



## Service Description

### IBM Kenexa Talent Frameworks

This Service Description describes the Cloud Service IBM provides to Client. Client means the company and its authorized users and recipients of the Cloud Service. The applicable Quotation and Proof of Entitlement (PoE) are provided as separate Transaction Documents.

#### 1. Cloud Service

##### 1.1 IBM Kenexa Talent Frameworks

IBM Kenexa Talent Frameworks is the collective term used to refer to an independently researched job-based competency library, organized in job models, job families and frameworks that provides a broad range of common skills classifications and criteria. The library contains ready-to-use job descriptions, competencies, job profiles which map specific competencies to specific jobs, proficiency-based behavioral statements, development goals, coaching tips, and interview questions.

Client may use this data to: 1) build job descriptions or as a foundation for various aspects of workforce talent management; 2) support its talent management processes and provide data to Client's employees, managers, or users; and 3) load content into its human resources information system, talent management software systems, or when subscribed, access the content through the IBM Kenexa Competency Manager on Cloud offering or other IBM Kenexa Cloud Service offerings.

IBM Kenexa Talent Frameworks contain over 3,000 unique jobs and over 2,000 competencies specific to general corporate functions (for example, human resources, finance, legal, sales), customer services functions, information technology functions, and banking and financial services, construction, consulting, education, energy, healthcare, hospitality, insurance, manufacturing, media and publishing, high-tech software and hardware, pharmaceutical, real estate, retail, and telecommunications industries.

The following offerings are available:

- **IBM Kenexa Talent Frameworks Complete Library**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of IBM's current, complete library of job competencies and job models.
- **IBM Kenexa Talent Frameworks Foundational Competencies**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of foundational job competency framework job profiles and competency specific data from IBM's library of job competencies and job models.
- **IBM Kenexa Talent Frameworks Job Family Subset**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, containing profiles and competency specific data for one selected job family from IBM's library of job competencies and job models.
- **IBM Kenexa Talent Frameworks Job Subset**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job and competency specific data for one selected job model from IBM's library of job competencies and job models.
- **IBM Kenexa Talent Framework for Banking & Financial Services Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Banking and Financial services industry.
- **IBM Kenexa Talent Framework for Construction Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Construction industry.
- **IBM Kenexa Talent Framework for Consulting Services Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Consulting industry.

- **IBM Kenexa Talent Framework for Cross-Functional Competencies**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of IBM's Fundamental job competency framework job profiles and competency specific data for generic job types found in all organizations.
- **IBM Kenexa Talent Framework for Customer Services Function**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Customer Service function.
- **IBM Kenexa Talent Framework for Education Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Education industry.
- **IBM Kenexa Talent Framework for Energy Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Energy (Oil and Gas) industry.
- **IBM Kenexa Talent Framework for General Corporate Functions**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to General Corporate functions (e.g., HR, Finance, Legal, Sales).
- **IBM Kenexa Talent Framework for Healthcare Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Healthcare industry.
- **IBM Kenexa Talent Framework for Hospitality Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Hospitality industry.
- **IBM Kenexa Talent Framework for Information Technology**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Information Technology (IT) function.
- **IBM Kenexa Talent Framework for Insurance Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Insurance industry.
- **IBM Kenexa Talent Framework for IT Hardware Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the IT Hardware industry.
- **IBM Kenexa Talent Framework for Manufacturing Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Manufacturing industry.
- **IBM Kenexa Talent Framework for Media and Publishing Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Media and Publishing industry.
- **IBM Kenexa Talent Framework for Pharmaceutical Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Pharmaceutical industry.
- **IBM Kenexa Talent Framework for Real Estate Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Real Estate industry.

- **IBM Kenexa Talent Framework for Retail Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Retail industry.
- **IBM Kenexa Talent Framework for Software Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Software industry.
- **IBM Kenexa Talent Framework for Telecommunications Industry**  
IBM will provide Client a spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Telecommunications industry.

## 1.2 Optional Offerings

The following update offerings are available:

- **IBM Kenexa Talent Frameworks Update for Complete Library**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of IBM's current, complete library of job competencies and job models.
- **IBM Kenexa Talent Frameworks Update for Foundational Competencies**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of foundational job competency framework job profiles and competency specific data from IBM's library of job competencies and job models.
- **IBM Kenexa Talent Frameworks Update for Job Family Subset**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, containing profiles and competency specific data for one selected job family from IBM's library of job competencies and job models.
- **IBM Kenexa Talent Frameworks Update for Job Subset**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job and competency specific data for one selected job model from IBM's library of job competencies and job models.
- **IBM Kenexa Talent Framework Update for Banking & Financial Services Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Banking and Financial services industry.
- **IBM Kenexa Talent Framework Update for Construction Industry**  
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- **IBM Kenexa Talent Framework Update for Consulting Services Industry**  
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IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of IBM's Fundamental job competency framework job profiles and competency specific data for generic job types found in all organizations.
- **IBM Kenexa Talent Framework Update for Customer Services Function**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Customer Service function.

- **IBM Kenexa Talent Framework Update for Education Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Education industry.
- **IBM Kenexa Talent Framework Update for Energy Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Energy (Oil and Gas) industry.
- **IBM Kenexa Talent Framework Update for General Corporate Functions**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to General Corporate functions (e.g., HR, Finance, Legal, Sales).
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IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Healthcare industry.
- **IBM Kenexa Talent Framework Update for Hospitality Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Hospitality industry.
- **IBM Kenexa Talent Framework Update for Information Technology**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Information Technology (IT) function.
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IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Pharmaceutical industry.
- **IBM Kenexa Talent Framework Update for Real Estate Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Real Estate industry.

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IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Retail industry.
- **IBM Kenexa Talent Framework Update for Software Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Software industry.
- **IBM Kenexa Talent Framework Update for Telecommunications Industry**  
IBM will provide Client an updated spreadsheet as one or more Excel workbooks or tab-delimited text files, consisting of job competencies, job models, and related data specific to the Telecommunications industry.

## 2. Security Description

This Cloud Service follows IBM's data security and privacy principles for IBM SaaS which are available at <http://www.ibm.com/cloud/data-security> and any additional terms provided in this section. Any change to IBM's data security and privacy principles will not degrade the security of the Cloud Service.

Client recognizes this Cloud Service does not offer features for the protection of content that contains personal data, sensitive personal data or data subject to additional regulatory requirements. If Client includes such data in its content, it instructs IBM to process such data in accordance with this Agreement after determining that the technical and organizational security measures are appropriate to the risks presented by the processing and the nature of the data to be protected. Client acknowledges that IBM has no knowledge of the types of data that have been included in the content, and cannot make an assessment as to the suitability of the Cloud Services or the security protections in place.

## 3. Technical Support

Technical support for the Cloud Service is provided via email. More information about hours of availability, email addresses, maintenance windows, online problem reporting systems, and other technical support communication vehicles and processes is provided by the IBM implementation team during provisioning of the Cloud Service. Technical support is offered with the Cloud Service and is not available as a separate offering.

Severity	Severity Definition	Response Time Objectives During Support Hours
1	<b>Critical business impact/service down:</b> Business critical functionality is inoperable or critical interface has failed. This usually applies to a production environment and indicates an inability to access services resulting in a critical impact on operations. This condition requires an immediate solution.	Within 1 business hour
2	<b>Significant business impact:</b> A service feature or function is severely restricted in its use or Client is in jeopardy of missing business deadlines.	Within 2 business hours
3	<b>Minor business impact:</b> Indicates the service or functionality is usable and it is not presenting a critical impact on operations.	Within 1 business day
4	<b>Minimal business impact:</b> An inquiry or non-technical request.	Within 2 business days

## **4. Entitlement and Billing Information**

### **4.1 Charge Metrics**

The Cloud Service is available under the charge metric specified in the Transaction Document:

**Employee** – is a unit of measure by which the Cloud Service can be obtained. An Employee is a unique person employed in or otherwise paid by or acting on behalf of Client's Enterprise, whether or not given access to the Cloud Service. Sufficient entitlements must be obtained to cover the number of Employees during the measurement period specified in Client's PoE or Transaction Document.

### **4.2 Set-Up Charges**

Set-up charges will be specified in the Transaction Document.

### **4.3 On Demand Charges**

On-Demand charges, as specified in the Transaction Document, will apply when Client requests activation of the On-Demand part.

### **4.4 Overage Charges**

If actual usage of the Cloud Service during the measurement period exceeds the entitlement specified in the PoE, an overage charge will be billed at the rate specified in the Transaction Document in the month following such overage.

### **4.5 Verification**

Client will i) maintain, and provide upon request, records, and system tools output, as reasonably necessary for IBM and its independent auditor to verify Client's compliance with the Agreement, and ii) promptly order and pay for required entitlements at IBM's then current rates and for other charges and liabilities determined as a result of such verification, as IBM specifies in an invoice. These compliance verification obligations remain in effect during the term of the Cloud Service and for two years thereafter.

## **5. Term and Renewal Options**

The term of the Cloud Service begins on the date IBM notifies Client of their access to the Cloud Service, as documented in the PoE. The PoE will specify whether the Cloud Service renews automatically, proceeds on a continuous use basis, or terminates at the end of the term.

For automatic renewal, unless Client provides written notice not to renew at least 90 days prior to the term expiration date, the Cloud Service will automatically renew for the term specified in the PoE.

For continuous use, the Cloud Service will continue to be available on a month to month basis until Client provides 90 days written notice of termination. The Cloud Service will remain available to the end of the calendar month after such 90 day period.

## **6. General**

Where applicable, taxes are based upon the location(s) receiving the benefit of the Cloud Service, IBM will apply taxes based upon the business address listed in Client's order unless Client provides additional information to IBM. Client is responsible for keeping such information current and providing any changes to IBM.

Client agrees IBM may publicly refer to Client as a subscriber to the Cloud Services in a publicity or marketing communication.

### **6.1 Non-Expiring Data License for Talent Frameworks Data**

IBM grants Client a non-expiring, non-exclusive, non-transferable license to use the data in the purchased IBM Kenexa Talent Frameworks spreadsheet solely for Client's own benefit internally on a company-wide basis, up to the quantity specified in the PoE or Transaction Document, provided Client remains in compliance with its obligations under this Service Description and the applicable terms and conditions set forth in the Transaction Document for the IBM Kenexa Talent Frameworks offering.

IBM makes no warranty that the data in the IBM Kenexa Talent Frameworks spreadsheet or the spreadsheet itself will be compatible with any third-party talent manager system, and shall have no duty to manipulate the spreadsheet or cause it to be compatible with any third-party talent manager system.