REQUEST FOR PROPOSALS (RFP) ADDENDUM

FAILURE TO RETURN THIS ADDENDUM IN ACCORDANCE WITH THE INSTRUCTIONS BELOW MAY SUBJECT YOUR PROPOSAL TO REJECTION

RFP Number: 65-20241220TCM_CLM Addendum Number: 01 Addendum Date: January 21, 2025 RFP Submission Deadline Date / Time: February 13, 2025 at 2:00 PM Eastern Time (ET)

Instructions: Return one properly executed copy of this addendum prior to the RFP Submission Deadline Date / Time specified above. This addendum must be included with your proposal.

A. Please see the following University responses to all questions received by the deadline to submit written questions of January 10th, 2025 at 5:00 PM ET:

Question:

| Question # | RFP Question Section/Type | Vendor Queries | UNC Response |
|---------------|------------------------------|---|--|
| 1 | General | Does this project belong to specific initiatives? Which ones? | No. |
| 2 | General | If this is part of a larger project or transformation effort, is UNC at Chapel Hill leveraging any third party/consultants to support that effort? If so, what firm? | No. |
| 3 | General | Will UNC at Chapel Hill need support to document a business case for tool/vendor selection and implementation approval? | No. |
| 4 | General | What is the evaluation criteria for the CLM UNC at Chapel Hill project? | See section 6.2 - Evaluation Criteria of the RFP. |
| 5 | General | What are the key business driver/KPIs for this CLM project? | Success Criteria are defined in section 3.1.5 of the RFP; ; no other information is available. |
| 6 | General | How many business units will use the system and/or be included in the selection process? What are those business units/regions? | At least two and up to five. At minimum, the Office of University Counsel and Purchasing Services |

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|---------------|------------------------------|--|---|
| 7 | General | Do you have an existing CLM tool? If so please share the name of the platform. | There is not a CLM implemented enterprise wide at this time. |
| 8 | General | Is the project budgeted? | Yes |
| 9 | General | Who is the executive Sponsor and key decision maker for this project? | The University's Vice Chancellor of Finance and Operations and Chief Financial Officer |
| 10 | Pricing | Please provide the count of users expected to use the system? Please indicate count of full users and view/requestor only users. | This will depend on the solution and how it is implemented. The University envisions roles for its legal team (attorneys, paralegals, administrative staff), Contracting Officers, Contract Managers, Signatories and read-only access for departmental personnel. A count is not available. |
| 11 | Scoping | Is the new solution intended only for supplier contracts or also for customers contracts? | This solution will be used for both supplier and customer contracts. |
| 12 | Scoping | What are the other languages, apart from English that the system UI will be required to support? | None. |
| 13 | Implementation | How many Contract/Agreement templates do you have that need to be configured in the new system? | It is unknown at this time; the University drafts many documents without a pre-existing structure. |
| 14 | Implementation | In addition to English, what are the languages used in these templates? | None. |
| 15 | Implementation | Have you already rationalized these templates to take advantage of a CLM platform? | No. |

RFP Question Question **Vendor Queries UNC** Response # Section/Type While this list is not intended to be complete; it is comprehensive. Further, it has not been decided whether all of these will need to be "configured" in the system, as it is unclear what is mean by "to be configured": Associated Entities; Affiliations (e.g., clinical/healthcare, internships for clinical and non-clinical individuals); Arts, Culture, and Events (e.g., speakers, performances, commissioning, licensing); Athletics Events (e.g., on-campus, off-campus); Data Protection Agreements (e.g., BAA, DUA, DTA, MTA); Please provide the list of in-scope agreement Development (e.g., gift, receipt/refunding); Digital Education; Implementation 16 types to be configured in the new system. **Employment; Executive Search Firms; Facilities Use** Agreements (campus wide); Financial (e.g., Employee Loan, notes/forgivable loan releases, ATM/Banking); Intellectual Property-related (e.g., publishing, copyright); International and Study Abroad (e.g., student exchange, student housing, degree/certificate); Leases (i.e., equipment, commercial, residential); Licensing Agreements; Location agreements (e.g., for video, audio, motion pictures); Purchases of Goods and Services, IT and non-IT (e.g., MSAs, RFQ, RFP, IFB, EULA, Equipment, SaaS, COTS); and Revenue Generating. Do you have an existing clause library with 17 Implementation documented preferred, fallback and walkaway positions? (Your playbook) No. Do you have existing documented workflow requirements? If so, how many unique 18 Implementation workflows do you have? Please provide details including the to be workflow. No. Does UNC at Chapel Hill have any preferred Implementation 19 advisory or system implementation partners? No.

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| 20 | Implementation | Has UNC at Chapel Hill performed a template rationalization activity to ensure what is implemented is optimized for UNC at Chapel Hill? | No. |
| 21 | Implementation | Are you considering rolling out/implementing the new system by business units or by region? | All users will sit in the same geographic region, and UNC will roll out by business unit/department. |
| 22 | Implementation | Has UNC at Chapel Hill documented its future state processes for the purpose of defining workflows within the chosen CLM tool? If so please provide documentation. | No. |
| 23 | Implementation | Does UNC at Chapel Hill have a targeted timeline for implementation? | July/August 2025 |
| 24 | Migration & Metadata Extraction | Please provide a count of legacy documents to be migrated into the new system (please provide an estimate of which ones are Active vs. Archived. Please note that it's required to migrate at least active contracts in the new system to enable user adoption. | 515 Active Purchasing Contracts in PeopleSoft. Approximately 15,000 (may be more) contracts to be migrated from the Office of University Counsel's current database. Numbers of documents that are an active versus archive status is unknown. |
| 25 | Migration & Metadata Extraction | What are all the languages of the legacy contracts and the respective distribution of the volume? | English only. |
| 26 | Migration & Metadata Extraction | Do legacy contracts and associated document currently reside in a single repository or are they spread over disparate file systems? Please provide names. | Disparate file systems. A list of file names is not available. |
| 27 | Migration & Metadata Extraction | Does UNC at Chapel Hill have structured metadata for all contracts (active, legacy)? | There is some metadata for some contracts. |
| 28 | Migration & Metadata Extraction | Is it expected to capture additional metadata fields or attributes from the legacy/active contracts? | Yes. |

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|---------------|---------------------------------------|---|---|
| 29 | Migration & Metadata Extraction | What is the complexity of your metadata (20 fields> 100 fields)? | Less than 20 fields. |
| 30 | Migration & Metadata Extraction | Does UNC at Chapel Hill have inhouse resources to ingest and QA/QC the in-scope contracts post migration into the system? | Yes. |
| 31 | Post Signature Management | Are Post Signature capabilities in scope for this project? If so please answer questions below. | Yes. Although it is unclear whether UNC's understanding of what is meant by "post signature capabilities" is the same as the offeror. |
| 32 | Post Signature Management | Do you have an existing documented processes to manage Obligations and Service level? | No. |
| 33 | Post Signature Management | Please provide the list or number of in-scope suppliers/customers to be configured in the new system. | It is unknown at this time. |
| 34 | Post Signature Management | Does UNC at Chapel Hill currently manage contractual SLAs against actual supplier performance in an automated fashion? If yes, which tool is being used for this? | No. |
| 35 | Post Signature Management | What is the total number of contracts for which UNC at Chapel Hill wants to manage: Obligations (Number of contracts) SLA/KPI (Number of contracts) | It is unknown at this time. |
| 36 | Integration | We understand that UNC at Chapel Hill needs the new system to integrate with - - Microsoft Outlook, SharePoint, OneDrive, ERP, E-signature Please mention the other tools that UNC at Chapel Hill wants the new system to integrate with? Also, provide detailed use cases for all required interfaces e.g. type and frequency of | PeopleSoft ERP Integration, the purchase order and invoicing in the ERP system must be tied to the applicable contract in the CLM to track contract spend. This data must update on a daily basis. |

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| | | data exchange, and integration protocol (e.g., SFTP, Email, REST, SOAP, etc.)? | |
| 37 | Section 5.1, Pg 13 | What types of users will access the system (e.g., legal teams, procurement, departmental administrators)? | Legal team (attorneys, paralegals, administrative support staff), procurement, departmental, research |
| 38 | Section 5.1, Pg 13 | How many users will access the system? | See response to question 10. |
| 39 | Section 3.4.8, Pg 46 | Are there specific API requirements or preferred integration protocols? | See response to question 36. |
| 40 | General | What is the estimated volume of existing contracts to be migrated into the system? | See response to question 24. |
| 41 | General | What is the retention period for contract data, and are there any destruction protocols? | It varies. Retention periods are in accordance with applicable NC and Federal laws and regulations, but generally 5 years after the final payment is made for purchases of goods and services. Research-related and other contract types will vary. |
| 42 | General | What workflows or approval processes are currently in place, and how do they vary across departments? | Approval hierarchies are established, but workflows are not developed. |
| 43 | Section 3.1.3, Pg 7 | Are there specific requirements for automated notifications, escalations, or approval routing? | Yes. Renewal, extension, and expiration notifications are expected to be routed to contract administrators and department staffs for processing University-wide. |
| 44 | General | Are there budget constraints or specific cost breakdowns needed (e.g., implementation costs vs. annual subscriptions)? | See Section 5.0. Pricing and Payment Schedule and Attachment E: Pricing of the RFP. No other information is available. |
| 45 | General | What is the ideal timeline for implementation, and are there milestones to be met during this period? | See response to question 23. |

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| 46 | General | Are AI/ML capabilities critical for contract review, clause suggestion, or risk analysis? | It is desired; the University would not describe it as "critical." |
| 47 | General | Are there specific KPIs that will be used to evaluate the solution's success post- implementation? | TBD |
| 48 | 3.3 SECURITY REQUIREMENTS, B. Page Number 9 | Is W3C compliance a requirement for the University's Section 3.3 Security requirements? | At a minimum, the successful offeror must have a VPAT demonstrating progress towards compliance; it will be required at some point because UNC is legally required to comply. |
| 49 | Business Goals and Outcomes | What are the outcomes your organization is seeking to achieve by implementing a new CLM solution? | See Sections 2.0 and 3.0 of the RFP. |
| 50 | Business Goals and Outcomes | How will you define success with this CLM implementation in terms of measurable outcomes, and what key metrics will you use to assess ROI and value over time? | See response to question 5. No other information is available at this time. |
| 51 | Business Goals and Outcomes | How are you taking advantage of contract data today, and how would you like to leverage it in the future? | UNC does not currently take advantage of contract data, but is interested in vendors providing best practices in accordance with the requirements of the RFP. |
| 52 | Current State and Pain Points | What is your current CLM solution, and what is lacking from that solution? | See response to question 7. |
| 53 | Current State and Pain Points | What part of the contract lifecycle process is currently the most time- consuming, difficult, or involved? | Contract drafting and negotiating. |
| 54 | Current State and Pain Points | Describe any specific challenges or inefficiencies in your contract management process that you would like the new CLM solution to address. | See Section 2.8 of the RFP. No other information is available. |
| 55 | Current State and Pain Points | Volume & Complexity of Contracts | See response to question 24. UNC is unclear what offeror means by "complexity." |
| 56 | Current State and Pain Points | What is your current annual volume of contracts? | Unknown at this time. |

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| 57 | Current State and Pain Points | How many legacy contracts will you be migrating into the new system? | See response to question 24. |
| 58 | Current State and Pain Points | What is the complexity of your metadata (e.g., 20 fields> 100 fields)? | Less than 20 fields. |
| 59 | Current State and Pain Points | What types of contracts do you work with today? | See response to question 16. |
| 60 | Users & Access Requirements | Which department at your organization owns contracts, and how are other departments involved? | Contracts are "owned" by the business unit or department that requests the contract. The Office of University Counsel, Procurement, Office of Sponsored Programs, Office of Professional Service Contracts and potentially other offices or departments will primarily interact with the CLM. |
| 61 | Users & Access Requirements | How many of your users will need the ability to create, edit, approve, and manage contracts on a daily basis? | See response to question 10. |
| 62 | Users & Access Requirements | How many users will only need the ability to generate standard documents and route for e-signature? | Approximately 10-15 for initial user base. UNC will need the ability to increase this number over time. |
| 63 | Users & Access Requirements | How many users will only need access to submit contract requests, monitor status, and search the repository with configurable access permissions? | Unknown at this time. |
| 64 | Users & Access Requirements | In managing your contracts, how important is it to have granular field-level access control? | It is unclear what the offeror is asking. |
| 65 | System Integration & Data Migration | What systems do you plan on integrating your new CLM solution with? | See responses to questions 36 and 94. |
| 66 | System Integration & Data Migration | Are there any additional systems that may require a one-time data import, such as a legacy Contract Management system? | See responses to question 36 and 94. There may be others. |

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| 67 | System Integration & Data Migration | What information (objects, fields, tables) will be passed in data integration between the CLM and other systems? | This will be discussed and determined when necessary. It is not available at this time. |
| 68 | System Integration & Data Migration | Are the other systems installed on your organization's servers or hosted by the vendor (cloud/SaaS)? | Based on UNC's understanding of the question, Installed on University servers. |
| 69 | System Integration & Data Migration | Can you provide details about your organization's process flows or diagrams as it relates to integration requirements? | These will be provided during design phase of the project. |
| 70 | AI & Automation | Does your organization currently utilize Al in contract operations? If yes, what are the current use cases? If no, do you have specific future use cases in mind for Al? | No. No other information is available at this time. |
| 71 | AI & Automation | Are there specific areas in your contracting workflows where you see GenAl prompts being beneficial? | UNC expects to use AI capabilities; however, nothing specific is available at this time. |
| 72 | AI & Automation | Do you envision any limitations or specific use cases where GenAl could enhance your processes? | Nothing specific is available at this time. |
| 73 | AI & Automation | Do you have a preference for using your own large language models (LLM) over a vendor-provided GenAI LLM for managing your contracts? | UNC will consider vendor-provided GenAI LLM for contracts; however, a final decision regarding this question will not be made in the contract award for the CLM. |
| 74 | AI & Automation | Is there a need to train an AI to extract highly specific contract information? | UNC desires to train AI to extract information, but UNC is unclear what offeror means by "highly specific." |
| 75 | Reporting and Analytics | What specific requirements do you have for generating reports on particular terms within your contracts? | Unknown at this time |
| 76 | Reporting and Analytics | Would you need to track and report on risky terms like a 3x limit of liability or | Potentially. |

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| | | specific ESG compliance clauses over time in your contracts? | |
| 77 | Reporting and Analytics | What is your ideal go-live date for the new solution? | See response to question 24. |
| 78 | Reporting and Analytics | How does your organization typically roll out software? (e.g., by state, by department, all at once, etc.) | It depends on various factors, such as the UNC-determined complexity of the solution, priority, and number of users. |
| 79 | Reporting and Analytics | Do you have documented workflow requirements? If so, how many unique workflows do you anticipate needing? | No. |
| 80 | Reporting and Analytics | In managing approval workflows, what is your current process, and how many steps are involved? | UNC does not currently have contract approval workflow. |
| 81 | Reporting and Analytics | Are there specific visualizations or capabilities you need to track who approved which language in the contract? | UNC prefers the solution to track user actions. Nothing specific is available at this time. |
| 82 | Additional Requirements | Do you use Microsoft Office, Google Workspace, or another productivity suite? | Microsoft Office primarily. |
| 83 | Additional Requirements | What is your current e-signature solution? | There is not a University-wide e-signature solution; however, some departments (e.g., Office of University Counsel) use DocuSign. |
| 84 | Additional Requirements | Do legacy contracts and associated documents currently reside in a single repository or across disparate file systems? | Across disparate file systems. |
| 85 | Additional Requirements | What is your ratio of third-party paper to internal documents? | This is unknown. |
| 86 | Additional Requirements | What does your requisition process look like? | Requisitions are submitted through the Peoplesoft ERP system and have their own approval flows. |
| 87 | Additional Requirements | Describe your process for assessing risk within contracts. | Risk is generally assessed on a transaction basis. |

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| 88 | Additional Requirements | Which business units would be served by this CLM? | Initially Office of University Counsel and Procurement for creating contracts with potential additions of Office of Sponsored Programs and Office of Professional Service Contracts and other campus departments at a future date, not yet determined. |
| 89 | Additional Requirements | Are you working with a third party firm to help orchestrate this RFP? | No. |
| 90 | Additional Requirements | Will you prefer to be implemented by a 3 rd party firm or is the preference to work with the CLM vendor directly for implementation? | UNC prefers to work directly with CLM vendor, but it will consider a third party firm, if in the best interest of UNC. |
| 91 | Engagement & Evaluation Process | In the event we are down-selected to the demonstration phase, will we have the opportunity to meet with and ask questions to the business users/evaluators? | The evaluation process expects to include a demonstration of product(s) to some stakeholders. See Section 6.3 of the RFP. |
| 92 | Engagement & Evaluation Process | Who are the key stakeholders or decision-makers involved in the selection and evaluation process for this CLM solution? | See Section 6 of the RFP for the evaluation and award process. |
| 93 | Engagement & Evaluation Process | Are there other vendors currently bidding on this RFP, and is there any specific functionality or expertise from those vendors that you're particularly interested in? | Yes. This is an open bid so any entity may submit a proposal in response to the RFP. Each bidder should submit its most competitive proposal in response to the RFP. |

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| 94 | Section 3.1.3.A.1.e), Page 7 | "What platforms should the CLM solution integrate with? Please specify details: a) ERP (e.g., SAP ECC, S/4, Oracle, etc.): b) eSignature (e.g., Adobe eSign): c) CRM (e.g., Salesforce, MS CRM): d) Procurement Systems (e.g., Ariba): e) SSO (e.g., Active Directory): f) HR Systems (e.g., SuccessFactors): g) Any other systems:" | a) ERP: PeopleSoft b) eSignature (e.g., Adobe eSign): DocuSign c) CRM (e.g., Salesforce, MS CRM):N/A d) Procurement Systems (e.g., Ariba):PeopleSoft/Coupa e) SSO (e.g., Active Directory):Shibboleth f) HR Systems (e.g., SuccessFactors): PeopleSoft/Cornerstone g) Any other systems: N/A |
| 95 | Section 3.1.3.B.1, Page 7 | Can UNC provide information on volume of data that will require migration and source system(s)? | See response to question 24. |
| 96 | Section 3.1.3.D.2, Page 7 | Does UNC have an existing repository they would like the solution to store contracts in or are they looking for vendor to manage a repository? | The University will consider responsive bids for both on-site and vendor-managed storage solution. |
| 97 | Section 3.1.4 Phase 3: A, Page 7 | What is UNC's legacy contract management system? Can product system is built on be shared/any design or requirements documents? | See response to question 7. |
| 98 | Section 3.1.4 Phase 3: A, Page 7 | How many legacy contracts need to be migrated to the new platform | See response to question 24. |
| 99 | Section 3.1.4 Phase 3: A, Page 7 | Are these legacy contracts in a structured format with metadata already available? | Yes. |
| 100 | Section 3.1.4 Phase 3: A, Page 7 | Where are these contracts currently stored? | Current contracts are stored on UNC servers. |
| 101 | Section 3.1.4 Phase 3: A, Page 7 | Do you need additional metadata extracted from the legacy contracts before migration? | Yes. |

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| 102 | Section 3.1.5. D, Page 8 | Is there any historical benchmark data available for timeframes with current system processes? | No. |
| 103 | Section 3.0, Page 6 | What are the operational areas to be included in the implementation? | Office of University Counsel Purchasing Services Applicable Contract Managers throughout campus |
| 104 | Section 3.0, Page 6 | How many users will use the solution? | See response to question 10 |
| 105 | Section 3.1.3. D, Page 7 | What is the number of Contract Types that are currently in use? Specify the names of Contract Types (e.g. NDA, MSA, SOW, Lease agreement, etc.) | See response to question 16. Specific numbers of contract types are not available. |
| 106 | Section 3.1.3. D, Page 7 | How many templates do you use for these contracts? | Unknown. |
| 107 | Section 3.1.3. D, Page 7 | Can you share any sample template for reference? | No. |
| 108 | Section 3.1.3. D, Page 7 | How many additional documents/associations are linked to these contracts? (e.g., Insurance Certificates, Exhibits, Schedules, Products, etc.) | It varies widely by contract. |
| 109 | Section 3.1.3. D, Page 7 | What percentage of your contracts are on third-party paper (received from customers or suppliers)? | Unknown. |
| 110 | Section 3.1.3. D, Page 7 | Will this be a multi-region or global implementation? If yes, which regions will it cover? | No. Implementation will be in Chapel Hill, NC. |
| 111 | Section 3.1.3. D, Page 7 | Do you need multi-lingual user interfaces? If yes, specify the languages. | No. |
| 112 | Section 3.1.3. D, Page 7 | Do you need multi-lingual clauses and templates? If yes, specify the languages. | No. |

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| 113 | Section 3.5.6, M, Page 11 | Do you need AI to extract information from contracts in languages other than English? If yes, please specify the languages? | No. | |
| 114 | | Please advise the total number of users broken out by internal to the GC office, requestor, and outside of UNC Chapel Hill users. | The Office of University Counsel has 15-20 employed attorneys at the time of the posting of this RFP. This could change. This is the number of attorneys who provide legal advice on behalf of the University ,and it excludes other staff in the Office of University Counsel who will use the CLM tool. No other information is available at this time. | |
| 115 | | Please advise the total number of attorneys within in the GC office. | See response to question 114. | |
| 116 | | Please advise the total amount of vendor-hosted storage required in the proposed solution. | Vendor-hosted storage is dependent upon the solution. | |
| 117 | | Will the University have an IT resource available to export legacy data, documents, and/or metadata? | Individual units may have IT resources available, but assistance and guidance from the vendor will be required. | |
| 118 | | Is the University willing to extend the submission deadline of the RFP by two (2) weeks following the issuance of answers to the Q&A period? This will provide adequate time to scope technical answers to the Q&A period. | Submission timeline will be reassessed if necessary. UNC will not the deadline at this time. | |
| 119 | Migration from legacy system(s): | How many files/documents/records total in the repository? | 180,000+ | |
| 120 | Migration from legacy system(s): | Of those, how many files/documents/records will be migrated? | See response to question 24. | |
| 121 | Migration from legacy system(s): | If the objects to sync are documents: | See response to question 24. | |

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|---------------|--|---|--|--|
| 122 | Migration from legacy system(s): | Do documents have multiple versions that should all be maintained? | Yes. | |
| 123 | Migration from legacy system(s): | Should document metadata be synchronized? | Yes. | |
| 124 | Migration from legacy system(s): | How many Cases, Workspaces, records, contracts, or other non-file objects are in the repository? List object type and count. | lt is unknown. | |
| 125 | Migration from legacy system(s): | What is the total number of data fields each matter type requires to be migrated? | Less than 20. | |
| 126 | Migration from legacy system(s): | Of those, how many will be migrated? | Less than 20. | |
| 127 | Migration from legacy system(s): | What filter criteria will be applied to identify/scope the files/records to be migrated? | For The Office of University Counsel, client and file name. No other information is available at this time. | |
| 128 | Migration from legacy system(s): | Are there security/permissions requirements for the documents/objects being migrated? | Yes. | |
| 129 | Migration from legacy system(s): | Will documents or metadata require conversion of any kind as part of the migration? (IE value NY convert to New York) | No. | |
| 130 | Migration from legacy system(s): | Briefly explain how the source system is structured. For example, if the source is SharePoint, what constitutes a site, document library, folder, etc. | For The Office of University Counsel, the documents are stored on a University server where the top-level folder is defined by client name. There are subfolders within each client folder. | |
| 131 | Migration from legacy system(s): | Describe any other known deployment customizations. | None. | |

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| 132 | Integrations | a. Please identify all products which require integration with the solution and if they are Cloud or On-Prem based tools. | Worldox On-Prem (for Office of University Counsel) PeopleSoft ERP (On-Prem). | |
| 133 | Integrations | b. Will this be a one-way or bi-directional data exchange? | Bi-directional data exchange. | |
| 134 | Integrations | c. If one-way, which direction will data be transferred? | N/A | |
| 135 | Integrations | d. If the objects to sync are documents: | Yes. | |
| 136 | Integrations | e. Do documents have multiple versions that should all be maintained? | Yes. | |
| 137 | Integrations | f. Should document metadata be synchronized? | Yes. | |
| 138 | Integrations | g. If the objects to sync are record data (IE Users or Financial data) how many different fields of data does each record type have to synchronize? | To be determined during the information-gathering phase of the project. | |
| 139 | Integrations | h. Would you prefer the synchronization process be automated or would users be creating the rules for which data to synchronize? | UNC prefers a flexible approach for synchronization process that will allow users to create rules or automate this process as needed. | |
| 140 | RFP Response | Page Limits – Will the University excuse the proposal response page limits? This will allow adequate space to provide a concise response to University requirements. | No. All proposals must be submitted in accordance with th RFP. | |
| 141 | RFP Section 3.5, Page 10 | How many total users?A. How many internal users will require administrative level access?B. How many internal users will require the ability to add, edit and delete?C. How many internal users will require request only access?D. How many internal users will require | Unknown at this time. | |

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| | | read-only access? E. How many internal users do you project will require access to the system at any given time? | | |
| 142 | RFP Section 3.5.9, page 11 | Is your organization in need of enhanced generative AI features and data & risk analysis? A. If so, how many contracts per month do you believe will need to be run through the AI software? B. What is the typical page count for your contracts? C. Is this something you want available to all users? | Yes. The information requested under A., B., and C. is not available. | |
| 143 | RFP Section 3.5.6, page 11 | Does your organization require data import services? If so, please expand upon the data migration / importing requirements for the Contract Management Software? (Such as record info, employee lists, vendor lists, etc.) A. How many total electronic files (PDF, MS Word, etc) in current/legacy system into the system that needs to be imported into the system? B. How much metadata (rows in the exported spreadsheet) is in the current/legacy system? C. Where are the legacy (historic) electronic contract files currently stored? (shared folders, Sharepoint, document management system, paper, etc) | UNC desires assistance and guidance when importing data. See responses to questions 36 and 94. The other data asked is not available at this time. | |

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| 144 | RFP Section 3.5.8, page 11 | Can you please expand upon your preferences to integrate with PeopleSoft, OneDrive, and SharePoint? Please provide system details (system name and version, database used, scope of use, home-grown or commercial) if applicable. | PeopleSoft FSCM ver 9.2 (PeopleTools ver 8.6x) on Oracle dl ver 19 c (COTS). No other information is available. | |
| 145 | RFP Section 3.5.8, page 11 | Are there any additional systems that may require a one-time data import such as a legacy Contract Management system? A. If so, please provide the system name, version, scope of use, the total number of contract records and files being imported into the system and SOAP/REST API, if available. | See responses to questions 36 and 66. | |
| 146 | RFP Section 3.5.1, page 10 | What documents/contract types would you like to author within the system (number of templates)? | See response to question 16. | |
| 147 | RFP Section 3.5.1, page 10 | Do you require professional services to configure templates? A. If so, how many would be required for the awarded vendor to configure? | We want the ability to configure our own templates, but will need training | |
| 148 | RFP Section 3.5.3, page 10 | Do you require professional services to configure workflow processes? A. If so, how many would be required for the awarded vendor to configure? | We want the ability to configure our own workflows, but will need training | |
| 149 | RFP Attachment E, page 39 | Is your organization eligible to purchase off the GSA Schedule 70? A. If yes, would you like GSA pricing in the bid response or retail pricing? | Yes, The University is eligible for GSA Schedule 70 Pricing. However, we intend to utilize the University Terms and Conditions as delineated in this RFP so please provide your best available pricing under those constraints. | |
| 150 | General | How many contracts do you generate per month? | Unknown | |

| Question # | RFP Question Section/Type | Vendor Queries | UNC Response | |
|---------------|------------------------------|--|---|--|
| 151 | General | Which team is currently responsible for running and maintaining your current contracting process/technology? | The Office of University Counsel Procurement Information Technology Services Privacy | |
| 152 | General | What departments have the authority to create contracts? | The Office of University Counsel Procurement | |
| 153 | General | What are the various document types (MSA, Marketing, Sales, NDA, SOW, etc.) that are part of your contract process? | See response to question 16 | |
| 154 | General | Do you have an existing contract template library? | No. | |
| 155 | General | Do you have an existing clause library? If so, does it contain both primary and fallback clauses? | No. | |
| 156 | General | You list integrations to CRM, ERP, Peoplesoft etc. Please include a list of the systems you would like to integrate to the CLM solution in order of priority. | The only integration needed is a digital signature integration and a PeopleSoft integration. | |
| 157 | General | Approximately how many users will be submitting requests for contract reviews? | Unknown | |
| 158 | General | Approximately how many users will be redlining and approving contracts? | Unknown | |
| 159 | General | Approximately how many users will only need to search and view contracts? | Unknown but we want campus-wide access | |
| 160 | General | Approximately how many legacy contracts need to be imported into the CLM system? | See response to question 24 | |
| 161 | General | Do you have specific implementation timeline requirements (duration, go-live date) | See response to question 23 | |

| Question # | RFP Question Section/Type | Vendor Queries | UNC Response | |
|---------------|------------------------------|--|---|--|
| 162 | General | What is your current e-sign experience during the contracting process? Please explain. | It varies | |
| 163 | General | Which departments are involved in the contract process today? | All departments | |
| 164 | General | Do you want contract analytic dashboarding capabilities built into the platform? Would you like the ability to push out these metrics to a BI tool? | Yes. | |
| 165 | General | Have you considered any current or future opportunities for online, publicly- facing contracts to streamline the counterparty experience? | Currently, no | |
| 166 | General | Do you set a negotiation threshold for certain contracts? | Each offeror should submit its most competitive proposal. | |
| 167 | General | Can you please describe how you might be currently using AI for contracting and how AI factors in your evaluation of a CLM partner? Please explain. | The University is not currently using AI for contracting. See Section 6 of the RFP for the evaluation criteria and process. | |
| 168 | General | Are there any contracts that don't require negotiation? Could these be accepted with a single click? | No | |
| 169 | General | For any Terms of Use and Privacy Policies hosted online. How often do you rely on engineering to make updates to these terms? What would it mean for your legal team to have the flexibility to own updates without engineering bottlenecks? | Unclear | |
| 170 | General | Do you have adoption rate goals that your team is trying to achieve on your new CLM solution? | Νο | |

| Question # | RFP Question Section/Type | Vendor Queries | UNC Response | |
|---------------|------------------------------|---|---|--|
| 171 | General | How important is the user experience (walk-up usability/modern UI) of the solution when evaluating CLM platforms? | UNC desires a solution that is conceptual and considers users that are widely variable in technological sophistication. | |
| 172 | General | Is it important to your team to have the ability to build, edit, and maintain your own workflows? | Yes. | |
| 173 | General | How well structured are your current contracts? Do you have templates, defined metadata, approval, and signature matrices? | There are well defined approval and signature matrices. See response to question 13. | |
| 174 | General | Are there deadlines or compelling events for implementation that need to be considered? | Work around fiscal year end, which is June 30, 2025 and the expected sunset of the WorldOx system; no date is available. | |
| 175 | General | Do you have a few examples of the reports each role would like to see in the CLM? (contract managers, attorneys, executives, and other stakeholders) | No. | |
| 176 | General | What percentage of the contracts you review are on other parties paper? Are the most important contracts on UNC templates or other parties paper? | Percentages of contracts are other parties' paper is unknown. As a State-entity, UNC prefers to use its paper. However, UNC does not understand offeror's reference to "the most important contracts." | |
| 177 | General | Which contract types are the most important for this evaluation? Which departements or units primarily deal with those contracts? | There is no hierarchy of importance. See Section 6 of the RF for evaluation information. | |
| 178 | General | What are the most important and/or common clauses that are negotiated? | UNC will not respond to what is "most important"; however, clauses with high priority generally are those related to data protection (especially regulated data) and to risk tolerance of UNC. | |
| 179 | General | What reports and KPIs are most important for this evaluation? | Not applicable | |

| Question # | RFP Question Section/Type | Vendor Queries | UNC Response | |
|---------------|---|---|--|--|
| 180 | RFP Section, 6.2 Evaluation Criteria pG #14 | How will the following be graded - % in level of importance. 1) Technical Proposal 2) Implementation Plan 3) Experience and References 4) Pricing | The University is employing the Best Value methodology. See Section 6 and Attachment A, 3) of the RFP. | |
| 181 | | What other integrations / migrations with 3 rd part systems are needed besides Peoplesoft and Microsoft | Digital signature capability. | |
| 182 | | Current operating budget at UNC Chapel Hill and all entities needing access to the system. | UNC will not respond to this question. | |
| 183 | | Number of business units that will use system | See response to question 6. No other information is available at this time. | |
| 184 | | What middleware is currently being used? | None in scope. | |
| 185 | | Are there dedicated resources planned to assist with the collection of contracts? | Yes. | |
| 186 | | What university groups are in mind for primary usage of the CLM solution? | Office of University Counsel and Procurement primarily. | |
| 187 | | Are sponsored projects / grant post award in scope? | UNC's OSP is not in scope for CLM use at this time, and that may change over time. However, documents and contracts from grant-funded research projects will be managed in the CLM. | |
| 188 | | When do you go-live planned ideally? | See response to question 23 | |
| 189 | | Are you interested in a gradual roll out or a large scale big-bang go-live? | Offerors should provide rollout recommendation as part of the implementation plan. | |
| 190 | | Do you have a current e-signature provider? | See response to question 84. | |
| 191 | | Target duration for the implementation of the Solution? If so, what is that duration? | No target duration; offerors should provide its most competitive implementation plan as required by the RFP. | |

| Question # | RFP Question Section/Type | Vendor Queries | UNC Response | |
|---------------|------------------------------|--|--|--|
| 192 | | When do you intend to award for this initiative? | See Section 1.0 Anticipated Procurement Schedule of the RFP. | |
| 193 | | When is the ideal implementation kick off date? | See response to question 23. | |
| 194 | General | Are there specific data security or access control requirements? | See ATTACHMENT L of the RFP. | |

| Execute Addendum: | | | | |
|-----------------------|-------|--|--|--|
| Offeror Name: | | | | |
| Authorized Signature: | Date: | | | |
| Name and Title: | | | | |
| Email Address: | | | | |