



Notice of Material Change to the Vendor Contract

Pursuant to the terms of your awarded vendor contract, all vendors must notify Region 4 Education Service Center ("Region 4") when any material change in operations, that may adversely affect members, (i.e. assignment, bankruptcy, change of ownership, merger, etc.) is made. No material change may be made to the contract without the prior written approval of Region 4. Region 4 reserves the right to accept or reject any new party.

Accruent LLC (vendor company name) hereby provides notice of the following material change to contract number: R161801 on this date 07/23/21.

Instructions: (Vendors must check all that may apply and provide supporting documentation. Place your initials next to each item to confirm that documents are, indeed, included. Be sure to sign the signature page with all require signatures, prior to submitting your notice to Region 4 for approval).

- | | |
|---|---|
| <input checked="" type="checkbox"/> Assignment | <input type="checkbox"/> Change in ownership (<i>sale/purchase</i>) |
| <input type="checkbox"/> Indicate if you are assigning to your own subsidiary | <input type="checkbox"/> Asset Purchase Agreement |
| <input type="checkbox"/> Assumption Agreement | <input type="checkbox"/> Other supporting documentation |
| <input type="checkbox"/> Other supporting documentation | |
| <input type="checkbox"/> Bankruptcy | <input type="checkbox"/> Acquisition |
| <input type="checkbox"/> Official legal Notice of Bankruptcy Proceedings | <input type="checkbox"/> Asset Purchase Agreement |
| <input type="checkbox"/> Other supporting documentation | <input type="checkbox"/> Other supporting documentation |
| <input type="checkbox"/> Merger | <input type="checkbox"/> Other |
| <input type="checkbox"/> Share Exchange Agreement | <input type="checkbox"/> Supporting documentation |
| <input type="checkbox"/> Merger and Acquisition Agreement | |
| <input type="checkbox"/> Asset Purchase Agreement | |
| <input type="checkbox"/> Other supporting documentation | |

Notes: Vendor may include any other notes regarding the material change here: (attach another page if necessary).

This is an assignment from Accruent LLC to VFA, IN. VFA Inc was managed by Accruent LLC and due to corporate restructuring, is now managed by The Gordian Group Inc. All three companies are wholly owned subsidiaries of Fortive Inc. This is occurring as a result of restructuring within Fortive Inc. Further, this is a partial assignment. Part of the services will be provided by VFA Inc. The contract needs to be assigned to VFA Inc for the provision of those services. The remaining services will continue to be provided by Accruent LLC and the contract needs to remain in place with Accruent for those services. See specifically page 36 of Section 13 of the Techology Asset Mgmt section for the VFA s/w products and page 59, Tab 7 of the Omnia contract for the services.

Upon approval of this notice, the awarded contract holder and/or subsequent assignee agree to and understand the following principles:

- i. **Contract holder reference.** If the contract holder undergoes a merger, acquisition, or partial assignment, in which case they still maintain the contract, then all transactions made under the existing contract number (including purchase orders) must reference the name of the awarded contract holder. The exception to this requirement is if the contract holder no longer holds the contract or if the company has been acquired by another company and undergone a name change. Notice of the authorized name change, to the existing contract, must be provided and approved by Region 4.



In instances where the contract holder has acquired a separate and distinct company, and it is necessary to designate those certain purchases facilitated by the non-contract holder, then this designation may be made if, and only if, the contract holder is also referenced on the transaction.

ii. **Maintenance of records.** Both the awarded contract holder and subsequent assignee agree to remain responsible for maintaining all auditable records, including documents kept in the ordinary course of business and sales invoices, related to OMNIA Partners, Public Sector and/or contract number pursuant to the statutory requirements identified in the vendor contract.

iii. **Payments.** Both the awarded contract holder and subsequent assignee agree that all payments made by participating entities must be made directly to the contract holder, unless otherwise approved by Region 4. Accordingly, both parties acknowledge that in instances where it is necessary to designate the purchases facilitated by assignee, that the contract holder must also be referenced on the purchase order.

iv. **Handling of Proprietary and/or Confidential Information.** In accord with the terms of the contract, both awarded vendor and assignee agree that at all times it will hold in strict confidence and not disclose to any third party Confidential and/or Proprietary information of Region 4, except as approved in writing by Region 4, and will use the Confidential Information for no purpose other than providing services under the contract. Both awarded vendor and assignee shall only permit access to Confidential Information to those of its employees or authorized representatives having a need to know and who have signed confidentiality agreements or are otherwise bound by confidentiality obligations at least as restrictive as those contained herein.

This document is to be construed in strict accordance with the terms and conditions outlined in the Region 4/vendor master agreement referenced herein. Both awarded vendor and assignee agree to uphold the vendor obligations set forth in the vendor agreement. This Agreement will become effective when signed by all parties.

AGREED AND ACCEPTED AS OF THE DATE FIRST SET FORTH ABOVE:

Company name of awarded vendor

Accruent LLC
DocuSigned by:
BY: Kate Morgan
1F2515AFD7A24AE...
NAME: Kate Morgan
TITLE: CFO

Official name of assigned or added company

VFA Inc.
BY: [Signature]
NAME: Ammon Leshner
TITLE: Vice President

Region 4 Education Service Center
DocuSigned by:
BY: Robert Zingelmann
0B1D33BB0130490...
NAME: Robert Zingelmann
Chief Financial Officer, Finance and
TITLE: Operation Services

DATE: 8/25/2021 | 4:02 PM CDT

Gordian Expands Facilities Planning Portfolio with Addition of VFA and Kykcloud Solutions

MAY 5, 2021

Gordian announced today the addition of [VFA](#) and [Kykcloud](#) solutions to its facilities planning portfolio, creating a more comprehensive capital planning suite of solutions for customers.

VFA and Kykcloud solutions were previously owned by Accruent, another Fortive operating company. The addition of these solutions enables Gordian to provide data, software and services across the facilities planning workflow, from detailed, technical assessments of asset conditions to strategic capital planning. For Accruent, the transition presents an opportunity to focus its portfolio, expand upon connected workflows and deliver targeted solutions that allow facility owners, operators and occupiers to seamlessly manage their built environments.

“Adding the VFA and Kykcloud solutions to our facilities planning portfolio helps Gordian fulfill our commitment of providing robust solutions that address customer needs throughout the entire building lifecycle,” said William Pollak, President of Gordian. “Moving these solutions to Gordian will provide the best experience for customers and the broader Fortive organization.”

The addition of VFA and Kykcloud positions Gordian with a best-in-class portfolio of facilities planning solutions that offer a unique combination of technical expertise, streamlined data collection and strategic capital planning and analysis capabilities. This suite of solutions can be tailored to fit customers’ needs and accessed in robust, cloud-based software. From very detailed, in-person engineering-based technical assessments to model-based, remote assessments, Gordian can help customers develop actionable and sustainable capital plans that align with their goals.

“Like Gordian, Accruent puts our customers’ needs first. This transition will provide those customers with more specialized support for the VFA and Kykcloud solutions, as these products have wonderful synergy with Gordian’s broader portfolio,” said Andy Ruse, President of Accruent. “Both current and future VFA and Kykcloud customers will benefit from Gordian’s continued investment into its capital planning portfolio and its unique authority in this highly specialized market.”

The addition of these solutions furthers Gordian's mission to provide solutions across the building lifecycle. From construction planning and building to facility operations, Gordian empowers customers to overcome their business challenges by delivering critical data, innovative technology and extraordinary services.

<https://www.gordian.com/press/7262/>

About Accruent

Accruent (www.accruent.com) is the world's leading provider of intelligent solutions for the built environment – spanning real estate, physical and digital assets, and the integrated technology systems that connect and control them. Accruent continues to set new expectations for how organizations can use data to transform the way they manage their facilities and assets. With major office locations in Austin, New Orleans, London and Amsterdam, Accruent serves more than 10,000 customers in a wide range of industries in more than 150 countries around the world.