

**{XYZ COMPANY LOGO}**

**MANAGED IT SERVICES PROPOSAL  
for XYZ Company**

## Exhibit A

### Workstation Managed IT Services

The {ITSO} Workstation Managed IT Services program provides affordable proactive IT management and support to growing businesses. Utilizing our unique framework for providing managed IT services, {ITSO} provides a range of proactive services to keep your computer systems up and running and your people and business productive.

#### Features

- Site Assessment and Inventory
- Proactive Service
- Management and Status Reporting
- Best Practice Driven
- Automated and Reliable

#### Benefits

- Reliability
- Security
- Consistency
- Productivity
- Cost Management and Control
- Performance
- Managed Expansion and Growth

Our goal is to serve as your technology partner with a focus on providing solutions. We use a consultative approach to evaluate your business and technology needs and then advise on the best solutions for your current and future needs. {ITSO} can save your organization time and money through better use of appropriate technologies.

#### System Administration Based on Your Business Needs

Your annual Workstation Managed IT Service contract can be bundled with discretionary on-site system administration hours that you can use whenever you need our engineers to perform tasks on-site. You may also purchase additional on-site hours, at a special price, for such tasks as break/fix occurrences, initial system deployment, and major OS upgrades. During the initial implementation, our engineers will discuss all steps of the implementation with you prior to beginning. They will then install the software necessary for remote administration, performing any reconfiguration required to bring all administered systems to a known state for easier monitoring and management. Configuration changes are documented and provided to you.

#### Service and Deliverables to Keep Your System Running Right

The Workstation Managed IT Services program provides the critical tasks to keep your system up and running.

Tasks conducted by our Managed Services engineers to enable workstation managed IT services include:

- Site Assessment
  - Review system infrastructure and network security policies
- Network Consistency
  - Bring infrastructure and systems to a known state, install applications, patches, or updates required
- Site Database
  - Inventory database containing your system hardware and software
- Review Managed Service Activities
  - Service and support procedures, discretionary on-site time, and the parameters of the service

On-going Managed Services include:

- User Account Management
- Security Patch Management
- User Policy Enforcement
- File System Management
- Software License Reporting
- Client Network Configuration Management
- 24x7 Workstation Monitoring
- Disk Space, Partition and Usage Management
- Software Deployment
- Anti Virus Management and Removal
- Spy Ware Management and Removal
- End User Remote Control
- Management Reporting
- System Inventory Reporting
- Printer Management

## On-Site System Administration Service

Most tasks Comprehensive System Administration Services

### Features

- On-site break/fix maintenance of Windows OS-based workstations and attached peripherals
- Knowledge transfer to in-house administrators and end users
- Optional on-site hardware maintenance

### Benefits

- Increase efficiency: respond faster to problems and meet required service levels
- Increase effectiveness: only used when needed
- Realize value: reduce your cost of ownership

### Comprehensive Services

Your on-site engineer can perform any of these tasks:

- Setup and deployment of new systems
- Assist with the allocation of system resources
- Assist in hardware failure determination and resolution
- Assist in hardware maintenance as required; diagnosis and repair of defective hardware by replacing parts; and installation of hardware upgrades and new systems

## Third-Party Software Support Coordination

As an added service, {ITSO} will provide support coordination for the {Applications}.

### Features

- One number to call for issues with {Applications and Vendors} systems
- Provide a technical liaison to {Vendors}
- Track issues through resolution
- Provide matrix and analysis of issues

### Benefits

- One point of contact - easy to remember and hand off for all aspects of the issue
- Consistent communication – helps to expedite a resolution
- Increased efficiency – users do not have to wait on-line with {Vendor} representatives to resolve issues

{ITSO} will provide software support coordination for {Applications} related issues. Your account manager will field requests or trouble calls, log the request with {Vendors} and track the issue through resolution.

## Exhibit B

### Fee Schedule for Workstation Managed Services<sup>1</sup>

{ITSO} will provide Client with the Workstation Managed Services as defined in Exhibit A.

{ITSO} will provide Client with X hours of On-Site System Administration Services per month, as defined in Exhibit A. Should Client receive On-Site services that exceed the monthly time allotment, {ITSO} will provide an accounting at the end of each month with an invoice for the outstanding balance, if any, calculated at the discounted rate of \$X per hour.

As part of this Agreement {ITSO} will provide a dedicated technical account manager whose responsibility will be to work with Client management to determine an appropriate technology strategy<sup>2</sup> for Client and to meet with Client management on service level acceptability, current issues and to plan proactive work on an agreed upon periodic basis. {ITSO} will keep an accounting of service and provide Client with a periodic report.

Upgrading or replacing hardware or software normally requires on-site service. Fees do not include the cost of new or replacement hardware, software, cabling or other equipment that may be required to perform services under this agreement. Client will be quoted a price for new or replacement equipment prior to installation, and will sign a work order therefore and be billed separately.

#### Additional Services:

{ITSO} shall, in addition to the standard services identified above, provide Third Party Software Support Coordination as defined in Exhibit A.

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for a monthly fee of \$ X <sup>1</sup>.

Annual Commitment:	\$ X
Billing Cycle: Monthly	\$ X
Subtotal of charges payable upon signing:	\$ X
One time Installation Fee: (Includes.....)	\$ X

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TOTAL DUE UPON SIGNING: \$ X

#### Terms

*Beginning on the Effective Date of this agreement, Client will be billed according to the above-stated payment schedule, in advance for applicable fees. Monthly service overage charges and hardware/software costs, if any, shall be billed monthly. Any amount due to {ITSO} under this Agreement shall be payable in full upon receipt of an invoice therefore, without withholding, deduction or offset of any amounts for any purpose. Any amount not paid within X (X) days of the date of each invoice shall be subject to an interest charge equal to the lesser of X% monthly or the maximum interest charge permissible under applicable law, payable on demand. Any charges not disputed by Client in good faith within X (X) days of the receipt of an invoice therefore will be deemed approved and accepted by Client.*

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<sup>1</sup> This fee is based on an inventory of {X Equipment at X Locations}.

<sup>2</sup> The core strategic items are capital expenditure planning, staffing, and technology expense items. That technology means computers, networks, phones, ISP, Line Carrier, and any infrastructure related items.