

Exhibit D - Supplier Managed Staff Augmentation Guidelines Between Computer Aid, Inc. and Subcontractor

1. VENDOR STATUS

CAI will manage an open network of subcontractors. This network will be rationalized with tiers. The first tier will be comprised of SWaM companies with up-to-date documentation confirming their status. This Tier will receive requisitions first and have the opportunity to present their best candidates to CAI for open requisitions before non-SWaM companies. All other vendors will be in Tier 1 or Tier 2, depending on their performance and commitment to the SMSA contract. Vendor performance will be measured and evaluated after the first 90 days and every quarter thereafter, and tiering changes may occur at this time.

2. DUPLICATE SUBMITTALS

A. First Submittal Guideline

All candidate submittals are date/time stamped in the VMS tool. In the case of a duplicate submission through multiple subcontractors, CAI will honor the FIRST submittal assuming:

- The candidate has authorized the subcontractor to represent them for the specific opportunity.
- This authorization is in writing (email is acceptable).

3. SUBCONTRACTOR BASE

A. Profile of subcontractors

Subcontractors will be evaluated on their ability to deliver candidates/contractors across all VITA's job categories and in each economic zone to ensure ample coverage across the Commonwealth. Additionally, subcontractors will be evaluated on past performance and compliance to terms and conditions. Subcontractor qualification will not be determined on size or financial net worth.

B. Authority to represent any resource

Subcontractor must have written (email is acceptable) authorization from candidate to represent them for the specific requisition. Any unauthorized submittals will be rejected.

4. VENDOR SWAPPING

Switching from one subcontractor to another during an engagement is not permitted. All parties are expected to honor their commitments as defined at the beginning of the engagement; including rates, start and end date, etc.

5. RIGHT-TO-HIRE

Any time a hiring manager has the known intention of hiring a resource as a full-time employee after a period of time, the details must be included in the requisition. Any candidates presented for these opportunities will be considered "released" from any non-compete prohibiting them from accepting full-time employment with the Client.

6. PERFORMANCE ASSESSMENT

Vendors will be measured against service level agreements (SLAs) and the following key performance indicators:

- Time to submit
- Number of submittals
- Percentage of unique candidate submittals

- Average composite score
- Percentage of candidates submitted within three (3) days
- Percentage of candidates forwarded to the hiring manager
- Percentage of candidates placed
- Evaluations on current and previously engaged candidates
- Attrition rate
- Performance removal rate

7. CANDIDATE AVAILABILITY

Subcontractor will use its best efforts to make the candidate available for the hiring managers.

8. SUBMITTAL OF CANDIDATES

Subcontractor will adhere to the SMSA Order Process when responding to a requisition with qualified candidates. The submittal will be done in the SMSA tool, resumes will be presented in the standard resume format, and the candidate's contact information will be listed in the SMSA tool.

9. CANDIDATE PREPARATION

Subcontractor will ensure that each candidate understands the relationship through the supply chain, from their employer/subcontractor relationship through the SMSA contract and to the hiring manager.

Any subcontractor that has not done so could be moved to an inactive Tier status.