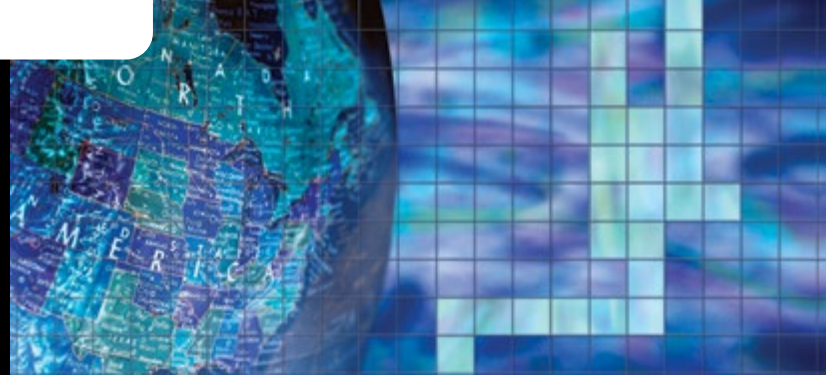


# ICN™ Directory of Services



## C o n t e n t s



Drawer 2970 • Winter Park, Florida 32790-2970 USA  
Telephone +1.407.740.0700 • DoBetterDeals.com

# An ICN Overview

## Your Benefits

Whether the buck stops at your desk or you're only part of the process, everyone involved in technology procurements will benefit from learning to Do Better Deals™ the ICN way. Join technology executives, financial officers, attorneys, purchasing management, contract negotiators, administrators, government officials and users who have implemented ICN's proven methodologies.

## Broad Scope of Experience

More than 300 of the Fortune 500 companies are ICN clients. The list of companies relying on our expertise reads like a who's who of premier organizations—Ashland, Johnson & Johnson, Owens Corning, Progress Energy, Publix, Southern Co., and State Farm, to name just a few. Of course, hundreds of smaller companies and numerous government entities also derive great value from our services.

## International Experience

For more than three decades, ICN has provided training internationally. We share our wisdom with companies and governments in countries around the world, including England, Canada, Australia, New Zealand, Hong Kong, Scotland, Malaysia and Singapore. Many ICN Clients use teleconferencing for national and international training.

## An Integrated Solution

ICN is strategically positioned to offer its clients a full, multifaceted solution. Singly or in combination, our offerings are designed to ensure that you, the customer, have the information and know-how to negotiate a fair deal every time you deal—one that guarantees your rights while establishing clear standards for the vendor.

Depending on your company's particular needs, you may choose to implement onsite training and executive



briefings. Or, you may opt to send one or more of your people to a public seminar or conference.

Consulting, an integral part of ICN's core business, can be an ideal solution at any given time. Our consulting services range from deal-specific to general procurement assistance. We deliver whatever you need—from knowledge and training to RFPs and User Form Contracts.

ICN also sponsors Caucus, an association dedicated to the art and science of negotiations and procurement. Comprised primarily of U.S. members, Caucus encompasses a growing number of international participants.

## Onsite Training

ICN's customized, onsite training allows you to educate and train your procurement team to do better deals, thereby minimizing costs and maximizing protection while ensuring flexibility. There are a number of advantages to onsite training:

- Customization. Choose the modules that fit your specific needs and environment.

- Convenience. Train on your schedule, in your location.
- Economy. Save time and dollars with no plane tickets, hotels or travel time.
- Synergy. Develop cooperation and camaraderie through shared learning.

## Executive Briefing

Based on more than 50 years of experience, we know that the greatest procurement successes are achieved when supported by senior management. ICN's customized Executive Briefing is an overview of and orientation to the unique challenges of technology acquisition. The briefing is designed for senior and midlevel management and focuses on their integral roles in the acquisition process. It also details the importance of a formal procurement procedure—ICN's Managed Acquisition Process™ (MAP™)—in supporting an organization's overall business objectives.

## Public Seminars and Conferences

For more than 30 years, ICN has been presenting public seminars across the country and around the globe. Focused on the art and science of doing better deals, ICN's current offerings include

Negotiations, High Tech Procurement, Total Vendor Management, Software and RFP Lab. In addition ICN presents the annual Technology Procurement and Caucus conferences in the Spring and Fall, respectively.

## Consulting

Our staff of experienced professionals is available to guide you through all phases of your technology acquisitions, ensuring that you consistently do successful deals. We offer a broad spectrum of consulting services, from specific to general procurement support. We'll represent you at the bargaining table or coach you for the event. ICN also offers a variety of specialized services.

The **Managed Acquisition Process™**, or MAP™, is ICN's highly acclaimed approach to negotiation and procurement. The MAP is a strategy and a discipline that ensures you get the best deal possible, every time you deal. Today, the MAP is acknowledged as an industry standard and has been implemented into the corporate culture of numerous organizations.

A **Review, Audit and Analysis** of your key documents, such as Requests for Information (RFIs), Requests for Proposal (RFPs), Statements of Work (SOWs) and contracts can save you costly missteps. ICN consultants bring years of professional experience and objectivity to this process.

Our **Virtual Resource** capability is a valuable asset, especially in a challenging financial and business environment. We can supplement and complement your own negotiating team with ICN's knowledgeable professionals. The specific skills you require, for whatever time needed, are sure to exist within our multidisciplinary team of specialists.

The **Deal Repository** is another important tool in our consulting. It is the powerful distillation of over thirty years of contract negotiation experience. Our repository contains contract checklists, RFP templates, sample contracts, position papers and other documentation.



It's an ideal source for identifying and utilizing *best practices* in technology deal making.

## A View from the Courtroom

First called upon in 1978 in the Schaefer Brewing vs. EDS proceedings, ICN can claim longer and more extensive expert witness experience than any of its competitors. We help clients resolve disputes with vendors, participate in mediation and arbitration, and testify in state and federal courts across the country. This experience gives ICN an up-to-the-minute and unique perspective on industry trends and on how well-intended transactions go awry.

## Top-Rated Instructors and Consultants

Our instructors and consultants are practicing professionals who work in the field and share their practical, first-hand experience. Some are former vendor lawyers or salespeople with invaluable

tips and information to help you do smarter and safer deals. They all face vendors at the bargaining table and help clients build negotiating teams. Because they are involved in actual transactions on a daily basis, what they share is current, tried and proven.

## Summary

ICN has the experience and know-how to provide your company with the best possible technology procurement information and support. You can expect ICN's full commitment and support in training your employees in the principles and strategies of technology deals. Prudent business practices are a key to survival and success these days. When you work with ICN, we'll share our experience, powerful tools and proven direction. You'll be prepared to do better deals, every time you deal.

# Onsite Training

*Your location, your people, your needs*



**Do you leave money on the table?**

**Do you get what you're paying for?**

**Do deals come back to haunt you?**

You can absolutely benefit from ICN's onsite seminars. Our experience, powerful tools and proven methodologies will help you Do Better Deals™.

ICN's training and support will enable your people to manage deals for maximum benefit. Select one or more of our seminars, or we'll work with you to develop a customized agenda that satisfies your organization's needs.

## Benefits

- **Convenience**—you set the schedule for the training and the location.
- **Economy**—by bringing the training in-house, you save time and money—no plane tickets, hotels or lost travel time.
- **Team building**—training your personnel simultaneously develops the cooperation and camaraderie that result from a shared learning experience.
- **Productivity**—employees who receive ongoing training are more productive and more loyal.
- **Synergy**—onsite training provides a common ground for coworkers to stimulate ideas and discussions.
- **Customization**—the training provided will be tailored to your specific needs and environment; your nomenclature can be incorporated into the materials so that your standards are reinforced.
- **Uniformity**—your personnel will hear the same material at the same time, providing a common message throughout the teams.

*Everyone involved in doing deals can benefit—including management.*

# Cloud Contracting

Demystifying the Fog



This ICN course targets the contract negotiating side of the new and rapidly evolving world of Cloud computing. The course identifies potential Cloud-contracting problems and sets forth a process to help the IT sourcing professional and his/her internal clients (users, IT, project managers, business managers, executive sponsors, and so forth) prepare and conduct effective negotiations to enable the customer to get better deals and better contracts among the Clouds.

## Who should attend?

This seminar is a must-attend learning event for anyone implementing, planning or considering adopting a cloud computing solution, including:

- IT Professionals
- Business Managers
- Procurement and Sourcing Professionals
- Other professionals: Lawyers, Auditors, Risk Managers and Accountants

## Benefits

- What is Cloud Computing?
- Learn the benefits and risks of Cloud Services
- Get the factors essential to the paradigm shift presented by Cloud Computing
- Prepare yourself to acquire Cloud Services
- Analyze/evaluate Cloud Services options
- Mitigate Cloud Service risks

## Content partial outline

Workshop Length - 12 Classroom Hours

### Level setting

1. Cloud computing—yesterday, today, and tomorrow
2. Types of Clouds
3. Types of Cloud-services
4. Impact of domestic/global cloud computing
5. What cloud computing is not

### Business case for clouds

1. Cost of entry
2. Start up time and entry speed
3. Cost of ongoing operations
4. Scalability of service
5. Buying only needed amount
6. IT department size
7. Level of IT expertise required

### Lost in the clouds

1. Gimmicks and Gotchas galore
2. Service failures
3. Data breaches
4. Hidden costs
5. No or little customer control
6. One-flavor-for-all customers
7. Pricing models
8. Regulatory compliance nightmares
9. Dumbing down your company expertise
10. Service provider leverage—are the “hooks in deep?”
11. Escaping—how and at what price?
12. Others

### Solution Overview: Lifting the Fog

#### Cloud-contracting Process

1. Find and engage Cloud-service stakeholders
  - a. Cloud-contracting Advisory Team
  - b. Cloud-contracting Table Tea
2. Collect and prioritize Cloud-service objectives
  - a. Results vs resources in Cloud deals
  - b. Gather Cloud-service objectives
  - c. Assess objective-related risks
  - d. Rate & prioritize cloud-service objectives
3. Address identified Cloud-service risks
4. Design cloud-service levels
5. Secure cloud-stake-holder approvals
6. Develop cloud contracting documents
  - a. Cloud-specific contract issues
  - b. Other Cloud-related contract issues
  - c. Katz and other critters
  - d. Hidden “Gotchas” in Provider cloud contracts
7. RFP the cloud and its alternatives
8. Evaluate cloud-service proposals and alternates

9. Negotiate the silver linings
  - a. Create negotiation strategies for Cloud contracting
  - b. Develop negotiation leverage for Cloud contracting
  - c. Overcome Cloud-provider plays
10. Manage your cloud services
  - a. Implementation projects
  - b. Contract enforcement
  - c. Provider-customer relationship management

### Cloud survival guide—Identify and address cloud specific risks

1. Secure your data at ALL costs
2. Protect your IP rights
3. Design for technical cloud-service failure
4. Contract for cloud-service failure
5. Have a clear cloud-contracting philosophy
6. Use competition among cloud-providers
7. Use competition between clouds and non-cloud alternatives
8. Have a clearly defined, planned, and executable exit strategy
9. Contract for cloud-results not just resources
10. Manage your cloud services
11. Enforce your Cloud contract
12. Manage your Cloud-Provider relationships

# Fundamentals of Technology Licensing



## Overview

Licensing is a fundamental component of technology procurement. In this highly-interactive workshop, you'll explore the key issues associated with licensing software, cloud, data and other emerging technologies with an eye toward mitigating risk and maximizing savings for your organization.

## How You'll Benefit

- Understand how technology is commercialized through licensing
- Effectively negotiate license grants to secure the rights you need
- Maximize savings by understanding current industry trends

## Who Should Attend

Procurement professional involved in the sourcing, contracting, or managing of technology suppliers, in all industries.  
**in conjunction with the seminar**

## Content partial outline

Length: 5 Hours

### 1. How Technology is Protected

- Copyright
- Patent
- Trade Secret

### 2. How Technology is Commercialized

- Licensing
- Maintenance

### 3. Software

- Licensing Models
- Maintenance and Support
- Industry Trends
- Tips and Tactics for Success

### 4. Software Development

- Background Intellectual Property
- Custom Development
- Industry Trends
- Tip and Tactics for Success

### 5. Cloud Services

- Types of Cloud Services
- Data Protection
- Industry Trends
- Tips and Tactics for Success

### 6. Data

- The Value of Data
- Data as Intellectual Property
- Industry Trends
- Tips and Tactics for Success

### 7. Hybrid Technologies

- Appliances
- Other Technologies
- Industry Trends
- Tips and Tactics for Success

### 8. Best Practices

- Sourcing
- Contracting
- Vendor Management



# Do Better Deals Workshop

*Are You Begging  
or Negotiating?*



Designed to help you maximize your leverage throughout the procurement process, this workshop has helped large and small companies, governments, and organizations of all sizes save billions of dollars during the past thirty years. By focusing on best practices in a variety of areas (RFIs, RFPs, contract drafting, negotiations, contract management, and vendor management), you can begin improving your deals, increasing vendor performance, and reducing costs.

The procurement of goods and services is not an isolated event—it's a process—and to do it well requires teamwork. Every stage of the process involves an opportunity for you to strengthen or weaken your bargaining position with your vendors. Whether you are directly or indirectly involved in the sourcing and procurement of goods and services, this class will help you get the most out of your vendors—no matter what type of deal you're doing.

## After attending this workshop, you'll be better prepared to:

- Identify and counter vendor ploys
- Use RFPs to negotiate with power
- Maintain leverage throughout your negotiations
- Utilize sourcing/procurement best practices
- Increase vendor accountability
- Maximize your contractual protections
- Develop advantageous relationships with your key suppliers
- Prioritize deal objectives

## Workshop Outline

Workshop Length - 12 Classroom Hours

### Your Challenge

**Customer Environment—Eight** issues to address, including:

1. Low aspirations
2. Sense of urgency
3. Lack of executive support

**Vendor Environment—Seven** considerations, including:

1. Highly trained
2. Very motivated
3. Team advantage

### Relationship Dynamics

1. Customer objectives
2. Vendor objectives

### The Solution—The Managed Acquisition Process

#### 1. Form Team

- a. Why?—**Seven** reasons, including:
  - Gains power
  - Reduces second guessing
- b. Who?—Just the people impacted, including representatives from:
  - Finance
  - End users
  - Legal/contracts

- Senior management
- Sourcing/procurement
- Product/service expertise
- Operational management
- Others impacted by the deal

#### c. Structure

- Two-tiered
  - Advisory Team
  - Table Team
- Team size
- Roles
- Responsibilities

#### 2. Assess Baseline/Marketplace

##### a. Assess Baseline

- Type of project
  - Something new
  - Modifications required
- Documented successes
- Areas for improvement
- Concerns
- Financial information
- Business relationships
- Internal expertise

##### b. Assess Marketplace

- Conduct external assessment
- Issue request for information
  - Benefits
  - Four main sections
- Conduct additional research—Six key ways, including:

- User groups
- Research firms
- Evaluate research

#### 3. Decide: Results or Resources

##### a. Contracting for Resources

- Vendor responsibilities
- Customer responsibilities

##### b. Contracting for Results

- Key concepts
- Vendor responsibilities
- Customer responsibilities
- Management tools

#### 4. Collect/Prioritize Objectives

##### a. Collect Objectives

- Who?
- What?
- Benefits—Five key reasons, including:
  - Improve contractual protections
  - Refine project scope and improve focus

##### b. Prioritize Objectives

- Who?
- Why?
- Benefits—Six advantages, including:
  - Decide without pressure
  - Establish decision model
- How?

- Rate individually
- Rank as a team

## 5. Prepare Position Paper

- a. Why?—Four primary benefits, including:
  - Gain authority
  - Use as game plan
- b. Sample Topics—Eight major categories, including:
  - Negotiation considerations
  - Potential vendors' strengths and weaknesses

## 6. Gain Management Approval

- a. Why?
- b. How?

## 7. Develop Contract/RFP

- a. Develop Contract
  - Benefits—Seven advantages to using your contract, including:
    - Improve quality
    - Qualify vendors
  - Objectives—Six major goals, including:
    - Fit the transaction
    - Facilitate monitoring and enforcement
  - Enforceability—Converting “vendorspeak” into meaningful language
  - Contract hierarchy
    - Philosophy
    - Concepts
    - Details
- b. Develop Request for Proposal
  - Functions
  - Benefits—Ten advantages, including:
    - Results in better specifications
    - Proposals are more specific
  - Objectives—Seven important goals, including:
    - Increase control
    - Maximize competition
  - Content—Six sections, including:
    - General procedures
    - Your contract

## 8. Conduct Bidders' Conference

- a. What?
- b. Who?
  - Customer personnel
  - Representatives from all of the potential vendors

- b. Why?—**Eleven** advantages, including:
  - Increases competitive proposals
  - Offers additional clarifying opportunities

Reduces incumbent's overconfidence
- c. Logistics—**Thirteen** considerations, including:
  - Meeting room size and layout
  - Review and manage the agenda
  - Coordinate arrival of the vendors

## 9. Evaluate Potential Vendors

- a. Who?
  - Options
  - Considerations
- b. What?—**Three** critical concepts
- c. How?
  - Selecting a methodology
  - Team orientation and tasks
  - Seven primary steps

## 10. Conduct Competitive Negotiations

- a. Overview
  - Multiple vendors in the zone
  - Power shifts over time
- b. Top-down negotiations
- c. Guiding principles—**Twelve** thoughts, including:
  - Negotiate only when you are prepared
  - Don't rely on verbal promises or assurances
  - Competition is your strongest negotiation ally
- d. Preparation
  - Negotiation roles—**Seven** key roles, including
    - Observer
    - Emissary
  - Identifying and maintaining power
  - Developing the negotiation agenda
  - Conducting negotiation simulations
  - Meeting prior to negotiations
- e. Ploys and tactics
  - Identifying vendor ploys
  - Neutralizing vendor ploys
  - Utilizing tactics

- f. Negotiating—**Twelve** factors for success, including:
  - Strategy implementation
  - Asking questions
  - Linking concessions

## 11. Select Vendor(s)

- a. Select one or more vendors
- b. Execute the contract(s)
- c. Notify non-selected vendor(s)

## 12. Manage Contract/Vendor

- a. Manage Contract
  - Why?—**Six** critical reasons, including:
    - To ensure compliance
    - To enforce our rights
  - Who?
    - Options
    - Key personnel traits
  - How?—**Ten** important concepts, including:
    - Contract management tools
    - Rolling stoppel
- b. Manage Vendor
  - Why?—**Six** benefits, including:
    - Gain flexibility
    - Improve relationships
  - Who?
    - Options
    - Factors for success
  - How?
    - Define roles
    - Assign duties
    - Select vendors
  - Tasks—**Ten** key concepts, including
    - Conduct status meetings
    - Develop improvement plans

### Keys to Success

#### Thirteen critical factors, including:

1. Information
2. Attitude
3. Alternatives

### The Truths of Contracting

#### Ten important principles to remember, including:

1. If it's not in the contract, it's not in the deal.
2. Contract and relationship management are critical.
3. It is NOT a relationship of trust; it is NOT a partnership.





In recent years, software deals have grown even more complicated and difficult to both understand and manage. This is where ICN steps in. We deliver the latest information you need to know about software issues, contracts and negotiations. This workshop is presented by highly skilled instructors with years of hands-on experience, so you get valuable insights and tips you can put to use immediately. What you learn at this workshop translates directly into greater protection and more flexibility in every agreement you negotiate.

### Benefits

- Understand current market trends
- Learn negotiating tactics you can use
- Learn and understand remedies to use for noncompliance
- Avoid litigation
- Save your assets
- Learn keys to success in development contracts
- Obtain meaningful warranties and remedies

### Workshop Topics

Workshop Length - 12 Classroom Hours

#### Your Challenge

##### Customer Environment

1. Less experience
2. Urgency
3. Less incentive
4. Relationship
5. Tradition
6. Bad process/no process
7. Wired deals
8. A "solution" is acquired
9. Renegade decision makers
10. Standardized on one vendor
11. Don't understand how software is protected

##### Our Worthy Opponent

1. Full-time
2. Highly trained
3. Information advantage
4. Very motivated
5. Team advantage
6. Superior product knowledge
7. Changing pricing and usage models

##### Relationship Dynamics

1. Customer objectives
2. Vendor objectives

#### Risk Allocation

1. Customer
2. Vendor

#### Defective Process—What's Wrong?

1. Evaluation
2. Selection
3. Negotiations

#### The Solution—The Managed Acquisition Process

1. Form team
2. Establish decision criteria
3. Determine relationship architecture
4. Gain management approval
5. Develop contract
6. Issue request for proposal
7. Conduct bidders' conference
8. Evaluate potential vendors
9. Implement the Zone of Consideration
10. Manage the contract

#### How Software Is Protected

1. The four key types of intellectual property law
  - a. Copyrights
    - What they protect
    - Protection requirements

- When protection attaches
- Protection duration
- Copyright holder's rights
- Other information
  - Assignments
  - Berne Convention
  - First Sale Doctrine
  - Work made for hire

#### b. Patents

- What they protect
- Protection requirements
- Patent holder's rights
- Types of patents
- Protection duration
- Other information
  - Assignments
  - Paris Convention
  - First Sale Doctrine
  - No independent creation

#### c. Trade secrets

- Definition
- Examples
- Protection requirements
- Protection duration
- When protection attaches

#### d. Trademarks

- Definition
- What they protect
- Types

#### 2. Summary

## Key Licensing Ingredients

1. Introduction
  - a. Identify the context of the negotiation
  - b. Contracting principles
2. Issue spotting and negotiation strategies
  - a. Parties to the contract
    - Who is the licensor?
    - How is licensee defined?
  - b. Grant of license
    - Do defined terms limit use?
    - Other common restrictions
  - c. Payment terms
    - Pay for performance
    - Acceptance tests
    - Aggregate purchases
  - d. Warranty
    - Do UCC warranties matter?
    - What warranties should be included?
  - e. Documentation
    - Defining your rights to use/modify
    - Is the vendor obligated to update?
  - f. Training
    - Included?
    - Hidden charges
    - Scheduling
  - g. Maintenance
    - Mandatory?
    - What is included/excluded?
    - Has the licensor subcontracted?
    - Methods of delivery
    - Levels (Silver, Gold, Platinum)
    - Caps on increases
  - h. Indemnification
    - Distinguish among
      - Indemnify
      - Defend
      - Hold harmless

- Who is protected?
- What is excluded?
- Specific to intellectual property
- Which versions of the software are covered?
- i. Assignment
  - Consent required?
  - What are each party's interests?
- j. Source code escrow
  - Limitations
  - Usefulness
  - Rights
  - Under seal agreement
- k. Termination
  - Who can?
  - When?
- l. Limitation of liability
  - Carve-outs
  - Reasonableness of the limit
- m. Confidentiality
  - What should be protected?
  - Reasonable duration
  - What should be disclosed?

## Software Development

1. Why have software developed?—**Five reasons, including:**
  - a. Want ownership
  - b. Don't have expertise in-house
2. What does software development encompass?
  - a. New software
  - b. Customization of your software
  - c. Customization of the vendor's software
3. Decide results or resources deal
  - a. Determining responsibility
    - For the outcomes
    - For the project management

4. Other important issues—**Fourteen key considerations, including:**
  - a. Payment triggers
  - b. Acceptance testing
  - c. Infringement protection
  - d. Remedies

## Pricing Models and Strategies

1. Pricing models
  - a. Power
  - b. Value
  - c. Production
  - d. Device/site
  - e. Duration of license
  - f. Volume of purchases
  - g. Number of users/devices
  - h. Other emerging models
2. Strategies
  - a. Bundled pricing
  - b. Long-term commitments
  - c. Control of price increases
  - d. Defining terms
  - e. Forced upgrades
  - f. Archaic pricing structures
  - g. Other common vendor plays

## Avoiding Litigation

1. Reviewing rights
2. Understanding applicable laws such as UCITA
3. Defining terms appropriately
4. Determining scope of use
5. Identifying potential users
6. Recognizing hidden pitfalls
7. Establishing audit provision limitations

Learn truth from the trenches  
from industry pros

# NEGOTIATIONS™

## Power • Process • Principles



This course is great for anyone involved in negotiating anything—from trade agreements, labor settlements and acquisitions to mergers, real estate transactions and corporate/government procurement. Close large sales or improve any deal in which you need to protect your interests. You'll discover how to increase your negotiating power and learn principles that are used by experienced negotiators. Most important, you'll understand a process that allows you to accomplish your objectives and ensures your success.

### Workshop Outline

Workshop Length - 12 Classroom Hours

#### Why Negotiate?

- Procure items
- Solve a problem
- Follow a directive
- Create innovation
- Combat competition
- Close a sale
- Renew a contract
- Seize an opportunity
- Improve performance

#### Our Challenges

- We avoid conflict
- We lack experience
- We give too much information
- We have fragmented position
- We don't know what's possible
- We make mistakes
- We are unprepared
- We don't allow enough time
- We lack training, experience, skills
- We don't have negotiating power
- We don't use a negotiation process
- We don't know proven principles

#### Overview of Solution

##### Power

1. Comes from a variety of sources
2. Can be gained, lost or given away
3. Affects attitude, behavior and outcomes
4. The essential important factor

##### Process

1. Effective negotiation is a process, not an event
2. Use in whole or in part
3. It's about project management
4. Provides focus, direction, discipline, consensus and consistency

##### Principles

1. Best practices
2. Collective wisdom
3. Practical, proven do's and don'ts
4. From painful learning experiences

##### Negotiating Power

###### Sources

1. Control—**Seven** components to manage, including:
  - a. Contract
  - b. Emotions
  - c. Agenda
2. Alternatives
3. Authority—**Gain four** ways
4. Information—**Six** critical points, including:
  - a. Information is power
  - b. Talking = giving information
  - c. Listening = receiving information
5. The deal itself
6. Opponent—**Gain four** different ways
7. Interpersonal

###### Maintaining—**Seven** initiatives to keep power, including:

1. Don't eliminate source of power
2. Don't expose needs
3. Counter opponent's ploys

##### Process

###### Step 1: Organize

1. Establish team
  - a. Members
  - b. Structure
  - c. Roles—**Seven** pre-defined responsibilities, including:
    - Emissary
    - Observer
    - Good cop

2. Develop scope
3. Identify resources
4. Collect/prioritize objectives
  - a. Types of objectives—**Ten** important perspectives, including:
    - Results
    - Functional
    - Contractual
  - b. Sources of objectives—**Eight** areas to survey, including:
    - Executives
    - Stakeholders
    - Team members
  - c. Prioritize objectives
5. Establish/review governance criteria
  - a. Policies
  - b. Standards
  - c. Procedures
  - d. Form documents

###### Step 2: Prepare

1. Schedule
  - a. Deal completion
  - b. Key milestones—**Five** components to consider
  - c. Critical path
2. Information gathering
  - a. Internal analysis—**Five** things we must determine
  - b. Industry analysis
  - c. Analysis of opponent—**Ten** important issues, including:
    - Deal impact on them
    - Their objectives, interests and limitations
    - Questions they will ask
3. Strategy
  - a. Examples of strategies
  - b. Strategy selection—**How** to evaluate them

4. Finalize Negotiation Plan
  - a. Conduct risk analysis
  - b. Set expectations within the team
  - c. Develop alternatives to a negotiated deal
  - d. Document Negotiation Plan
5. Run simulation(s)
  - a. Conduct simulation
  - b. Review/audit the simulation
  - c. Modify strategies and Negotiation Plan
6. Obtain authority
  - a. Team members
  - b. Senior management
7. Meeting logistics
  - a. Site
    - Ours
    - Theirs
    - Neutral
  - b. Environmental factors—**Eight factors to consider, including:**
    - Seating
    - Meeting room
    - Seating arrangements
  - c. Human factors
    - Travel
    - Food
    - Fatigue
    - Time
  - d. Attendees
8. Develop agenda
  - a. Advantages
  - b. Disadvantage
  - c. Top down negotiations
9. Review table team protocol—**Seven rules to follow, including:**
  - a. Maintain self control
  - b. One person speaks at a time
  - c. Don't hesitate to call a caucus
10. Review negotiating styles
  - a. Geared to
    - Situation
    - Personalities
  - b. Objective is to communicate our ideas most effectively
  - c. Elements of negotiating style

### Step 3: Execute

1. Meeting management
  - a. Team member introductions
  - b. Agenda
2. Communication—**Six critical issues to understand, including:**
  - a. Questioning—**Six types of questions**
  - b. Listening
    - Benefits of listening
    - Active listening
    - Barriers to listening
  - c. Body language lab—*Demonstrations and exercise*
3. Maslow's hierarchy of needs
  - a. Pyramid
  - b. Examples
  - c. Negotiations applications
4. Dealing with deadlocks and impasses—**Fifteen ways to resolve, including:**
  - a. Brainstorm
  - b. Write issue on board
  - c. Depersonalize the issue
  - d. Create a problem solving team
  - e. Sit on the same side of the table
5. Ploys, strategies and tactics
  - a. How to counter ploys
  - b. List of strategies and tactics—**Fifteen approaches to gain advantage, including:**
    - Zone of consideration
    - Salami
    - Surprise
    - Quiet as a tomb
6. Closing/documenting
  - a. Statements and questions—**Eight most effective comments**
  - b. Document
  - c. Update agreement and Negotiation Plan
  - d. Notify senior management
  - e. Gain agreement—**Four steps**

### Step 4: Manage

1. No ongoing relationship
2. Ongoing relationship
  - a. Monitor project plan—**Five step sub-process**
  - b. Manage the agreement
    - Elements to manage—**Six key components**
    - Determine who will manage—**Six functional possibilities**
    - Brief those who will manage
    - Monitor compliance
    - Document
      - Compliance
      - Noncompliance
    - Take action
  - c. Manage the relationship
    - Determine level of management required
    - Identify who will manage
    - Decide what will be managed
    - Monitor managed items
    - Report on managed items
    - Improve relationship

### Principles

**Never—Fifteen things absolutely not to do, including:**

1. Divulge our budget
2. Reveal our schedule
3. Say their price or terms are reasonable
4. Let them know they're the only option or our favorite
5. Eliminate alternatives until negotiations are completed

**Remember—Twenty-three critical truths we need to know, including:**

1. Information is power
2. A good deal is about more than just the money
3. If it's not in the contract, it's not part of the deal

### Summary

# Total Vendor Management *Getting What You Pay For*



Tired of worrying about your vendors' performance? Concerned about contractual disagreements and products/services that don't measure up to standards? This workshop will show you how to control your vendors, thereby ensuring that you get what you pay for. You'll learn techniques to establish and maintain a meaningful working relationship with your key vendors. And you'll discover how to create and utilize leverage that ensures vendor performance.

## Benefits

- Identify which vendors to manage
- Enhance relationships with vendors
- Reduce the risk of vendor nonperformance
- Learn to use Key Performance Indicators (KPIs)
- Find out how to implement an effective vendor management system

## Workshop Outline

Workshop Length - 12 Classroom Hours

### The Problem

#### Customer Environment

1. Less Experience
2. Sense of Urgency
3. Lack of Incentives
4. Internal Politics
5. Relationships
6. Processes Not Enforced
7. Lost Business Opportunities
8. Bad Contracts/No Contracts
9. Lack of Time and Resources

#### Vendor Environment

1. Full Time
2. Highly Trained
3. Very Motivated
4. Information Advantage
5. Team Advantage
6. Strong Relationships
7. Superior Product and Service Knowledge

#### Relationship Dynamics

1. Customer Objectives
2. Vendor Objectives

### The Solution

#### Total Vendor Management

1. Governance
2. Relationship Management
3. Managed Acquisitions

#### The Benefits

1. Reduce Risk
2. Gain Flexibility
3. Resolve Problems Early
4. Save Bottom-Line Dollars
5. Improve Vendor Performance
6. Gain Efficiencies
7. Achieve Strategic Goals
8. Obtain Competitive Advantages
9. Understand and Control Spending
10. Get What You Pay For

#### Total Vendor Management

##### Governance

1. Form Team
  - a. Why?
  - b. Who?
  - c. Structure
  - d. Responsibilities
2. Conduct Evaluation
  - a. Identify standards
    - Policies—**Five areas for improvement, including:**
      - Onsite vendors
      - Ethical behavior
    - Procedures—**Four key topics, including:**
      - Change control

- Incident escalation

- Documents—**Six categories of templates, including:**
  - Deficiency letters
  - Relationship agreement

- b. Conduct assessments
- c. Determine compliance
  - Customer
  - Vendor

3. Improve Position
  - a. Identify best practices
  - b. Conduct gap analysis
  - c. Strive for best practices
    - Create new standards
    - Revise existing standards
  - d. Obtain management approval

#### 4. Implement Standards

- a. Conduct internal training—  
an effective six-step process
- b. Notify vendors—**Six key components**

#### 5. Monitor Compliance

- a. Vendors'
- b. Customer's
- c. Document results
  - Compliance
  - Noncompliance
- d. Enforce rights and implement remedies

## Relationship Management

1. Four Competencies
  - a. Form a Team
  - b. Executive Sponsorship
  - c. Classification
  - d. Measurement
1. Form Team
  - a. Why?
  - b. Who?
  - c. Structure
  - d. Responsibilities
2. Classify Vendors
  - a. What?
    - Determine vendors' impact
  - b. Why?
    - Which vendors require management?
    - Allocate customer resources effectively
  - c. How?
    - One-dimensional
    - Two-dimensional
    - Multidimensional
3. Improve Relationships
  - a. Assess current status—**Five things we must do, including:**
    - Outline contractual commitments
    - Conduct satisfaction survey
    - Identify areas for improvements
  - b. Determine future needs
    - This vendor
    - This category of vendor
  - c. Identify relationship desired
    - Operational
    - Business
    - Strategic
  - d. Evaluate leverage
  - e. Create plan
  - f. Implement plan
4. Develop KPIs
  - a. What are they?
  - b. How are they used?—**Six major ways, including:**
    - Eliminate/reduce excuses
    - Grade and compare vendors
  - c. Create KPI index model—**Five short steps**
5. Assign VRMs
  - a. VRM roles and responsibilities—**Eight significant items, including:**
    - Develops relationships at highest levels
    - Informs vendor of its performance
    - Conducts periodic stewardship meetings
  - b. VRM attributes—**Nine critical attributes, including:**
    - Analytical
    - Diplomatic
    - Familiar with vendors' industry
  - c. VRM key relationships
    - Internal
    - External
  - d. Success criteria—**Six key factors, including:**
    - Proven management skills
    - Experience-based assignments
  - e. Stewardship meetings—**Seven components to consider, including:**
    - Purpose
    - Frequency
    - Suggested agenda
6. Monitor Relationships
  - a. Establish monitoring infrastructure
  - b. Assign responsibilities
    - KPIs
    - Governance
    - Reclassification
    - Contract management
  - c. Audit improvement plan results
  - d. Ensure vendor accountability
  - e. Relationship breakdowns—**Seven important issues, including:**
    - Characteristics of breakdowns
    - Prevention
    - Resolution

## Managed Acquisition Process

1. Form Team
  - a. Assemble appropriate stakeholders
  - b. Assign roles and responsibilities
  - c. Establish operating procedures
2. Establish Decision Criteria
  - a. Decide results or resources
  - b. Collect objectives
  - c. Issue request for information
3. Determine Relationship Architecture
  - a. Strategic partnership
  - b. Tactical alliance
  - c. Managed competition
4. Gain Management Approval
  - a. Prioritize objectives
    - Rate individually
    - Rank as a team
  - b. Prepare position paper

5. Develop Contract
  - a. Customer's contract
  - b. Use to qualify vendors
6. Issue Request for Proposal
  - a. Four main sections
  - b. Control the process
  - c. Binding commitments
7. Conduct Bidders' Conference
  - a. Increase leverage
  - b. Answer questions
  - c. Address critical issues
  - d. Create a level playing field
  - e. Review request for proposal
8. Evaluate Potential Vendors
  - a. Rate responses
  - b. Qualify vendors
9. Implement the ZOC
  - a. Competitive negotiations
  - b. Vendor evaluation continues
  - c. Best deal on the table at all times
  - d. Vendor selection at any time
10. Manage the Contract
  - a. What?
    - Document ongoing relationship
    - Monitor compliance
    - Enforce rights and implement remedies
    - Manage key contract components—**Six elements to monitor**
  - b. Why?—**Six critical reasons, including:**
    - Reduce risk
    - Influence future decisions
    - Encourage vendor accountability
  - c. Who?
    - Contract manager
    - Project manager
    - Others as needed

## Implementation

1. Sell TVM Internally
2. Gain Management Approval
3. Implement in Steps
4. Improve Constantly
5. Document and Announce Successes

## Summary

**Best Practices—Fourteen essential factors, including:**

1. Executive Sponsorship
2. Cross-Functional Teams
3. Organizational Alignment and Support



# SLA Lab™

Advanced ICN Training

Results-Based Contracting

Work Smart

- Get Specific Results
- Change Promises into Contractual Rights
- Ensure Vendor Compliance
- Get Meaningful Remedies
- Reduce Your Risk of Project Failure
- Save Money, Time, Aggravation and Future Headaches

## Overview

Early in the acquisition process, effective negotiating teams must agree upon the concept of which contractual approach they will use to drive the deal. ICN's advanced training course SLA Lab: Results-Based Contracting helps you understand the difference between contracting for resources and contracting for results and shows you how to implement a "results deal".

This "results versus resources" decision establishes which side of the bargaining table will bear the responsibility for the results you're expecting from the deal. In a "results deal," the vendor is responsible, while in a "resource deal," it's the customer.

In SLA Lab, learn how to shift risk and responsibilities to the vendor and monitor ongoing compliance. These include:

- Contract and RFP Development tools for developing service levels
- Corporate alignment—getting input & buy-in from stakeholders
- Data gathering and measurement—a "how to" process and pitfalls to avoid

- Document library—examples and tools for service levels
- Handling of vendor ploys in service level areas
- Internal teams—organizing customer stakeholders to make better service levels
- Management policies and practices—getting critical management buy-in
- Monitoring and compliance—ensuring agreed-to SLAs are followed
- Performance reviews and escalation—how to solve service level disputes
- Reconciliation strategies—how to balance service level debits & credits over time
- Remedies and rewards—motivating vendors to peak performance
- Results-based services—obtaining outcomes, not activities
- Sample templates and forms—examples of service level contracting tools
- Scorecards and Dashboards—examples of management reporting tools

## Critical Elements Including:

- Inducements
- Warranties
- Acceptance Testing
- Effective SLAs
- Deliverables
- Contract Management
- Milestones
- Developing Metrics
- Meaningful SOW
- Payment Triggers
- Monitoring Compliance
- Remedies

**Remember:**  
Service levels  
determine  
your level  
of service!

## Valuable Takeaways

You will receive more than 20 tools and resources, including:

1. Service Level Templates
2. Sample Service Level Measurement Formats
3. Scorecard Templates
4. Dashboard Illustrations
5. Position Paper
6. Sample Service Level Agreement
7. Financial and Non-financial Incentives
8. Responsibility Matrix
9. Negotiations Ploys and How to Handle Them
10. Performance Pools
11. Reconciliation Strategies

## What Differentiates This Workshop?

More than conceptual in nature, this SLA Lab is an advanced workshop featuring specific examples from highly experienced practitioners. It's designed to give professionals exactly what they want—enough how-to information and hands-on tools to significantly improve their SLAs and SOWs.

In addition, each professional who attends the workshop will receive information-packed takeaways, including SLA examples, templates, sample documents and checklists.

## Workshop Outline

Workshop Length - 12 Classroom Hours

**The Problem**

1. Vendor pitches a “solution”
2. Customer believes vendor’s sales pitch
3. A contract is signed
4. Project milestones aren’t met
5. Quality of services and products are poor
6. Project is over budget
7. Vendor doesn’t respond to customer’s concerns
8. Vendor claims substantial performance
9. Vendor wants payment in full
10. Vendor demands additional money for scope change
11. Customer doesn’t document vendor’s performance
12. Customer disputes delivery of “solution”
13. Customer resists demands for payment
14. Vendor and customer don’t agree on what performance was promised by vendor
15. Contract isn’t sufficiently clear

**The Solution**

1. Before signing contract, vendor and customer must agree
2. Write agreed-to results and service levels into the contract
3. Make remedies and rewards part of the contract
4. Customer manages contract to the agreed-upon results and service levels
5. Remedies used if vendor doesn’t provide the results
6. Management is consistent after contract is signed

**The Benefits**

1. Required results are known to all parties
2. Adequacy of performance is measured
3. Remedies/rewards are provided
4. Customer gets what it contracted for
5. Vendor gets what it contracted for
6. Disputes are avoided

**Ten-Step Service Level Process**

1. Establishing teams
2. Gathering requirements
3. Identifying what is important
4. Building incentives
5. Creating a management process
6. Gaining alignment
7. Creating the contracts
8. Negotiating and leverage
9. Implementing the program
10. Monitoring and adjusting

**Establishing teams**

1. Increase buy-in
2. Use capable contributors
3. Control information flow
4. Represent all those affected
5. Broaden knowledge sharing
6. Get better outcomes
7. Create better contracts
8. Improve negotiation leverage
9. Improve contract management
10. Establish advisory team
11. Establish table team

**Gathering requirements**

1. Past experiences
2. Performance expectations
3. Prioritized objectives
4. New products/services
5. Politics and personal agendas
6. Determination of when service levels are not needed
  - a. Low risk
  - b. Costs exceed value

**Developing service level process**

1. Develop objectives
2. Establish acceptable range of performance
3. Create the formula for measuring the service level
4. List the sources of the data
5. Collect data
6. Produce reports

**Identifying development pitfalls, including**

1. The “resource” trap
2. The multiplier effect
3. The “fallacy of averages”
4. Unintended consequences
5. Fuzzy language

**Building service level incentives and remedies**

1. Focus for vendor attention
  - a. Direction
  - b. Intensity
  - c. Influence on vendor’s compliance and behavior
  - d. Distribution of risk of noncompliance
2. Types of service level incentives
  - a. Financial
  - b. nonfinancial
3. Failure of service level incentives
4. Success factors
  - a. Understanding of impact of vendor’s nonperformance
  - b. Application of our negotiation power

**Gaining alignment and approvals**

1. Prepare a position paper
2. Get authority
3. Use as game plan
4. Set team direction
5. Prioritize objectives
6. Gather project information
7. Identify vendor strengths and weaknesses
8. Set service level objectives
9. Identify service level key issues
10. Identify service level challenges
11. Gain input from a strategic viewpoint

**Developing a contract**

1. Contents of the contract
2. Contents of the service level exhibits
3. Reasons for including service levels in the contract
4. Wording applicable to all transactions
5. Order of precedence among documents
6. Tolerances
7. Measurements
8. Data sources
9. Frequencies
10. Incentives
  - a. Specify wording
  - b. Determine what dangerous wording to avoid in drafting service levels



### Developing a RFP

1. Lay out expectations early
2. Allow all vendors to review and react to the same items
3. Specify power of RFP in creating valued service levels
4. Help avoid confusion and misinterpretation
5. Facilitate competition

### Negotiating service levels

1. Negotiating service levels are unique
2. A different creativity is needed
3. Increased intensity is present
4. Unique ploys are used by vendors
5. Service levels focus on mission-critical performance
6. Vendors push harder to sign the contract now and work out service level details later
7. Vendor negotiation ploys include:
  - a. "We've been working together for years and you know we'll make you happy."
  - b. "We don't need service levels in the agreement; none of our clients have complained about our service."
  - c. "There are too many things beyond your control and our control, and too many variables for us to be able to commit to your service levels."
  - d. "Our product [or service] is too new for service levels."

8. Negotiating success requires:

- a. Focus on results-based contract
- b. Use your contract
- c. Put service levels in the RFP
- d. Negotiate with two or more vendors

### Implementing service levels

1. Ramp up
2. Develop a project plan
3. Use a RACI chart
4. Communicate internally
5. Run a pilot/simulation/quality walk-through in context
6. Conduct training
7. Finalize reports, templates, etc.
8. Ensure that tools are working properly
9. Verify that resources are in place prior to monitoring and managing
10. Update document library
11. Conduct kickoff meeting with the vendor
12. Review service levels
13. Identify key vendor personnel
14. Identify key customer contacts

### Managing service levels

1. Ensure compliance with SLOs
2. Accurately document performance
3. Invoke incentives appropriately
4. Gain insight into future decisions
5. Improve/change control
6. Plan for future business with this vendor

7. Plan for termination of contract
8. Properly assign staffing
9. Train staff
10. Identify single point of coordination
11. Key processes
  - a. Collecting data
  - b. Measuring
  - c. Reporting
  - d. Reviewing performance
  - e. Resolving disputes
  - f. Executing remedies/rewards
  - g. Improving/changing control
  - h. Auditing
  - i. Logging open issues/incidents
  - j. Writing deficiency letters
  - k. Using scorecards, dashboards and other reports

### Monitoring, managing and improving

1. Measure performance
2. Generate reports
3. Create scorecards
4. Create dashboards
5. Identify trends and issues
6. Conduct root cause analysis
7. Hold status meetings
8. Report on open issues
9. Review performance
10. Allow for rolling estoppel
11. Develop performance notices
12. Change control and the succession plan
13. Recognize defined change management/change control process as essential

# SLA Lab™

## Results-Based Contracting





A well-designed RFP will address your needs effectively. It should require that responding vendors propose concrete solutions and be accountable for those solutions.

Your RFP process should determine

- How willing is a vendor to accept contractual commitments?
- Does the vendor have the skills and experience to do the job right, on time and within budget?
- What responsibilities will the vendor have?
- What deliverables can you expect to see? When?
- What happens if the vendor does not deliver as expected?
- What is the best deal?

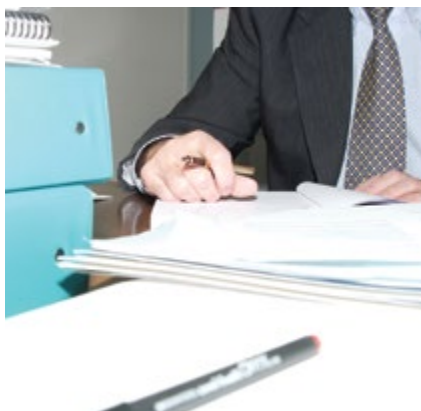
If the solutions to these issues are left ambiguous, the results are often disastrous. Project delays, cost overruns, wired deals and overall project failure are common outcomes from using an informal approach. Unfortunately, many projects fit into this undesirable category.

With the help of a well-crafted RFP, issues that are left for future negotiation with a vendor are minimal.

## Benefits

- Establish vendor competition
- Convert vendor “sales talk” into enforceable contractual commitments
- Codify all requirements in a single document
- Align objectives and evaluation criteria
- Obtain multiple solutions to your “problem”
- Stop vendors from bypassing the procurement process
- Gain, improve and retain negotiating power
- Provide a disciplined, repeatable approach to the RFP process

## Valuable Takeaways



You will receive **more than 20 tools and resources**, including

1. RFP Templates
2. Potential Vendor Evaluation Matrix
3. Potential Vendor Pricing Matrix
4. Bidders’ Conference Agenda
5. Position Paper
6. RFP Checklist
7. Request For Information (RFI) Template
8. Various Form Letters to Communicate Effectively with Potential Vendors
9. Sample Reference Check Questions

## Workshop Outline

Workshop Length - 12 Classroom Hours

### The Power of the RFP— Leveraging Potential Vendors Early

#### 1. Organize

- a. Form team(s)
  - Why?
  - Who?
  - How many teams?
- b. Research internal
  - The current situation
  - Begin defining the problem

- g. Conduct additional research on vendors
  - Types of vendors
    - Those who responded to the RFI
    - Those identified after or as a result of the RFI
  - Information to gather—**Five significant things to consider, including**
    - Vendors' financial viability
    - Vendors' business model

- Develop detailed criteria utilizing a matrix
- Includes all prioritized objectives
- Goes in the RFP in a generic form

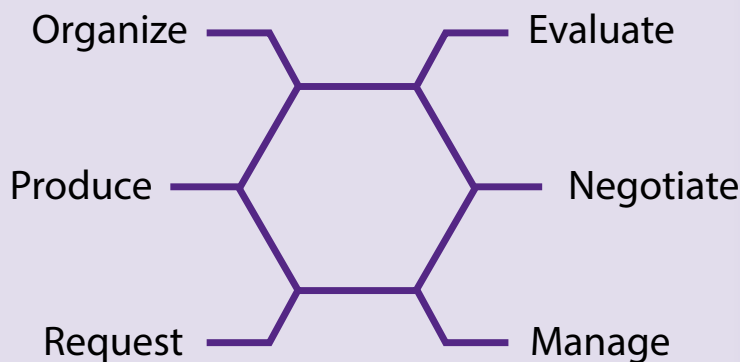
#### 2. Produce

- a. Activate team
- b. Assign responsibilities
- c. Conduct RFP-based research—**Seven key sources including**
  - White papers
  - RFP Lab materials
- d. Develop RFP outline
- e. Incorporate prioritized objectives
- f. Draft RFP text
- g. Conduct peer review
- h. Compile initial draft
- i. Review by disinterested third party
- j. Revise as necessary
- k. Proofread
- l. Format
- m. Gain approval
- n. Publish

#### 3. Request

- a. Issue RFP
  - Deliver RFP to vendors
  - Document receipt of Intent to Bid Letters
  - Document receipt of signed Confidentiality Agreements
  - Document receipt of Relationship Agreements
- b. Conduct bidders' conference
  - Procedures—**Ten things to consider, including**
    - Prepare agenda
    - Brief team members on roles and responsibilities
    - Develop seating chart
  - Benefits—**Five advantages to conducting a bidders' conference**
- c. Answer questions

## Leveraging Potential Vendors



- c. Research external—**Eight sources, including**
  - User groups
  - Trade periodicals
- d. Decide results or resources
- e. Collect objectives
  - Types—**Ten different categories, including**
    - Technical
    - Infrastructure
    - Performance
  - Sources
- f. Prioritize objectives

- h. Develop Position Paper
  - Documents the essence of the deal—**Seven things we must document, including**
    - Prioritized objectives
    - Negotiating considerations
  - Signed by all team members and senior management
  - Updated throughout the acquisition process
- i. Determine evaluation criteria
  - Fact-based and objective rather than subjective
  - Provides for a consistent comparison of vendors

**4. Evaluate**

- a. Receive/review proposals for
  - Compliance
  - Completeness
- b. Separate financial/pricing info from other parts
- c. Issue deficiency notices, if necessary
- d. Evaluate responses from each vendor
  - Review evaluation procedures, scoring methods and evaluation tools
  - Break into subparts and give to appropriate team members
  - Apply evaluation criteria
- e. Issue requests for clarification or additional information
- f. Conduct reference checks
- g. Prepare for implementing the Zone of Consideration (ZOC)
  - Rank vendors
  - Invite “successful” vendors into ZOC
  - Notify “unsuccessful” vendors

- h. Finalize the negotiations strategy for each potential vendor
  - Update based on RFP proposals
  - Update based upon clarifications received
- i. Negotiate—**Twelve major principles, including**
  - Negotiation is a process, not an event
  - Negotiate with all potential vendors who can meet requirements
  - Select vendor(s) after negotiations are complete
- j. Execute agreement(s)
- k. Document the results
  - Update the Position Paper
  - Communicate with senior management

**5. Manage**

- a. Manage the project plan/transition plan
- b. Manage the contract
- c. Manage the relationship

**Summary**

Best practices—**Fourteen essential concepts, including**

1. Always include your form contract
2. There is no substitute for preparation
3. Do not accept unsolicited offers—tie all offers to your published RFP
4. Do not limit potential vendor creativity in proposing alternative solutions
5. Do not underestimate the amount of time required to prepare a complete response

# RFP Lab™

Forms • Training • Templates





Understanding routine contract provisions can be difficult due to their subtle nuances and frequent ambiguities. Even if you are fluent in Legalese, managing, negotiating, evaluating or drafting agreements can be a painful experience.

To ease the pain, ICN developed Contracts Lab, a two-day workshop for people who work with or are impacted by contracts. The interactive coursework focuses on 26 contract provisions common to many types of agreements. In addition, several exercises illustrate practical methods for improving your agreements.

By attending this workshop, you'll learn how to evaluate clauses from the customer's and the supplier's perspective; you'll be able to identify the risk for each clause's core concepts and to devise potential "fallback" positions for each; you'll acquire the knowledge necessary to make your contracts easier to manage; and you'll improve your negotiation skills

## Benefits

- Understand Legalese
- Increase your contracts IQ
- Negotiate better contracts
- Enhance your drafting skills
- Interact better with your attorney/clients
- Understand the suppliers' contractual concerns and positions

## Who Should Attend

- Negotiators
- Contract Managers
- Project Managers
- Relationship Managers
- Procurement/Sourcing Personnel
- Attorneys/Paralegals
- Anyone who wants to understand contracts better

## Content Partial Outline

Workshop Length - 12 Classroom Hours

### Level Setting

- What is a contract?
- Legal review v. business review
  - Legal issues
  - Business issues
  - The disconnect
- Who the contract should be written for

### Drafting, Evaluating, and Negotiating Contracts

- Drafting
  - Attributes of good writing
  - Readability testing
  - Leveraging templates and checklists
  - Applying the personal touch
  - Version control
  - Utilizing "language libraries"
- Evaluating
  - Use a layered approach to reading a contract
  - Compare the contract to your project's comprehensive objectives

- Ensure that all documents referenced are present
- Validate design schematics, drawings, formulas, etc.
- Create a list of questions and open issues
- Negotiating – 10 key concepts including
  - People
  - Power
  - Patience
  - Preparation

### Contract Provision Review

- Acceptance (Testing)
- Amendments, Change Control and Modifications
- Assignment
- Audits
- Confidentiality
- Data
- Dispute Resolution
- Effective Date
- Force Majeure

- Governing Law, Venue and Jurisdiction
- Intellectual Property Infringement
- Intellectual Property Rights (the ability to use)
- Indemnification
- Key Personnel
- Limitation of Liability
- Mitigation of Damages
- Non-Solicitation
- Order of Precedence
- Parties
- Payment Terms
- Pricing
- Remedies
- Term
- Termination
- Warranties
- Work Product

## Summary



## Overview

In Statements of Work (SOWs) we spend a lot of money while many products and services are bought. Oftentimes SOWs fail, causing delays, financial loss and other damages. Some SOWs written by a customer can be so unclear that acceptance testing is almost impossible. SOWs that are written by a vendor are often riddled with fuzzy words that shift all the risk to the customer. Additionally, vendors will use SOWs to modify key terms of a Master Agreement that inevitably put the customer at an increased disadvantage. Even customers with the best templates and negotiated SOWs still get burned by skilled vendors adept at managing the engagement and in turn, bypassing any written protections.

## Topics Include

This highly interactive SOW workshop uses classroom discussion and group exercises to develop and improve skills in the following areas:

- Best-practice elements of great SOWs
- Getting input from stakeholders for SOW requirements
- Preventing vendors from using SOWs to modify master agreements
- Revising vendor-written fuzzy wording that might shift risk to the customer
- Licensing principles that maximize protections and money savings for customers
- Drafting SOW acceptance tests so customers get what they pay for
- Countering practices used by vendors to defeat customer protections in SOWs

Attendees will also come away with sample templates and checklists providing a solid foundation for negotiating, drafting and managing SOWs.

## Content *Workshop Outline*

Workshop Length: 6 Classroom Hours

### Barriers to good SOWs

- Why some SOWs fail
- What makes a great SOW

### Defining what's in scope and out

- Why customer stakeholders are often unclear
- Achieving proper input and alignment from stakeholders
- How vendors use scope creep
- Principles to prevent scope creep

### Scope vs. terms and conditions

- How vendors can use SOWs to modify master agreements
- Allocating content: SOWs vs. master agreements
- How they are connected
- How they are different
- What content goes where?
- What applies to both and why?

### Drafting technical requirements

- What harm can a vendor-written SOW do?
- Art vs. science of drafting SOWs
- The role of templates
- The role of vendors in drafting SOWs
- Roles for customer stakeholders

### Licensing and maintenance in SOWs

- How vendors use licensing

principles to control SOW outcomes

- Recognizing how SOWs with licenses differ from other SOWs
- What licensing principles in SOWs can save money
- How can licensing principles help maximize customer protections?

### Acceptance criteria, milestones, and deliverables for technology buys

- Acceptance clauses that don't work
- Elements needed for acceptance
- How milestones can steal your leverage
- Using milestones to maximize customer success

### SOW management

- How vendors defeat good SOWs
- How customers mismanage their way to failure
- Elements of successful SOW management

### Keys to successful SOWs

- 10 Do's and Don'ts for great SOWs





# IT Contracting Boot Camp

*Get Informed.  
Leave Empowered.*

## Overview

**If you're new to IT contracting or just want to get back to basics, then our IT Contracting Boot Camp is for you!** With a curriculum purposefully designed to provide those new to the profession with practical tips and tactics for negotiating a better deal with suppliers, this 9-hour interactive workshop will leave participants feeling informed, empowered, and excited about their future in technology procurement. Sessions are hands-on, collaborative, and facilitated by some of the industry's most engaging professionals. Those completing the boot camp will receive formal recognition from CAUCUS.

## IT Contracting Boot Camp Sessions

- The Art of Becoming a Dealmaker
- Contracting Philosophy Tool
- Popular Vendor Ploys and How to Counter Them
- Fundamentals of Drafting, Reviewing, and Negotiating
- Four Ways Suppliers Limit Their Risk Contractually
- Cloud Contracting: Risks & Strategies
- 10 Habits of a Successful Procurement Analyst



## IT Contracting Boot Camp Participants will:

- ✓ Understand what it takes to become a dealmaker and how to become one.
- ✓ Learn how one simple tool can radically transform the way you negotiate with suppliers.
- ✓ Gain insight into the fundamentals of drafting, reviewing, and negotiating technology agreements.
- ✓ Recognize hidden gotchas in contracts and learn strategies for avoiding them.
- ✓ Explore the pitfalls of cloud contracting and identify strategies for getting to "yes" with suppliers.
- ✓ Consider the habits of successful procurement professionals and how they can launch your career.

## Content *Partial Outline*

Workshop Length - 12 Classroom Hours!

### Intro to Boot Camp/The Art of Becoming a Dealmaker

- Dealmaker Defined
- Satisfactory Conclusion
- How to Become a Dealmaker?
- Tip #1: Find Your Passion
- Tip #2: Always Show Integrity
- Tip #3: Learn to Use Leverage
- Rule #4: There's No Room for Emotion
- Rule #5: Relationships Matter
- Questions?

### Contracting Philosophy Tool

Does your company need the **Contracting Philosophy Tool**?

In this class, you will learn how to create and use a Contracting Philosophy Tool to:

- forge ALIGNMENT between you and your internal Stakeholders
- speed up the preparation and negotiation of IT procurement
- screen and qualify potential bidders
- increase negotiation leverage with potential bidders
- more effectively review and draft Customer contract documents
- wield maximum leverage in negotiations with potential vendors

Join us in this session to make IT procurement a lot more enjoyable!

### Popular Vendor Ploys & How to Counter Them

**Why you should know them**

- Protect Yourself
- Level the Playing Field
- Shorten Negotiations

**Vendor Ploys**

- "Take it or Leave It"
- Tie-In
- "Limited Authority"
- Setting a Precedent
- "Oh By The Way"...Form Contract
- "I've Got Your Solution"
- "No need to for Contract"
  - The 3 R's
  - The Vendor "Changeth"
  - "Not in Contract, Not Part of the Deal"
  - Never sign Form Agreement
- Vendor Excuses = Ploys
- Do Not "Argue" with Vendors' Ploys

### Fundamentals of Drafting, Reviewing & Negotiating

**Mission Objectives**

- Provide a systematic approach for reviewing a contract.
- Share a useful tool for explaining contractual risk to stakeholders.
- Provide real-time insights into how to mitigate risk in key areas.

# IT Contracting Boot Camp

## Reviewing a Contract

- Analyze
- Strategize
- Educate
- Respond

### Step #1: Analyze

- Review your supplier's redline with an eye towards:
  - Understanding the "why" behind each change?
  - Recognizing any larger themes driving the redline
    - The mutual redline
    - The lawyerly redline
    - The random redline
  - Insights can help you understand who you're dealing with and how to appropriately push back.



### Step #2: Educate

- Reaching a "satisfactory conclusion" requires you to build consensus amongst stakeholders.
- Here's the rub — you're the subject matter expert on contractual matters, not stakeholders
- Educated stakeholders by translating risk into business-friendly terms.



### Step #3: Strategize

- Empower stakeholders by categorizing risk into a red, yellow, green framework.
- Involving stakeholders in discussion:
  - Increases trans-parency into the process
  - Makes them feel more involved
  - Allows you to shine

### Step #4: Respond

- After gaining stakeholder consensus, respond with a formal response to redline.
- Best practice to track all changes (including re-insertion of deleted language).
- Best practice to provide commentary so as to provide context.

## Four Ways Suppliers Limit Their Risk Contractually

In this interactive breakout, we'll dig into four key contract provisions full of risk: (1) Indemnification, (2) Limitation of Liability, (3) Termination, and (4) Remedies. By the end of this session, you'll be better prepared to:

- recognize visible and invisible risk in contracts
- understand how one contract provision impacts another
- create risk mitigation strategies
- develop negotiation strategies for the referenced contract provisions

## Cloud Contracting: Risks & Strategies

### Cloud Technology

- Common Acronyms
- Types of Cloud(s)
- Cloud Benefits
- Cloud Gotchas

### Cloud Drivers

- Internal
- External

### Cloud Adoption Risks

- Usage Risks
- Exit Risks

### Cloud Governance

- Organizational Requirements
- Brokering

## Cloud Contracts & Risk Mitigation

- Best Practices
- Boilerplate
- Service Level Agreements
- Maintenance and Support
- Contract Governance

## Cloud Recommendations

- Business Case
- Total Cost of Ownership
- Understand & Evaluate Risks
- Study Cloud Models
- Evaluate the Suppliers
- Plan and Manage Transition

## 10 Habits of a Successful Procurement Analyst

In this session we will define and discuss 10 basic practices that can make up a "tool kit" for the entry level procurement analyst.

Using these will help you perform your job in a more professional, consistent and efficient manner. For many of these, the definition will include a template or tool to help you perform the practice. Here are the 10 we will cover:

- Use of contract templates
- Onboarding a new supplier account rep
- Setting rules of engagement
- Interviewing internal clients
- Marketing your services
- Use of a "short form" RFx
- Use of a scoring model
- Tracking key facts about key suppliers
- Using TCO to get the big picture and finding savings
- Administering a sourcing team





# Executive Briefing\*

*Critical Concepts  
Executives Need to Know*



Experience has shown that the greatest successes achieved in implementing the Managed Acquisition Process are those that are supported by senior management. To encourage that level of support, ICN's Executive Briefing provides a customized orientation to the unique challenges of technology procurement.

The briefing is designed for senior to mid-level management and focuses on the integral role of effective technology procurement in helping meet overall business objectives. Time and again, it has been proven that implementing prudent business practices in technology procurement saves millions of dollars and avoids costly dispute resolution with suppliers.

## Benefits

- Understand the advantages of a formal acquisition process
- Learn the importance of management sponsorship of the process
- Know the role of senior management in the negotiating process
- Learn management tactics needed to leverage better deals
- Understand why the role of management is critical to success

## Workshop Topics

### Why Negotiate?

- Are you negotiating or begging?
- Allocate dollars and risk
- Acquisition: a process, not an event
- Understand the process
- Dealing with opposing objectives
- Balance price and protection

### Negotiations As a Process

- The rationale for a process
- Why and how to manage the people, places and things
- Gaining stakeholder approval
- Maximizing your power

### The Ten Truths ... In Technology Negotiations

1. If it's not part of the contract, it's not part of the deal
2. Contract management is essential, even critical
3. It is not a relationship of trust—it is not a partnership
4. Are we acquiring results or resources?
5. Information is power
6. Don't worry about the vendor's feelings or profits

7. The entire procurement process is about control and negotiating power
8. You have to hear some no's
9. Remedies are essential
10. Don't select a vendor before you've negotiated the deal

### Overview of the Managed Acquisition Process (MAP)

- Form Team
- Establish Decision Criteria
- Determine Relationship Architecture
- Gain Management Approval
- Develop Contract
- Issue Request for Proposal
- Conduct Bidders' Conference
- Evaluate Potential Suppliers
- Implement Zone of Consideration
- Manage the Contract

## Objectives

- Raise awareness of executives on key negotiation issues
- Adjust attitudes about vendor/customer relationship
- Prevent executives from giving away your negotiation position
- Understand how to negotiate better deals
- Enlighten executives on importance of information

### \*Please note

The Executive Briefing is an excellent tool to gain end user support for a disciplined procurement process. When given to groups of users who interact with suppliers, this briefing has been highly effective in changing corporate cultures to Do Better Deals.

The Executive Briefing can vary in length from 1½ to 3½ hours depending on your requirements.

## Ensuring executive and end user buy-in

# Onsite Training Pricing

## Workshops

Domestic Rates		International Rates (In USA Dollars)	
Seminar Days	Seminar Price	Seminar Days	Seminar Price
½ (Executive Briefing up to 50 people)	\$5,995	2	\$20,995
Executive Briefing 51–125 people	\$9,995	3	\$28,995
Executive Briefing 126–200 people	\$14,995	4+	call
1	\$10,995		
2	\$19,995		
3	\$27,995		
4+	call		

## Lab Series

Domestic Rates		International Rates (In USA Dollars)	
Seminar Days	Seminar Price	Seminar Days	Seminar Price
2	\$26,995	2	\$27,995



## Notes

1. Block pricing is available if clients pay for multiple sessions prior to the first session.
2. A 50 percent deposit is required to guarantee onsite seminar dates.
3. Prices include instruction, course materials for up to 24 students and instructors' travel expenses within the continental US. Pricing is available for additional students.
4. To determine the number of days required for each workshop, check the Workshop Length on the appropriate Workshop Outline data sheet.

Pricing is current as of the date published but is subject to change without notice.



# Does Your IT Acquisition Team Measure up?

## Reap Major Cost Savings with Group Enrollments\*



Certified Technology Procurement Executive (CTPE) and Certified Technology Procurement Specialist (CTPS) Incentive Program.\* When getting your whole team Certified at once you will:

- Synergize
- Create loyalty
- Build uniformity
- Validate expertise
- Reap cost savings
- Improve your Savvy

The CTPE and CTPS certifications include the following disciplines:

CTPE

- **Procurement** – Cost and Price Analysis, UCC, Legal and Accounting issues in Procurement, Incoterms, Outsourcing
- **Contract Management** – Negotiations & Tactics, Important Accounting Terminology, Procurement Requests (RFP, RFI, etc), Contracts – Key Terms
- **Finance** – Revenue Recognition, Leasing, Financial Reporting, Financial Ratios, UCC
- **Legal** – Intellectual Property (Copyrights, Patents, etc), UNCISG, Contract Concepts
- **Technology** – Systems, Software, The network, Security, The Internet

CTPS

The CTPS requires passing two of the five disciplines (Contract Management and Procurement), while the CTPE requires passing all disciplines.

**Investing in your team builds camaraderie**

IT acquisition offices that have benefited from these certifications include:

- Supply Chain Management
- Legal
- Finance
- Contract—Vendor Management
- Global Strategic Sourcing
- Information Technology Procurement

Visit [www.caucusnet.com/certification/](http://www.caucusnet.com/certification/) for more information or call us at **407-740-5600** for incentive program pricing and enrollment.

Earn your IT procurement certification today and become part of an elite international society of industry leaders!

**\*Save 20% on fees of 5 or more people and 3 complimentary exam retakes per discipline.**



Helping our clients **Do Better Deals<sup>TM</sup>** is ICN's core business. Regardless of the type and level of support you require, our experienced professionals are available to guide you through all phases of procurement—from deal-specific assistance to general procurement support.

## Benefits

- Optimize a specific deal—financially and contractually
- Experience best practices procurement process
- Get an analysis of your current procurement program
- Receive support from proven procurement professionals
- Access ICN's Deal Repository
- Understand supplier pricing and practices

## ICN Consulting Services

### We Help You Do Better Deals

- Have experienced experts assist in all phases of acquisitions
- Assist in defining the scope of a project—what products/services are included—which are not
- Assist in defining the criteria for assessing the project's success
- Assist in directing activity to ensure project success criteria is achieved
- Develop results-based deals with supplier accountability
- Develop meaningful service levels and associated remedies to ensure supplier performance
- Develop and draft your negotiation team's statement of specific rights and protections
- Assist in identifying potential qualified suppliers
- Develop statements of work or statements of results that reflect the criteria for determining project's success
- Develop and review your RFPs and RFIs
- Develop and refine contract checklists
- Develop required pricing strategies to ensure future protection and flexibility
- Develop life-cycle cost analysis
- Conduct bidders' conferences to maximize your control
- Assist in developing objective supplier proposal evaluation criteria
- Analyze supplier proposals and contracts
- Prepare your team for supplier ploys; develop preemptive strategies
- Support you in face-to-face negotiations with your suppliers
- Provide overall guidance and contracting/negotiation expertise
- Brief end users and executives on negotiation status and progress

### Virtual Resource Capability

- Access to a multi-disciplinary team
- Expertise on an "as needed" basis
- A varied team in size and expertise
- Limited cost; pay only for resources utilized

### Procurement Assessment

- Have professional review of existing practices
- Improve existing processes with ICN review and analysis
- Receive customized plan to develop best practices
- Identify methods and tools for cost-saving opportunities

### Deal Audit

- Audit and inventory all deals
- Identify opportunities for savings and greater contractual protection
- Recommend best practice enhancements
- Expand audits to include risk analysis and risk mitigation
- Review documents during mergers, acquisitions and divestitures
- Protect against supplier audits

### Outsource Your Technology Procurement

- Create an organization tailored to your specific needs
- Use ICN experienced consultants to get immediate results
- Eliminate staffing and recruiting problems
- Have specific expertise available, as required

### Vendor Management

- Develop and manage Service Level Agreements
- Develop and manage Key Performance Indicators
- Develop rating system for your vendors
- Ensure vendor accountability and contract compliance
- Develop "continuous improvement" process and ongoing management
- Assist in dispute resolution

## Additional Services

- Enhance procurement function's internal marketing of services
- Augment your procurement staff with our contract personnel
- Provide supplier pricing and practices
- Analyze vendor proposals and contracts
- Assist in the acquisition and divestiture process



## Deal Expertise

- Outsourcing of IT functions
  - Data Center: Mainframe/ Server
  - Cloud Computing
  - Help Desk
  - End user desk side support
  - Network management
  - System maintenance
- Data center facility management
- Outsourcing of business processes (ASP)
- Disaster recovery services
- Software licensing
- Software implementation
- Software development
- Software maintenance
- System integration
- Leasing
- Hardware acquisition
- Maintenance services
- Offshore outsourcing
- Renegotiation of existing agreements
- Telecom

**The problems and issues of technology procurement can be overwhelming. However, working with ICN, the process becomes manageable.**

## The Support You Need

ICN has been in the business of helping clients do better deals for more than 35 years. From the client's perspective that means immediate support on any deal that needs doing. Whether it's a high risk, high dollar procurement or more mundane deals that are creating a logjam, we have the people and the expertise to ensure positive results.

Whatever type or level of support you require, our experienced professionals can help you find the solutions that are right for your organization. We offer a wide range of services from deal-specific assistance to general procurement support. Our experience, powerful tools and proven direction provide deal management that puts you in control so you get what you pay for every time you deal.

## Procurement Assessment

Most organizations benefit when they take the time to determine the quality of their current procurement process. To establish your company's baseline, we can execute a Procurement Assessment. After completing a survey, we'll prepare a report that includes a recommended strategy for achieving best practices. Then, we can work with you to develop a customized plan to accomplish your goals.

## Implementing Change

ICN offers several options to meet your needs. If you require substantial assistance, we can provide one or more consultants to act as your interim procurement team. Or, we can augment your department with consultants who will work with and mentor your people. Yet another option is to engage our consultant(s) to coach your team and review its progress regularly. These solutions provide your people with the experience of facing vendors while ICN's expertise is available if a problem arises.

## A Virtual Resource

Our virtual resource capability allows us to work smarter and more cost effectively for you. Located across the country, our consultants can work on your projects remotely, on an as-needed basis. A Virtual Resource can provide quality assurance or customize a contract. An important capability is the review, audit and analysis of key procurement documents, from RFPs to SOWs. Based on your specific needs, we'll recommend the Virtual Resource that's right for you.

## Deal Repository

We can develop documents for you, designed for a specific deal. However, rarely does a deal document need to be fully custom developed. Our consultants have access to document templates and models from the ICN Deal Repository. This reference library includes valuable information and samples such as position papers, checklists, negotiation strategies and other "lessons learned" material. With the benefit of this material, you can reduce development costs, minimize risk and ensure access to state-of-the-art thinking.

## Our Commitment

**ICN was founded in 1975 with the sole purpose of helping users of technology products and services do better and safer deals with their vendors. Since that time, we have helped hundreds of clients do just that. Today, ICN offers a full array of products and services that can help you gain bottom-line dollars, contractual protection and better business relationships with vendors.**

## What Clients Have To Say About ICN...

*For contact information on these clients and others, please call us at +1.740.0700.*

*By limiting exposures that the company has been susceptible to, as well as keeping me informed of the risks and liabilities we could potentially face on each transaction, ICN saved us what we estimate to be One Hundred Million Dollars (USD \$100,000,000.00) on a deal with Microsoft which had the potential of crippling us financially.*

— Chief Technology Officer  
Major Metropolitan Government

*ICN can come in at any level of the project and make it successful. We often contact them when all the chips are down and we have exhausted internal and external resources.*

— Senior Vice President  
Major Chemical Company

*ICN consultants are seasoned and experienced—they have turned around some of our most risky contracts and continue to plow through even the most difficult projects. Their level of professionalism is unsurpassed.*

— Chief Information Officer  
Major Financial Institution

*We have used ICN staff for years when we have contracts that need an objective eye. They are always first on the list to call when we need help.*

— Manager, Strategic Sourcing  
Major Services Company

*ICN understands our corporate culture and knows how to break through the barriers in obtaining favorable contracts.*

— Purchasing Director  
Major Automotive Company

*They mentored us through projects and taught us the essential tools necessary to make consistent and fair decisions. ICN left a lasting impact on our organization.*

— President  
Major Pharmaceutical Company

*ICN consultants taught us not to exclusively look at price. We learned the big picture of gaining leverage and getting favorable T&Cs from suppliers.*

— Finance Manager  
Major Banking Institution

# Procurement Assessment

*Does your procurement measure up?*

**Procurement and vendor management** are areas in which significant bottom-line dollars can be saved. Our experience has proven that most organizations benefit, financially and functionally, when they determine the current quality of these functions. Using our proprietary assessment service, ICN can work with you to establish your capability baseline.

After completing that assessment, we'll compare our findings to industry best practices and identify any shortcomings or omissions in your current process. Then we'll recommend the steps necessary for you to create first-class procurement functions. Working with you, we can develop and implement a customized plan to accomplish your goals.

**ICN's Procurement Assessment** encompasses several components. First, we customize our proprietary assessment survey, incorporating your company's terminology, environment and culture. ICN senior consultants then conduct interviews within functional roles including management, procurement, project managers, finance, end users and legal, as appropriate.

Following the interviews, we'll analyze the responses and prepare an assessment report that summarizes the current status of your processes, resources, tools and organization. Results are presented at an onsite or teleconference meeting. Action items, strategies and overall recommendations for building exemplary procurement and vendor management functions are presented. This is followed by an open question and answer session.

**From this point forward, the decisions are yours.** Ideally, we'd like to support your efforts to incorporate best practices into your procurement and vendor management functions. ICN has the experience, powerful tools and proven direction to help you launch world-class programs.

## Benefits

- **Identify** the capabilities of your current procurement program
- **Learn** what works, what needs fixing and what's missing
- **Understand** cost-saving procurement methods and tools
- **Co-create** a customized plan that establishes best practices
- **Increase** management awareness of best practices



## Assessment Areas

ICN's Procurement Assessment focuses on four key areas that we believe are critical to a world-class procurement organization. Through interviews with your key people, we will evaluate your current procurement process in these areas.

### Processes

- Acquisition methodology
- Project management
- Acceptance process
- Deal reporting / tracking
- Vendor relationship program
- Contract management program
- Deal calendar

### Resources

- Core team staff
- Certification program
- In-house legal counsel
- Finance
- Vendor tracking
- Professional organizations

### Tools

- Form contracts
- Templates
- Checklists
- Document repository
- Training schedule
- Vendor policy
- Contract database
- Deal database

### Organization

- Cross functional teams
- Job descriptions
- Roles and responsibilities
- Incentives
- Oversight and review
- Management commitment

**Get**

- Answers
- Insights
- Solutions

**Share**

- Information
- Tools
- Experiences

**Discuss**

- Vendors
- Deals
- Tactics



CAUCUS is the only association serving the specialized needs of high tech acquisition professionals—the people responsible for negotiating and managing contracts with vendors of advanced technology products and services. Members come from a variety of disciplines including procurement, finance, legal, information technology and contract management. Membership gives them an invaluable professional edge—the CAUCUS Advantage.

As a member of CAUCUS you have significant resources to enhance your capabilities, facilitate individual professional growth, gain industry knowledge and advance the art and science of high tech acquisition.

**Membership allows you to:**

- Do better and safer deals—impact the bottom line
- Expand your professional skills—increase your value
- Network with your peers
- Share information and experiences
- Discover vendor ploys and practices
- Learn who is doing the best and worst deals
- Keep up with pertinent legislative and regulatory issues
- Save time and money by accessing valuable documents—at no cost

**Become a member for only \$49 a month.**

CAUCUS members gain access to

- Vendor-free discussion forum
- Document library
- Major discounts
- Professional certification
- IT Procurement Summit conference
- CAUCUS Conversations
- CAUCUS Campfires
- The Education Center
- CAUCUS Game Changers

**Annual Membership Fees:**

Individual \$495  
 Corporate \$2,195  
 (Includes five individual memberships.  
 Each additional individual is only \$200.)

**Join:**

Phone +1.407.740.5600  
 E-mail Support@Caucus.com  
 Website Caucus.com

Drawer 2970 • Winter Park, FL 32790-2970



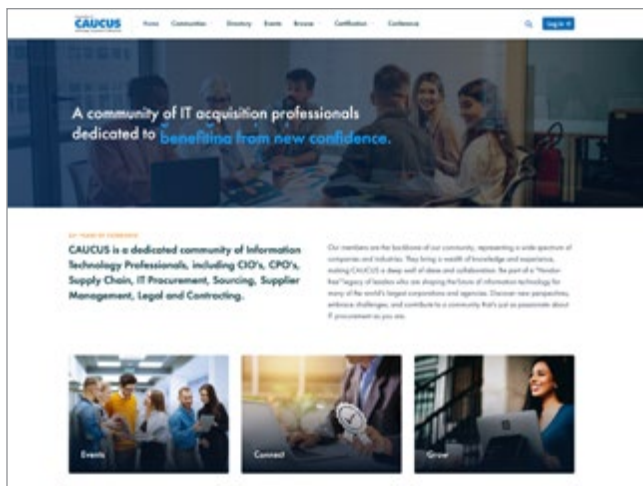
## Membership Includes

Information is power. And with your membership, you get access to all sorts of information—information that is relevant to your profession. Membership gives you access to:

- The CAUCUS Website
- Live CAUCUS Campfires – 12 per year
- Live CAUCUS Conversation – 12 per year
- Vendor-Free Discussion Forums
- CAUCUS Blogs
- Professional Profile for Community Integration
- Access to Industry Certifications – CTPE and CTPS at a big discount
- The CAUCUS Library
  - Education Center
    - Recorded Campfires and Conversation from the recent past
    - CAUCUS Game Changers (4-minute video tips)
    - eLearning Serious (procurement, finance, legal and more)
  - Member-Donated Document Library

## The CAUCUS Website

It is the virtual meeting place for technology procurement professionals and serves as the platform for all the members-only services of the association. You can connect with other leading professionals directly from your laptop and get the latest scoop on vendors, negotiation tactics, best deals, best practices and much more. If you're not already a member, ask us for a 30-day read-only free trial.



## Vendor-free Discussion Forum

The Vendor-free Discussion Forums provide members with online access to discuss problems, opportunities, ideas and technology procurement strategies. Members use this as a forum to share their experiences and increase their knowledge and negotiating strength. You'll meet other CAUCUS members who've "been there and done that" and are willing to help you through the procurement process. You can exchange information about deals, vendors, techniques, checklists, contracts, buying or selling excess equipment, vendor concessions, industry events, common problems, concerns and solutions—all in real time.

To access the information in the Forums, you can elect to receive emails of the postings in real time or a daily digest of all of the previous day's postings delivered via email each morning. And you can always access the Forums by logging in to CAUCU.com.

## Document Library

Why reinvent the wheel? Caucus members can save time and money by searching the Document Library for a wide variety of procurement documents, white papers and articles—all donated by Caucus members for the benefit of their fellow members, free of charge. Library categories include:

- Checklists and templates
- Contract clauses
- Contract documents
- Escrow documents
- RFX documents and templates
- Tools & Tactics articles
- Other documents and articles

Join Caucus today to take advantage of this member-supported resource!

## Caucus Regional Workshop

Regional Workshops are two-day events conducted around the country to provide technology procurement professionals with professional-level training and in-person networking opportunities. Here, you will share working solutions to real situations, deal with important issues of regional concern, and learn from insightful programs presented by fellow Caucus members and ICN professionals.

The highlight of each workshop is the Facilitated Networking Session. You and your colleagues determine the issues that are brought to the table. You get real-time answers to real problems, in a forum designed specifically to maximize the information flow. There is no other meeting format that achieves this level of intensity and efficiency.

## Discounts/Savings

Caucus members are entitled to discounted pricing on all ICN training and conferences. These include:

- High-Tech Procurement: Managing the Acquisition Process
- Software: Issues, Contracts & Negotiations
- Total Vendor Management: Getting What You Pay For
- Negotiations: Power, Process, Principles
- RFP Lab: Forms, Training Templates
- Leasing Lab: Forms, Training Templates
- SLA Lab: Results-Based Contracting
- Do Better Deals Conference: Best Practices Procurement
- Technology Procurement Conference

## CAUCUS Conversations and CAUCUS Campfires

As a Caucus member, you can enjoy the convenience and flexibility of training offered through Caucus Webinars taught by fellow professionals—all without leaving your desk. You will receive useful information on relevant topics, reduce travel time and expenses, educate your team all at one time, and maintain productivity by eliminating time out of the office.



## Become a Certified Technology Procurement Executive or Certified Technology Procurement Specialist

The CAUCUS Certified Technology Procurement Executive (CTPE) and Certified Technology Procurement Specialist (CTPS) programs are certification efforts designed to elevate professional standards, enhance individual performance and identify those who demonstrate knowledge essential to the practice of competent technology procurement.

CAUCUS membership is not necessary to become CTPE/CTPS certified. However, CAUCUS supplies professionals with training and handbooks at meetings and conferences to help them prepare for the examination.

**The Value.** Certification offers a variety of benefits. For a professional committed to technology procurement, the CTPE/CTPS designation can significantly accelerate your career. In addition to positioning you among the elite of the profession, certification indicates to your peers, internal customers and employers that you possess the knowledge, expertise

and experience to excel in today's ever-changing technology acquisition arena.

Participating in the CTPE/CTPS program is an investment in yourself and a commitment to continuous improvement through education, peer networking and ethical conduct. Certification earns recognition, enhances career opportunities and brings personal fulfillment.



*Continuing education is a very important developmental aspect of everyone's job. By achieving a CTPE designation, you are enhancing your skill sets within our profession and showing your employer that you are taking the right steps to stay on top of high tech procurement."*

— Jeff Rolsten, Caucus Executive Advisory Committee



**CAUCUS members have enhanced the professionalism of IT acquisition for more than 16 years.**

*The mission of CAUCUS is to promote and support excellence and professionalism among high tech acquisition professionals and to work diligently to increase the effectiveness, the image and the impact of these professionals as they serve their organizations and constituents.*

The Association of

# CAUCUS™

Technology Acquisition Professionals

## Annual Conference



This annual conference is an unrivaled event, providing acquisition professionals with state-of-the-art information relating to all facets of the acquisition process on all types of deals. This intensive event is organized by Caucus members for Caucus members for and features presentations from your peers—individuals who impart truth-from-the-trenches knowledge.

Networking opportunities are an important benefit of attending this conference which offers communication with both presenters and attendees. Many of the interactions initiated at the conference develop into long-term business relationships.

From the opening day orientation to the closing event, you're sure to gain knowledge and new understanding about high tech acquisition.

### For Professionals in

- Information Technology
- IT Procurement
- Purchasing
- Finance
- Legal
- Vendor Management
- Contract Management
- Global Strategic Sourcing
- Supply Chain Management
- Telecommunications

Additional information at  
**[ITProcurementSummit.com](http://ITProcurementSummit.com)**

### Benefits

- Develop relationships with your peers
- Build professional confidence
- Get best practices
- Improve your negotiation techniques
- Gain leverage with your suppliers
- Learn strategic global principles
- Reduce your risk
- Learn how to streamline processes
- Sharpen your skills, improve your overall proficiency

