

**SERVICE ATTACHMENT 2
TO THE
MASTER SERVICE AGREEMENT
WEB CONFERENCING SERVICES**

This is a Service Attachment to the Master Service Agreement dated March __, 2010, Agreement," between The Department of Administrative Services ("DAS") on behalf of the State of Ohio, and InterCall, Inc ("InterCall").

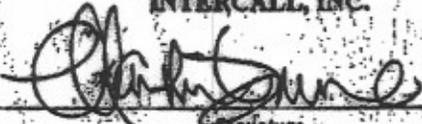
WHEREAS, DAS desires to include additional Service Provider services and the corresponding general provisions thereof; and

WHEREAS, the above named parties desire to execute this Service Attachment to said Agreement;

NOW THEREFORE, in accordance with the Agreement, and in consideration of the conditions and covenants contained herein, the Parties mutually agree as follows:

1. The Addition of Service Attachment 2 - WEB Conferencing Services
2. All other terms and conditions of the Master Service Agreement not otherwise supplemented and/or amended shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Parties have executed this Service Attachment which shall be effective on the date signed by DAS.

<p style="text-align: center;"><i>Blair Dunne 2/28/11</i> <i>Blair Dunne 1/27/11</i> INTERCALL, INC.</p> <p style="text-align: center;"> _____ Signature</p> <p style="text-align: center;"><u>Martin Dunne</u> Printed Name</p> <p style="text-align: center;"><u>EVP Direct Sales</u> Title</p> <p style="text-align: center;"><u>16 March 2010</u> Date</p> <p style="text-align: center;"><u>58-1942497</u> Federal Tax ID</p>	<p style="text-align: center;">STATE OF OHIO DEPARTMENT OF ADMINISTRATIVE SERVICES</p> <p style="text-align: center;"> _____ Signature</p> <p style="text-align: center;"><u>Stuart R. Davis</u> Printed Name</p> <p style="text-align: center;"><u>State Chief Information Officer Assistant Director</u> Title</p> <p style="text-align: center;"><u>3-18-11</u> Effective Date</p>
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The Service Attachment provides the Subscribing Entity(s) with the ability to purchase web conferencing services and related products which are offered by InterCall, Inc. ("InterCall Services") and its third party suppliers ("Third Party Services") (the InterCall Services and Third Party Services are referred to collectively as the "Services").

Additional information regarding these services has been included in an appendix located at the end of this document:

• Appendix A: Feature Descriptions

1. Description of Service

This section provides an overview of the web conferencing service options

A. InterCall Centers makes up the full suite of WebEx services including MeetingCenter, TrainingCenter, EventCenter, SupportCenter and SalesCenter.

- **MeetingCenter** is designed for everyday meetings that require efficient information exchange and real-time collaboration.
- **TrainingCenter** is designed for online, interactive training sessions that are as effective and engaging as the physical classroom.
- **TrainingCenter On-Demand** is an optional add-on service to TrainingCenter that allows you to create high-quality, asynchronous multimedia training presentations.
- **EventCenter** is designed for cost-effective, online events that deliver your message to the masses.
- **SupportCenter** is designed for cost-effective, online events that deliver your message to the masses.
- **SalesCenter** is designed to deliver presentations and demo applications over the web and allows you to bring decision makers and subject matter experts together faster

B. Microsoft Office Live Meeting, offered by InterCall, delivers a solution that spans multiple applications - from small, collaborative working sessions to large online presentations - and offers fully integrated audio conference controls for added efficiency and increased meeting productivity

C. InterCall Web Meeting, is where people come to connect with each other and get more done. It provides an easy, intuitive way to host small collaborative meetings and conduct informational webinars with thousands of participants.

With InterCall Web Meeting, Instant and Scheduled meetings are easy to organize and conduct. Simply schedule and invite participants to your meeting using Microsoft Outlook®. When you are ready to meet, either launch InterCall Web Meeting from your desktop or click the InterCall Web Meeting link in your invitation and you are instantly placed into your meeting space. It's that easy. You have the tools to control the meeting, engage with participants and ultimately, get work done more efficiently. InterCall Web Meeting also offers a full-featured web conferencing service that lets you easily conduct engaging, online events from start to finish for virtually any size audience. From scheduling the webinar to delivering your content to accessing detailed post-event reports,

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InterCall Web Meeting offers comprehensive and easy-to-use tools, so you are free to focus on your message and your audience.

2. Standard Service Features

This section provides an outline of the standard web conferencing service features

WebEx CENTER

- Integrated Audio Controls*
- Document Sharing
- Support for Microsoft® PowerPoint™ Animation and Transitions
- Multimedia Content Sharing
- Application Viewing
- Application Sharing and Desktop Collaboration with Remote Control
- QuickStart Screen
- File Transfer
- Polling
- Multipoint Video Integration
- Record, Edit and Play Back Meetings
- Schedule Meeting Wizard
- One-Click Meetings
- Auto Play Presentations
- Note Taking Panel
- PowerPanels™
- Meeting Transcripts
- Floating Icon Tray
- Microsoft Office® Integration
- Microsoft Outlook® Integration
- Add to My Calendar
- High Performance and Reliability
- Security

TRAINING CENTER

- Information Sharing
- Hands-On Lab
- Breakout Sessions
- QuickStart Screen
- Multimedia Training Content
- Instant Feedback
- Q&A
- Multiple Panelists
- Video Integration
- PowerPanels™
- Floating Icon Tray

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- Microsoft® Outlook™ Integration
- Polls and Surveys
- Registration and Reporting
- Record and Playback Record

EVENT CENTER SUPPORT

- Virtual Auditorium
- PowerPanels™
- In-Session Alerts
- Multimedia Content
- Document and Application Sharing
- Multiple Panelists
- Panelists Entrance and Prep Room
- Q&A and Chat
- Personalized E-mail Templates
- Automated Email Management
- Persistent Media Panel
- iCalendar Support
- Polls and Surveys
- Registration and Reporting
- Lead-Source Tracking and Automated Lead Scoring
- Record, Edit and Playback
- Cross-Platform Support

SUPPORT CENTER

- Two-way Desktop and Application Control or View
- File Transfer
- Log onto Customer's Desktop as an Administrator
- Session Recording and Editing
- Remote Printing
- Integrated Video
- Scale to Fit
- Floating TSR Control Panel
- Call Escalation
- Chat
- Transfer and Conference
- System Information
- Annotation
- Persistent Reboot
- Firewall Friendly
- Post Session Survey
- Management Reporting

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MICROSOFT LIVE MEETING

- PowerPoint® Presentations
- View Sharing / Application Sharing
- Application / Desktop Sharing and Remote Control
- Snapshots™
- Web Slides
- Whiteboard
- Text Slides
- Polling™
- Audience Seating Chart
- Real Time Annotation
- Moderated Q&A
- Chat
- Self-Service Recording
- Outlook and Lotus Scheduling and Invites
- Secure Content and Storage

INTERCALL LIVE MEETING

- Microsoft® Outlook® Integration
- Microsoft® Outlook® Integration
- Reservationless Meeting Room
- **Joining**
Full/Light Versions
- **Conducting**
Billing Codes
Integration with Reservationless-Plus® Conferencing
Audio Broadcasting
Configurable Meeting Interface
Recording
- **Visual Communication**
Document Viewing
Application Sharing
Browser Sharing
Whiteboarding
Video
Force Full Screen
Force Zoom/Unzoom

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- **Participant Interaction and Management**

- Chat
- Polling
- Question and Answer
- Moderator Controls
- Participant List
- Participant Retrieval

- **Advanced Security**

- Optional 128-bit Encryption
- Security Passcodes
- Conference Lock

- **Post-meeting Administration**

- Stored Documents
- Online Reporting
- Playback of Recorded Events

3. Add On Features

The following features may be added to all service options at additional costs. Please refer to Appendix A for a detailed description of each Add-on Feature:

- - **WebEx Centers**
 - **Recording**
- - **Microsoft Live Meeting**
 - **Recording**
- **InterCall Web Meeting**
 - **Recording Set Up (per-Recording)**
 - **Web Recording Playback Fee**
 - **Audio Broadcast Per-Minute**

4. Fee Structure

This section provides the following pricing information:

- A pricing table for Intercall services
- InterCall Centers Additional Pricing Table
- Microsoft Live Meeting Additional Pricing
- InterCall Web Meeting Additional Pricing

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The following Table provides the pricing information for Intercall Services:

Service Type	Fee
InterCall Centers	\$0.20
Microsoft Live Meeting	\$0.20
InterCall Web Meeting	\$0.20

Service Type	Fee
WEBEX CENTER	\$0.20 per minute
TRAINING CENTER	\$0.20 per minute
EVENT CENTER SUPPORT	\$0.20 per minute
SUPPORT CENTER	\$0.20 per minute
MICROSOFT LIVE MEETING	\$0.20 per minute
INTERCALL LIVE MEETING	\$0.20 per minute

The following Tables provide the pricing information for the Add-on Features listed in Section 3.

InterCall Centers Additional Pricing:

Service	Fee
Recording	\$200

Microsoft Live Meeting Additional Pricing:

Service	Fee
Recording	\$200

InterCall Web Meeting Additional Pricing:

Service	Fee
Recording Set Up (Per-Recording)	\$10.00
Web Recording Line Fee	\$0.10
Web Recording Playback Fee	\$0.10
Audio Broadcast Per-Minute	\$0.05

5. Coverage Maps

Not applicable

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6. Equipment Discounts

Not applicable

7. Additional Service Information

Not applicable

8. Service Specific Terms and Conditions

License. Subject to State's compliance with the terms and conditions of this Agreement, InterCall hereby grants State and its invitee participants a non-exclusive license during the Term as set forth in Section 6 of the Agreement to use the Services. Except as specifically set forth herein, InterCall or its suppliers retain all right, title, and interest, including all intellectual property rights, relating to or embodied in the Services, including without limitation all technology, telephone numbers provided by the Service Provider, web addresses given to the State by the Service Provider, software, or systems relating to the Services. State agrees not to reverse engineer, decompile, disassemble, translate, or attempt to learn the source code of any software related to the Services. Use of Third Party Services such as Microsoft Live Meeting and WebEx is subject to the license agreement of such provider. Other than using the Services for conferences or meetings in which State is an active participant, State may not resell the Services or otherwise generate income from the Services.

Responsibility for Customer's Accounts. State is responsible for maintaining the confidentiality of State's accounts, owner numbers, conference codes, passwords and personal identification numbers used in conjunction with the Services and for all uses of the Services in association with State's accounts whether or not authorized by State. State agrees to immediately notify InterCall of any unauthorized use of State's account of which State becomes aware.

Responsibility for Content of Communication. State is the sole owner and is solely responsible for all content provided to InterCall and the content of all communications (visual, written or audible) using State's accounts. State shall comply with all laws, rules and regulations while using the Services; shall not transmit any communication that violates any law, rule, or regulation; shall not violate any third party rights in using the Services; and shall not use the Services in any way that damages InterCall's property or interferes with or disrupts InterCall's system or other users. Although InterCall is not responsible for any such communications, InterCall may suspend any such communications of which InterCall is made aware. Use of the conference recording feature or taping any use of the Services by State may subject State to laws or regulations and State is solely responsible for and obligated to provide any required notification to participants prior to commencement of said conference. State acknowledges and agrees that InterCall has not and is not expected to provide State with any analysis, interpretation or advice regarding State's compliance with the above and does not control State's content nor guarantee the accuracy, integrity, security or quality of State's content.

Message Delivery Services. If State uses Services to send fax, email, phone, text, SMS, or other messages ("Messages") to any recipients (the "Recipients") as a condition for using such Services,

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State represents and warrants: (a) that it will not make any automated outdials to induce the purchase of goods or services or to solicit a charitable contribution; and (b) it has the legal right to send all Messages to the Recipients (including obtaining any required consents from the Recipients) and the content, timing and purpose of all Messages, campaigns and programs are in compliance with all applicable laws, rules and regulations; and (c) that State is the sender of all Messages and InterCall is merely acting at State's direction as the broadcaster of the Messages.

Confidentiality. Subject to Ohio Revised Code Section 149.43, confidential information shall mean information that derives economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use ("Confidential Information"). Confidential Information includes, without limitation,; business strategies; marketing plans; industry and competitive information; technology;; employee information; and financial information but shall not include any information (i) independently developed by a party, (ii) generally available to the public other than by a party's breach of this Agreement, (iii) already known by a party at time of disclosure to that party, or (iv) rightfully received from a third party without restriction on disclosure or an obligation of confidentiality running directly or indirectly to the other party.

Each party to this Agreement agrees to use commercially reasonable efforts to protect against unauthorized disclosure all Confidential Information of the other party. The parties agree that all Confidential Information shall be disclosed only to those affiliates, employees, suppliers and advisors on a need-to-know basis and who agree to be bound by confidentiality terms and conditions at least as stringent as those herein. Upon termination of this Agreement, each party shall, upon request, promptly return or destroy the other party's Confidential Information except as may be required for backup, disaster recovery or business continuity and in such case the obligations hereunder shall survive until such Confidential Information is destroyed. Nothing shall prevent or prohibit the receiving party from providing access to Confidential Information as may be required by law, rule or regulation provided that the receiving party gives as much notice as is reasonably practical and provides reasonable assistance to the disclosing party in challenging the disclosure so required by law, rule or regulation.

Government Agencies. Use of the Services by the United States Government or other governmental agencies shall be as "restricted computer software" or "limited rights data" as set forth in 48 CFR 52.227-14, or as "commercial computer software" or "commercial computer software documentation" under DFARS 252.227-7202, or under such other similar applicable terms and conditions to prevent the transfer of rights in and to the technology to the government or such agency other than under normal commercial licensing terms and conditions. Contractor/manufacturer is InterCall, Inc., 8420 W. Bryn Mawr Ave., Suite 400, Chicago, IL 60631.

Limited Warranty. EXCEPT AS OTHERWISE PROVIDED HEREIN, STATE UNDERSTANDS AND AGREES THAT THE SERVICES ARE PROVIDED "AS IS" AND "AS AVAILABLE"; AND INTERCALL AND ITS SUPPLIERS EXPRESSLY DISCLAIM ALL WARRANTIES OF ANY KIND, EXPRESS OR IMPLIED.

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The State acknowledges that InterCall is an independent contractor, and no agency, partnership, joint venture, employee-employer or franchisor-franchisee relationship is intended or created by this Agreement. This Agreement is for the sole benefit of the State and its Subscribing Entities and InterCall and its affiliates and is not intended to, nor shall it be construed to, create any right or confer any benefit on any other party.

9. Taxes, Surcharges and Governmental Fees

- Pursuant to the provisions provided in Section 3.3 of the Agreement, in addition to the rates for the Services, individual Subscribing Entities shall pay all applicable fees, duties, tolls, administrative assessments, surcharges, or taxes now or hereafter attributable to the Services and included on each Subscribing Entity's invoice.

10. Cost Recovery Fee Data Requirements

The Cost Recovery Fee shall be calculated and paid to the State per Section 13 of the Agreement. In addition, reports shall be prepared and sent to the Contract Manager per Section 13 of the Agreement.

11. Reporting Requirements

- InterCall shall provide usage reports based upon Division of Government (Executive, Judicial, Legislative and Appointed) pursuant to its Online Reports product, as provided herein:
 - OVERVIEW
 - InterCall's Online Report Tool, accessed through InterCall Online or www.intercall.com or, is an online application that allows access to customized data on the volume of business with InterCall. OIT will be able to access either account specific or Division of Government conferencing data.
 - Standard Reports
2. There are 22 standard reports currently available as shown in Exhibit 1 at the end of this document
- Each report can be viewed online and downloaded to a CSV file that the user can save on their desktop for easier sorting, managing and saving. Reports are available at <https://reports.intercall.com/onlinereports>.

12. SLA Requirements

Service Level Guarantee and Credits. If InterCall fails to meet the same Service Level (as defined in Section 10.2, herein below) in three consecutive months or four months within any twelve month period, then OIT may terminate this Agreement upon thirty (30) days written notice to InterCall without liability, other than payment for Services rendered prior to the effective date of termination. In the event that InterCall does not achieve a Service Level in a month, upon OIT's written request,

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as the sole and exclusive remedy for any such failure in addition to the termination rights set forth herein, InterCall will credit OIT the amount of any call disrupted by InterCall's failure to achieve the Service Level. All claims must be made in writing to InterCall within thirty (30) days of the occurrence of the event giving rise to the claim or shall be waived.

InterCall Service Level Agreement And Quality Plan. InterCall will provide the InterCall Services in accordance with the following service levels (the "Service Levels"). Service Levels are measured on a monthly basis for all locations. The measurements herein are based on InterCall items InterCall can control and therefore do not include: (i) the acts or omissions of Customer's employees, agents, contractors, or vendors, or anyone gaining access to the Services by means of Customer's passwords or equipment; (ii) scheduled maintenance; or (iii) a failure of the Internet and/or carrier defects affecting the Services. InterCall's tracking and reporting flexibility gives the Customer a clear picture every month as to InterCall achieving its Service Levels. InterCall constantly monitors Service Levels and provides internal incentives to both its reservations and call execution personnel based on performance.

SERVICE LEVELS - AVAILABILITY

SERVICE PLATFORM	SERVICE LEVEL	SERVICE DEFINITION	MEASUREMENT
Document/Web Conference Platform	99.9%	Availability of the document conferencing platform through the Internet.	Automated continuous server health and status monitoring.

ACCURACY

Accuracy is defined as the number of Information Tickets created by InterCall divided by the number of calls. Information Tickets are defined as internal InterCall records written for any call that is less than 100% perfect.

- Accuracy goal is 98%

Overview

InterCall's equipment and processes are among the most technologically advanced in the industry, but it is InterCall's people who implement our outstanding quality plan and are our most valuable resource. InterCall's Quality Plan is designed to allow InterCall to achieve excellence and consistently surpass our self-prescribed lofty standards. InterCall's reputation for quality of service and excellence in customer service is a direct reflection of the InterCall Quality Plan and the level of commitment our operations staff has in exceeding our clients' expectations. Furthermore, InterCall's call centers are organized into zones that match operator skills to specific call requirements. These operators receive ongoing training by management to learn new skills as well as hone current communication skills.

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Fundamentals

The InterCall Quality Plan is based on the Phil Crosby quality process and is focused on the following areas:

- Quality Auditing - Teams and Zones in all areas of operations are audited on a weekly basis.
- Prevention - InterCall utilizes the Philip Crosby Quality Process for error prevention. All teams maintain an "Out of the Box Program" for error resolution and prevention.
- Performance Reporting - The Quality Department provides daily and weekly reports for InterCall's performance

Quality Plan Detail

InterCall's Call Execution area is managed by a team of supervisors who monitor the status of every conference call. InterCall's Account Team acts as a liaison between end users and InterCall's operation center. Every conference call is logged into InterCall's in-house reservation system. Any ticket that is entered into that system is emailed to the appropriate Account Team.

InterCall's Quality Department tracks Customer-affecting and non-affecting troubles. All issues related to billing are escalated to the billing/accounts receivable department.

InterCall's Change Management Team is responsible for the escalation process in changing management policies and procedures.

InterCall's Customer Service Department is designed to anticipate and resolve the Customer's concerns involving all areas of InterCall's business, e.g. implementation, reservations, billing, training, bridge/switch technology, and all of the InterCall products.

Information Tickets The Quality Assurance Department processes Information Tickets in the following manner:

- An Information Ticket is written by the operator for anything less than a perfect call and entered into the system.
- A Quality Specialist queries all trouble tickets and contacts every client with an affected call.
- For all major call affecting problems, the Account Manager is notified immediately when an "Information Ticket" is entered into the system.
- Any disconnect problem that is repetitive or call affecting is immediately escalated to the Telecom Department for research and remediation.
- The Quality Assurance Department analyzes all information tickets to look for patterns/causes and implements immediate improvements to eliminate future problems.
- Senior Leadership is notified of any ongoing problems or trends. All major accounts are monitored on a weekly basis for patterns/causes and non-conformities so that controllable circumstances can be resolved.
- The Quality Assurance Director compiles and analyzes reports that are given to the Vice President of Marketing and Strategic Business Development. This report includes service level,

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accuracy, staffing, and hold times for call execution and reservations, as well as quality improvement suggestions for the previous week.

- InterCall maintains strong relationships with phone carriers including 24 x 7 availability and escalation contacts.
- All technical, phone related problems are immediately forwarded to InterCall's phone company, or to the appropriate national long distance provider, where they are resolved.

13. Billing Conversion Plan

InterCall shall transition existing State of Ohio user accounts to the new billing and reporting system set forth in this Agreement. The table provided in Section 12.2, below, sets forth and identifies the existing State organizations utilizing the Services, their respective account numbers, and the Division of Government (Executive, Judicial, Legislative, Appointed) for the organization. InterCall shall transition the existing State of Ohio user accounts to within thirty days of execution of this Agreement.

Identification of Existing State of Ohio User Accounts

Organization Name	Account Number	Division of Government
Ohio Dental Board	287652	Executive
Ohio Department of Alcohol and Drug Addiction	426126	Executive
Ohio Consumer's Counsel	428765	Executive
Ohio Dept of Development	432476	Executive
Ohio Housing Finance Agency	436152	Executive
Ohio Department of Public Safety	448181	Executive
Homeland Security	495046	Executive
Bureau of Motor Vehicles	514897	Executive
Emergency Management Agency	514913	Executive
Emergency Medical Services	514920	Executive
Office of Criminal Justice Services	514935	Executive
Ohio Investigative Unit	514937	Executive
Ohio State Highway Patrol	514944	Executive
Dept of Aging	522379	Executive

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**Appendix A
Feature Descriptions**

WebEx Centers

MEETING CENTER

<u>Feature</u>	<u>Description</u>
Integrated Audio Controls*	Control your Reservationless-Plus audio conference from within the MeetingCenter meeting interface.
Document Sharing	View PowerPoint presentations, documents or graphics without uploading the files to a server MeetingCenter service's unique Vector format allows for high resolution, multi-level zooming and annotation capabilities.
Support for Microsoft® PowerPoint™ Animation and Transitions	Share multiple PowerPoint presentations in a single meeting with support for animation and slide transitions
Multimedia Content Sharing	Play back multimedia objects, including Flash and streaming video and audio, within PowerPoint presentations. Incorporate streaming multimedia from any website into your meeting.
Application Viewing	Show any business-critical desktop application without uploading files to a server. Present any application remotely, enhancing the effectiveness of live demos and team meetings.
Application Sharing and Desktop Collaboration with Remote Control	Share anything on your desktop with an audience member to instantly solve customer support issues, conduct more effective live demos and streamline project meetings
QuickStart Screen	This tool provides one-click access to the most commonly used meeting features like Presenting a Document and Sharing an Application.
File Transfer	Presenters can easily pass documents to participants for download during a meeting.
Polling	Allows presenter to solicit feedback from attendees via online survey responses.
Multipoint Video Integration	Incorporate real-time videoconferencing into your meeting from up to four desktop video cameras.
Record, Edit and Play Back Meetings	Record an entire meeting or any desktop application for later reference, training purposes or demos. Even edit the recorded session in preparation for playback and take ownership of your content. Once saved, participants can view and listen to the archive offline.
Schedule Meeting Wizard	Quickly walk you through the steps of scheduling a meeting.
One-Click Meetings	Instantly start meetings and effortlessly bring decision makers together with just one click.

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Auto Play Presentations	As attendees join the meeting they can view a presentation, which runs automatically or is attendee controlled.
Note Taking Panel	Provides attendees with a window in which to take and save notes for meeting minutes.
PowerPanels™	Customize your meeting view by opening, closing and resizing Participant, Chat, Notes, Video and Polling panels according to the needs of your meeting.
Meeting Transcripts	A transcript of the meeting can be emailed to attendees to ensure timely follow up on important decisions and action items.
Floating Icon Tray	Float your PowerPanels over your meeting screen when in Full Screen view to get access to essential meeting functions and tools. The tray also allows you to seamlessly switch between sharing modes.
Microsoft Office® Integration	Seamlessly share Office documents in a meeting with a single click to increase the convenience of information distribution
Microsoft Outlook® Integration	Leverage leading enterprise workflow applications to streamline the meeting scheduling process.
Add to My Calendar	Create appointments in major calendar applications containing meeting information via a one-click "Add to My Calendar" button
High Performance and Reliability	With servers strategically dispersed at facilities around the globe, the WebEx Interactive Network routes meetings through hubs that deliver reliable, secure, and high-performance services. Presenters conduct multi-unit interactive meetings without latency or interruptions from anywhere in the world.
Security	Support for SSL encryption enables you to securely conduct interactive meetings with even the most confidential information

TRAINING CENTER

Information Sharing	Leverage existing information by sharing multiple documents and demonstrating how to use applications by sharing and annotating on them in real time. Permissions-based remote control lets learners try it themselves.
Hands-On Lab	Optimize existing infrastructure investments by connecting remote learners with remote computers, applications and simulations during a live training session – anytime, anywhere.
Breakout Sessions	Promote active learning by conducting multiple, simultaneous small group, collaborative activities. Trainers can "walk around the room" and see how each group is doing.
QuickStart Screen	Get one-click access to the most commonly used session features like Presenting a Document, Sharing an Application and Sharing Your Desktop

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Multimedia Training Content	Engage your learners with PowerPoint animations and transitions, as well as complex multimedia objects like Flash, 3D objects and streaming media.
Instant Feedback	Gain valuable feedback by visually depicting individual responses to trainers' verbal questions.
Q&A	Boost interaction with a threaded Q&A feature that identifies learner questions and corresponding responses.
Multiple Panelists	Increase training staff productivity by enabling multiple trainers to collaborate on sessions from different locations.
Video Integration	Allow learners to see their trainer during a live session using a web camera
PowerPanels™	Customize your session view by opening, closing and resizing panels used to track attendee activity, respond to questions and review poll results.
Floating Icon Tray	Float your PowerPanels over your content viewer when in Full Screen view to get access to essential session functions and tools. The tray also allows you to seamlessly switch between sharing modes.
Microsoft® Outlook™ Integration	Leverage existing enterprise systems to streamline scheduling processes.
Testing and Grading	Assess comprehension, automatically track individuals' performance and share correct answers within a session. Leverage web-based testing libraries for comprehensive pre- and post-session training.
Polls and Surveys	Measure session effectiveness and gather feedback for future sessions
Registration and Reporting	Simplify session registration and easily track attendance
Record and Playback Record	Live training sessions for reuse and review. Recordings can be streamed within a live session or uploaded for learners to play back at their convenience.
EVENT CENTER SUPPORT	
Virtual Auditorium	Reach large audiences through your browser and avoid venue, travel and hotel expenses. Touch more prospects more often and reduce per-lead costs.
PowerPanels™	Deliver full-screen views for your attendees while you manage events behind the scenes. Use floating panels to track attendee activity, respond to questions presented in chat and review poll results.
In-Session Alerts	Get audio and visual alerts so you can respond to attendee needs when in full-screen view mode.

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Multimedia Content	Present PowerPoint™ presentations complete with animations, transitions, Flash™, 3D objects and streaming video.
Document and Application Sharing	Share documents; demonstrate software and whiteboard ideas in real time
Multiple Panelists	Bring in speakers from different locations on a single event.
Panelists Entrance and Prep Room	Panelists enter the event separately from attendees and can go to a private "practice room" for last-minute rehearsal out of attendees' view.
Q&A and Chat	Increase interaction with a threaded Q&A feature that pairs questions with responses.
Personalized E-mail Templates	Increase attendance by creating attractive HTML or text emails using our templates.
Automated Email Management	Send out invitations, confirmations, reminders and follow-up emails automatically.
Persistent Media Panel	Post speaker photos and biographies or video.
iCalendar Support	Simplify scheduling using Outlook™ and Lotus Notes™ calendar integration.
Polls and Surveys	Measure event effectiveness and gather feedback for future events.
Registration and Reporting	Customize event registration, track answers to qualifying questions then upload the results to CRM systems for fast sales follow-up.
Lead-Source Tracking and Automated Lead Scoring	Identify your highest quality and most cost-effective lead sources.
Record, Edit and Playback	Record events for reuse and review. Post seminar recordings to pull in more leads
Cross-Platform Support	Welcome attendees who are using Windows, Mac, Linux and Solaris operating systems.
SUPPORT CENTER	
Two-way Desktop and Application	View or control a customer's desktop or let a customer view or
Control or View	control your desktop. Customers can selectively share applications to maintain privacy.
File Transfer	Transfer files to and from a customer's system to apply patches and updates during the session or retrieve customer data files for in-depth analysis. No complicated processes – just drag and drop.

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Log onto Customer's Desktop as an Administrator	Sign on to a customer's machine as an administrator to access and install new applications and perform other activities that require administrative privileges.
Session Recording and Editing	Record sessions manually or automatically for archival or training purposes.
Remote Printing	Redirect printouts from a customer's printer to a local printer for offline analysis
Integrated Video	Stream live video to personalize or enhance support.
Scale to Fit	View the customer's desktop without scrolling to speed the support process.
Floating TSR Control Panel	Access all session controls during desktop or application sharing without obstructing the view or switching screens
Call Escalation	Bring subject-matter experts into a session instantly when needed.
Chat	Communicate easily with customers and other TSRs during a session.
Transfer and Conference	Transfer calls or conference in other TSRs or subject-matter experts for faster resolution
System Information	Collect system information with one click. Print and save system information for future reference.
Annotation	Allows both the TSR and the customer to annotate on the screen to better explain and solve issues.
Persistent Reboot	Allow a customer to join the same session even after a reboot.
Firewall Friendly	Work through most firewalls without opening additional ports. SupportCenter operates through standard http and https ports.
Post Session Survey	Survey customers at the end of sessions and use data to improve TSR performance.
Management Reporting	Measure help desk and call center statistics, including number of sessions, session time and session feedback to track and improve performance

MICROSOFT LIVE MEETING

PowerPoint® Presentations	Upload your PowerPoint® presentation before your presentation or present directly from your desktop. In addition, PowerPoint® Presenter tools let you add specialized Conference Place slides to your presentation as you build them.
View Sharing / Application Sharing	Broadcast any visuals, applications, web pages, documents, or software to remote participants in real-time. Audience members will be able to see exactly

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	<p>what you are doing, including all of your mouse movements and keyboard inputs. Present live from your desktop. Show anything on your computer instantly to remote audiences. You can choose to share a portion of your screen to keep your audience focused on the key information, share any application or document, or share your desktop with the audience.</p>
Application / Desktop Sharing and Remote Control	<p>Give control of any application on your system to remote participants.</p> <p>Attendees do not need plug-ins to share, making it quick and easy to collaborate or provide hands-on learning. Remote control allows you to hand control of any document, application, or your desktop to any remote participant. Both you and the participant have full control of that application.</p> <p>Broadcast the presenter's desktop to all participants. Audience members will be able to see exactly what the presenter is doing, including all mouse movements and keyboard inputs.</p>
Snapshots™	<p>Capture any visual on your computer and show it to your audience. Once you've taken a SnapShot, use annotation tools to highlight information quickly and conveniently.</p>
Web Slides	<p>Take your audience to any live web page. Each attendee can click on links, fill out forms, or use interactive media. Add web slides to your presentation quickly and easily just by entering the URL. The preview feature allows you to see the page before you show it to your audience. One click brings attendees back to the main presentation.</p>
Whiteboard	<p>Illustrate an idea or draw a picture for your audience quickly and conveniently. As you draw or type text your audience sees exactly what you are creating in real-time. In a collaborative session, all attendees can be given permission to use the whiteboard to capture ideas. Each attendee has a different colored set of tools to use.</p>
Text Slides	<p>Instantly create interactive text slides to capture agendas, meeting notes, action items, or to track progress of team meeting notes. Text slides can be prepared in advance or created instantly. In a collaborative session, you can give attendees the ability to type into text slides. They are always saved automatically so you can refer to notes, action items, or other important information at any time.</p>
Polling™	<p>Receive instant feedback from your audience with real-time polling. Click the poll button, type a question and list possible answers. The poll will be instantly displayed. Audience votes are tallied dynamically. Display the results as they come in or keep them hidden from audience view. At the end of the session a polling report can show you individual votes. You can also set up the polling slides prior to the live session.</p>
Audience Seating Chart	<p>Audience members can change their seat colors to visually communicate their level of understanding or desired pace without interrupting your session. So you can immediately adjust your delivery in response to audience needs. Plus,</p>

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presenters always know who is in a session and can view the seating chart for large sessions or the "who's here" tab for collaborative sessions.

Real Time Annotation

Draw, highlight and type directly on your slides in real-time in order to focus your audience's attention on the particular point you're discussing. Multiple presenters can work on slides simultaneously and are assigned different annotation colors in order to differentiate each presenter's marks.

Moderated Q&A

Audience members can ask questions and get answers without interrupting the presenter. While one person is presenting, another person or numerous people can serve as moderators and immediately respond to text questions submitted from audience members. Answers can be provided directly to the questioner (private reply) or shared with the entire audience (post to all).

Chat

Presenters can enable the chat feature for attendees at any point in a session. All chat is private between participants. Presenters can also privately chat with each other. In a Web Meeting Place, chat is always available for collaborative sessions.

Self-Service Recording

Record and save a copy of your session with Conference Place Recording. It captures everything in your session, including the live demonstrations, annotations, notes, visuals and even live web slides. Access controls provide open, limited, or secure access to viewing recordings. You can even view reports to see recording trends. All Conference Place recordings are hosted, making it easy for anyone in the world to click on a URL and view the recording.

**Outlook and Lotus Scheduling
and Invites**

Send invitations automatically to remote attendees with Microsoft Outlook®, Lotus Notes®, or your own email application. Attendees can add session information to their calendar with one click. Create recurring meetings or sessions quickly and easily with RapidMeeting

Secure Content and Storage

All slide content is encrypted using 128-bit encryption to protect confidential information during uploading and storage.

**INTERCALL LIVE MEETING
Microsoft® Outlook® Integration**

Send participants invitations from Outlook for easy, one-click access to your meeting.

Reservationless Meeting Room

Host your remote meetings without the hassles of making reservations. All moderators receive their own meeting room that's always open for collaboration.

Joining

Full/Light Versions

Prior to a meeting, participants have the option to join with either the full or light version. The full version gives participants access to all features and

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complete interactivity. The light version is ideal for participants who only need to view content and video, are using Macs, prefer not to install software or have limited bandwidth.

Conducting

Billing Codes

Better manage your budget by assigning specific billing codes to each conference.

**Integration with Reservationless
-Plus® Conferencing**

Let this unique audio feature manage your contact information and automatically call you and all participants when the conference begins, eliminating the need to remember call-in numbers.

Audio Broadcasting

Allow meeting participants to listen to the audio conference using their computer speakers.

Configurable Meeting Interface

Maximize viewing space for sharing documents, applications or whiteboards by selecting **Full Screen**. Select **Force Full Screen** to maximize the viewing area for your participants, optimizing their meeting experience. Drag to resize all viewing panes and tool bars or close and open them with a single click.

Recording

Record your meeting for later playback.

Visual Communication

Document Viewing

Share any document or presentation by converting it into a format that you can easily share and store in your virtual library. Preserve your presentation's slide transitions and animations. Protect your document from participant changes during the meeting.

Application Sharing

Share any application regardless of whether participants have it on their computer. Use moderator controls to give authorized participants the easy option to interact and edit documents on the spot.

Browser Sharing

Share the web pages without allowing participants to surf independently. Pull from your existing bookmarks while keeping them private from your participants.

Whiteboarding

Collaborate and brainstorm within remote meetings using a shared online whiteboard.

Video

Make live, face-to-face contact with other participants using basic web cams. Flexible video options let you follow the current speaker, take the podium or hide your video.

Force Full Screen

Set your participants' view so the document or application you are sharing fits their entire screen.

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Force Zoom/Unzoom Set your participants' view so their screen automatically focuses in on a specific area of the document or application you are sharing and return it to normal view.

Participant Interaction and Management

Chat Send instant messages to an individual or a group without interrupting the meeting.

Polling Gain immediate feedback from participants using polling questions. Choose whether you want to publish results in the meeting and use easy-to-access reports to track responses.

Question and Answer Effectively manage inbound questions. Take questions from the group, answer them or assign them to others to maximize meeting efficiency.

Moderator Controls Manage each participant's access and involvement by defining their permissions. Make meetings as open or secure as you choose with locking, muting and dismissal features.

Participant List Monitor participants' activities during the meeting with a displayed list of who is on the phone and web and customize your view to show details.

Participant Retrieval Start meetings on time by reaching out to participants through on-the-fly email invitations or audio dial-out numbers stored in your Outlook contacts.

Advanced Security

Optional 128-bit Encryption Choose which features to enable for encryption, including Video, Application Sharing and Document Viewing.

Security Passcodes Add an additional layer of security with moderator-created security codes unique to each meeting.

Conference Lock Prevent unauthorized access to your conference and limit disruptions.

Post-meeting Administration

Stored Documents Grant users access to posted documents related to your meeting. Stored Documents has several access options, including password protection, to maximize flexibility and security.

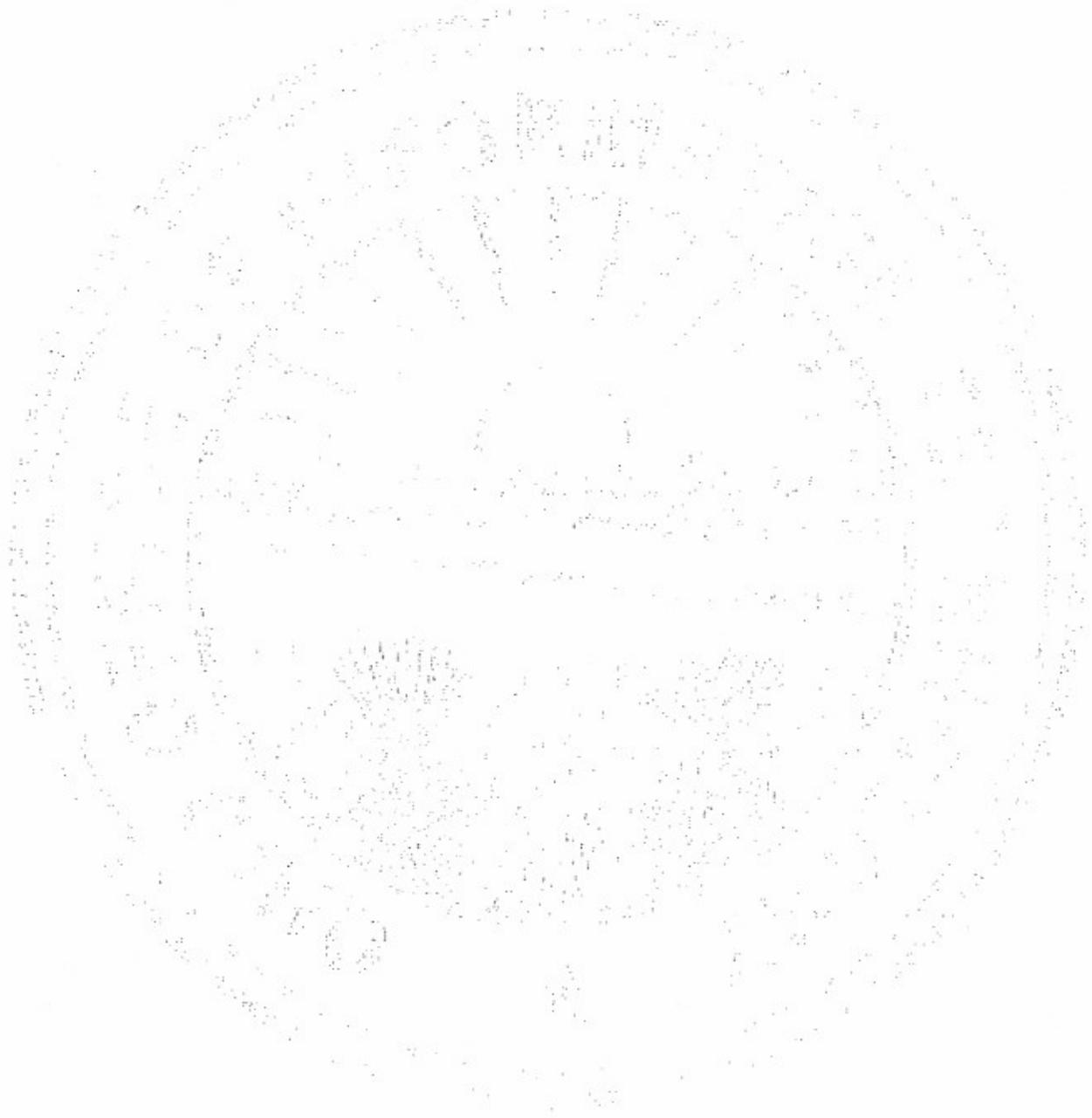
Online Reporting View detailed reports about each meeting you host to see who attended, when and how long they attended and any related chat, question and answer or polling data for easy follow-up. Also access details about conference playback.

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Playback of Recorded Events

After the meeting you can choose who can access recordings, password protect them, email links for playback or download the files to your computer or network. Detailed reports show who has accessed your recorded conference and how long it was viewed.



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**EXHIBIT 1
STANDARD REPORTS**

REPORT NAME	DESCRIPTION
Current Month Conferences	Identifies by account and owner all completed conference calls that have taken place since the last billing cycle. (Updated Daily)
Current Month Usage	Identifies by account by owner by conference all participants that have joined calls since the last bill cycle. (Updated Daily)
Current Month Features	Identifies by account by owner and by conference call all chargeable features since the last monthly billing cycle. (Updated Daily)
Monthly Conferences	Identifies by account and owner all completed conference calls that took place in the last bill cycle. (Updated Monthly)
Prior Month Usage	Identifies by account by owner by conference all participants that joined calls during the last bill cycle. (Updated Monthly)
Monthly Owner Features	Prior month features quantity and charges. (Updated Monthly)
Invoice Totals by Account-Most Recent	Identifies by account all invoice totals for the most recent monthly bill cycle with totals by minute and leg charge, features, debits, credits, late fees and taxes. (Updated Monthly)
Account Invoices YTD	Reports calls, legs, minutes and charges for a rolling thirteen months at the Account level. (Updated Monthly)
Prior Months Invoice Total by Owner	Identifies by leader all estimated monthly totals for the most recent billing cycle. (Updated Monthly)
YTD Invoice Totals by Leader	Reports calls, legs, minutes and charges for a rolling thirteen months at the Individual Owner level. (Updated Monthly)
Account Minutes by Product	Reports a minute breakdown by product at the Account level. (Updated Monthly)
Account Minute Charge by Product	Reports a minute charge breakdown by product at the Account level. (Updated Monthly)
Monthly Minutes by Product	Reports a minute breakdown by product at the individual Owner level. (Updated Monthly)
Monthly Charges by Product	Reports a minute charge breakdown by product at the individual Owner level. (Updated Monthly)
Web Conferencing Usage YTD	Shows web conferencing usage by product at the individual Owner level for the previous thirteen months. (Updated Monthly)
Owner Contact Details	Provides contact information for all Owners set-up in InterCall's CRM system. (Updated Monthly)
Comprehensive Owner Details and History	Identifies all Owners with their contact information and summarized transaction history. (Updated Monthly)
Billing Owners	Reports a list of all Owners that have billed in the last three months. (Updated Monthly)
Implemented but Never Used	Identifies all Owners who are implemented into InterCall's system but have never utilized any of InterCall's conferencing services. (Updated Monthly)
Sixty Day Owners	Report which owners have not made a call in sixty days from the last bill cycle. (Updated Monthly)
Feature Code Description	List descriptions of InterCall's Features and their corresponding codes.
Reservationless-Plus Subscribers **	Lists all Owners who are setup with InterCall's Reservationless-Plus service. (Updated Monthly)