

Service Description

IBM Watson Regulatory Compliance

This Service Description describes the Cloud Service. The applicable order documents provide pricing and additional details about Client's order.

1. Cloud Service

1.1 Offerings

The Client may select from the following available offerings.

1.1.1 IBM Watson Regulatory Compliance Insights

IBM Watson Regulatory Compliance Insights (a required component) provides the instance of the Cloud Service. IBM Watson Regulatory Compliance Insights helps financial services institutions track, manage, and monitor their regulatory compliance efforts. By combining the IBM OpenPages GRC Platform, IBM Watson Cognitive Computing, and regulatory content that Client chooses to bring into the solution, IBM Watson Regulatory Compliance Insights disaggregates and classifies the regulations Client provides, paragraph by paragraph to the sentence level. This can help Client to identify where Client may have gaps in Client's control framework by presenting potential new controls that are related to current and emerging regulatory requirements which Client selects as relevant to Client's organization.

1.1.2 IBM Watson Regulatory Compliance Content Libraries

IBM Watson Regulatory Compliance Content Libraries is comprised of various libraries Client can purchase based on geography. Client can use these libraries to help identify compliance risks and obligations.

1.1.3 IBM Watson Regulatory Compliance Trial Package

The IBM Watson Regulatory Compliance Trial Package is a short duration trial experience of Watson Regulatory Compliance using actual regulatory content for specific topic areas. Clients can evaluate the full capability during this duration using the provided content.

1.1.4 IBM Watson Regulatory Compliance Content Libraries Project Pack

The IBM Watson Regulatory Compliance Content Libraries Project Pack is a limited set of regulations from the IBM Watson Regulatory Compliance Content Libraries to support the initial phase of rollout, addressing a specific jurisdiction and / or regulatory topic area.

1.1.5 IBM Watson Regulatory Compliance Content Pack for FINRA

The IBM Watson Regulatory Compliance Content Pack for FINRA is comprised of various document types published by the Financial Industry Regulatory Authority (FINRA). Client can use the Content Pack for FINRA to help identify compliance risks and obligations.

1.2 Acceleration Services

1.2.1 IBM Watson Regulatory Compliance Deployment Services

IBM Watson Regulatory Compliance Deployment Services provide Client support for the initial implementation of the Watson Regulatory Compliance solution. This includes assistance with import of data, user role and permission set-up, as well as any usability questions. The Deployment Services also include an assigned Client Support Manager for 6 months.

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=BB81DE5086F811E5B8E08EB2D60FE72C>

3. Service Levels and Technical Support

3.1 Service Level Agreement

IBM provides 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:

- Engagement is a professional or training service related to the Cloud Services.
- Item is an occurrence of a specific item that is managed by, processed by, or related to the use of the Cloud Service.
For this Cloud Service, an Item is an occurrence of a content library that is related to the use of the Cloud Service.
- Instance is each access to specific configuration of the Cloud Services.

4.2 Remote Services Charges

A remote service will expire 90 days from purchase regardless of whether the remote service has been used.

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.

5.1 Enabling Software

Enabling Software is provided to Client under the following terms:

The Cloud Service requires the use of enabling software that Client downloads to Client systems to facilitate use of the Cloud Service. Client may use enabling software only in connection with use of the Cloud Service. Enabling software is provided to Client under following terms:

Enabling Software	Applicable License Terms (if any)
Google Chrome	https://www.google.com/chrome/browser/privacy/eula_text.html

5.2 Restrictions on Use for the Benefit of a Third Party

Client may not use the Cloud Service or any component thereof, including without limitation output data and reports produced by the Cloud Service to provide service bureau, hosting services, or any sort of commercial information technology services to third parties, unless otherwise agreed to in writing by IBM.

The Financial Conduct Authority (FCA) and International Business Machines (IBM) Sublicensee License

- a. IBM grants Client the non-exclusive, non-transferable, revocable, right and license to use, view, print, and copy the portions of the FCA content (the Handbook of Financial Services)("FCA Content") displayed within the IBM Cloud Service, subject to Section (b) below, for the term of this agreement or until terminated in accordance with this agreement. Client must preserve all copyright notices and intellectual property right notices contained in or on the FCA Content. IBM reserves the right to remove the FCA Content from the Cloud Service if Client uses the FCA Content outside the scope of this license.
- b. Client's right to view, use, print, and copy the displayed portions of the FCA Content for commercial purposes is subject to the following limitations:
 - Printed and copied FCA Content may be perpetually used internally within Client's organization with no right to distribute it to third parties.
 - Client may not modify the FCA Content.
 - FCA Content shall not be hosted on Client's servers.
 - All intellectual property rights subsisting in the FCA Content shall belong to the FCA Content's copyright owner.