowTech's Formidify team has many years of experience in IT security. These security professionals are the right choice to perform Penetration Testing on your company's systems and provide follow-on consulting and remediation services. Deliverables include a report detailing system vulnerabilities. For more information, please give us a call at 801-805-3685 or visit us at www.escrowtech.com/penetration_testing.php.



Who to Trust?

EscrowTech has successfully served its clients since 1992. Over half of the Fortune 500 have relied on EscrowTech to provide "state of the art" software and technology escrow, data archive, open source due diligence, and intellectual property audit trail solutions that represent best practices. EscrowTech now offers penetration testing and other IT security services through its Formidify team of professionals.

It's only going to get worse...

A simple detection of incoming and outgoing Internet traffic is likely to reveal a barrage of attacks coming from Russia, China, India and even the United States. All it takes is one of those attacks to compromise the security of your company's systems and data. A thorough penetration test by EscrowTech's Formidify team will help identify security deficiencies and can lead to appropriate and effective remedial action. EscrowTech will custom tailor a Penetration Testing plan to fit your specific needs.

For a free consultation or if you have any questions, please give us a call at 801-805-3685 or visit us at www.escrowtech.com/penetration_testing.php.



3290 W. Mayflower Way
Lehi, UT 84043
Tel: 801-852-8202
Fax: 801-852-8203
www.escrowtech.com
Email: mail@escrowtech.com



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Sep, 10 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
Key Programmers

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Jeffrey Babb,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 16515

Date Received: September 10, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
Key Programmers

Files Submitted:

EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
Key Programmers

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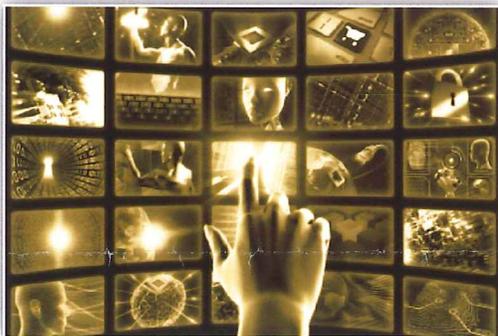
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Email: mail@escrowtech.com



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 16515

Date Received: September 10, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
Key Programmers

Files Submitted:

EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
Key Programmers

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Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Sep, 10 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter-9.6.0.4-Minimal-Source
EmpCenter-9.6.0.4-Distribution
Key Programmers

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Jeffrey Babb,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software, LLC
Deposit ID: 16309

Date Received: July 8, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter 9.6.0.100 Minimal Source
EmpCenter 9.6.0.100 Distribution
EmpCenter 9.6.0.2 Minimal Source
EmpCenter 9.6.0.2 Distribution
Key Developers list

Files Submitted:

9.6.0.100 Minimal Source
9.6.0.100 Distribution
9.6.0.2 Minimal Source
9.6.0.2 Distribution
Key Developers list

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To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB

Owner: WorkForce Software. LLC

Beneficiary: Washington State Department of Enterprise

Date Received: Jul, 08 2014

Product: Deposit from WorkForce Software

Media Label: EmpCenter 9.6.0.100 Minimal Source, EmpCenter 9.6.0.100 Distribution, EmpCenter 9.6.0.2 Minimal Source, EmpCenter 9.6.0.2 Distribution, Key Developers list

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A handwritten signature in black ink, appearing to read "Bryan Christiansen", with a long horizontal flourish extending to the right.

Bryan Christiansen,
EscrowTech International, Inc



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Aug, 22 2014
Product: Deposit from WorkForce Software
Media Label: See Deposit Inventory Form

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Bryan Christiansen,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software, LLC
Deposit ID: 16443

Date Received: August 22, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-9.7.0-Minimal-Source
EmpCenter-9.7.0-Distribution
EmpCenter-9.6.0.3-Minimal-Source
EmpCenter-9.6.0.3-Distribution
EmpCenter-9.5.0.6-Minimal-Source
EmpCenter-9.5.0.6-Distribution
EmpCenter-9.3.0.8-Minimal-Source
EmpCenter-9.3.0.8-Distribution
Key Programmers

Files Submitted:

EmpCenter-9.7.0-Minimal-Source
EmpCenter-9.7.0-Distribution
EmpCenter-9.6.0.3-Minimal-Source
EmpCenter-9.6.0.3-Distribution
EmpCenter-9.5.0.6-Minimal-Source
EmpCenter-9.5.0.6-Distribution
EmpCenter-9.3.0.8-Minimal-Source
EmpCenter-9.3.0.8-Distribution
Key Programmers

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Formidify - Penetration Testing

Your business may be already hacked without your knowledge!

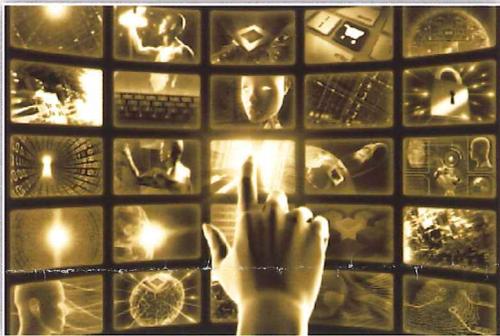
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Rebecca Riley
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Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Jul, 08 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter 9.6.0.100 Minimal Source, EmpCenter 9.6.0.100 Distribution, EmpCenter 9.6.0.2 Minimal Source, EmpCenter 9.6.0.2 Distribution, Key Developers list

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EscrowTech International, Inc



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Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 16309

Date Received: July 8, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter 9.6.0.100 Minimal Source
EmpCenter 9.6.0.100 Distribution
EmpCenter 9.6.0.2 Minimal Source
EmpCenter 9.6.0.2 Distribution
Key Developers list

Files Submitted:

9.6.0.100 Minimal Source
9.6.0.100 Distribution
9.6.0.2 Minimal Source
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Key Developers list

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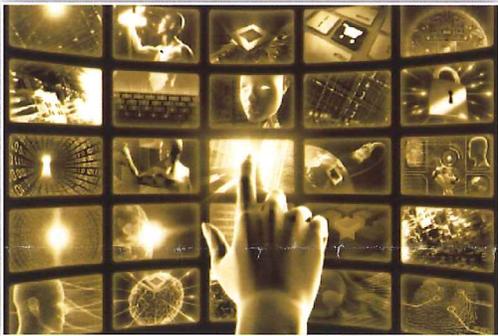
Hackers, like most thieves, will go after the easiest target. According to Yahoo.com and many other sources, your business may already have been hacked and you may not know it. Unfortunately, hacking crimes are committed by devious persons throughout the world for a variety of reasons, including everything from malicious mischief to industrial espionage. The only way to protect your business is to make sure its computer systems are secure against hacking. The essential first step is to verify your systems' security through the services of a trusted team of experienced IT security professionals.

Security breaches cannot only cause a loss of valuable intellectual property, trade secrets, and confidentiality, but can also result in serious violations of privacy affecting social security numbers and other personally-identifiable information, and in some cases protected health information and payment card industry information. Security breaches expose your business to liability to others and enormous costs, not to mention reputational damage and potential regulatory violations. Make sure your system is secure.



The Solution: EscrowTech's Formidify Penetration Testing and IT Security Services.

EscrowTech's Formidify team has many years of experience in IT security. These security professionals are the right choice to perform Penetration Testing on your company's systems and provide follow-on consulting and remediation services. Deliverables include a report detailing system vulnerabilities. For more information, please give us a call at 801-805-3685 or visit us at www.escrowtech.com/penetration_testing.php.



Who to Trust?

EscrowTech has successfully served its clients since 1992. Over half of the Fortune 500 have relied on EscrowTech to provide "state of the art" software and technology escrow, data archive, open source due diligence, and intellectual property audit trail solutions that represent best practices. EscrowTech now offers penetration testing and other IT security services through its Formidify team of professionals.

It's only going to get worse...

A simple detection of incoming and outgoing Internet traffic is likely to reveal a barrage of attacks coming from Russia, China, India and even the United States. All it takes is one of those attacks to compromise the security of your company's systems and data. A thorough penetration test by EscrowTech's Formidify team will help identify security deficiencies and can lead to appropriate and effective remedial action. EscrowTech will custom tailor a Penetration Testing plan to fit your specific needs.

For a free consultation or if you have any questions, please give us a call at 801-805-3685 or visit us at www.escrowtech.com/penetration_testing.php.



3290 W. Mayflower Way
Lehi, UT 84043
Tel: 801-852-8202
Fax: 801-852-8203
www.escrowtech.com
Email: mail@escrowtech.com



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Jun, 10 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter-9.6.0-Minimal-Source
EmpCenter-9.6.0-Distribution
EmpCenter-9.6.0.1-Minimal-Source
EmpCenter-9.6.0.1-Distribution
Key Programmers

This notice confirms that EscrowTech has received the above deposits from Owner. Each deposit was accompanied by a Deposit Inventory Form, a copy of which is attached to this Confirmation. It is Owner's responsibility to ensure that the Form accurately describes the deposit. No verification has been conducted by EscrowTech. It is the Beneficiary's responsibility to review the Deposit Inventory Form and to give notice to Owner if the deposit is incomplete or otherwise deficient or if the Form is not clear. It is the Owner's responsibility to make further deposits as necessary to make the deposit complete or to cure the deficiency. If the Beneficiary does not receive further confirmation from EscrowTech of such further deposit(s), it is the Beneficiary's responsibility to contact Owner to resolve the matter.

This Confirmation only applies to the deposit which accompanied the attached Deposit Inventory Form. If the Beneficiary does not receive additional Confirmations for Deposit Updates expected by Beneficiary, it is the Beneficiary's responsibility to contact Owner to resolve the matter.

If you have any questions, please feel free to contact EscrowTech.

Bryan Christiansen,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 16219

Date Received: June 10, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-9.6.0-Minimal-Source
EmpCenter-9.6.0-Distribution
EmpCenter-9.6.0.1-Minimal-Source
EmpCenter-9.6.0.1-Distribution
Key Programmers List

Files Submitted:

EmpCenter-9.6.0-Minimal-Source
EmpCenter-9.6.0-Distribution
EmpCenter-9.6.0.1-Minimal-Source
EmpCenter-9.6.0.1-Distribution
Key Programmers

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: May, 13 2014
Product: Deposit from WorkForce Software
Media Label: Key Programmers.docx, EmpCenter-9.5.0.5-Minimal-Source, EmpCenter-9.5.0.5 Distribution, EmpCenter-7.8.1.9-Minimal-Source, EmpCenter-7.8.1.9 Distribution

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If you have any questions, please feel free to contact EscrowTech.

Bryan Christiansen,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 16107

Date Received: May 13, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: Key Programmers
EmpCenter-9.5.0.5-Minimal-Source
EmpCenter-9.5.0.5 Distribution
EmpCenter-7.8.1.9-Minimal-Source
EmpCenter-7.8.1.9 Distribution

Files Submitted:

Key Programmers
EmpCenter-9.5.0.5-Minimal-Source
EmpCenter-9.5.0.5 Distribution
EmpCenter-7.8.1.9-Minimal-Source
EmpCenter-7.8.1.9 Distribution

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.

22336



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software, LLC
Beneficiary: Washington State Department of Enterprise
Date Received: May, 13 2014
Product: Deposit from WorkForce Software
Media Label: Key Programmers.docx, EmpCenter-9.5.0.5-Minimal-Source, EmpCenter-9.5.0.5 Distribution, EmpCenter-7.8.1.9-Minimal-Source, EmpCenter-7.8.1.9 Distribution

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If you have any questions, please feel free to contact EscrowTech.

Bryan Christiansen,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software, LLC
Deposit ID: 16107

Date Received: May 13, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: Key Programmers
EmpCenter-9.5.0.5-Minimal-Source
EmpCenter-9.5.0.5 Distribution
EmpCenter-7.8.1.9-Minimal-Source
EmpCenter-7.8.1.9 Distribution

Files Submitted:

Key Programmers
EmpCenter-9.5.0.5-Minimal-Source
EmpCenter-9.5.0.5 Distribution
EmpCenter-7.8.1.9-Minimal-Source
EmpCenter-7.8.1.9 Distribution

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.

12336



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software, LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Apr, 08 2014
Product: Deposit from WorkForce Software
Media Label: See Deposit Inventory Form (DIF) for complete list of files.

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If you have any questions, please feel free to contact EscrowTech.

Jeffrey Babb,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 15981

Date Received: April 8, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-9.6.0-Minimal-Source
EmpCenter-9.6.0-Distribution
EmpCenter-9.5.0.3-Minimal-Source
EmpCenter-9.5.0.3-Distribution
EmpCenter-9.4.0.9-Minimal-Source
EmpCenter-9.4.0.9-Distribution
EmpCenter-9.4.0.8-Minimal-Source
EmpCenter-9.4.0.8-Distribution
Key Programmers

EscrowTech International, Inc.

3290 West Mayflower Way - Lehi, UT 84043

Tel 801-852-8202 - Fax 801-852-8203 - www.escrowtech.com - mail@escrowtech.com

Files Submitted:

EmpCenter-9.6.0-Minimal-Source
EmpCenter-9.6.0-Distribution
EmpCenter-9.5.0.3-Minimal-Source
EmpCenter-9.5.0.3-Distribution
EmpCenter-9.4.0.9-Minimal-Source
EmpCenter-9.4.0.9-Distribution
EmpCenter-9.4.0.8-Minimal-Source
EmpCenter-9.4.0.8-Distribution
Key Programmers

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.

Hatton, Shannon (DES)

From: Riley, Becci (DES)
Sent: Thursday, April 10, 2014 11:33 AM
To: York, Michael (DES)
Cc: Tatman, Dawn (DES); Rix, Brenda (DES); Hatton, Shannon (DES)
Subject: FW: Confirmation of Receipt of Deposit
Attachments: 23635_SB_CRD_2014-04-08_Washington_State_Department_of_Enterprise_Product1_4493.pdf

New deposit for the TLA project.

Rebecca R. Riley
Agency Contracts, Consulting & Oversight Manager
1500 Jefferson Street,
Olympia, WA 98507-41409
phone number: 360-407-8149
fax: 360-407-9174
mail stop: 41409
e-mail: becci.riley@des.wa.gov

-----Original Message-----

From: EscrowTech Account Mgt [<mailto:mail@escrowtech.com>]
Sent: Thursday, April 10, 2014 11:30 AM
To: Riley, Becci (DES)
Subject: Confirmation of Receipt of Deposit

EscrowTech has received and processed a deposit for your account. Attached is your Confirmation Receipt of Deposit.

You may view your Confirmation Receipt of Deposit online at anytime by logging into EscrowTech's RealTime Escrow. RealTime Escrow is an online account management portal created for EscrowTech clients. You may manage one or all of your escrow accounts under one simple user login. To learn more, or to register your account, go to <https://www.escrowtech.com/RealTimeEscrow>.

If you have any questions, please contact EscrowTech at 801-852-8202.

K2336



Status Report

Issued on: Monday, March 24, 2014

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

EscrowTech greatly appreciates your business. In order to provide you with the best service possible we have issued the following Status Report. This report summarizes the current status of your account, including a Deposit History Log and list of other Related Parties to your account. Please notify EscrowTech immediately if you see any discrepancy with your Status Report. You may add additional parties to your account or submit deposits at any time. Contact EscrowTech at 801-852-8202 or mail@escrowtech.com for the appropriate forms.

Use EscrowTech's RealTime Escrow to manage and review your account online.
To register visit <https://www.escrowtech.com/RealTimeEscrow>.

General Information

Account Number: 23635 SB
Beneficiary: Washington State Department of Enterprise
Current Balance: \$0.00
Main Contact: Reabecca Riley
Email: becci.riley@des.wa.gov

Related Parties

The following companies are related parties to your account.

Active Owners

WorkForce Software. LLC

Deposit History

The following is your account's Deposit History Log. This log contains a record of every deposit we have received.

Product: Deposit from WorkForce Software

Date Received	Media Label
1) Feb 18, 2014	Key Programmers EmpCenter-9.5.0.1-Minimal-Source EmpCenter-9.5.0.1 EmpCenter-7.8.1.8-Minimal-Source EmpCenter-7.8.1.8
2) Mar 11, 2014	EmpCenter-9.4.0.8-Minimal-Source EmpCenter-9.4.0.8-Distribution EmpCenter-9.4.0.7-Minimal-Source EmpCenter-9.4.0.7-Distribution EmpCenter-9.5.0.2-Minimal-Source EmpCenter-9.5.0.2-Distribution Key Programmers

Hatton, Shannon (DES)

From: Riley, Becci (DES)
Sent: Monday, March 24, 2014 9:33 AM
To: Reese, Scott (DES); York, Michael (DES)
Cc: Rix, Brenda (DES); Tatman, Dawn (DES); Hatton, Shannon (DES)
Subject: FW: Escrow Update
Attachments: StatusReport_23635_SB.pdf

For your files.

We will keep this in the contract file as well.

Rebecca R. Riley

Agency Contracts, Consulting & Oversight Manager

1500 Jefferson Street,

Olympia, WA 98507-41409

phone number: 360-407-8149

fax: 360-407-9174

mail stop: 41409

e-mail: becci.riley@des.wa.gov

From: EscrowTech Account Mgt [<mailto:mail@escrowtech.com>]

Sent: Monday, March 24, 2014 7:24 AM

To: Riley, Becci (DES)

Subject: Escrow Update

Thank you again for choosing EscrowTech as your escrow provider. Attached is a Status Report for 23635 SB which details your Escrow Account. If you have any questions or concerns, please contact EscrowTech immediately. We greatly value your business and opinion. Feel free to send us any feedback you may have.

Best regards,

EscrowTech Account Management

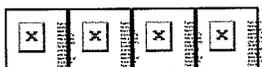
mail@escrowtech.com

801-852-8202

*Sign up for **ESCROWTRACKER** - receive automatic notices when deposits are not made. More [Here...](#)*

*Store your deposit materials on **1000 year rated M-DISC storage media**. More [Here...](#)*

*Need more information about a Deposit, request a **File Listing** - Email Mail@EscrowTech.com*





Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Mar, 11 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter-9.4.0.8-Minimal-Source
EmpCenter-9.4.0.8-Distribution
EmpCenter-9.4.0.7-Minimal-Source
EmpCenter-9.4.0.7-Distribution
EmpCenter-9.5.0.2-Minimal-Source
EmpCenter-9.5.0.2-Distribution
Key Programmers

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If you have any questions, please feel free to contact EscrowTech.

Jeffrey Babb,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 15921

Date Received: March 11, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-Version-9.4.0.8-Minimal-Source-Zip
EmpCenter-Version-9.4.0.8-Distribution-Zip
EmpCenter-Version-9.4.0.7-Minimal-Source-Zip
EmpCenter-Version-9.4.0.7-Distribution-Zip
EmpCenter-Version-9.5.0.2-Minimal-Source-Zip
EmpCenter-Version-9.5.0.2-Distribution-Zip
Key Programmers - Word File

Files Submitted:

EmpCenter-9.4.0.8-Minimal-Source
EmpCenter-9.4.0.8-Distribution
EmpCenter-9.4.0.7-Minimal-Source
EmpCenter-9.4.0.7-Distribution
EmpCenter-9.5.0.2-Minimal-Source
EmpCenter-9.5.0.2-Distribution
Key Programmers

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.

K2336



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB
Owner: WorkForce Software. LLC
Beneficiary: Washington State Department of Enterprise
Date Received: Mar, 11 2014
Product: Deposit from WorkForce Software
Media Label: EmpCenter-9.4.0.8-Minimal-Source
EmpCenter-9.4.0.8-Distribution
EmpCenter-9.4.0.7-Minimal-Source
EmpCenter-9.4.0.7-Distribution
EmpCenter-9.5.0.2-Minimal-Source
EmpCenter-9.5.0.2-Distribution
Key Programmers

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If you have any questions, please feel free to contact EscrowTech.

Jeffrey Babb,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 15921

Date Received: March 11, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: EmpCenter-Version-9.4.0.8-Minimal-Source-Zip
EmpCenter-Version-9.4.0.8-Distribution-Zip
EmpCenter-Version-9.4.0.7-Minimal-Source-Zip
EmpCenter-Version-9.4.0.7-Distribution-Zip
EmpCenter-Version-9.5.0.2-Minimal-Source-Zip
EmpCenter-Version-9.5.0.2-Distribution-Zip
Key Programmers - Word File

Files Submitted:

EmpCenter-9.4.0.8-Minimal-Source
EmpCenter-9.4.0.8-Distribution
EmpCenter-9.4.0.7-Minimal-Source
EmpCenter-9.4.0.7-Distribution
EmpCenter-9.5.0.2-Minimal-Source
EmpCenter-9.5.0.2-Distribution
Key Programmers

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.

Hatton, Shannon (DES)

K2336

From: Riley, Becci (DES)
Sent: Tuesday, March 18, 2014 9:13 AM
To: Rix, Brenda (DES)
Cc: Buechel, Melanie (DES); Hatton, Shannon (DES)
Subject: FW: Confirmation of Receipt of Deposit
Attachments: 23635_SB_CRD_2014-03-11_Washington_State_Department_of_Enterprise_Product1_4447.pdf

Hi Brenda,

I understand that the TLA file was passed to you. Could you please be sure that this document and the e-mail are added to the file both in hard copy, in the g-drive and ECMS? Shannon can probably help you out.

Thanks!
Becci

Rebecca R. Riley
Agency Contracts, Consulting & Oversight Manager
1500 Jefferson Street,
Olympia, WA 98507-41409
phone number: 360-407-8149
fax: 360-407-9174
mail stop: 41409
e-mail: becci.riley@des.wa.gov

-----Original Message-----

From: EscrowTech Account Mgt [<mailto:mail@escrowtech.com>]
Sent: Monday, March 17, 2014 4:31 PM
To: Riley, Becci (DES)
Subject: Confirmation of Receipt of Deposit

EscrowTech has received and processed a deposit for your account. Attached is your Confirmation Receipt of Deposit.

You may view your Confirmation Receipt of Deposit online at anytime by logging into EscrowTech's RealTime Escrow. RealTime Escrow is an online account management portal created for EscrowTech clients. You may manage one or all of your escrow accounts under one simple user login. To learn more, or to register your account, go to <https://www.escrowtech.com/RealTimeEscrow>.

If you have any questions, please contact EscrowTech at 801-852-8202.

K2336



Confirmation of Receipt of Deposit

To: Washington State Department of Enterprise
Rebecca Riley
1500 Jefferson Street SE
Olympia, WA 98504-1408

Email: becci.riley@des.wa.gov

Account No: 23635 SB

Owner: WorkForce Software. LLC

Beneficiary: Washington State Department of Enterprise

Date Received: Feb, 18 2014

Product: Deposit from WorkForce Software

Media Label: Key Programmers
EmpCenter-9.5.0.1-Minimal-Source
EmpCenter-9.5.0.1
EmpCenter-7.8.1.8-Minimal-Source
EmpCenter-7.8.1.8

This notice confirms that EscrowTech has received the above deposits from Owner. Each deposit was accompanied by a Deposit Inventory Form, a copy of which is attached to this Confirmation. It is Owner's responsibility to ensure that the Form accurately describes the deposit. No verification has been conducted by EscrowTech. It is the Beneficiary's responsibility to review the Deposit Inventory Form and to give notice to Owner if the deposit is incomplete or otherwise deficient or if the Form is not clear. It is the Owner's responsibility to make further deposits as necessary to make the deposit complete or to cure the deficiency. If the Beneficiary does not receive further confirmation from EscrowTech of such further deposit(s), it is the Beneficiary's responsibility to contact Owner to resolve the matter.

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If you have any questions, please feel free to contact EscrowTech.

Jeffrey Babb,
EscrowTech International, Inc



Electronic Deposit Inventory Form

Escrow No. 23635 SB

Account: 23635 SB
Owner: WorkForce Software. LLC
Deposit ID: 15879

Date Received: February 18, 2014
Deposited by: Joseph Bilderbeck (Username: jbilderbeck@workforcesoftware.com)

Additional Info: Key Programmers-Word Document
EmpCenter-Version-9.5.0.1-Minimal-Source-Zip
EmpCenter-Version-9.5.0.1-Distribution-Zip
EmpCenter-Version-7.8.1.8-Minimal-Source-Zip
EmpCenter-Version-7.8.1.8-Zip

Files Submitted:

Key Programmers
EmpCenter-9.5.0.1-Minimal-Source
EmpCenter-9.5.0.1
EmpCenter-7.8.1.8-Minimal-Source
EmpCenter-7.8.1.8

The Owner has certified that the above items are deposited with EscrowTech to be held in accordance with the Agreement with EscrowTech.



Formidify - Penetration Testing

Your business may be already hacked without your knowledge!

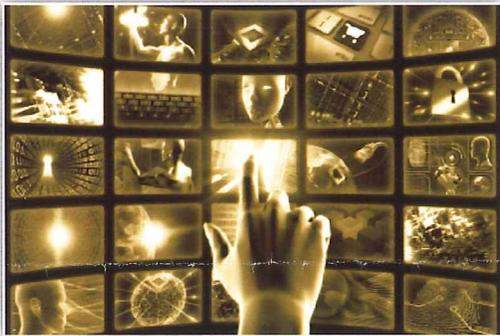
Hackers, like most thieves, will go after the easiest target. According to Yahoo.com and many other sources, your business may already have been hacked and you may not know it. Unfortunately, hacking crimes are committed by devious persons throughout the world for a variety of reasons, including everything from malicious mischief to industrial espionage. The only way to protect your business is to make sure its computer systems are secure against hacking. The essential first step is to verify your systems' security through the services of a trusted team of experienced IT security professionals.

Security breaches cannot only cause a loss of valuable intellectual property, trade secrets, and confidentiality, but can also result in serious violations of privacy affecting social security numbers and other personally-identifiable information, and in some cases protected health information and payment card industry information. Security breaches expose your business to liability to others and enormous costs, not to mention reputational damage and potential regulatory violations. Make sure your system is secure.



The Solution: EscrowTech's Formidify Penetration Testing and IT Security Services.

EscrowTech's Formidify team has many years of experience in IT security. These security professionals are the right choice to perform Penetration Testing on your company's systems and provide follow-on consulting and remediation services. Deliverables include a report detailing system vulnerabilities. For more information, please give us a call at 801-805-3685 or visit us at www.escrowtech.com/penetration_testing.php.



Who to Trust?

EscrowTech has successfully served its clients since 1992. Over half of the Fortune 500 have relied on EscrowTech to provide "state of the art" software and technology escrow, data archive, open source due diligence, and intellectual property audit trail solutions that represent best practices. EscrowTech now offers penetration testing and other IT security services through its Formidify team of professionals.

It's only going to get worse...

A simple detection of incoming and outgoing Internet traffic is likely to reveal a barrage of attacks coming from Russia, China, India and even the United States. All it takes is one of those attacks to compromise the security of your company's systems and data. A thorough penetration test by EscrowTech's Formidify team will help identify security deficiencies and can lead to appropriate and effective remedial action. EscrowTech will custom tailor a Penetration Testing plan to fit your specific needs.

For a free consultation or if you have any questions, please give us a call at 801-805-3685 or visit us at www.escrowtech.com/penetration_testing.php.



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Washington State Department of
Enterprise Services

Agency Contracts, Consulting and Oversight (ACCO)

ACCO Use Only
Request # _____
Date Rec'd _____

Request for Procurement/Contract Activity

When requesting a competitive acquisition, a new contract, or an amendment of a current contract, this form must be completed and submitted to ACCO by emailing to requestprocurement@des.wa.gov

*Program Contact Name: Michael York	3/24/14
*Program Name: ETS	Project Title: WorkForce Software - requirements
*Division: Contracts & Legal	*Phone: 360-407-9464
*Email:	* <input type="checkbox"/> Request for Consultation *x <input checked="" type="checkbox"/> Request for Procurement

Priority

Requested priority: (Your request will be prioritized within the current workload – we may contact you to discuss your need) <input checked="" type="checkbox"/> High <input type="checkbox"/> Medium <input type="checkbox"/> Low	<u>Time Factors</u> Funding Constraint Date Existing contract/agreement expiration (if known)
If high priority, please explain why the request is a high priority	Legislative Requirement? Other

Description of Work/Statement of Work (what do you want to buy?)

* Briefly describe the goal of the procurement/contract, including the name of the project to which it relates:
(Example: The goal of this procurement is to obtain a project manager to assist with the P-20 Longitudinal Data Warehouse project within the OFM/ERDC):

Issues with requirements and other confidential items.

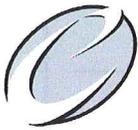
Statement of work or requirements list.
 Yes (Please attach) No

Estimated Value of Transaction

Contract or estimated acquisition amount (if known)
Funding Amount: \$

IT Procurements

Solution Center #
OCIO Input/Approval required? Yes (attach documentation/approvals) No



Washington State Department of Enterprise Services

Agency Contracts, Consulting and Oversight (ACCO)

Any OCIO pre or post requirements? Yes (attach documentation) No

Procurement Method (if known)

<input type="checkbox"/> DES Master Contract # <input type="checkbox"/> Request for Proposals <input type="checkbox"/> Request for Qualifications and Quotes <input type="checkbox"/> Request for Qualifications <input type="checkbox"/> Informal Competition <input type="checkbox"/> Sole Source <input type="checkbox"/> Other Describe	<input type="checkbox"/> 2 nd Tier Contract Procurement 2 nd Tier Master Contract Number or category (if known):
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Contract Type (if known)

Contract type (check all that apply):

- Service
- Interagency Agreement/Intergovernmental Agreement
- Grant Agreement
- Master Contract
- Equipment (non-IT)
- Equipment (IT)
- IT Service
- License Agreement
- Other (Data Share, MOU, Campus Events Agreements, etc.): Describe:

Contract Amendment

Contractor Name: **WorkForce Software LLC**
 Original Contract #: **K2336**
 Additional funding amount for this amendment: \$

What needs to change about the contract?

Reason for contract amendment:

- Modify Statement of Work (SOW) – (attach updated statement of work or modifications needed)
- Modify Period of Performance: _____ months / years (circle one) or new proposed end date
- Modify Terms and Conditions
- Renewal
- Administrative

Program/Contract Manager Approval

*Program Manager Name:

*Program/Contract Manager Signature: _____ Date: _____

Program Index Code:

Comments:



Washington State Department of
Enterprise Services

Agency Contracts, Consulting and Oversight (ACCO)

Assistant Director Approval	
*Assistant Director Signature: _____	Date: _____
Comments:	

Email completed form to requestprocurement@des.wa.gov