IBM Kenexa Assessments

1. Cloud Service

IBM Kenexa Skills Assessments is a library of more than 1,200 different tests designed to help employers and recruiters determine candidates' proficiency in skills, knowledge, ability, behavior, and/or fit. IBM Kenexa Assessments are fully-automated with 24x7 online access, automated scoring and automated reporting. Client's designated users will have access to detailed assessment results.

Client agrees that assessment scores will be only one of multiple factors considered in making Client's employment decisions.

1.1 Offerings

The Client may select from the following available offerings.

1.1.1 IBM Kenexa Skills Assessment on Cloud

a. IBM Kenexa Skills Assessments on Cloud Pre-Paid

Automated skills assessments that include administration and generated report(s). Purchased prior to use in a block of predetermined number for use within the three-year subscription period specified in the Transaction Document. Client will be charged for any additional tests administered at the rate specified in the Transaction Document.

b. IBM Kenexa Skills Assessments on Cloud Enterprise

Automated skills assessments that include administration and generated report(s). Allows for use within Client's Enterprise during the subscription period specified in the Transaction Document. Client is entitled to a defined number of assessments as set forth in the Transaction Document. Client will be charged for any additional tests administered at the rate specified in the Transaction Document.

c. IBM Kenexa Skills Assessments on Cloud Staffing Industry

Automated skills assessments that include administration and generated report(s). Billing is site-based (only locations signed up are charged) and allows for an unlimited number of assessments per location provided it is used by individuals in the staffing industry to place candidates in third party job positions. An organization is in the Staffing Industry if its primary offering is temporary or temporary-to-permanent placement of personnel with a third-party organization, as well as government funded entities that assist individuals in re-entering the workforce. These government funded entities include workforce development offices, one-stops, and goodwill offices.

1.1.2 IBM Kenexa Behavioral Assessments for Hourly Roles

a. IBM Kenexa Assessments to include Skills, Behavioral Hourly, and Behavioral Professional on Cloud

Automated assessments including administration and generated reports.

b. IBM Kenexa Behavioral Assessments for Hourly Roles on Cloud

Automated behavioral assessments appropriate for hourly, front line, or entry level positions. Includes administration and generated reports.

c. IBM Kenexa Behavioral Assessments for Hourly Roles on Cloud Staffing Industry

Automated behavioral assessments appropriate for hourly, front line, or entry level positions. Includes administration and generated report. Billing is site-based (only locations signed up are charged) and allows for an unlimited number of assessments per location provided it is used by individuals in the Staffing Industry to place candidates in third party job positions.

d. IBM Kenexa Assessments Unlimited Use for Organizations with Up to Two Million Employees

e. IBM Kenexa Assessments Unlimited Use for Organizations with Up to Two-Hundred Thousand Employees

f. IBM Commercial Cyber Aptitude Test

   Automated selector assessment. Includes administration and generated reports.

g. IBM Defense Cyber Aptitude Test for Government in the UK, US, Canada, Australia, and New Zealand

   Automated selector assessment. Includes administration and generated reports.

h. IBM Defense Cyber Aptitude Test Core for Government

   Automated selector assessment. Includes administration and generated reports.

1.1.3 IBM Kenexa Behavioral Assessments for Professional and Managerial Roles

a. IBM Kenexa Behavioral Assessments for Professional and Managerial Roles on Cloud

   Automated behavioral assessments appropriate for professional level roles, including independent contributors as well as lower to upper level management. Includes administration and generated reports.

b. IBM Kenexa Behavioral Assessments for Professional and Managerial Roles on Cloud Staffing Industry

   Automated behavioral assessments appropriate for professional level roles, including independent contributors as well as lower to upper level management. Includes administration and generated report(s). Billing is site-based (only locations signed up are charged) and allows for an unlimited number of assessments per location provided it is used by individuals in the Staffing Industry to place candidates in third party job positions.

1.1.4 IBM Kenexa Behavioral Assessments for Executive Roles on Cloud

Automated behavioral assessments appropriate for professional level roles, generally mid-level management through C-suite. Includes administration, as well as generated report(s). Billed on a per use basis.

1.2 Optional Services

1.2.1 IBM Kenexa Behavioral Assessments for Hourly Roles on Cloud Custom Cultural Match

Custom cultural match behavioral assessment appropriate for hourly, front line, or entry-level positions. Custom assessments are designed for use in the country(s) which are included in the research process below only and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. Assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each phase of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project.

The project will be performed in multiple phases. IBM and Client responsibilities are listed for each phase as applicable.

a. Phase I – Project Planning

   IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones; allocate project resources as applicable throughout the term of the Transaction Document.

   Client will allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Implementation and Testing

   IBM will review Client organizational values documentation provided; conduct up to 15 stakeholder interviews via telephone with Client executives, each lasting approximately 30 minutes; develop an experimental culture assessment based on information from the documentation review and from stakeholder interviews; administer the culture assessment to up to 100 Client employees; analyze the data and determine the final weighting of the items to be included in the assessment and determine the threshold scores for the assessment; provide an analysis report to Client and recommendations for use of the assessment; test the assessments in the staging environment; provide an administration website to Client to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by assessment administrators; custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's organizational values documentation; complete the interviews and experimental assessments; provide Client's corporate branding guidelines for the administration website; conduct user acceptance testing in the staging environment.

c. Phase III – Service Rollout

IBM will make the assessments available in the production environment for use by Client (the Go-Live Date) and make the second level interviews available for Client use.

1.2.2 IBM Kenexa Behavioral Assessments for Hourly Roles on Cloud Custom Job Fit

Custom job fit assessment appropriate for hourly, front line, or entry-level positions. Custom assessments are designed for use in the country(s) which are included in the research process below only, and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. The assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each stage of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project. The project will be performed in multiple phases. IBM and Client responsibilities are listed for each phase as applicable.

a. Phase I – Project Planning

IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones; allocate project resources as applicable throughout the term of the Transaction Document.

Client will: allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Research

IBM will conduct up to 15 stakeholder interviews via telephone with Client executives, each lasting approximately 30 minutes; provide a job fit questionnaire to be completed by the stakeholders and 25 Subject Matter Experts (SMEs) who have a good understanding of the position/roles; analyze the responses from the job fit questionnaire and design a final version of the assessment; upload the assessment to the administration system; and present a report summarizing the research process.

Client will provide a list of Client executives and SMEs; complete the interviews and the job fit questionnaire.

c. Phase III – Design

IBM will, after review and discussion with Client, design a final version of the assessments and develop and provide an interview document based on the assessment content which can be used as a second level interview with incumbent position/role candidates after a candidate has completed the on-line assessments.

d. Phase IV – Implementation and Testing

IBM will test the assessments in the staging environment; provide an administration website to Client, to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by assessment administrators; and custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's corporate branding guidelines for the administration website and conduct user acceptance testing in the staging environment.

e. Phase V – Service Rollout

IBM will make the assessments available on-line in the production environment for Client use (the Go-Live Date) and make the second level interviews available for Client use.

1.2.3 IBM Kenexa Behavioral Assessments for Hourly Roles on Cloud Transportability Study

Transportability study of an assessment appropriate for hourly, front line, or entry-level positions. Assessments are designed for use in the country(s) which are included in the research process below only and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. Assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each stage of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project. The project will be performed in multiple phases. IBM and Client responsibilities are listed for each Phase as applicable.

a. Phase I – Project Planning

IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones and allocate project resources as applicable throughout the term of the Transaction Document.

Client will allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Research

IBM will provide a job analysis questionnaire to be completed by 25 SMEs who have a good understanding of the position/roles; analyze the responses from the job analysis questionnaire to determine if the Client position/roles are similar enough to the positions/roles originally reviewed to validate the assessment. This analysis is used to determine if the validity will transfer to Client's jobs; present a report summarizing the research process and the recommendations for use of the assessment.

Client will provide a list of Client SMEs and complete the job analysis questionnaire.

c. Phase III – Design

IBM will, after review and discussion with Client, design a final version of the assessments and develop and provide an interview document based on the assessment content which can be used as a second level interview with incumbent position/role candidates after a candidate has completed the on-line assessments.

d. Phase IV – Implementation and Testing

IBM will test the assessments in the staging environment; provide an administration website to Client, to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by assessment administrators; and custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's corporate branding guidelines for the administration website and conduct user acceptance testing in the staging environment.

e. Phase V – Service Rollout

IBM will make the assessments available on-line in the production environment for use by Client (the Go-Live Date) and make the second level interviews available for Client use.

1.2.4 IBM Kenexa Behavioral Assessments for Hourly Roles on Cloud Custom Selector

Custom selector assessment appropriate for hourly, front line, or entry-level positions.

Custom assessments are designed for use in the country(s) which are included in the research process below only and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. The assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each stage of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project. The project will be performed in multiple phases. IBM and Client responsibilities are listed for each Phase as applicable.

a. Phase I – Project Planning:

IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones; allocate project resources as applicable throughout the term of the Transaction Document.

Client will allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Initial Qualitative and Quantitative Research

IBM will conduct up to fifteen (15) stakeholder interviews with key Client contacts who have project accountability, as identified by Client. Each interview will last approximately 30 to 40 minutes and will be conducted via the telephone; provide a job analysis questionnaire to be completed by Client stakeholders and up to 25 incumbent employees, to identify important knowledge, skills and abilities for success in each of the position roles; conduct up to three focus groups, each with 8 to 10 existing exemplars, who are incumbent employees identified by Client as top performing employees in the job; and prepare a report which outlines the job analysis research.

Client will participate in the stakeholder interviews and focus groups and complete the job analysis questionnaire provided to identify required knowledge, skills and abilities for success in each of the position roles.

c. Phase III – Additional Quantitative Research

IBM will design the assessments based on the results of Phase II outlined above; develop the web-page user interface and assessment algorithms, host the assessments on IBM servers, and provide on-line access to Client; provide Client with a performance rating form to be completed for each incumbent who responds to the on-line assessments if Client actual past performance data for a position is not available; and provide and present a report to Client outlining the research findings and recommendations for assessment design and content.

Client will identify existing incumbent employees (up to a maximum of 300) per position who will complete the on-line assessments; provide IBM with demographic data and actual past performance data which is an objective measure of incumbent employee position/role performance in a data format defined by IBM (e.g., Excel spreadsheet, or csv file) for each of the incumbent employee position/roles who completed the on-line assessments; and complete a performance rating form for each incumbent who responds to the on-line assessments if Client actual past performance data for a position is not available.

d. Phase IV – Design

IBM will, after review and discussion with Client, design a final version of the assessments and develop and provide an interview document based on the assessment content which can be used as a second level interview with incumbent position/role candidates after a candidate has completed the on-line assessments.

e. Phase V – Implementation and Testing

IBM will test the assessments in staging environment; provide an administration website to Client, to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by assessment administrators; and custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's corporate branding guidelines for the administration website and conduct user acceptance testing in the staging environment.

f. Phase VI – Service Rollout

IBM will make the assessments available on-line in production environment for use by Client (the Go-Live Date) and make the second level interviews available for Client use.

1.2.5 IBM Kenexa Behavioral Assessments for Professional and Managerial Roles on Cloud Custom Selector

Custom selector assessment appropriate for professional level roles, including independent contributors as well as lower to upper level management. Custom assessments are designed for use in the countries which are included in the research process below only and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. The assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each stage of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project. The project will be performed in multiple phases. IBM and Client responsibilities are listed for each Phase as applicable.

a. Phase I – Project Planning:

IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones and allocate project resources as applicable throughout the term of the Transaction Document.

Client will allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Initial Qualitative and Quantitative Research

IBM will conduct up to fifteen (15) stakeholder interviews with key Client contacts who have project accountability, as identified by Client. Each interview will last approximately 30 to 40 minutes and will be conducted via the telephone; provide a job analysis questionnaire to be completed by Client stakeholders and up to 25 incumbent employees, to identify important knowledge, skills and abilities for success in each of the position roles; conduct up to three focus groups, each with 8 to 10 existing exemplars, who are incumbent employees identified by Client as top performing employees in the job; and prepare a report which outlines the job analysis research.

Client will participate in the stakeholder interviews and focus groups and complete the job analysis questionnaire provided to identify required knowledge, skills and abilities for success in each of the position roles.

c. Phase III – Additional Quantitative Research

IBM will design the assessments based on the results of Phase II outlined above; develop the web-page user interface and assessment algorithms, host the assessments on IBM servers, and provide on-line access to Client; provide Client with a performance rating form to be completed for each incumbent who responds to the on-line assessments if Client actual past performance data for a position is not available; and provide and present a report to Client outlining the research findings and recommendations for assessment design and content.

Client will identify existing incumbent employees (up to a maximum of 300) per position who will complete the on-line assessments; provide IBM with demographic data and actual past performance data which is an objective measure of incumbent employee position/role performance in a data format defined by IBM (e.g., Excel spreadsheet, or csv file) for each of the incumbent employee position/roles who completed the on-line assessments; and complete a performance rating form for each incumbent who responds to the on-line assessments if Client actual past performance data for a position is not available.

d. Phase IV – Design

IBM will, after review and discussion with Client, design a final version of the assessments and develop and provide an interview document based on the assessment content which can be used as a second level interview with incumbent position/role candidates after a candidate has completed the on-line assessments.

e. Phase V – Implementation and Testing

IBM will test the assessments in staging environment; provide an administration website to Client, to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by Assessment administrators; and custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's corporate branding guidelines for the administration website and conduct user acceptance testing in the staging environment.

f. Phase VI – Service Rollout

IBM will make the assessments available on-line in production environment for use by Client (the Go-Live Date) and make the second level interviews available for use by Client.

1.2.6 IBM Kenexa Behavioral Assessments for Executive Roles on Cloud Transportability Study

Transportability study of an assessment appropriate for professional level roles, including independent contributors as well as lower to upper level management. The assessments are designed for use in the countries which are included in the research process below only and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. The assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each stage of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project. The project will be performed in multiple phases. IBM and Client responsibilities are listed for each Phase as applicable.

a. Phase I – Project Planning

IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones and allocate project resources as applicable throughout the term of the Transaction Document.

Client will allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Research

IBM will provide a job analysis questionnaire to be completed by 25 SMEs who have a good understanding of the position/roles; analyze the responses from the job analysis questionnaire to determine if the Client position/roles are similar enough to the positions/roles originally reviewed to validate the assessment (this analysis is used to determine if the validity will transfer to Client's jobs); and present a report summarizing the research process and the recommendations for use of the assessment.

Client will provide a list of Client SMEs and complete the job analysis questionnaire.

c. Phase III – Design

IBM will, after review and discussion with Client, design a final version of the assessments and develop and provide an interview document based on the assessment content which can be used as a second level interview with incumbent position/role candidates after a candidate has completed the on-line assessments.

d. Phase IV – Implementation and Testing

IBM will test the assessments in the staging environment; provide an administration website to Client, to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by Assessment administrators; and custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's corporate branding guidelines for the administration website and conduct user acceptance testing in the staging environment.

e. Phase V – Service Rollout

IBM will make the assessments available on-line in the production environment for use by Client (the Go-Live Date) and make the second level interviews available for use by Client.

1.2.7 IBM Kenexa Behavioral Assessments for Professional and Managerial Roles on Cloud Transportability Study

Transportability study of an assessment appropriate for professional level roles, including independent contributors as well as lower to upper level management. The assessments are designed for use in the countries which are included in the research process below only and will be administered by Client via a web page user interface. Client agrees to administer the assessments to all qualified applicants for these positions (internal and external) and agrees to follow IBM's recommended threshold scores. The assessments may be used only for the applicable Client job titles/positions which are included in the research process below. The milestone items of each stage of the project must be approved by Client, via the project plan, prior to IBM moving on to the next stage of the project. The project will be performed in multiple phases. IBM and Client responsibilities are listed for each Phase as applicable.

a. Phase I – Project Planning

IBM will establish and schedule a weekly conference call for the project teams to discuss current tasks and issues as well as upcoming tasks and milestones; allocate project resources as applicable throughout the term of the Transaction Document.

Client will allocate project resources as applicable throughout the term of the Transaction Document.

b. Phase II – Research

IBM will provide a job analysis questionnaire to be completed by 25 SMEs who have a good understanding of the position/roles; analyze the responses from the job analysis questionnaire to determine if the Client position/roles are similar enough to the positions/roles originally reviewed to validate the assessment. This analysis is used to determine if the validity will transfer to Client's jobs; present a report summarizing the research process and the recommendations for use of the assessment.

Client will provide a list of Client SMEs and complete the job analysis questionnaire.

c. Phase III – Design

IBM will, after review and discussion with Client, design a final version of the assessments, develop and provide an interview document based on the assessment content which can be used as a second level interview with incumbent position/role candidates after a candidate has completed the on-line assessments.

d. Phase IV – Implementation and Testing

IBM will test the assessments in the staging environment, provide an administration website to Client to be used as a user interface for administering the assessments to candidates, and in which candidate graphical profiles, manager's reports, and trait definitions can be accessed by assessment administrators, and custom brand the administration website to Client's corporate branding guidelines.

Client will provide Client's corporate branding guidelines for the administration website and conduct user acceptance testing in the staging environment.

e. Phase V – Service Rollout

IBM will make the assessments available on-line in the production environment for use by Client (the Go-Live Date) and make the second level interviews available for Client use.

2. Data Processing and Protection Data Sheets

IBM's Data Processing Addendum at http://ibm.com/dpa (DPA) and the Data Processing and Protection Data Sheet(s) (referred to as data sheet(s) or DPA Exhibit(s)) in the links below provide additional data protection information for the Cloud Services and its options regarding the types of Content that may be processed, the processing activities involved, the data protection features, and specifics on retention and return of Content. The DPA applies if and to the extent the European General Data Protection Regulation (EU/2016/679) (GDPR) applies to personal data contained in Content.

Link(s) to the applicable Data Sheet(s):

https://www.ibm.com/software/reports/compatibility/clarity-reports/report/html/softwareReqsForProduct?deliverableId=1413343140375

3. Service Levels and Technical Support

3.1 Service Level Agreement

IBM provides the Client with the following availability service level agreement (SLA). IBM will apply the highest applicable compensation based on the cumulative availability of the Cloud Service as shown in the table below. The availability percentage is calculated as the total number of minutes in a contracted month, minus the total number of minutes of Service Down in the contracted month, divided by the total number of minutes in the contracted month. The Service Down definition, the claim process and how to contact IBM regarding service availability issues are in IBM's Cloud Service support handbook at https://www.ibm.com/software/support/saas_support_overview.html.

Availability	Credit (% of monthly subscription fee*)
Less than 99.9%	2%
Less than 99.0%	5%
Less than 95.0%	10%

* The subscription fee is the contracted price for the month which is subject to the claim.

3.2 Technical Support

Technical support for the Cloud Service, including support contact details, severity levels, support hours of availability, response times, and other support information and processes, is found by selecting the Cloud Service in the IBM support guide available at https://www.ibm.com/support/home/pages/support-guide/.

4. Charges

4.1 Charge Metrics

The charge metric(s) for the Cloud Service are specified in the Transaction Document.

The following charge metrics apply to this Cloud Service:

- Location is a single physical site corresponding with a business address for such physical site accessing the Cloud Services.
- Event is an occurrence of a specific event that is processed by or related to the use of the Cloud Services.

5. Additional Terms

For Cloud Service Agreements (or equivalent base cloud agreements) executed prior to January 1, 2019, the terms available at https://www.ibm.com/acs apply.

6. Overriding Terms

6.1 Data Use

The following prevails over anything to the contrary in the Content and Data Protection section of the base Cloud Service terms between the parties: IBM will not use or disclose the results arising from Client's use of the Cloud Service that are unique to your Content (Insights) or that otherwise identify Client. IBM may however use Content and other information (except for Insights) that results from Content in the course of providing the Cloud Service subject to removing personal identifiers; so that any personal data can no longer be attributed to a specific individual without the use of additional information. IBM will use such data only for research, testing, and offering development.