Requisition: 12090416
Entered on 12/11/2019

INSTRUCTURE

Services Order Form

Order #: Q-110408-1
Date: 12/4/2019
Offer Valid Through: 12/31/2019

6330 South 3000 East, Suite 700, Salt Lake City, UT 84121, United States

Order Form For Texas A&M University-College Station

Address:	805 Rudder Tower
City:	College Station
State/Province:	Texas
Zip/Postal Code:	77843-1244
Country:	United States

Order Information

Billing Frequency:	Annual Upfront
Payment Terms:	Net 30

Billing Contact

Name:	Texas A&M University Financial Management Operations
Email:	invoices@tamu.edu
Phone:	(979) 845-8104

Primary Contact

Name:	Sharon Gibson-Mainka Gibson-Mainka
Email:	smainka@tamu.edu
Phone:	(979) 847-6120

Include the following information on all invoices:
Contract Number: 2020-37225
Department: 02-PROV

Year 1

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	1/1/2020	6/30/2020	FTE	60,000	USD 0.00	USD 0.00
24x7 Support	1/1/2020	6/30/2020	20% of Subscription (Minimums Apply)	1	USD 0.00	USD 0.00
Custom URL	1/1/2020	6/30/2020	Per Year	1	USD 0.00	USD 0.00
ePortfolio Admin Subscription	1/1/2020	6/30/2020	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 0.00
Canvas Premium Implementation			Per Implementation	1	USD 47,000.00	USD 47,000.00
White Glove Discovery			Per Event	1	USD 500.00	USD 500.00
Non-Recurring Sub-Total						USD 47,500.00
Year 1 Total						USD 47,500.00

Year 2

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	7/1/2020	6/30/2021	FTE	60,000	USD 11.40	USD 684,000.00

Description	Start Date	End Date	Metric	Qty	Price	Amount
24x7 Support	7/1/2020	6/30/2021	20% of Subscription (Minimums Apply)	1	USD 136,800.00	USD 136,800.00
Custom URL	7/1/2020	6/30/2021	Per Year	1	USD 1,500.00	USD 1,500.00
ePortfolio Admin Subscription	7/1/2020	6/30/2021	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 822,300.00
Year 2 Total						USD 822,300.00

Year 3

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	7/1/2021	6/30/2022	FTE	60,000	USD 11.74	USD 704,400.00
24x7 Support	7/1/2021	6/30/2022	20% of Subscription (Minimums Apply)	1	USD 140,880.00	USD 140,880.00
Custom URL	7/1/2021	6/30/2022	Per Year	1	USD 1,500.00	USD 1,500.00
ePortfolio Admin Subscription	7/1/2021	6/30/2022	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 846,780.00
Year 3 Total						USD 846,780.00

Year 4

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	7/1/2022	6/30/2023	FTE	60,000	USD 12.10	USD 726,000.00
24x7 Support	7/1/2022	6/30/2023	20% of Subscription (Minimums Apply)	1	USD 145,200.00	USD 145,200.00
Custom URL	7/1/2022	6/30/2023	Per Year	1	USD 1,500.00	USD 1,500.00
ePortfolio Admin Subscription	7/1/2022	6/30/2023	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 872,700.00
Year 4 Total						USD 872,700.00

Year 5

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	7/1/2023	6/30/2024	FTE	60,000	USD 12.46	USD 747,600.00
24x7 Support	7/1/2023	6/30/2024	20% of Subscription (Minimums Apply)	1	USD 149,520.00	USD 149,520.00

Description	Start Date	End Date	Metric	Qty	Price	Amount
Custom URL	7/1/2023	6/30/2024	Per Year	1	USD 1,500.00	USD 1,500.00
ePortfolio Admin Subscription	7/1/2023	6/30/2024	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 898,620.00
Year 5 Total						USD 898,620.00

Year 6

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	7/1/2024	6/30/2025	FTE	60,000	USD 12.83	USD 769,800.00
24x7 Support	7/1/2024	6/30/2025	20% of Subscription (Minimums Apply)	1	USD 153,960.00	USD 153,960.00
Custom URL	7/1/2024	6/30/2025	Per Year	1	USD 1,500.00	USD 1,500.00
ePortfolio Admin Subscription	7/1/2024	6/30/2025	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 925,260.00
Year 6 Total						USD 925,260.00

Year 7

Description	Start Date	End Date	Metric	Qty	Price	Amount
Canvas Cloud Subscription	7/1/2025	6/30/2026	FTE	60,000	USD 13.22	USD 793,200.00
24x7 Support	7/1/2025	6/30/2026	20% of Subscription (Minimums Apply)	1	USD 158,640.00	USD 158,640.00
Custom URL	7/1/2025	6/30/2026	Per Year	1	USD 1,500.00	USD 1,500.00
ePortfolio Admin Subscription	7/1/2025	6/30/2026	Up To	60,000	USD 0.00	USD 0.00
Recurring Sub-Total						USD 953,340.00
Year 7 Total						USD 953,340.00
						Grand Total: USD 5,366,500.00

Deliverable	Description	Expiration
Canvas Cloud Subscription	FTE Metric is measured by the number of full-time equivalent students in accordance with the definition published by the Integrated Postsecondary Education Data System.	N/A
24x7 Support	24x7 support per year (20% of subscription - minimums apply)	N/A
Canvas Training Subscription for 1 Year - 20 Users	Access to unlimited instructor-led online training for up to 20 named Canvas subscription users from Effective Date until the earlier of 12 months after subscription start date or the last date of the contracted subscription.	12 Months

Deliverable	Description	Expiration
Premium Additional Implementation	As needed, your implementation will include the following: *Access to API documentation and consulting with client resources on the client initiated data strategy. *Assistance in configuring and testing authentication integration for currently supported technologies including LDAP, SAML, and CAS. Instructure will take a consultant role on the effort and guide client resources to complete the integration. Through the Theme Editor, branding for Canvas including application of a color scheme and logos for the top navigation and login page. *Access to guides, public courses, and best practices documentation. Documented best practices for driving high Canvas adoption and usage.	N/A
Data Provisioning for Canvas Instance	Your Implementation Consultant (IC) will provide expertise and best practices regarding data provisioning for your Canvas instance. This includes consultation for manual UI management, SIS imports, and any available SIS integrations, including grade pass back. Access to relevant Community guides and API documentation will be provided. Your IC will also discuss and execute a remapping plan if you are switching Student Information Systems and remapping within Canvas is necessary.	12 Months
Course Migration	Migration of up to 5,000 courses from currently supported formats*. For content that is not supported, Instructure will provide best practices on how to migrate into Canvas, if available. The following content packages are supported for bulk import into Canvas: Angel, Blackboard 6/7/8/9, Blackboard Vista/CE, WebCT 6+ Course, Common Cartridge 1.0/1.1/1.2/1.3 Package, D2L, Moodle 1.9/2.x .zip file	12 Months
Onsite Training (3 Day) Travel Expenses Included	3 consecutive days onsite training inclusive of all costs. Institutions choose from a variety of hands-on workshop and presentation topics to create a personalized training agenda. A typical day includes six hours of training	12 Months
Weekly Project Management	Implementation Consultant to take a remote project management role by providing a customized project plan, assigning resources to tasks, identifying critical path, and scheduling regular project check-in calls with client staff. Customized project plan to complete all tasks in eight to ten weeks. May extend to a total of 24 weeks as necessary to accommodate institutional needs and resource availability. Assessment and Planning - Determine current resources, goals and outcomes for Canvas adoption, and barriers to those outcomes and goals. Process Design - Determine what internal processes need creation, what processes would need change and what processes would be replaced. Roll-Out Design - Determine the most effective roll-out strategy for Canvas including internal and external messaging, and a professional development plan. Support and Accountability Design - Planning for Canvas as a long-term solution.	12 Months
Implementation Consultant Onsite	Up to two (2) onsite visits for up to three (3) days each by the Implementation Consultant and Customer Success Manager. These visits will facilitate needs discovery and execution and follow up of the Implementation.	12 Months
Instructional Design: Ready Made Template	Select One Pre-Built Template from our suite of designs. Templates are built with a variety of audience needs in mind. Instructions are included to modify design elements as needed.	12 Months
White Glove Discovery	White Glove Migration will provide a project 'Discovery' which includes 5 hours of White Glove Migration work and the creation of a proof of concept course	12 Months

The items above must be completed during the time period beginning on the later of the Effective Date or the initial Start Date specified in this Order Form and ending pursuant to the time frame set forth in the Expiration column above.

Metric	Description
FTE	FTE Metric is measured by the number of full-time equivalent students in accordance with the definition published by the Integrated Postsecondary Education Data System.

Product	Description
Canvas Cloud Subscription	Storage included in the annual subscription fee is (i) Unlimited files and database storage, and (ii) 500 MB per (FTE/User/Enrollment/Seat) multimedia storage. Additional multimedia storage can be purchased for USD $1.00 per 1GB per year.
ePortfolio Admin Subscription	Notwithstanding anything to the contrary in the terms and conditions governing this Order Form, Customer acknowledges and agrees that Instructure may continue to use Customer Content contained in a User's ePortfolio to enable such User to access such Customer Content beyond the term of this Order Form. Without limiting the generality of the preceding sentence, Instructure may, upon the User's consent, make available and/or transfer such User's content to third parties as authorized by the User.

Duration: Instructure may begin providing the services on the later of: (i) ninety (90) days prior to the earliest start date; or (ii) the date of the last signature on this Order Form ("Effective Date"). Notwithstanding the foregoing, any third-party content purchased under this order form will be made available on the applicable start date listed above.

Miscellaneous: Instructure's support terms are available as follows:
Canvas & Catalog: https://www.canvaslms.com/policies/support-terms
Bridge: https://www.getbridge.com/support-terms
Portfolium: https://portfolium.com/support-terms
MasteryConnect: https://www.masteryconnect.com/support/

Notes
Should Texas A&M University partner with Instructure, we will provide access, beginning in January of 2020, along with our beta customers to our Canvas Insights (aka "Dig") -- our analytics student success dashboard. This includes insights and contextual analytics around student success factors within a course, aggregated at the course, subaccount, and account level accessible based on role. In addition, we will provide access to upcoming Usage/Adoption dashboards and Course design tools as they become available throughout the 2020 calendar year. With this access, we will also invite Texas A&M to partake in regular feedback sessions with our design and product teams which may inform product enhancements for the Dig learning analytics module.

Acceptance of the program will be contingent upon the following:
1) Texas A&M must allocate up to 1 hour/month to engage with our design and product teams to offer feedback in the form of both informal and formal usability testing and requirements gathering
2) Texas A&M will make available various roles around Student Success to provide feedback, including but not limited to admins, department chairs, instructors, advisors, instructional designers, retention specialists, and technology leads as needed based on the requirements/features being discussed.
3) Texas A&M will not share any information related to the project with outside organizations including designs, features, timelines, roadmap, or pricing during the pilot phase without written consent from Instructure.
4) Texas A&M agrees to conduct a study on the efficacy and impact of the software and share the findings with Instructure.

At the end of the contract period, a price will be discussed for continued use of the full production release.

Canvas Insights will be provisioned on an AS IS basis. None of the representations, warranties, or guarantees provided in the terms and conditions governing this order form shall apply to the provision of Canvas Insights.

Billing Frequency Term:
Implementation will be invoiced upon signing. Subscription years will be invoiced 30 days prior to annual start date.

PURCHASE ORDER INFORMATION	TAX INFORMATION
Is a Purchase Order required for the purchase or payment of the products on this order form?	Check here if your company is tax exempt: ✓
	Please email any/all exemption certifications to ar@instructure.com.
Please Enter (Yes or No): _____	
If yes, please enter PO Number: _____	

By executing this Order Form, each party agrees to be legally bound by this Order Form and the terms and conditions of the Agreement by and between Texas A&M University System Offices and Instructure, Inc. with an Execution Date of September 13, 2018.

Texas A&M University-College Station		**Instructure, Inc.**	
Signature:	[signature]	Signature:	Matthew Searle
Name:	Jerry R. Strawser	Name:	Matthew Searle
Title:	Executive Vice President and CFO	Title:	Director, Finance Operations
Date:	12/17/19	Date:	12/16/2019