Ajax Analytics

WITH

Colorado State University

STATEMENT OF WORK 01

April 20, 2021

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EXHIBIT A: STATEMENT OF WORK (SOW 01)

This Statement of Work 01 (SOW) is agreed to between Ajax Analytics, Inc. (Ajax) and The Town of Erie (Erie) and is pursuant and subject to the terms and conditions defined in the Agreement for Professional Services (Agreement) by and between Ajax Analytics and Erie executed on [DATE].

Period of Performance
This SOW shall commence on the Effective Date and shall remain effective through December 31, 2021.

Services
This SOW defines subscriptions to services at either a monthly or annual basis with pricing defined per service. Service subscriptions beyond the quantity defined in this SOW may be added at any point with an addendum to this SOW and/or amendment to the Agreement.

Services include:

- o Site monitoring with sensor systems including triggered whole-air canister sampling

- o Base or Premium Service Level Availability applied to each subscribed sensor system

- o Site monitoring with week-long whole-air canister sampling and lab analysis

- o Grab sampling with whole-air canister samples deployed by Erie citizens or staff

- o Mobile monitoring with a mobile plume tracker vehicle

- o Online data visibility via a publicly available portal

- o Expert Services including templated quarterly reports and event reports

Through the effective period, Ajax Analytics will provide fully managed air quality monitoring stations, data collection and hosting, data access, and service level availability as defined in this SOW and any Addendums to the SOW.

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1 BACKGROUND

1.1 Erie's Air Quality Program

Air quality is a concern of Erie's staff and residents concerning oil & gas development and production activities within Erie. As a result, Erie has contracted Ajax Analytics, along with Colorado State University's Department of Atmospheric Science (CSU) as a sub-contractor, to perform air quality monitoring around the oil & gas concern and within nearby neighborhoods.

Oil and gas development (drilling, completions, and liquids load-out) activities are active within Erie town limits and in nearby unincorporated Weld County. Ajax Analytics and Erie staff have designed an air monitoring deployment plan referenced herein as the "Base 2021 Monitoring Plan".

Should Erie's needs change in 2021, Erie has the option to revise the plan (relocate monitoring sites) one time during the Effective Period, as well as the option to add additional monitoring subscriptions to the 2021 Base Monitoring Plan at any time.

1.2 Statement of Objectives

The Ajax Analytics solution is uniquely designed to address concerns and deliver on Erie's air monitoring program objectives. The objectives of Erie's air monitoring program include:

- o Monitor air quality in Erie with particular focus on oil and gas emissions
- o Provide information to quantify the impact of oil and gas activity on Erie's air quality
  - Identify moments with elevated air pollutants and quantify concentrations
  - Identify patterns and locations with elevated air pollutants
  - Provide information that can be used to reduce impacts to Erie's air quality
- o Measure real-world air quality and compare with standardized health guidelines
- o Share information in real-time with staff and citizens
- o Maximize value while managing costs

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2 MONITORING PROGRAM DETAILS

Ajax Analytics manages all aspects of the air quality monitoring deployment and all of the data collection and management. The execution goal is to minimize the operational effort of Erie staff while providing useful air quality information that is collected and presented with scientific integrity.

This section of the document provides information regarding:

2.1   Technologies to be used in the 2021 air quality monitoring network

2.2   The monitoring sites included in the 2021 Base Monitoring Plan

2.3   An overview of the public portal and data access

2.4   Guidelines for communications and reporting

2.5   Expected schedule for deployment of the monitoring network

2.1 Air Monitoring Technologies

The Erie air quality monitoring network has been carefully designed to include multiple monitoring technologies. The technologies in use complement each other in order to provide information that can be used to improve Erie's understanding of the short-term and long-term air quality impacts of oil and gas operations in the city.

Technologies include continuous real-time meteorological, particulate matter 2.5 (PM 2.5) and VOC sensor systems, week-long whole-air canister sampling, instantaneous whole-air grab canister sampling, and periodic deployment of a mobile plume tracker vehicle.

Real-Time Sensor Network

Ajax uses sensor systems that provide the best value to achieve the program objectives. The tables below summarize the minimum features and metrics that Ajax provides with each sensor system subscription.

As new sensor technology enters the market, Ajax Analytics may update monitoring technology.

Sensor System Features

Feature	Description
Continuous Monitoring	Continuous monitoring at a 5-minute resolution or better. At the expected solar power capacity, sensor systems read measurements every 15 seconds. These measurements are then aggregated into 1-minute, 5-minute, and 1-hour averages and are sent to the Ajax software platform for storage and further quality assurance and analysis. These measurements are typically available to the user interface within 10 minutes of the sensor system measurement.
Anomaly Detection	Ajax provides two-levels of air quality event detection: • Tier 1 air quality events are indicators of a potentially hazardous concentration of VOCs or hydrocarbons in the ambient air. These events are defined by thresholds for the sensor readings based on a percentage of LEL, defined millivoltage threshold, and/or sustained statistical outliers within the sensor output. Tier 1 air quality events are exceedingly rare. • Tier 2 air quality events are indicators of the potential for higher emissions in the ambient air. These events are identified by algorithms in the Ajax platform which identify a trending difference between actual and predicted measurements, identify a common pattern of elevated readings across sites, or identify a common pattern of elevated readings across different sensor metrics.
Automated canister trigger	The systems are capable of triggering a whole-air canister sample when air quality events are registered. Instantaneous whole air canister samples may be triggered based on air quality event thresholds, or by a remote instruction from the Ajax platform. Triggered whole air canister sample valves are open for 3-minutes and typically fill to capacity within approximately 1-minute.
Autonomous Operation	All continuous sensor systems are solar and battery-powered with cellular connectivity. Monitoring stations are securely mounted approximately 8-10 feet off the ground upon ground-driven poles installed by Ajax Analytics or on existing infrastructure poles.
Ongoing Maintenance	Ajax Analytics will maintain sensors in the field to ensure service level availability terms. Sensor systems will be refurbished and recalibrated on an annual basis, typically 1-year from the deployment date. In the event of sensor failure, Ajax Analytics will attempt to resolve the issue in the field and may choose to send the sensor system back to the manufacturer for refurbishment and recalibration, or replacement.

Sensor System Metrics

Metric	Technology	Description
VOC Indicator (TVOC-PID10.6)	Photo-Ionization Detector with 10.6 eV lamp sensor	A PID sensor signal changes in response to the presence of hundreds of different VOCs at a part-per-billion sensitivity. As a result, these sensors are useful for indicating change over time and for relative concentrations of VOCs, but do not provide an accurate concentration reading for any particular mix of VOCs. For this reason, Ajax does not present TVOC data from these sensors as a quantitative concentration value, but rather as an indicator value that represents change over time.
Particulate Matter (PM2.5)	Optical particulate matter sensor	PM 2.5 is measured using dual optical sensors that are accurate within about 20% of a reference-grade sensor most of the time. Because these sensors have been shown to be quite accurate, Ajax presents these values as ambient concentration measurements in ug/m3.
NO & NO_2 Indicator (NO-EC, NO_2-EC, & NO_x-EC)	Electrochemical sensors	Electrochemical NO and NO_2 sensors change in response to the presence of NO and NO_2. These sensors are typically not sensitive enough to be accurate at low ambient background levels, though they do respond well to higher ambient levels of NO_x. As a result, these sensors are useful for tracking normal vs. elevated levels of NO_x, but do not provide an accurate concentration reading. For this reason, Ajax does not present NO, NO_2, and NO_x data as a quantitative concentration value, but rather as an indicator value that represents normal or high readings.
Wind Speed & Wind Direction	Cup anemometer & wind vane or sonic anemometer	Wind speed and wind direction are measured with cup anemometers with a wind vane and/or sonic anemometers. These sensors provide accurate wind speed and wind direction data at every deployed monitoring station and measure every 15 seconds, output as 1-minute, 5-minute, and 1-hour averages.
Temperature, Pressure, & Humidity	Various	Temperature, pressure, and humidity are measured with small sensors that are typically packaged into one device in the sensor system. These small sensors are quite accurate and provide good sensitivity and a fast response.

Sensor System Service Level Availability (SLA)

Service Level	Description
Annual Recalibration	Sensor systems are refurbished by the manufacturer annually. During this service, the sensor system is re-calibrated in an environmental chamber with both zero-gas and test gases.
Uptime Commitment (Base SLA)	Ajax commits to 80% uptime for the sensor network on a rolling 12-month window. Uptime is calculated as the number of 5-minute sensor readings received vs the number expected across the deployed network. If Auto-Triggered Sampling subscription is included, Ajax commits to maintaining an 80% Trigger-Ready state across the sensor network, calculated on a rolling 12-month window. Trigger-ready state is calculated as one minus the number of minutes the system is unable to trigger a sample vs the number of minutes of network uptime. Small, continuous sensor systems are subject to the elements and do experience issues. Sensor network downtime events outside of Ajax control, such as extreme weather events and cellular service outages may be removed from the SLA calculation.
Uptime Commitment (Premium SLA Option)	Ajax commits to 90% uptime for the sensor network on a rolling 12-month window. Uptime is calculated as the number of sensor readings received vs the number expected across the deployed network. If Auto-Triggered Sampling subscription is included, Ajax commits to maintaining an 90% Trigger-Ready state across the sensor network, calculated on a rolling 12-month window. Trigger-ready state is calculated as one minus the number of minutes the system is unable to trigger a sample vs the number of minutes of network uptime. Small, continuous sensor systems are subject to the elements and do experience issues. Sensor network downtime events outside of Ajax control, such as extreme weather events and cellular service outages may be removed from the SLA calculation. The Premium SLA ensures that Ajax is prepared to resolve sensor down-time issues quickly, which may include deployment of cold-spare systems in order to ensure network uptime commitments are met.

Whole-Air Canister Samples

Whole-air canister samples are a standard in air quality monitoring and have been in use for many years. The process is defined by proven methodologies that define rules and best-practices for ensuring an effective and trustworthy air sample measurement.

Whole air canisters involve a sterile, evacuated canister with a flow controller that ensures a steady stream of ambient air into the canister once the valve is opened. Once the sample is collected, the canister sample

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is sent to a lab, where the air sample is analyzed with gas chromatography-mass spectrometry (GC-MS) and/or gas chromatography with flame ionization detector (GC-FID) equipment. This process provides excellent, referenceable information about the pollutants in the air at the time the sample was collected.

These processes can provide sub-parts-per-billion level information about specific compounds captured in the sample.

This program includes four deployment methods for canister sample collection.

Canister Sampling Methods

Method	Sample Duration	Description
Automated canister	Instantaneous/ ~1-minute	The continuous sensor systems trigger a whole-air canister sample when air quality events are registered. Short-term whole air canister samples may be triggered automatically by the sensor system and/or server-side requests. These samples provide an accurate and reliable reference for determining VOC concentrations at the time of the sample.
Manual canister	1-week	Ajax and CSU staff manually deploy a whole-air canister sample with a flow controller that slowly lets air into the canister over the course of a week. These samples provide an accurate and reliable reference of the integrated VOC composition during the week the canister is deployed.
Citizen/Staff canister	Instantaneous/ ~1-minute	Citizens and/or customer staff are provided mini-canisters and training documentation for effective sampling. These samples provide an accurate and reliable reference for determining VOC concentrations at the time of the sample.
Plume Tracker canister	Instantaneous/ ~1-minute	The mobile plume tracker operator manually deploys whole-air canister samples at their discretion as emission plumes are identified and traced.

Canister Sample Metrics

Metric				
ethane	c-2-butene	benzene	n-nonane	ethylbenzene
ethene	cyclopentane	cyclohexane	isopropylbenzene	m+p-xylene
propane	i-pentane	2,3-dimethylpentane	n-propylbenzene	toluene
propene	1,3-diethylbenzene	2-methylhexane	3-ethyltoluene	2-methylheptane
i-butane	cis-2-pentene	3-methylhexane	4-ethyltoluene	3-methylheptane
n-butane	n-hexane	2,2,4-trimethylpentane	1,3,5-trimethylbenzene	1,4-diethylbenzene
ethyne	isoprene	methylcyclohexane	2-ethyltoluene	methane
t-2-butene	2,4 dimethylpentane	styrene	1,2,4-trimethylbenzene	n-octane
1-butene	n-heptane	o-xylene	n-decane	n-pentane
1,2,3-trimethylbenzene	2,3,4-trimethylpentane			

Canister Sample Service Level Availability

Service Level	Description
Grab Canister Availability	Ajax/CSU will provide Erie with the number of subscribed clean, evacuated mini-canisters at all times. Erie may choose how and when to deploy the grab canister samples up to the subscribed number per month or year.
Grab Canister Pickup	Used or expired grab canisters will be picked up within 1 week of deployment, as needed. Expired canisters will be collected and replaced as needed.
Grab Canister Sample Results	Grab canister sample results are prioritized for lab analysis and results are targeted to be delivered within 7 days of grab canister pickup.
Trigger Canister Availability	Each Sensor System Site will be fitted with a clean canister in a ready-to-sample state up to the collection of Auto-Triggered Sampling subscriptions within the contract term.
Trigger Canister Pickup (Premium SLA)	With the Premium SLA subscription, Ajax commits to replacing used trigger canister samples within 48-hours of the triggering event. Ajax commits to valid results from at least 90% of triggered canister samples.

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Service Level	Description
Trigger Canister Sample Results	With the Premium SLA subscription, triggered canister sample results are prioritized for lab analysis and results are targeted to be delivered within 7 days of triggered canister pickup. Triggered canister sample results are delivered along with an Event Report.
Weekly Canister Availability and Results	Each Continuous Weekly Monitoring Site includes up-to 52 canister samples in 2021. Week-long canister samples are changed on Thursdays, weather permitting. Ajax targets lab analysis results from week-long canister samples within 2-weeks of sample pickup. Results are delivered quarterly and may be requested mid-quarter.

Mobile Plume Tracker

The mobile plume tracker is an instrumented vehicle capable of accurate 1-second resolution measurements of methane using cavity ring-down spectrometry and acetylene measurements using mobile gas chromatography. The plume tracker deploys for 4 to 8 hours when conditions are correct for slow-transport of emissions plumes. The operator monitors the real-time measurements and collects instantaneous grab canister samples when/if plumes are located.

Mobile Plume Tracker Features:

Feature	Description
High Sensitivity	Onboard instrumentation is highly sensitive to methane and acetylene.
High Resolution	1-second resolution of key metrics helps the operator identify plumes and track the transport area.
GPS	GPS coordinates help the operator map the driving route in tandem with pollutant concentrations and provide spatial data to help identify potential source.
Grab Canister Sampling	Operator-deployed canister samples characterize the plume composition and help identify potential source.

Mobile Plume Tracker Service Level Availability

| Service Level	Description
Mobile Plume Tracker Availability	The mobile plume tracker may be deployed up-to 12 times throughout the subscription period. Deployment dates and times are at the operator's discretion and are determined based on weather forecast and operations or emissions activities expected during the time of deployment.

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2.2 Air Monitoring Sites

Erie's air quality monitoring program will include 10 continuous real-time sensor system monitoring site subscriptions and 4 continuous weekly monitoring site subscriptions. The Base 2021 Monitoring Plan sites are defined below.

Additional monthly site subscriptions may be added at any point during the year per the pricing agreement in section 3. Additional monthly site subscriptions will be deployed and operational within 60 days of written request and executed addendum to this SOW.

Ajax Analytics reserves the right to deploy additional monitoring sites at their discretion, free of charge to Erie and subject to land use approval, for the purposes of investigating an air quality event, for testing new monitoring technologies, co-locating equipment at sites, etc.
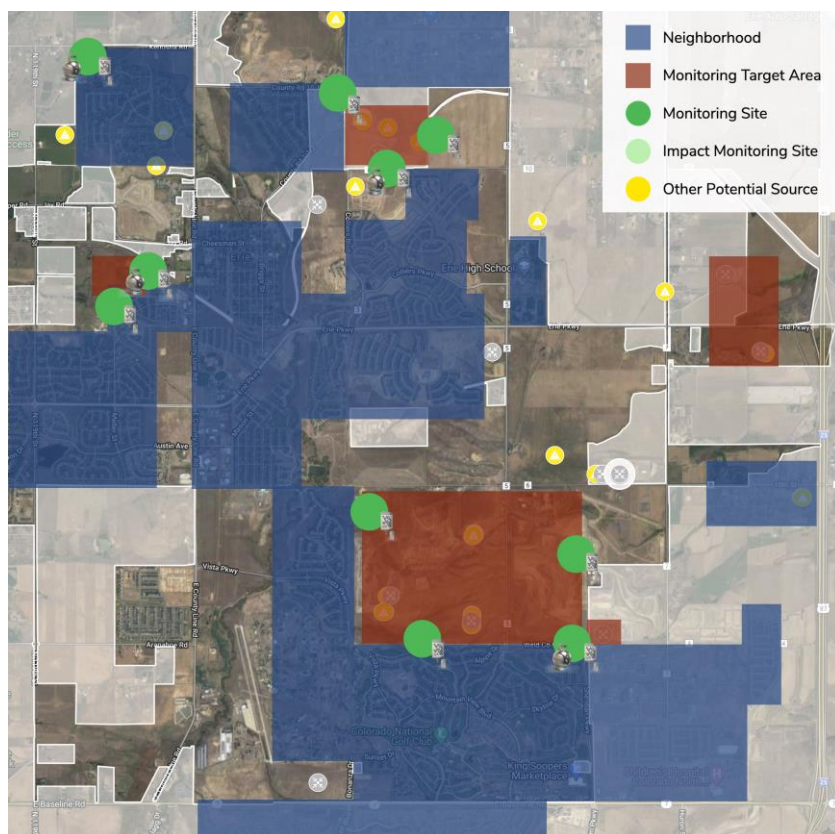
Monitoring Site	Monitoring Site Type		Monitoring Site	Monitoring Site Type
Background Northwest	Background Site		Landfill Northwest	Target Area Site
Colliers Hill East	Target Area Site		Landfill Southwest	Target Area Site
Colliers Hill Northwest	Target Area Site		Landfill Southeast	Target Area Site
Colliers Hill South	Target Area Site		Landfill West	Target Area Site
Red Hawk South	Target Area Site		Coyote Southwest	Target Area Site
Red Hawk East	Target Area Site			

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2.3 Software & Data Access

The Ajax software platform manages sensor system provisioning, data collection, quality assurance, and data visibility. All data from Ajax and CSU sensor systems, lab analysis, public sources, and notes and observations made by Ajax staff are recorded within Ajax software in order to provide valuable context for the monitoring data.

This program uses the following feature set in the Ajax software:

Software Platform Features

Feature	Description
Near-real-time data collection	The platform collects metrics from the deployed monitoring stations every 5 minutes or better.
Lab-data upload	Ajax staff upload lab result files direct from the laboratory into the platform, reducing the risk of typo's during entry or delays in data entry.
Transformation to canonical format and value aggregation	As data flows into the system, all datasets are processed by a data pipeline. This includes simple but useful transformations like converting the incoming data into a common name for each compound and converting incoming data into a common unit (ppb from ug/m^3, for example). Combining compounds into new metrics (for example: m,p-xylene and o-xylene are combined to create a total xylene metric, etc.) The data pipeline also executes routines for event detection with every new piece of data that flows in. All data is stored in multiple data lakes during the process: the raw incoming data, the transformed data, the aggregated data, and the presentation data. This structure allows for re-processing and auditing of the data transformations.
Air Quality Event Alerts	As air quality events are identified by the system, an alerting feature sends email messages to the recipients defined for each type of event.
Platform Security	Ajax takes security seriously. This is why Ajax has worked to meet or exceed all Amazon Web Service security best practices. The software platform has the following security features: • Customer data is clearly segmented in data lakes and databases • All data is encrypted at rest • Ajax actively monitors and alerts for unauthorized access and authorized access outside of a geofence • Ajax automatically monitors for security mis-configurations multiple times per day • All developer access requires multi-factor authentication
Operational Activity Log	Ajax enters and logs all known operational activities in the area. This includes known information about the oil & gas phases and equipment. Field staff is also trained to note and log other potential emissions activities nearby, such as construction, roadwork, O&G operations, and more.
Public Portal	Users can access the Public Portal to view air quality data from each site in near-real-time, view data compared with standardized health guidelines, and view reports.

Ajax Analytics may request that Erie staff engage in user-research discovery sessions, user-interface design reviews, and end-user testing as new features are designed, developed, and deployed.

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Public Portal Examples

A main dashboard will present features to the public user that include a Program Overview, Reports, and various methods of viewing data from the monitoring network.
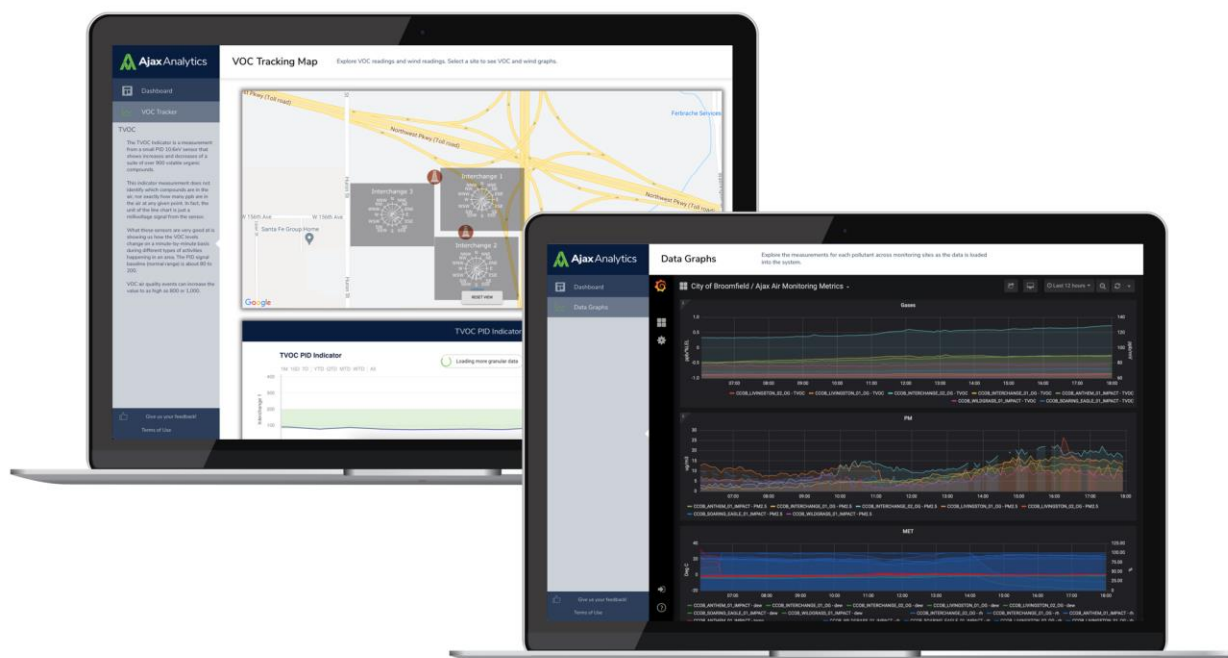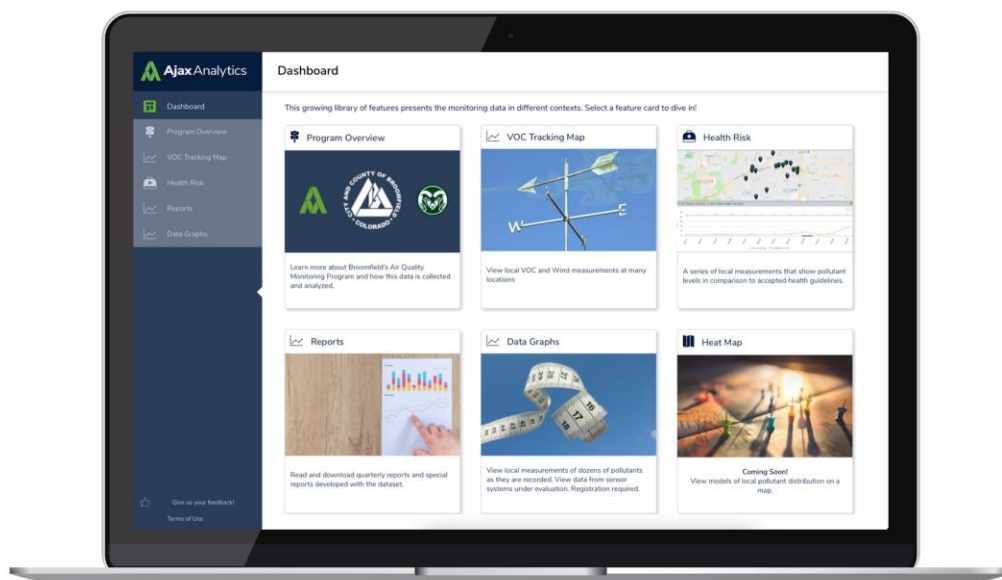
2.4 Communications

Regular Communication and Activities

Ajax Analytics and Erie commit to regular communication between designated points-of-contact. Throughout the program, the following ongoing activities promote effective communication and ensure the monitoring program runs smoothly.

Who	Activities
Erie	• Semi-weekly or Monthly meeting with Ajax Analytics to share current and upcoming operational activities and review service activities • Respond to notifications for air quality events • Engage in Quarterly Report reviews and periodic design software reviews
Ajax Analytics	• Semi-weekly or Monthly meeting with Erie point of contact to review the state of the monitoring network and sampling plans, review current and upcoming pad activities, and review changes to the operational schedules. • Regular site visits to maintain sensor systems • Respond to Ajax-internal system alerts for maintenance events • Deploy and collect weekly whole air canister samples, per the canister sampling schedule • Deploy and collect automatically triggered whole air canister samples • Deliver and collect citizen/staff grab canister samples • Upload results from the canister lab analysis to the Ajax platform • Assess and audit the data pipeline and verify the quality of the collected data • Deliver Quarterly Reports

Air Quality Event Communications

As air quality events are identified, Ajax Analytics will notify a designated Erie contact (or distribution list) via email. Ajax Analytics may update and optimize anomaly detection algorithms and/or triggering thresholds at any time without notice to Erie.   Summary reports for air quality events that triggered canister samples will be provided within one week of Ajax receipt of triggered canister lab results.

Special Communication/Ad-Hoc Reports

Ajax Analytics will respond to questions regarding data, events, or requests for special reports within 5 business days of the request, unless otherwise specified by an SLA subscription. Any reporting or data investigation outside of the Quarterly Reports, air quality event summary reports, citizen/staff canister data reports, and scoped web portal features will be fulfilled at Ajax Analytics' discretion.

Quarterly Reports

Ajax Analytics will report on key findings within six weeks of the end of each quarter, subject to change upon Erie and Ajax agreement. The content of the Quarterly Reports will be templated, including summaries of weekly sampling data and summary data from event reports and citizen/staff grab canisters. Quarterly Reports will not be verbally presented to Erie unless otherwise specified by the purchase of specific Expert Services.

Data Access and Availability

Complete datasets from all subscribed systems can be delivered to Erie within 7-days of request once per quarter. Ad-hoc requests for data will be treated as Special Communication/Ad-Hoc Reports.

2.5 Deployment Schedule

The 2021 Base Monitoring Plan is anticipated to be deployed within 8 weeks of contract execution in two phases. The first phase includes deployment of equipment currently in-hand. The second phase includes deployment of equipment that must be procured with an anticipated 6 to 8 week lead time.

The following deployment timeline outlines the expected deployment schedule (subject to change):
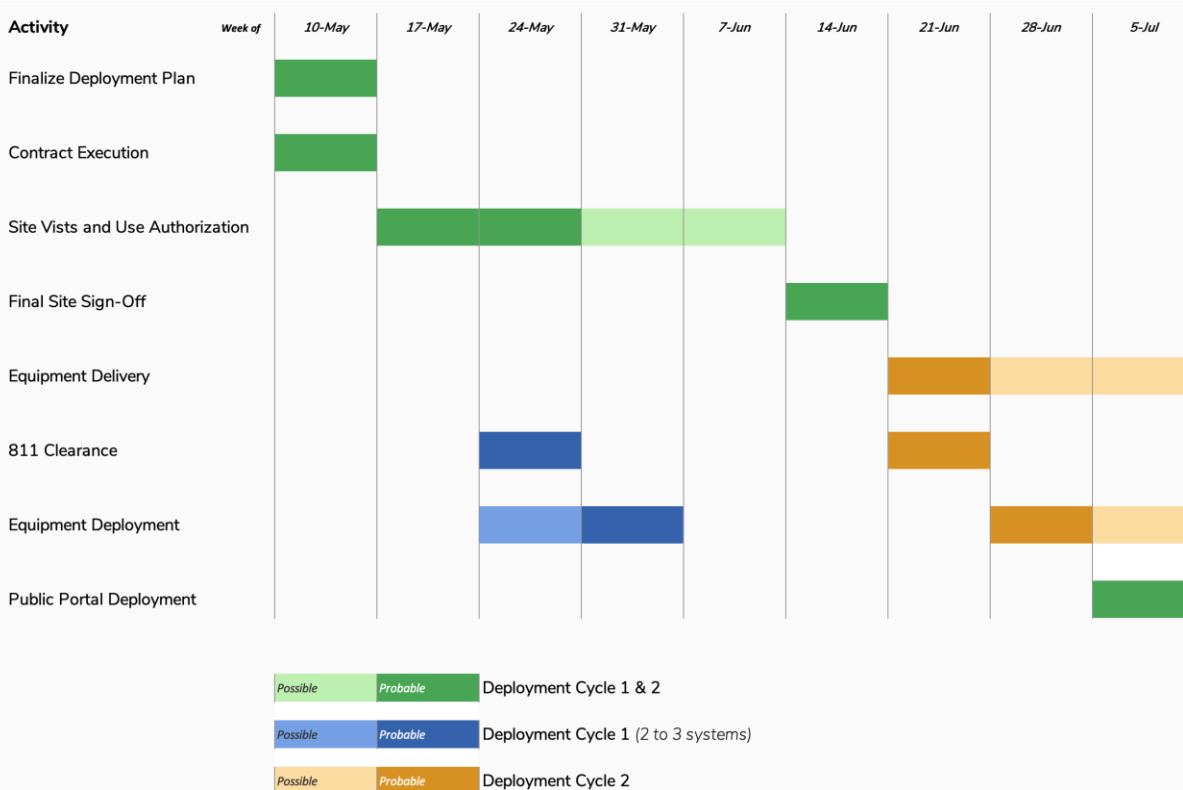
The deployment process begins with contract execution, at which point Ajax Analytics will start the procurement process for any equipment that we require. Our field team will perform site visits in the area (Erie staff may join the outing, if desired) in order to identify the ideal sensor placement locations. Ajax staff will then review land ownership, create land use authorization agreements, and work to finalize the specific site locations. If necessary, Ajax may request Erie's assistance in this regard. At this stage, sites may be moved if land use agreements become difficult to obtain.

Once specific sites are defined, Ajax staff will flag the site and engage 811 location services. Erie staff will be asked to sign-off on the final site deployment plan. As equipment is available and bench tested, Ajax staff will deploy the equipment at each site.

Also upon contract execution, Ajax staff will provision a public portal for Erie program data. Erie staff will be asked to provide input and feedback regarding informational content in the portal. As the monitoring network comes online, the portal will be tested and released for public access. We anticipate this release will occur approximately 8 weeks after contract execution.

3 PRICING AND PAYMENT

3.1 Subscription Pricing

Ajax Analytics' software and services are priced as a subscription per-service. Subscriptions can be either monthly or annual with commitment duration defined by the SOW or addendum to the SOW. The Base 2021 Monitoring Plan includes the following subscriptions:

- 10 realtime sensor systems with automated sample trigger device and Base SLA

- 5 auto-triggered whole air canister samples per month contributing to an up-to quantity of samples available to be used across the network through the agreement period.

- 4 continuous week-long whole air canister monitoring sites

- Up-to 2 whole air grab canister samples per month, deployed at Erie staff's discretion

- A publicly available web portal for reviewing monitoring data

- Up-to 12 mobile plume tracker deployments throughout the agreement period

- Expert Services to include templated Quarterly Reporting and air quality event reports

Erie agrees to a full-term pre-payment of the total subscription fees, payable upon contract execution in exchange for a 5% discount on the total subscription commitment defined in this SOW. Erie has the option to execute a 3-year commitment to these program subscriptions in exchange for further discounts on sensor system subscriptions.

Option B: Annual Agreements: 2021

May 2021 through December 2021

Service	Service Details	Quantity		Monthly Subscription		Duration		Line Total	Commitment Discount	Discounted Line Total
Sensor System w/ Auto-Trigger Device	Managed system with TVOC, PM2.5, PM10, NO, NO2, wind speed and direction, temperature, pressure, humidity. Solar-powered, cellular connected. Includes one site deployment and one relocation. Data collection and storage included.	10	@	$2,999	for	7	months	$209,930	$0	$209,930
Auto-Triggered Sampling	Up-to number of auto-triggered samples. Monthly allocation to a sample quantity pool that is used across the sensor network over the contract term.	5	@	$450	for	7	months	$15,750	$0	$15,750
Base Service Level Availability	Base SLA includes: 80% sensor network uptime, 90% canister validity rate, 5-day triggered canister replacement, 5-day response to ad-hoc reports and questions.	10		included						$0
Premium Service Level Availability	Premium SLA includes: 90% sensor network uptime, 90% canister validity rate, 7-day manual & triggered canister analysis reports, 48-hour triggered canister replacement, 2-day response to ad-hoc reports and questions, cold-spare systems on-hand.	0	@	$232	for	0	months	$0	$0	$0
Continous Weekly Monitoring Site	4 weekly canister samples per site	4	@	$1,845	for	7	months	$51,660		$51,660
Grab Canister Samples	Citizen/staff grab canister samples per month. Up-To:	2	@	$450	for	7	months	$6,300		$6,300
Public Portal		1	@	$1,116	for	7	months	$7,812		$7,812
Mobile Plume Tracker	Up-to 12 mobile plume tracker deployments over the contract duration.	1	@	$20,000				$20,000		$20,000
Expert Services	Templated Quarterly Reporting, event reports, CSU F&A	1	@	$5,000	for	7	months	$35,000		$35,000

Monitoring Plan Total	$	346,452
Annual Pre-Payment Discount (5%)	$	(17,323)
Monitoring Plan Total	$	329,129

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In the event that Erie would like to add new monitoring subscriptions at any point, Ajax Analytics will deploy additional monitoring sites within 60-days of execution of an SOW addendum under the defined monthly line-item pricing.

Billing for added services will begin upon execution of the contract addendum with an Ajax Analytics commitment to have added sites deployed within 8 weeks of addendum execution.

3.2 Billing Structure

An invoice for the pre-payment amount will be presented to Erie upon contract execution. Monthly invoices will be provided on or near the first business day of each month through the contract period if a balance is due.

The following table provides the payment schedule for the Erie air quality monitoring program in 2021 under the 2021 Base Monitoring Plan. Inclusion of Addendum service subscriptions will alter this payment schedule.

PAYMENT SCHEDULE

Payment	Payment Due
$329,129	upon contract execution

4 TERMS AND CONDITIONS

Terms and conditions outlined below are subject to, and may be superseded by, the terms of the Agreement. Ajax Analytics (Ajax) will use commercially reasonable efforts to provide the Town of Erie (Customer) the Services in accordance with the Terms below:

Base Service Level Availability Subscription

The following commitments apply to programs with a subscription to Base Service Level Availability:

- Ajax commits to 80% uptime for the monitoring network, calculated on a rolling 12-month basis. The SLA is calculated as the percentage of metric measurements recorded vs. the percentage of metric measurements possible in the prior 12-month period.
- Sensor system downtime events outside of Ajax control, such as prolonged weather events that drain the solar/battery systems and cellular service outages are removed from the SLA calculation.
- Ajax may maintain cold-spare sensor systems in order to facilitate the monitoring network uptime commitment and minimize downtime due to sensor issues.
- Auto-triggered canister samples will be collected from the field within 5-days of the triggering event.
- Auto-triggering systems will maintain an 80% "trigger-ready-state" calculated as hours ready and available for auto-triggered sampling vs. the hours the network was online and measuring on a rolling 12-month basis.
- Air Quality Event Reports will be delivered within 7 days of the completion of lab-analysis.
- Customer requests will receive an engaged response within 5-days.

Premium Service Level Availability Subscription

The following commitments apply to programs with a subscription to Premium Service Level Availability:

- Ajax commits to 90% uptime for the monitoring network, calculated on a rolling 12-month basis. The SLA is calculated as the percentage of metric measurements recorded vs. the percentage of metric measurements possible in the prior 12-month period.
- Sensor system downtime events outside of Ajax control, such as prolonged weather events that drain the solar/battery systems and cellular service outages are removed from the SLA calculation.
- Ajax may maintain cold-spare sensor systems in order to facilitate the monitoring network uptime commitment and minimize downtime due to sensor issues.
- Ajax commits to a 98% uptime for the software platform calculated at one-minute resolution on a rolling 12-month basis.
- Auto-triggered canister samples will be collected from the field within 48-hours of the triggering event.
- Auto-triggering systems will maintain an 90% "trigger-ready-state" calculated as hours ready and available for auto-triggered sampling vs. the hours the network was online and measuring on a rolling 12-month basis.
- Air Quality Event Reports will be delivered within 7 days of the triggering event.
- Customer requests will receive an engaged response within 2-days.

Citizen/Staff Grab Canister Samples

The following commitments apply to programs with a subscription to Grab Canister Samples:

- Customer will be supplied with clean, un-expired, grab canisters at the subscribed quantity until the subscribed quantity of Grab Canister Samples is used.
- Customer will notify Ajax via email when a Grab Canister Sample is deployed.
- Customer will ensure that required documentation is completed for each Grab Canister Sample.
- Used canisters will be picked up for analysis and replaced with clean canisters within 7 days of Grab Canister Sample deployment.
- Grab Canister Samples will be analyzed within 7 days of sample pick-up, with summary data reports provided within 3 days of the completed lab analysis.

Weekly Canister Samples

The following commitments apply to programs with a subscription to Weekly Canister Samples:

- All weekly canister data will be available within 4 weeks from the date that canisters are collected from the field.
- Ajax commits to a minimum rate of 90% validity for weekly and auto-triggered canister samples.

Mobile Plume Tracker

The following commitments apply to programs with a subscription to the Mobile Plume Tracker:

- The Mobile Plume Tracker will be deployed at the discretion of Ajax Analytics and/or sub-contractors.
- Customer may request Mobile Plume Tracker deployments for a certain purpose and Ajax will make reasonable efforts to fulfill requested deployments.
- Mobile Plume Tracker subscriptions are valid from the Effective Date until the Agreement Period has ended.
- Mobile Plume Tracker deployment quantity is presented as an up-to, but not more than, number of deployments in the Agreement Period.

Software

- Ajax commits to a 98% uptime for the software platform calculated at one-minute resolution on a rolling 12-month basis.
- Customer will not, directly or indirectly: reverse engineer, decompile, disassemble or otherwise attempt to discover the source code, object code or underlying structure, ideas, know-how or algorithms relevant to the services or any software, documentation or data related to the services and/or software.
- Customer will not modify, translate, or create derivative works based on the services or any software (except to the extent expressly permitted by Company or authorized within the services); use the services or any software for timesharing or service bureau purposes or otherwise for the benefit of a third; or remove any proprietary notices or labels.
- With respect to any software that is distributed or provided to Customer for use on Customer premises or devices, Ajax hereby grants Customer a non-exclusive, non-transferable, non-sub-licensable license to use such software only in connection with the services.
- Customer requests for new feature enhancements are captured and backlogged. Ajax reserves the right to prioritize new feature requests and provide no commitment to implementing Customer requests. In the event Customer deems a new feature request a high-priority, Ajax may choose to implement a customized feature or accelerate feature development for an additional fee.

Hardware

- All hardware belongs to Ajax Analytics or delivery partners. Ajax reserves the right to replace the hardware in the field at any time. If Ajax does change monitoring technology, Ajax commits to providing equivalent or better measurements for the metrics defined in this agreement.
- In the event Customer requests different monitoring or sensor technologies, Ajax may choose to evaluate the technologies and change technologies used in the field for additional fees.
- Ajax reserves the right to test new sensor technologies at Customer monitoring sites in tandem with existing equipment and may not make the data from the test systems available to Customer.

Data Ownership & Privacy

- All monitoring data generated from subscribed monitoring systems belongs to the Customer per the terms of the Agreement.
- Ajax Analytics maintains a license to host Customer data and maintains an unencumbered license to use anonymized metadata and data derived from the monitoring data.
- Data made public by the Customer may be used by Ajax Analytics for any purpose not intended to harm or otherwise damage the Customer's business, reputation, or ability to do business.
- Operational data, such as operational details, users, billing information, operations timelines, etc. (i.e.: any data or information provided that is not collected from subscription services), belongs to Customer and Customers grants Ajax license to securely store operational data.

- Ajax does not share Customer operations data without express approval nor use it for any purpose other than providing the service, nor will Ajax collect any personally identifiable information in the software.
- Email addresses may be collected for use by Ajax communications only.
- With 30 days' advance request, Ajax will deliver the entire Customer monitoring dataset and purge the dataset from all systems, though data made public-record may be retained by Ajax.

Subscription Period

- Annual monitoring subscriptions are payable from Effective Date until the Agreement Period has ended.
- Monthly monitoring subscriptions are payable from the Effective Date until the subscription is cancelled or the Agreement period has ended.
- Monitoring stations will be removed from the field with 30-days' advance notice of cancellation of a monitoring station subscription.
- Monthly subscriptions cancelled after the 14th day of the month are charged for a complete month of service.

Maintenance Terms

- Ajax maintains the sensor systems to ensure fit for purpose within manufacturer specifications and service level availability described in this agreement.
- You agree to authorize and/or facilitate land surface use for monitoring station deployment.
- You agree to facilitate access and authority for entry onto customer-managed property for the purposes of periodic maintenance.

Unfulfilled Terms

Unfulfilled service level terms will be rectified as quickly as is commercially feasible and may result in:

- Removing invalid or delayed canister samples from the allocated quantities
- Discounting monitoring station line-item fees until services are brought into compliance with the SLA
- Providing credit toward future contracts for those line items with unfulfilled service level availability

Payment Terms

- Payment terms are Net 30 and interest accrues at 3% per month thereafter.
- All monthly subscriptions auto-renew at then-current monthly list pricing until cancelled or negotiated, subject to the terms of the Agreement.

Delinquency

- After 45 days of payment delinquency, Ajax Analytics will remove equipment from the field and disable software access.

Ajax Analytics