



## NOVO LICENSE STATEMENT OF WORK

THIS STATEMENT OF WORK ("SOW") dated \_\_\_\_\_ (the "Effective Date"), is attached to and made a part of the Master Service Agreement (the "Agreement"), by and between YES NOVO, LLC, a Texas company ("Provider"), and \_\_\_\_\_ ("Client"). All defined terms used herein shall have the meaning ascribed to such terms as set forth in the Agreement unless otherwise defined herein:

The terms and conditions of this Statement of Work include the provisions found at <https://novolicenseterms.yesnovo.com> which are incorporated herein by reference. The online provisions may be updated from time to time, and any such changes will be effective upon the publication of the revised version online. The parties will be notified of any such changes, and it is the responsibility of the parties to review the updated terms and conditions upon notification.

### Definitions

The following definitions shall be used in this Agreement:

- a. **Microsoft New Customer Experience ("NCE")** – Microsoft has launched the New Commerce Experience (NCE) for Cloud Solution Provider (CSP) Subscriptions. With NCE, Microsoft has redesigned the Subscription terms, especially when it comes to Cancellation and offerings along with new restraints referred to as Breadth Economics that deals with license quantity, pricing, and Azure Plan consumption.
- b. **Estimated Retail Price ("ERP")** – Estimated Retail Price represents the estimated market value of the products if a customer were to purchase the products directly from Microsoft.
- c. **Services Provider License Agreement ("SPLA")** – Specific Microsoft licensing program that allows Provider to offer Microsoft software on a monthly subscription basis to Customers. Common Microsoft products covered under SPLA licensing include Windows Server, SQL Server, Remote Desktop Services, etc.
- d. **Perpetual License** – A perpetual license is a one-time purchase license that allows Client to use Microsoft software indefinitely, without recurring subscription fees. This type of license is commonly used for on-premises software and is a traditional licensing model compared to subscription-based services like Microsoft 365.

### Description

This License SOW is being provided in response to RFP 2425-32. Provider is a Microsoft Cloud Solutions Partner (CSP) for Microsoft ("Microsoft") and provides licensing management services to Client for Microsoft products. The Partner will assign the license requested by the Client to the Client's tenant, manage billing and provide support for the license that are assigned.

### Term and Termination

This SOW shall commence on the Effective Date and shall continue until all Client licenses and subscriptions have been terminated ("Term") and all bills have been paid in full.

### License Training Services

If 250K or more in Office 365 license and add-ons are purchased in the first calendar year, then NOVO will provide a onetime one-day hands on workshop with Client's IT staff that will cover each of the solutions that is included with the Office 365 license. The workshop will take place at the Client's office and will include an overview of each of the solution and hands on configuration of each solution.

NOVO will also make available the NOVO university for Client's end user employees. The university includes lessons on how to use SharePoint, Teams and other common Office 365 applications.



## Fee Schedule

Changes to license count assigned to Client will impact associated monthly license counts and totals.

- a. **Microsoft 365 License** – Exhibit A provides a detailed breakdown of licenses, including the discount and pricing for each SKU. The GCC Office 365 and Microsoft 365 Office Suite all include a 10% discount off ERP. Add-on licenses are also included, with a total of 214 SKUs available, of which 206 feature a discount of 10%.
- b. **Microsoft Entra Subscriptions** - Several of the office license and add-ons can utilize Microsoft Entra (Azure) services. Any Entra services that are utilized under NOVO's Entra subscriptions that are assigned to Clients GCC tenant will receive a 2% discount off ERP. NOVO will also assign one GCC Azure subscription to the Client's tenant and additional tenants can be requested.

## Payment Terms

Payment(s) for all License under this SOW shall be Net 30.

**IN WITNESS WHEREOF**, the parties hereto have caused this Agreement to be executed by their respective duly authorized representatives as of the date first written above.

PROVIDER:

CLIENT:

**YES NOVO, LLC**

BY: \_\_\_\_\_

BY: \_\_\_\_\_

Name: Phillip Knight

Name: \_\_\_\_\_

(Print Name)

Title: Principal

Title: \_\_\_\_\_

Date: March 3rd, 2025

Date: \_\_\_\_\_

Subscribed and sworn before me  
this 3rd day of March, 2025

Notary Public

