

WEX PRIVATE SITE ENROLLMENT PACKET

Secure, live authorizations and integrated reporting for onsite bulk fueling transactions.

Choose Between Two Program Options:

- 1. Private Site Program:** Allows Purchasing Entity to use the WEX Fleet Card to activate pumps at Purchasing Entity's onsite bulk fuel tanks allowing for increased security and asset-level fuel usage reporting on Purchasing Entity's bulk fuel. WEX captures Driver ID and odometer information, authorizes the card swipe, and provides integrated reporting of the Private Site transactions with Purchasing Entity's retail transactions while excluding onsite fuel transactions from Purchasing Entity's invoice.
- 2. Private Site Rebilling Program:** Combines the same features and functionality of the private site program with the ability to allow other WEX Universal fleets to fuel at Purchasing Entity's onsite bulk tank.* Purchasing Entity will receive a private site report that details all of Purchasing Entity transactions—both non-financial and rebilled. WEX will handle the reconciliation and settlement on Purchasing Entity behalf. WEX will bill the visiting fleet. Funds from the visiting fleet transactions will be automatically deposited in Purchasing Entity's bank account via ACH 30 days after the transaction posts in the WEX system.

How It Works:

- Fleet must have or install certified card readers (see certified equipment vendor list)
- Drivers, who fuel at the site, are prompted for Driver ID and Odometer reading
- Card reader provides fuel type, gallons, PPG, and total sale
- WEX integrates the information into Purchasing Entity's fleet's reports
- Depending on Purchasing Entity's set-up, certain fees may apply

The Benefits:

- Consolidates tracking of Purchasing Entity's onsite and retail fuel transactions into one comprehensive report.
- Minimizes time, effort, and cost of administering fuel usage.
- Purchase controls available through the Purchasing Entity's WEX card monitor private site transactions for card abuse and misuse.

Easy Processing:

- Driver swipes their WEX fuel card at the onsite card reader.
- Card reader prompts driver for Driver ID and odometer reading on vehicle.
- Card reader dials out via network to WEX for authorization.
- WEX authorizes sale and pump activates.
- Driver fuels vehicle.
- Card reader sends final sale to WEX via network.
- WEX processes this information and posts the information in Purchasing Entity's fleet reporting.

*Rebilling functionality is only available for certain types of programs. Please contact the Purchasing Entity's WEX Sales Representative for more information.

Set-up and Maintenance

1. Customer contacts certified equipment providers found in the Private Site Agreement Packet
 - Customer obtains quotes, makes a purchase, and has the equipment installed
 - If the customer already owns equipment; they contact the vendor to confirm they have what is needed to process WEX
2. Customer completes the WEX Private Site Agreement Packet*
3. Customer emails the packet to MerchantApplications@wexinc.com
4. WEX begins the setup in WEX Systems**
5. WEX reaches out to the network to obtain a terminal ID number
6. WEX uses the terminal ID number to complete the setup
7. WEX emails a checklist containing the terminal ID and WEX Site ID to the customer
8. Customer reaches out to equipment provider or tech, and provides them with the checklist
9. Using the checklist, the tech contacts the network number provided to complete the setup

*Agreement is sent to WEX after the equipment has been installed

**Steps 3 – 7 are completed in 3-5 business days. WEX is unable to completed same-day setups.

PRIVATE SITE OWNER	WEX	NETWORK
SETUP		
1. Purchase or validate existing POS equipment and software with Purchasing Entity's vendor. All equipment must be certified by WEX. See the attached list of vendors to ensure a certified equipment purchase.		
2. Provide a completed and signed Private Site Agreement (see attached) to WEX. *If participating in Rebilling, complete the Rebilling portion of the agreement as well.	3. WEX Merchant Operations updates the fleet accounts, including transaction pricing, setup costs and site(s), and works with the Network to obtain the Purchasing Entity's Private Site Merchant / Terminal ID. *If participating in Rebilling, Merchant Operations will set up the banking information needed for settlement.	
	4. Confirms set up of all locations and sends the Purchasing Entity the Welcome Packet that includes Purchasing Entity's Network assigned and WEX Site ID's.	
5. Contact Purchasing Entity's Equipment Provider to initiate a software download to complete the setup process.		
6. Run connectivity test with equipment vendor and network to assure transactions are authorizing and posting correctly.		
ONGOING		

Maintain the POS equipment.	Provide reporting of private site transactions in purchase reports	Provide processing support for the private site owner/operator
Notify WEX Merchant Operations of equipment changes, new additions, or software updates.		
Ensure security at the site.		

CERTIFIED EQUIPMENT VENDOR LIST

Below is a list of the current contacts at each of the respective equipment providers WEX works with for private site set-ups:

FUELMASTER	
Edye Michelle Coxwell Distributor Relations Coordinator	(800) 888-9136, ext. 1444 edye.coxwell@myfuelmaster.com www.myfuelmaster.com
GASBOY	
Pete Moyer Director of Sales	(757) 215-5893 pete.moyer@gilbarco.com www.gasboy.com
MULTIFORCE	
Keith Griesinger VP of Sales	(908) 419-0961 keithg@fuelforce.com www.fuelforce.com
OPW/PETRO VEND	
Bobby Hayes Control Product Manager	(770) 605-9611 robert.hayes@doverfs.com www.opwglobal.com
COMDATA/SMARTSITE	
Josh Connelly Inside Sales Manager	(615) 370-7207 jconnelly@comdata.com www.comdata.com

If a Purchasing Entity doesn't have equipment and they are interested in learning more, please contact one of the equipment providers above. For general questions about private site setups, contact WEX Merchant Operations at 888-660-8941 or merchantprocessing@wexinc.com

WEX PRIVATE SITE ENROLLMENT PACKET

Choose the Purchasing Entity's program:

Private Site: Complete sections A, B, C & if relevant, G

Private Site Rebilling: Complete sections A-E & if relevant, G

Sign and date the agreement

Email to: merchantapplications@wexinc.com;

or Fax to: 1-207-253-1379;

or Mail to: Merchant Operations

PO Box 639, Portland, ME 04101

Select all that apply:

New Set-up – First time Setup

Additional Site Set-up

Additional Account Set-up

Adding accounts to already existing sites

Allow 3-5 Business Days for setup. WEX is unable to complete same-day setups.

A. ACCOUNT INFORMATION

Account Number (found on Purchasing Entity's billing invoice):

(If more than one account, attach additional account information. All account numbers are needed in order to ensure correct set-up)

Fleet name (legal name of business or DBA):

Fleet Contact (first name, last name):

Title:

Fleet Contact Phone Number:

Fax Number:

Email Address:

B. EQUIPMENT INFORMATION

Equipment Vendor (check one):

ComData Fuel Master GasBoy MultiForce OPW/Petro Vend

Equipment Name, Model and Software (be specific):

C. SITE INFORMATION

Number of Sites:

Provide a list of sites with the following information: *(If more than one location, attach additional site information)*

Company Name:

Physical Address:

City:

State:

Zip:

Site Time Zone (check one):

Eastern

Central

Mountain

Pacific

Contact Name:

Phone Number:

Email Address:

D. VISITING FLEET INFORMATION (Rebilling Only)

If the Purchasing Entity will be allowing fleets other than their own to fuel at their Private Site location(s), please provide the following information for each visiting fleet.

Account Name: Account Number:

Account Name:

Account Number:

Account Name:

Account Number:

E. WEX BANKING AUTHORIZATION FORM (Rebilling Only)

BANK ACCOUNT INFORMATION

Private site owner/operator hereby authorizes and requests WEX to make payments of amounts owing to private site owner/operator by WEX by initiating credit entries to private site owner/operator's demand deposit account at the Bank indicated below ("private site owner/operator's bank"), and authorizes and requests private site owner/operator's bank to accept any credit entries initiated by WEX to such account without responsibility for the correctness thereof. In the event of an overpayment or payment in error, private site owner/operator hereby authorizes WEX to initiate a debit entry to the account for each overpayment or payment in error. It is understood that for purposes of this Agreement, the term "private site owner/operator's bank" shall mean and include the bank identified below by private site owner/operator and any successor bank identified to WEX (i) in a Notice of Change provided to WEX by any Automated Clearing House Association processing credit or debit transactions under this Agreement, or (ii) by private site owner/operator, whether orally or by other non-written means. Any such notification to WEX shall be effective only with respect to entries credited to private site owner/operator's account by the Bank after receipt of such notification and a reasonable time to act upon such notice. Private site owner/operator agrees and acknowledges that WEX will not be liable to private site owner/operator for any damages resulting from the performance or the failure to perform of any Automated Clearing House Association. Funds from the visiting fleet transactions will be automatically deposited in the private site owner/operator's bank account via ACH 30 days after the transaction posts in the WEX system.

Bank Name and Address	ABA Routing Number
Account Name	Account Number

IMPORTANT: FOR REBILLING ONLY, PLEASE ATTACH A VOIDED CHECK

**IMPORTANT: FOR REBILLING ONLY, PLEASE ATTACH A COMPLETED W-9 AND
IF A PURCHASING ENTITY HAS INCOME GENERATED FROM CALIFORNIA SOURCES,
THEY ARE REQUIRED TO COMPLETE AND RETURN FORM 590**

WEX must receive a completed W-9 and Form 590 in order to process application.

AUTHORIZED SIGNATURE

PRIVATE SITE OWNER/OPERATOR: The undersigned represents and warrants to WEX that all of the terms and conditions of this WEX Private Site Program Application consisting of this entire document in addition to any other document or addendum including the EX Private Site Program Application have been reviewed in their entirety, are true and correct, and set forth the agreement between WEX and the private site owner/operator. Additionally, the undersigned represents and warrants that he or she has authority to sign and to bind Merchant to the terms of this Application. Also, the undersigned represents that the undersigned has the authority to provide information and execute this Application on behalf of the private site owner/operator. The Agreement shall only become effective upon WEX's acceptance of the Agreement and the Application at its headquarters following approval, and the assignment to private site owner/operator of a private site owner/operator processing identification number. The private site owner/operator further affirms that they are establishing a credit card processing relationship with the processor indicated on the attached WEX private site application. Once WEX begins processing credit cards through this processor, our company does not intend to process any transactions through a processing agreement with a branded petroleum marketer.

Signature	Printed Name
Title	Date

FOR WEX INC. INTERNAL USE ONLY	
Processed By	Date Processed
Settlement Entity	Site ID#
<p>By signing and submitting this Private Site Agreement, the Purchasing Entity agrees to adhere to the WEX Private Site Card Sale Procedures incorporated herein as Exhibit A.</p>	

G. FEES

WEX shall charge the following fees:

- (i) a set-up fee waived per site; and
- (ii) a transaction fee of \$0.15 for each card sale that is made using the private site owner/operator WEX charge card account.
- (iii) a transaction fee of \$0.15 for each WEX card sale that is made by a visiting fleet ("Foreign Transaction Fee") will be assessed to such visiting fleets for
- (iv) the purchases that they make using the sites set forth herein.
- (v) WEX may increase the transaction fees, in its sole discretion.

Check box if the Purchasing Entity has a separate negotiated rate under a Master Contract. Include the contract with their Private Site Agreement submission.

The contract is needed in order for set up to be completed.

H. MISCELLANEOUS

The parties agree that a signed facsimile transmission shall be considered valid for purposes of this enrollment form and satisfies the requirements of a signature or writing under applicable law. The undersigned represents and warrants to WEX that all the terms and conditions have been reviewed in their entirety, all information provided in this request form is true and correct, and he or she has been duly authorized to sign and to bind the private site owner/operator to the terms of this agreement.

Authorized Signature:

Title:

Date:

WEX PRIVATE SITE CARD SALE PROCEDURES

1. Method of Transmission Of Card Sales To WEX

- A. MERCHANT shall have the necessary equipment to permit the electronic acceptance of the Card at its Distribution Sites including but not limited to their point of sale equipment and networking services.
- B. MERCHANT shall collect and transmit the Card Sale data in accordance with the WEX Technical Specification. Merchant shall obtain from WEX the necessary acceptance certification for its network and equipment that will be used for processing sales transaction.

2. Minimum Card Sale Processing Requirements

- A. Card Sale data sent to WEX shall include: account number, vehicle number, driver identification number, sales date, sales time, site identification number, authorization number, product code(s), quantity, total sales amount (in dollars), odometer, ticket number and any other information as WEX and MERCHANT may mutually agree upon. MERCHANT is responsible for the inclusion of any applicable taxes on the fuel when allowing a non-tax exempt fleet to utilize the fuel at its locations. WEX will not add any taxes to the total PPG of any private site transactions transmitted by MERCHANT.
- B. All Card Sales require an authorization or approval from WEX. MERCHANT shall request such authorization from WEX for the total Card Sale amount prior to sending the Card Sale to WEX for processing.
- C. WEX does not provide pre-authorizations, nor does it place available credit on "hold". If MERCHANT calls prior to completion of the services being provided to the cardholder, MERCHANT still needs to obtain an authorization number upon completion of the services or Card Sale to obtain payment from WEX.
- D. An authorization or other approval code is not a guarantee that MERCHANT will receive payment. WEX does not provide payment to merchants based upon receipt of information during the authorization process. MERCHANT is still required to submit the completed Card Sale, including the authorization or other approval code, to WEX. Obtaining an authorization without submitting the completed Card Sale to WEX may result in non-payment by WEX for such Card Sale.
- E. MERCHANT shall not accept payment through use of an expired Card or when advised upon authorization inquiry, that the Card is not to be honored.
- F. MERCHANT shall never make a Card Sale when MERCHANT believes or has reason to believe that the Card may be counterfeit or stolen or the Card Sale is in any way fraudulent or otherwise suspicious.
- G. Merchant shall maintain a record of all information required in Section 1.3.A above.
- H. If the Card Sale is not an island card reader transaction ("pay-at-the-pump"), MERCHANT shall require the cardholder to sign the transaction receipt unless the total for the Card Sale is less than \$25.
- I. Any Card Sale data received by WEX from MERCHANT by 5:00 p.m. Eastern Time ("ET") shall be treated as having been received on the next business day.
- J. MERCHANT shall not divide the price of goods and services purchased in a single transaction among two (2) or more transaction receipts for billing to WEX.

- K. Merchant must not submit Card Sales until Products are delivered.
- L. A Card must be present at the time of purchase. In the event that MERCHANT processes a Card Sale when the Card is not presented, MERCHANT bears the risk of the sale being charged back.
- M. MERCHANT shall maintain a record of the Card Sale, including all sales data required for a period of **one (1) year**. Upon the reasonable request of WEX, such records shall be provided to WEX within **thirty (30) calendar days** of WEX's request. Failure to provide the requested record will result in a charge back of the Card Sale to MERCHANT.

3. Data Input and Transmission

- A. Merchant is responsible for the data entry of Card Sale information by its personnel, or representatives. All data shall meet the WEX Technical Specification and shall be in good and usable condition.
- B. If information pertaining to any Card Sale is garbled in transmission such that part or all of the record is likely to vary from what MERCHANT transmitted, WEX may advise MERCHANT of the suspected inaccuracy and request retransmission of the record or other appropriate confirmation. WEX may, with notice to MERCHANT, withhold payment for such Card Sales until the record is retransmitted or MERCHANT provides other appropriate confirmation.
- C. If MERCHANT has not provided WEX with required information or that WEX needs to interpret, verify, or validate a Card Sale, WEX may, withhold payment for such Card Sale until MERCHANT sends WEX the necessary information. WEX may make appropriate adjustments in its settlements with MERCHANT to reflect the receipt or correction of any such Card Sale information. WEX shall provide notice to MERCHANT of any Card Sales that it is not able to process due to errors or missing information through its daily settlement reports.
- D. MERCHANT shall submit all Card Sales to WEX for processing within **thirty (30) days** of the transaction date. WEX may accept transactions up to **one hundred and twenty (120) days** from the date of the transaction for processing and billing to the fleet, however, reserves the right to chargeback any such transaction that is disputed by a fleet customer.
- E. MERCHANT authorizes WEX to refer to a default price per gallon table, which may be used when the calculated price per gallon for the transaction falls outside of WEX's acceptable range of pricing which is updated from time to time by WEX based upon market conditions. The table is based upon average price per gallon data collected from all merchants who accept WEX Cards.
- F. MERCHANT authorizes WEX to refer to the authorization log to obtain information to complete the processing of transactions in the event that errors are detected by WEX during processing. It is understood by the parties that the information contained in the authorization log is the "actual, real-time" information received by WEX from the MERCHANT at the time the use of the charge card was authorized. If sufficient information is not available in the authorization log to correct any errors in the transaction file received by WEX from MERCHANT, then these transactions will be returned back to MERCHANT for correction.
- G. Use of the defaults in Section 1.3.E and 1.3.F above does not affect the total transaction value submitted for settlement and is only used to facilitate reporting to fleet customers. It does not relieve MERCHANT of its requirements to provide accurate and complete data as set forth in 1.2.A for Card Sales.

WEX PRIVATE SITE CARD SALE FREQUENTLY ASKED QUESTIONS

How does it work?

Drivers swipe their WEX fuel cards through the Purchasing Entity's WEX-certified equipment reader and enter a Driver ID and the vehicle's odometer reading. The transaction information is transmitted by the network to WEX for approval. In a matter of seconds, a driver using an authorized card can begin fueling. All of the Purchasing Entity's transaction information appears on their WEX purchase report.

What equipment will a Purchasing Entity need?

A purchasing Entity will need to purchase a card reader (or upgrade existing equipment) to match WEX and network requirements (see certified equipment vendor list).

What is the cost?

There is a one-time set up fee that is waived and a \$0.15 per transaction fee. Costs to purchase new card readers (or upgrade current equipment) vary by vendor so the Purchasing Entity will need to negotiate their purchase.

Are there other costs that might be associated with set up?

Depending on Purchasing Entity's chosen network and equipment vendors, there could be additional hardware and software costs. Please contact the Purchasing Entity's providers for more information.

How does a Purchasing Entity sign up?

Just complete the enclosed Private Site Agreement and submit it to WEX.

What equipment provider would WEX recommend?

WEX provides the Purchasing Entity with a certified equipment vendor list to choose from. The Private Site Owner/operator is responsible for the purchase and upkeep of the equipment.

Who do I contact with issues regarding incorrect product coding or reporting from the Purchasing Entity's equipment?

The Purchasing Entity's vendor or network will be able to ensure proper downloads and configurations are reporting correctly.

What is a network?

A network is a third party processor who sends a transaction files from the Purchasing Entity's equipment to WEX for electronic processing.

What information should a Purchasing Entity provide the network helpdesk if they need to call?

Be sure to have the Merchant/Terminal ID for the location the Purchasing Entity is calling for. This along with the Network Contact numbers can be found on the Welcome Packet received from WEX.

If a Purchasing Entity participates in Rebilling, how do they receive the funds for the fuel used by visiting fleets?

Upon enrollment, WEX will collect the Purchasing Entity's banking information to set up ACH payment. The funds for visiting fleet transactions will be automatically deposited in their account under the payment term of their contract.

If I allow visiting fleets to fuel at my location, how will I be able to keep track of those transactions?

Each month, WEX will send you a private site merchant report. The report will provide detail on all visiting fleet transactions. In addition, your transaction detail report will include both local and visiting fleet transactions.

WEXPAY ENROLLMENT PACKET

FAX to: _____

FAX #: _____

1. Complete parts A and B.
2. Be sure to sign the form and keep a copy for the Purchasing Entity's records.
3. Fax completed form to: 1-800-516-7536.

A. ACCOUNT INFORMATION

Account Name:	Account Number:
	04
Authorized Fleet Contact:	Phone No.:
Fleet Contact email:	Fax No.:

B. SETUP INFORMATION

Complete the below items:

Number of Alternative Authorization Instruction cards needed.
 (WEX recommend at least one per driver using WEXPay)

\$ _____ How much spend does the Purchasing Entity anticipate? (Credit line may need to be reviewed)

C. TERMS AND CONDITIONS

These terms and conditions supplement the WEX® Business Charge Account Agreement (the "Agreement") between the Purchasing Entity and WEX Bank ("Issuer"). The following additional terms and conditions shall be applicable to their account upon their completion and WEX's acceptance of this WEXPay™ Request form. The Participating Entity's continued use of their account and the product referenced herein constitutes acceptance of these terms and conditions. All capitalized terms shall have the same meaning as in the Agreement, as amended from time to time.

Issuer will provide single use virtual MasterCard® Cards for purchases made by the Purchasing Entity only at U.S. merchant locations that do not accept the WEX® Universal Fleet Card. A virtual card is one where there is no plastic issued, only card numbers. Single use virtual cards may be used for purchases one time only. MasterCard International's chargeback rules apply. The Purchasing Entity's MasterCard purchases will appear on their WEX® Universal Fleet invoices. The Purchasing Entity agrees to pay and/or perform, as the case may be, when due all indebtedness, obligations and liabilities of each MasterCard account established pursuant to this request of every kind, nature and character whatsoever, including, without limitation, (i) all amounts payable under each account, (ii) all obligations, covenants, and agreements contained herein. Purchases are due and payable in full by the Purchasing Entity upon billing in accordance with the terms of credit Agreement with Issuer.

In the event the Purchasing Entity currently participates in any rebate or discount program offered by Issuer for the WEX® Universal Fleet card purchases, their purchases made using WEXPay™ will apply to such rebate or discount provided they meet any conditions of such rebate or discount program.

Issuer reserve the right to modify or terminate WEXPay™ at any time upon 15 days notice to the Purchasing Entity.

Issuer will provide WEXPay™ Alternative Authorization Instruction card for the Purchasing Entity's distribution to their drivers. When their drivers present the Alternative Authorization Instruction card to a merchant, the merchant may, at the merchant's discretion and their own risk, either complete the work or contact Issuer to validate the Purchasing Entity's account. Issuer will not pre-authorize the transaction if the work has not been completed but WEX will provide the merchant with a reference number so that they may contact WEX upon completion of the work for payment authorization. In order to validate the Purchasing Entity's account WEX must preview their account information and this may affect their control limits, if the Purchasing Entity has set them on their account, including the number of transactions available per day and the total daily dollar limits. The Purchasing Entity should check their current controls (if any) to be certain that they have sufficient limits for these transactions. If they make any changes or set any control limits, the Purchasing Entity agrees that WEX is authorized to rely on such changes and WEX will not be responsible for any losses resulting from such changes. The Purchasing Entity will also agree that WEX will not be liable to the Purchasing Entity for any loss, liability or damages they suffer which arise from, are related to, or are in any way connected with any fraud control or purchase restrictions such as Authorization Controls which WEX implements from time to time. WEX is not liable on account of any merchant's refusal to honor the MasterCard or to participate in the WEXPay™ process, regardless of the reason.

The person signing this Out-of-Network Authorization Process Request represents and warrants that he/she is authorized to execute this Request.

X Authorized Fleet Contact Signature:	Date:
Print Name:	Title:

EXHIBIT F

DEFINITIONS

This exhibit provides definitions of terms used throughout this Master Agreement and exhibits.

Account: For purposes of this Master Agreement, cards do not represent an individual account. Accounts are established within the WEX system in the Participating Entity's hierarchy where the cards are issued from. The Account contains the overall credit line and authorization controls that are applied to one or many cards.

Account Coordinator: Employee of the Contractor assigned to a Participating State or Purchasing Entity to provide day-to-day assistance with regard to program card maintenance.

Annual Volume: Total volume spend by all Purchasing Entities within a Participating State for all card liability products in a calendar year.

Applicable Taxes: Federal, state, county and/or local taxes levied on the purchase of gasoline or diesel fuel that may be eligible for tax exemption by the Contractor.

ASC X12: Official designation of the U.S. national standards body for the development and maintenance of Electronic Data Interchange (EDI) standards. Also known as ANSI ASC X12.

Associations: Group of card-issuing banks or organizations that set common transaction terms for merchants, issuers, and acquirers. Some major associations are Visa, MasterCard American Express and Discover. Also referred to as Network.

Authorization Controls: Controls that are established in the WEX system and assigned to every card to determine the purchasing rules for cards assigned to the given control profile. Like an Emergency Card, emergency authorization controls can also be established.

Authorized User/User: Representative of Purchasing Entity that leverages a Commercial Card, manages Commercial Cards, and/or accesses the online system

Automated Clearing House (ACH): Central distribution point for transferring funds electronically for participating depository financial institutions. Transactions are accumulated and sorted by destination for transmission during a predetermined period. It includes small dollar payments in large transaction volume.

Bank Overrides: A transaction that has been pushed through by the Contractor.

Basis Points: Unit of measure for incentive share/rebate rates. One basis point is equal to 1/100th of 1% or 0.01% or 0.0001.

Bidder: Any entity submitting a bid or response to the solicitation

Billing Cycle: A specific recurring time period between the time statements of account/invoices are processed.

Card Issuer: Financial institution issuing a Commercial Card or account. Also referred to as a card issuer, card provider or bank. For the avoidance of doubt, Contractor shall be the sole Card Issuer under the Master Agreement and Participating Addenda.

Card User Agreement: Agreement between the Purchasing Entity and awarded Contractor verifying credit availability, account information, and agreeing to the terms and conditions of the Master Agreement and Participating Addendum.

Cardholder: An employee, contractor, or representative of a Purchasing Entity to whom a Commercial Card is issued for making designated business purchases/payments on behalf of his or her organization.

Card-less Accounts/Ghost Cards: Accounts that have no plastic card issued, only an account number to which the acquisition of goods and services are charged.

Centrally Billed Account: Card accounts are billed to the Purchasing Entity or program within a Purchasing Entity. CBA accounts are paid directly by the Purchasing Entity.

Client-held Days: Number of days from the billing cycle date to the date payment is received.

Commercial Card: Generic term for any card product used by organizations for making payments for various goods, services and business expenses.

Contractor: The entity/entities awarded a Master Agreement and/or Participating Addendum(s) as a result of the evaluation of the bids received in response to a solicitation.

Corporate Liability: Purchasing Entity is liable for all card transactions and fees.

Credit Application: WEX form to establish a credit line with WEX Bank and adhere the contractual terms & conditions of this Master Agreement to the Purchasing Entity.

Declined Transaction: Transaction where authorization has been refused by the Card Issuer's transaction authorization system.

Duplicate Transaction: a transaction that has been processed twice for the same purchase.

Department: Functional business unit of an organization such as purchasing, accounting, human resources, etc.

Department Card: Card issued to a department rather than a specific cardholder.

Declining Balance/Managed Spend Card: Specialized Purchase Card with a pre-set spend limit and expiration date that is typically non-replenishing. Also referred to as a Controlled Value Card.

Electronic Payables: A form of electronic payment, utilizing the card infrastructure, managed centrally within an organization, typically by accounts payable. Also known as electronic accounts payable (EAP), automated payables, e-payables, Virtual Payment Cards, push payments, straight through payments (STP), buyer-initiated payments (BIP), supplier/vendor card, single-use accounts and

electronic invoice presentment and payment (EIPP). Each provider has a proprietary name for its solution; functionality and processes vary for each.

Eligible Purchaser: A Purchasing Entity authorized pursuant to the execution of a Participating Addendum.

Emergency Card: A type of Commercial Card that is always open, active and ready for use. Usually equipped with high or no credit limits and are used in emergency response situations.

Entity Program Administrator(s): A common role responsible for various administrative tasks (i.e., ongoing operations) in a typical Commercial Card program, including card issuance, account maintenance, card cancellation and reporting.

File Turn: Number of days from the date a transaction is posted to an account to the date payment is received.

Fleet Card: Specialized Commercial Card used to capture fleet-related expenses and vehicle data (e.g., fuel, vehicle maintenance, repair, and service).

Foreign Transaction Fee: A charge applied to purchase made in foreign countries (outside the United States). Purchases made online from your home country where the vendor is foreign and processes the transaction in its local currency.

Fraud: Unauthorized use of a card, resulting in an acquisition whereby the Purchasing Entity does not benefit.

Implementation: Process of putting all card program functions and activities into place.

Interchange Rate: A rate, set by the Network (i.e., Visa, MasterCard, Discover, American Express), collected by the card issuer to cover the cost of processing the transaction.

Lead State: State responsible for soliciting for and managing the awarded Master Agreement.

Level 1 Data: Standard commercial transaction data that includes the total purchase amount, the date of purchase, the merchant category code, merchant's name, city/state, debit/credit indicator, date transaction/credit was processed by the Contractor, Contractor processing/transaction reference number for each transaction/credit, and other data elements as defined by the Associations or similar entity.

Level 2 Data: In addition to Level 1 data, includes sales tax amount, company information, and other data elements as defined by the Associations or similar entity.

Level 3 Data: In addition to the Level 2 data includes cost, quantiles, unit of measure, product codes, product descriptions, and ship to/from zip codes, freight amount, duty amount, order date, discount amount, order number and other data elements as defined by the Associations or similar entity.

Master Agreement: Underlying agreement executed by and between the Lead State and the Contractor, as now or hereafter amended. May also be referred to as contract or Master Contract.

Master Agreement Administrator: Employee of the Lead State responsible for soliciting for and managing the awarded Master Agreement

Master Agreement Authorized Representative: Employee of the Bidder authorized to sign bid submittal documents, provide bid clarification responses, and function as the primary point of contact during the solicitation and evaluation.

Merchant Category Codes (MCC): A system of four-digit codes, maintained by networks, used to identify a merchant's principle trade, profession or line of business; a MCC is assigned to a merchant by the merchant or merchant acquirer.

Merchant Negotiated Transaction: Transaction completed with a merchant that has an agreement with the Association to complete theirs at a lower than standard interchange rate.

Merchant Negotiated Volume: Total quarterly merchant negotiated volume spend by a Purchasing Entities for all card liability products in a Quarter.

Merchant Overrides: A transaction that has been pushed through by a merchant location.

National Annual Volume: Total annual volume spend by all Participating States/Purchasing Entities for all card products in a calendar year.

National Annual Volume Incentive: Rebate or Incentive Share earned by a Participating State based on their contribution to the National Annual Volume.

Network: Entity that facilitates the movement of transactional data between the Card Issuer and acquirer and sets merchant rules for card acceptance. Organizations in this role include Visa, MasterCard, American Express and Discover. Also referred to as Association.

Non-Standard Volume: Transactions that are processed using Reduced Interchange Rate as determined through an agreement between the merchant and the Association.

Participating Addendum: An agreement signed by the Contractor and a Participating State that incorporates the Master Agreement and any other additional Participating State specific terms and conditions.

Participating Addendum Administrator: Employee of the Participating State responsible for the management and administration of the Participating Addendum.

Participating Addendum Authorized Representative: Employee of the Participating State authorized to sign the Participating Addendum.

Participating State: Any State, territory or entity (authorized by a state's chief procurement officer) that chooses to execute a Participating Addendum under the awarded Master Agreement. May also be referred to as Participating Entity.

Participating State Annual Volume: Total annual volume spent by a Participating States for all card products in a calendar year.

Product Code (PC): A unique identifier, assigned to product types (e.g. maintenance, tires, etc.) within a Fleet management system.

Program Administrator(s): Refers to Participating Entity, Purchasing Entity, or Statewide Program Administrators.

Program Administrator Overrides: A transaction that has been pushed through by a Program Administrator.

Prompt Payment Incentive: Rebate or Incentive earned by a Purchasing Entity based on their average speed of pay/file turn days.

Purchasing Entity: Any eligible organization executing a Card User Agreement as allowed by a Participating Addendum under the Master Agreement.

Quarter: Three (3) month period based on the yearly calendar as follows:

Quarter 1(Q1) – January, February & March

Quarter 2 (Q2) – April, May & June

Quarter 3 (Q3), July, August, September

Quarter 4(Q4) – October, November & December.

Quarterly Non-Standard Volume: Total Non-Standard Volume sales for a Quarter.

Quarterly Non-Standard Volume Incentive: Rebate or Incentive Share earned by a Purchasing Entity based on their Non-Standard Volume sales for a Quarter.

Quarterly Standard Volume: Standard Volume sales for a Quarter.

Quarterly Standard Volume Incentive: Rebate or Incentive Share earned by a Purchasing Entity based on their Quarterly Standard Volume.

Quarterly Total Volume: Total quarterly volume spend by all Purchasing Entities for all card liability products in a Quarter.

Relationship Manager: Employee of the Contractor assigned to a Participating State or Purchasing Entity to provide day-to-day assistance with regard to program card maintenance.

Reduced Interchange Rate: A lower interchange rate for processing Commercial Card transactions.

Standard Volume: All transactions, less Non-Standard Volume, fees, cash advances, convenience checks, Fraud, chargebacks and net of Write-Off Adjustments.

Statement/Invoice: Document reflecting account details for the billing period including debits, credits, transaction detail and balance due.

Statewide Program Administrator: Employee of the Participating State who administers the State's Purchase Card and or Fleet Card Program(s)

Transaction: Exchange between cardholder and merchant, payment for goods and/or services.

Virtual Cards/Single Use Card: One time use account numbers.

Write-Off: A cancelled account with an unpaid balance determined to be uncollectible by the Contractor. Accounts are considered uncollectible once delinquent for one-hundred-eighty (180) days after billing cycle close date. At the Contractor's discretion, collection action may continue on these accounts.

FLEET CARD SERVICE REQUIREMENTS

This exhibit details Fleet Card service requirements and Contractor responses to how these requirements will be met as submitted with their bid.

1. RESERVED – Identifies card products available in Exhibit A.

2. ADMINISTRATION OF ACCOUNTS

- 2.1 System must allow for Program Administrator to setup new accounts online – including ordering and registering cards, establishing User ID and password.
- 2.2 System must allow for Program Administrator to add, edit, or remove single or multiple Product Codes (PC) or Merchant Category Codes (MCC) from multiple card accounts at once.
- 2.3 System must allow for Program Administrator to initiate one-time overrides per transaction.
- 2.4 System must allow for Program Administrator to establish roles, access, and authority levels for all user types (i.e. managers, approvers, cardholders) within the Purchasing Entity.
- 2.5 System must allow for Program Administrator to unlock system access, reset User ID and reset password for any User within the Purchasing Entity.
- 2.6 System must allow for Program Administrator to see changes made to a card profile and who made those changes.
- 2.7 System must allow for system to allow Program Administrator to view cancelled, deactivated and suspended cards within the Entity.
- 2.8 System must allow for Program Administrator to order and issue replacement cards (singular or multiple simultaneously) online.
- 2.9 System must allow for Program Administrators and Cardholders to access statements online.
- 2.10 System must allow for Program Administrators and Cardholders to mark accounts for paper or paperless statement delivery.
- 2.11 System must notify Program Administrators and Cardholders of statement availability.
- 2.12 System must allow for Program Administrator and Cardholders to check status of cards and view account information including but not limited to:
 - balances
 - limits
 - charges
 - declined transactions
 - spend history
 - default accounting codes
 - demographics
- 2.13 System must allow for the Program Administrator to choose the billing cycle close date for the Purchasing Entity. The billing cycle date will be established at account implementation and will be set for the Purchasing Entities' agreement period.

2.14 System must have the ability to roll-up billing to managing account level or bill at department level as determined by the Purchasing Entity.

2.15 System must display all transactions in US Dollars.

2.16 System must be able to restrict fuel type at the card and/or vehicle level by not allowing the wrong fuel type to be purchased and by being able to report exceptions for wrong fuel type.

2.17 System must be able to apply hard limits on quantity (gallons) of fuel dispensed.

2.18 System must be able to restrict maintenance purchases.

2.19 System must allow for Program Administrator to reset Driver PIN online and in real time.

2.20 System must have the ability for Program Administrator to set/change PIN for each driver and/or vehicle.

2.21 System must be able to provide federal fuel tax exemption prior to invoicing.

2.22 Reserved, see Exhibit D Establishing an Account.

2.23 System must allow for Program Administrator to edit User ID, role and authority level online.

WEXOnline® allows the Program Administrator, or other individuals with appropriate permission levels, to add/edit new online users, manage existing users, and manage online enrollment requests. The module also allows for a prospective user to self-enroll online and have their request route to a Program Administrator to be approved and have the appropriate level of access assigned to them by the Administrator. A prospective user is not granted any level of access until after their request has been approved by a Program Administrator and their level of access is assigned.

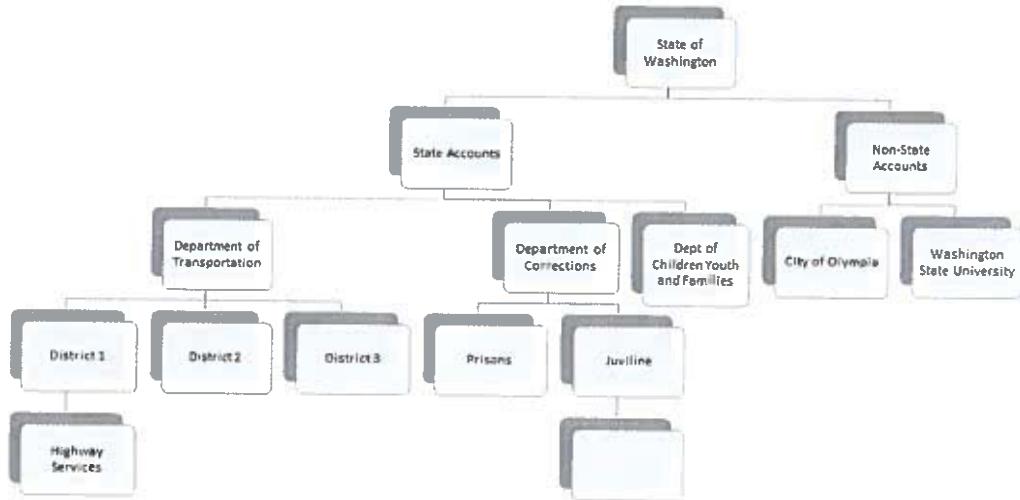
The administrator retains ultimate control over access and assignment of roles, authority level and privileges allowed online. The module contains prepopulated templates for roles with varying levels of permissions available online to control the access an individual may have for their given job duty. The module also allows for users to create custom roles for levels of access specific to an individual or job duty. This creates appropriate account and system access, based on user responsibilities; ultimate control over who has access to the module, what level of access, and to what accounts; and the ability to track user logins.

Additionally, WEXOnline® allows users to reset their passwords on their own should they need to do so. This allows for a greater level of control at the user level and helps minimize the need to reach out for assistance with a reset.

2.24 System must have a minimum of seven (7) program hierarchies.

WEX's system allows for robust account structures and reporting functionality. WEXOnline® supports nine (9) levels of hierarchy, providing a high level of detail and flexibility. The levels of hierarchy are customizable to the set-up of an individual entity participating in the contract to meet their specific needs.

For example, the State of Washington could be set up as a level 1 (L1) account with multiple L2 accounts hanging off of the overall contractual relationship. The accounts under the L2 would then have the ability to structure the departmental breakdown unique to that agency or entity.



- Identifying accounts:
 - Accounts can be identified in multiple ways in WEXOnline®. WEX offers custom reporting, account search functionality, and visual hierarchy layouts that are collapsible for finding and identifying accounts. Reporting can also offer account details about the account with the hierarchy regarding addresses (shipping, billing, primary and physical) total drivers and/or vehicles, total cards, default authorization profile, and primary shipping method and carrier.
- Reporting rebate earnings:
 - WEX does offer rebate reporting that provides a full breakdown of rebate for a given time period. WEX will work with states at implementation to get the appropriate rebate reporting set-up to cover their needs.
- Reporting transaction data:
 - All WEX transaction data is available within WEXOnline® to view and is reportable through the system. Additionally, WEX offers custom files and file interfaces to provide transactional data to customers. Below are several templated examples of how transactional data as well as authorization data can be accessed in WEXOnline®.
 - Custom Report/ Authorization Activity – This template helps users build a custom report with a direct view of authorization activity, including declines transactions.
 - Custom Report/ Transaction Management – This template permits users to generate a transactional-level report, whereby a user may analyze usage at certain merchants, or within certain timeframes, or exceeding specified dollar amounts and more.

2.25 System must allow for a Statewide Program Administrator account with access to view and pull reports for all transactions made by Purchasing Entities within the Participating State under this Master Agreement.

WEXOnline® allows for a Statewide Program Administrator with access to view and pull reports for all transactions made by Purchasing Entities within the Participating State under this Master Agreement. This would be accomplished by providing the administrator with an access role rooted at the top of the hierarchy. This can be accomplished through either the templated roles available within the module or creating a custom role should it be required.

2.26 System must allow for Program Administrator to simultaneously activate, deactivate, suspend, and terminate cards online.

WEXOnline® allows the Program Administrator to update cardholder and vehicle information online, including simultaneously activating, deactivating suspending or terminating cards. This is accomplished by providing the administrator with edit access to vehicle/cards and driver information. The administrator can select multiple cards and then choose to activate, deactivate, suspend or terminate these cards simultaneously. Additionally, through the account support provided by WEX, an agency can also send large amounts of data to the WEX Premium Fleet Services Account Manager to handle for them on their behalf. For example, if a State's motor pool had a large amount of new vehicles incoming or old vehicles being sold, the agency's fleet manager could send a spreadsheet of the information to WEX to activate, deactivate, suspend or terminate cards on the State's behalf. This often helps save time, energy and resources in a given agency.

2.27 System must allow for Program Administrator to update all cardholder information online, unless barred by Federal Regulation.

WEXOnline® allows the Program Administrator to update all cardholder and vehicle information online. This is accomplished by providing the administrator with edit access to cardholder/driver information. Additionally, through the account support provided by WEX, an agency can also send large amounts of data to the WEX Premium Fleets Services (PFS) Account Manager to handle for them on their behalf. For example, if a State agency had a large amount of seasonal workers coming on again to work, the agency's fleet manager could send a spreadsheet of the information to WEX to activate, deactivate, suspend or terminate drivers/card holders on the State's behalf. This often can help save time, energy and resources in a given agency. WEX Fuel cards are not individual liability cards, so WEX is not aware of any Federal Regulations preventing the editing of cardholder information online.

2.28 Throughout the life of the Master Agreement and associated Participating Addendums, Purchasing Entities may have reason(s) to cancel a card (or a group of cards).

Cards or groups of cards can easily be canceled within the WEXOnline® module. Cards can be found under the Fleet Manager tab, administrator can search to find the card or group of cards an authorized user may want to cancel. Once a card has been reported lost, stolen, canceled, suspended or otherwise inactive, it is immediately invalidated in the WEX system. As stated above, this can be accomplished in WEXOnline® or by contacting the fleets Premium Fleet Services Account Manager or by calling WEX's 24/7 customer service. After cancellation, all electronic authorizations associated with the card are declined at the time a purchase is attempted. Additionally, once WEX receives proper notification, the fleet is relieved from liability for any subsequent charges.

2.29 When a card (or group of cards) is closed, a credit may be due to the card based on an overpayment, transaction credit, or something similar.

WEX's receivables department reviews all credits on termed accounts and cards 90 days after termination. If the credit qualifies for a refund, WEX will process that transaction and send a check for closed accounts or post a credit to an account, if it is a cancelled card within an active account.

The timeline for a credit to post to an account can vary. This is due to the nature of the credit. For example, in some cases a WEX representative may be able to confirm immediately that a credit is owed. In other cases WEX may need to do additional research or contact a merchant to

verify additional information. WEX always works to resolve any owed credits as quickly as possible. Once the credit is confirmed to be owed to the customer, it is posted to the account and it will be reflected as a credit on the next invoice in the billing cycle. Should the customer require payment for the credit, WEX will process the credit for payment which typically takes 3-5 business days.

2.30 Foreign Transaction Fee

For US-based WEX card programs, the WEX system recognizes an assigned originating site ID and/or country code, provided to WEX by the merchant, for the corresponding country of origin of a transaction.

For example, if an agency transacted in Canada, WEX would receive the transactional data that would include a site ID, country code or similar identifying code, provided to WEX by the merchant, for the site. The WEX system would then compare that transaction's location against the merchant location's country of origin, in this case being Canada.

The check in the WEX system is also tied to the currency. For US-based WEX card programs, the currency is based in US Dollars. If a transaction comes through in Canadian Dollars, the WEX system would flag that transaction and assess the associated Foreign Transaction Fee.

Foreign Transaction Fees are denoted in WEX reporting to reflect the appropriate amount invoiced to a customer, versus what may show on a customer's point of sale receipt from a merchant.

2.31 System must be able to route transactions through approval/workflow path as established by the Program Administrator.

WEXOnline® provides the ability to route transactions through an approval workflow path. The user roles required for this functionality and the process flow is outlined below.

An eligible approver is a User within a hierarchy who

- has the Approve Transactions permission
- has opted in to receive approval emails
- is an active online user
- a Fleet Manager/Program Administrator. A Fleet Manager will have all of the Manage Transactions features and functionality including the Approve Transactions permission
- or, have a Custom Role that includes the Approve Transactions permission only.

For those responsible for reviewing transactions:

These users will have Manage Transactions without the Approve Transactions permission. They:

- can filter transactions
- can view transactions
- can change transaction status as follows:
 - None → Follow Up
 - None → Reviewed
 - Follow Up → None
 - Follow Up → Reviewed
 - Reviewed → None
 - Reviewed → Follow Up
 - will have all other existing manage transaction functionality (including upload receipt,

reallocate, notes, view history)

- If there is an eligible approver at and/or above the reviewing user in the hierarchy, the user can see the "Email Approval Request" button and send an email to those Approvers.

For those responsible for approving transactions:

These users will have a Custom Role with the Approve Transactions permission that allows them to:

- filter transactions
- view transactions
- change transaction status as follows:
 - reviewed → approved
 - reviewed → follow up
 - approved → reviewed
- receive and read approval emails sent from a User at and/or below their level in the hierarchy as long as long as the user has opted in to receive Approval Emails

Or, they can be assigned a Fleet Manager/Program Administrator role so they:

- can do everything available in the Manage Transactions
- Fleet Manager/Program Administrators also have the ability to change permissioning or access to allow for substitution scenarios when the approver role maybe out on vacation or leave allowing another user who is either new or would have a lesser role normal to step in an approve transactions in the Fleet Manager/Program Administrators absence.

2.32 System must allow for Program Administrator to add, edit, or remove security features (temporarily or permanently) in real time at the card account level including, but not limited to:

- dollar per transaction limit
- maximum daily/weekly/monthly spend
- transactions per day/week/month limit
- pay at pump only
- tank capacity limit
- type of fuel, by individual vehicle
- authorized State or Province
- Product Code (PC) blocks

The WEX system and the Fleet Manager module of WEXOnline® allows the fleet manager to add, edit, suspend, reactivate, and terminate cards and drivers, to add and manage card controls, and to view and download invoice details, card by card or simultaneously among a grouping of cards. The Program Administrator has all the capabilities requested above, the ability to do so in real-time and simultaneously to multiple cards. Pay-at-pump ONLY functionality is systematically supported by WEX but cannot be done online. This is supported by the WEX Customer Service team on request or during account set-up at the time of implementation. Product code blocks are achieved by our product-type controls in the authorization profile card is assigned. These can be changed, created and applied in real-time and simultaneously to multiple cards.

Users can also:

- Assign card to driver, vehicle or location
- Transfer cards from one account to another
- Group cards into authorization profiles to enforce purchasing policies

- Create organizational units or departments to better organize cards, vehicles and drivers for reporting and management purposes (initially added during implementation phase)
- Edit account information

WEXOnline® is structured to provide the ultimate flexibility to meet unique account program needs. The Administration module of WEXOnline® allows the fleet manager to create custom roles that can be assigned to online users to limit or broaden access into the system. The fleet manager can create custom roles which provide users with access to different sections – like the driver section. This setup allows them to focus on their defined tasks without giving broader permissions that could be abused.

Authorization profiles are the purchasing control parameters, or limits, that fleet managers assign to cards. This allows for easy management of the program to ensure purchasing policies are enforced each time a card is used.

WEX offers the flexibility for the fleet manager to name the authorization profiles via numeric or alphabetic naming scheme. For example, one group of profiles could be named “sedan,” and the profile could be applied to that group of vehicles. Or, the profile could be called “delivery driver,” and be set up for that type of employee. The fleet manager can assign as few or as many profiles as necessary.

Fleet managers can add new profiles, view existing profiles, view cards assigned to each profile, clone, edit or modify the values, change the status of the profile, set account defaults, and reassign cards to other profiles.

Authorization control profiles allow the fleet manager to edit a profile and have that change impact all cards associated with that profile. There is no limit to the number of cards that can be assigned to a certain profile and this functionality eliminates the need to manually edit each driver or vehicle record when a policy changes.

Benefits include centralized account management; efficient administration of cards, driver, vehicles and authorization controls; and quick link navigation to all management features and functions.

2.33 System must allow for Program Administrator to assign card (with an identifying PIN or VIN number) to a driver, vehicle, department, etc. as determined by the Program Administrator.

A WEX card can be assigned to a vehicle/asset, driver, or organizational unit (or cost center) in the fleet, enabling the card to capture and track all purchase activity. This flexibility allows a Fleet Manager/Program Administrator to assign a card (with an identifying PIN (Driver/Vehicle ID) or VIN number) to a driver, vehicle, department or any other entity, asset or individual needing a card as determined by the Program administrator. When the card is swiped at the point-of-sale device, the driver is prompted to enter a Driver ID (DID), or PIN as referenced in the requirement, and the odometer reading of the vehicle in order to receive authorization for the ensuing transaction.

Each DID can be assigned to one, many, or all cards on the WEX account and can be generated by WEX at random, or assigned by the fleet customer. This 4- or 6-digit DID can be assigned to a driver, vehicle/asset, or organizational unit on the WEX account (based on the type of card preferred to use). For example, if Purchasing Entity decides to assign the card to the driver, the driver would typically enter a DID associated with the vehicle. If Purchasing Entity prefers to assign the card to a vehicle, typically the DID is associated with the driver.

The DID, combined with the card and account validation rules, is queried against the WEX database for verification and transaction authorization. If valid, the transaction is authorized. The WEX card cannot be electronically activated without entering a valid DID, making the card useless to someone who has found or stolen it and does not know the DID. The authorization process acts as a security measure, and provides a layer of protection against fraudulent activity.

- 2.34 System must allow for Program Administrator to create an approval path of setting specific card limits higher than Entity established limits.
- 2.35 System must allow for Program Administrator and/or Cardholder to mark transactions sent to accounting for payment.
- 2.36 System must be able to send notifications of pending approval(s) based on established approval path.
- 2.37 System must allow for Program Administrator to lock transaction accounting code data from editing.
- 2.38 If capable, system must allow for Program Administrator to create templates for card/account set up (i.e. same billing address, TIN, workflow, etc.).

The WEX system allows for templates with different functions within the site as well as the ability to utilize "clone" functionality, which acts in the same manner as a template. Cloning functionality exists for card and authorization profile information to leverage like information (address, cost center, TIN, org/department, user defined fields, etc.) associated between card or driver types.

- Templatized default limits for authorization profile & set-up
- Clone function

The WEX team lead by an assigned Strategic Relationship Manager and Premium Fleet Services Account Manager will work to set-up and establish these with customer during the initial implementation. For needs that arose after implementation the Premium Fleet Services Account Manager will be able to assist in setting up these functions.

- 2.39 If capable, system must allow for Users, with multiple roles within a program, (i.e., Cardholder & Program Administrator) to opt to have one login to be able to access all aspects of their accounts (dual role). If yes, provide details on how that functionality works/is implemented.

The flexibility of the WEXOnline® module allows for each user's User ID to have one assigned role. However, this requirement can be met by creating a Custom Role with all necessary levels of permissions to support scenarios where a user maybe both a cardholder and Program Administrator or have other roles and responsibilities with a given agency. Another example is when the user is a cardholder who also carries financial responsibilities and also need to access the system for pulling invoices and reporting, and making payments. The module allows for this user's access to be customized to the specifications specific to their job function.

3. DATA COLLECTION AND MANAGEMENT

- 3.1 System must capture and display transaction data at the following minimum levels:

- Cardholder
- Approving official
- Entity office or unit
- Account/billing (available at different levels)

- Entity Program Administrator or alternates (available at different levels)
- Participating State (all state entity transactional data, statewide administrative level and compliance review group)

- 3.2 System must have the ability to view transaction authorization/declines in real time.
- 3.3 System must post transactions within twenty-four (24) to forty-eight (48) hours of receipt from merchant.
- 3.4 System must have the ability to capture and display Level 1, Level 2, and Level 3 transaction data as made available from the merchant.
- 3.5 System must allow for Users to add notes, comments, and additional descriptions to a transaction in a separate field. This field must:
 - Allow for alpha, numeric, and special characters.
 - Be searchable
 - Be reportable
 - Be accessible to all hierarchies within the system
- 3.6 System must be able to capture and display merchant Tax Identification Number (TIN) or similar unique identifier.
- 3.7 System must allow for user to input a minimum of 150 character of Entity defined accounting code structure/segments at the transaction level.
- 3.8 System must allow for the Purchasing Entity to set requirements for accounting code segments (i.e. mandatory, non-mandatory, etc.)
- 3.9 System must allow for Purchasing Entity to define, edit, maintain, and upload valid value tables for each accounting code segment.
- 3.10 System must actively validate accounting segment data against valid value table data as determined by the Purchasing Entity.
- 3.11 System must allow for Program Administrator to assign, edit, and delete "default" accounting codes for all program hierarchies within the Purchasing Entity.
- 3.12 System must allow for User to save and edit frequently used accounting codes.
- 3.13 System must allow for a minimum of 99 accounting code splits per transaction.
- 3.14 System must allow for User to manually enter tax detail at the transaction level.
- 3.15 System must allow Program Administrator to download the entire Fleet Card number for use in other systems.
- 3.16 Participating States and Purchasing Entities have a need to access past transaction detail data in real time for a minimum of thirty-six (36) months throughout the life of the Master Agreement and Participating Addendum.

WEX's system maintains past transactional data for a period of seven years (84 months). In the WEXOnline® module, files are retained for a period of 24 months. WEX's Premium Fleet Services Account manager can fulfill requests from NASPO participating entities for transaction details going back to 84 months.

In addition, WEX Fleet ClearView™ data analytics module has no cap on accessible data, so users of WEX Fleet ClearView™ Essentials and Snap modules, offered as part of WEX's core product

offering at no extra cost, are able to access past transaction data for a minimum of 36 months throughout the life of the Master Agreement, as required.

3.17 Templates/defaults

At the time of account set-up and during implementation, WEX can establish user-defined fields with a State or Agency. User-defined fields can be used for any information or data the State or Agency may wish to capture. For example, as it relates to accounting information, a user defined field can be created for a particular GL Codes or set of GL codes and made a mandatory field as part of the card set-up template a user will have to complete in order to place a card order. This ensures the data will be assigned to it can be reported against. These fields can also be added, removed or edited after the account set-up as well given the user has the appropriate permissions to do so.

3.18 System must allow for user to upload and attach supporting documentation to the transaction in the following formats (at a minimum): pdf, jpg, png.

WEXOnline® Receipt Upload feature supports the uploading of supporting documentation to a transaction in the following file formats: .png, .jpg, .gif, and .pdf. Additionally, WEX has the ability to add support for more file types for upload should an agency require it. WEX will work with agencies should there be a file format they may need.

3.19 Contractor will be required to work directly with Participating State to develop effective strategies to address product code errors with merchants.

WEX routinely works with merchants, the processing networks, and point-of-sale providers to ensure product code accuracy and address issues. Once WEX becomes aware that there is an issue with a merchant(s), we work with all parties involved to identify the root cause and remediate it. For customers whose tax exemptions may be negatively impacted by a product code error, if WEX is able to definitively validate the product that was actually purchased, WEX will perform a transaction correction to ensure that either the exemption or reported taxes are accurate.

WEX also employs other tools, like WEX Fleet ClearView™, to assist both our Merchant Services Team, this team is responsible for working with merchants, networks and point of sales providers to remediate issues like product coding errors, and our customers to actively catch errors in merchant data, like bad product codes.

WEX Fleet ClearView™ is a dynamic a suite of powerful, cloud-based analytics solutions that automatically organizes, interprets, and intuitively displays fleet-related information. Critical data is presented in an intentional layout of simple and informative visualizations, helping fleet managers monitor operations, uncover card misuse and potential driver theft, understand trends, benchmark performance, investigate anomalies, and recognize cost-saving opportunities.

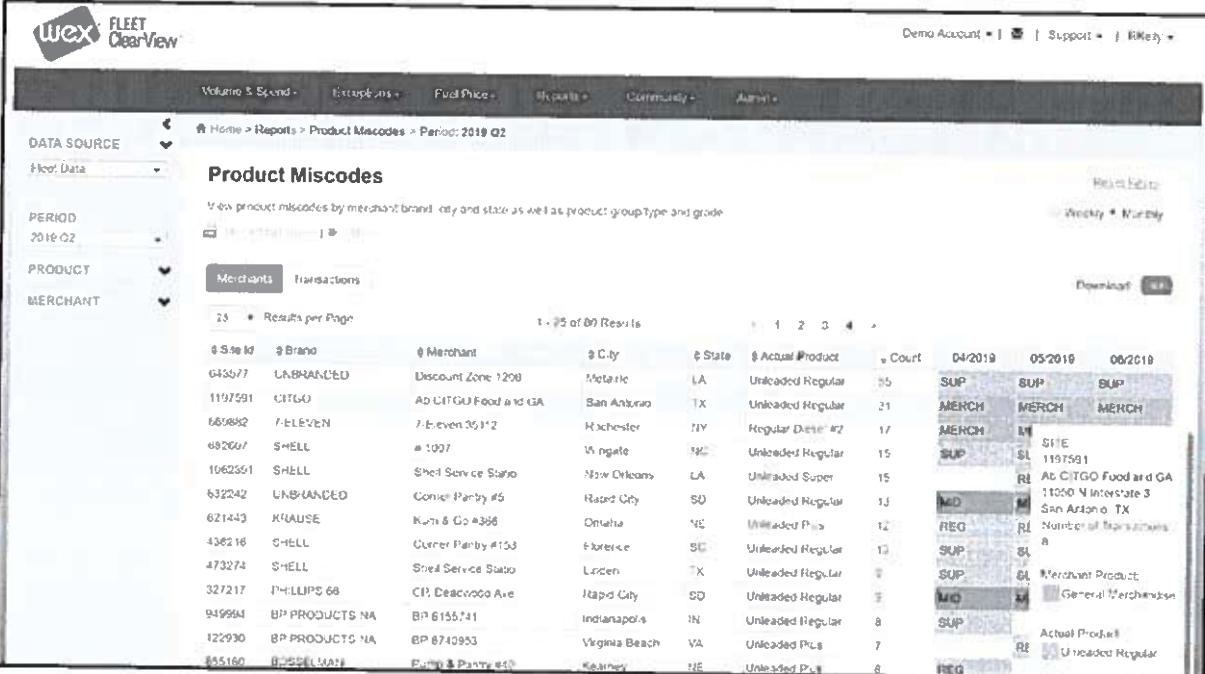
WEX offers the ClearView™ Essentials and ClearView™ Snap modules as part of our core product offering with extra no charge. Included in the ClearView™ Essentials module is a live product code cleansing algorithm fleets can utilize to proactively catch and see corrected product types.

Product Code Cleansing: The data scientists on the ClearView™ Team solved a long-standing, industry-wide issue by designing and developing a proprietary machine learning algorithm, which automatically detects and corrects inaccurate product codes transmitted by fuel merchants. The algorithm can make the following determinations with a 0.3% error rate:

- Categorize transactions by Product Group: fuel and non-fuel

- Categorize fuel transactions by Product Type: gasoline and diesel
- Categorize gasoline transactions by Product Grade: regular, mid-grade, premium

Corrected values are used in ClearView™ analysis, calculations, and exceptions reporting. Purchasing Entity can trust their product-related data displayed in ClearView™ and use it to make informed and confident decisions. This corrected information is aggregated in the Reports Module and displayed in ClearView™ transaction tables. ClearView™ displays both the type, grade and product level information provided by the merchant and the corrected values enabled by the algorithm. This information can be downloaded into Excel.



Transaction ID	Brand	Merchant	City	State	Actual Product	Count	04/2019	05/2019	06/2019
645677	UNBRANDED	Discount Zone 1208	Mobile	LA	Unleaded Regular	15	SUP	SUP	BUR
1197591	CITGO	At CITGO Food and GA	San Antonio	TX	Unleaded Regular	21	MERCH	MERCH	MERCH
6818932	7-ELEVEN	7-Eleven 30112	Rochester	NY	Regular Detergent	17	MERCH	MERCH	MERCH
682607	SHELL	# 1097	Wingate	NC	Unleaded Regular	15	SUP	SL	SL
1062361	SHELL	Shell Service Statio	New Orleans	LA	Unleaded Super	15	RE	At CITGO Food and GA	11000 N Interstate 3
632242	UNBRANDED	Conoco Party #5	Rapid City	SD	Unleaded Regular	13	MID	MID	SL
621443	KRAUSE	Kum & Go #366	Omaha	NE	Unleaded Plus	12	REG	REG	REG
438216	SHELL	Coker Party #153	Florence	SC	Unleaded Regular	10	SUP	SL	Merchant Product
473274	SHELL	Shell Service Statio	Linden	TX	Unleaded Regular	9	SUP	SL	General Merchandise
327217	PHILLIPS 66	CP, Deadwood Ave	Rapid City	SD	Unleaded Regular	8	MID	MID	Actual Product
949961	BP PRODUCTS NA	BP 6155741	Indianapolis	IN	Unleaded Regular	8	SUP	BP	Unleaded Regular
122930	BP PRODUCTS NA	BP 6740953	Virginia Beach	VA	Unleaded Plus	7			
55160	WESPELWATE	Food & Pantry 847	Kearney	NE	Unleaded Plus	6	REG		

For information about how WEX handles disputed transactions, see 16.1.

3.20 Controls and Non-Vehicle Spending

The WEX Fleet card was developed to provide control and transparency. The card allows for fuel spending, non-vehicle spending at accepting locations within WEX's closed-loop network, and non-fuel vehicle spending -- along with the ability to discern between those various types of purchases -- to allow ONLY purchases that comply with an agency's policy or those that have been approved by a reviewer with permission to grant that level of approval.

One of the most significant advantages the WEX proprietary closed-loop card offers over an open-loop solution is our custom-built network that operates on product codes and not Merchant Category Codes (sometimes referred to as MCC codes). The WEX Fleet card can only be used at fuel and maintenance locations that accept the WEX card. This is the first line of defense against unauthorized or fraudulent spending, either of which could more easily occur with an open-loop credit card that can be used at any type of retailer.

WEX can ensure that all vendors accepting our cards comply with the same requirements and that data capture is tailored specifically to meet fleet customer needs.

WEX Fleet Cards and open-loop credit cards both offer fleet managers the ability to track and set controls on fuel spend. However, the WEX closed-loop solution provides more in-depth transaction data, greater flexibility and security, and tighter controls than open-loop credit cards.

Greater Access to Level III Data: All WEX-accepting merchants are required to be capable of transmitting Level III data, and that level of data is transmitted on 99.8% of transactions. When a driver swipes the card, the point-of-sale device prompts him or her to enter the Authorization Prompt ID and odometer reading. Level III line-item detail allows fleet managers to better track expenditures and facilitates cost analyses, vehicle life-cycle analyses, and overall fleet management.

For example, entering the correct odometer reading helps provide valuable vehicle information such as cost per mile, miles per gallon, vehicle operating costs, and intelligence for preventive maintenance schedules and vehicle replacements. It can also help streamline administrative operations, reducing the time and resources devoted to accounting.

Additionally, the WEX proprietary closed-loop network removes the need for fleets to have to perform site lockouts for merchants that do not transmit Level III Data on open-loop networks. Site lockouts can significantly reduce the number of accepting locations of an open-loop network card. This can be highly problematic for drivers utilizing open-loop solutions as they may pull up to a station that will decline their card due to merchant not being able to transmit Level III Data on an open loop solutions. This is not an issue for WEX's proprietary closed-loop network.

The WEX closed-loop proprietary network has an added advantage for government fleets eligible fuel tax exemptions. The IRS requires Level III Data to be included in that transaction data in order for a Credit Card Issuer to invoice a fleet net of the eligible taxes. These are typically Federal Excise Taxes for unleaded and diesel fuel and can have a significant impact to the bottom line for a fleet if they are not exempted up front by the fuel card provider. Transactions on an open-loop network where Level III Data is not present are not eligible for tax exemptions by the fuel card issuer.

Greater Security: The cardholder is required to enter an Authorization Prompt ID for each transaction. This helps prevent the card's use in case of loss or theft. Authorization Prompt IDs make fleet cards more secure and help limit internal and external fraud.

The Authorization Prompt ID can be linked to a specific purchase profile in WEXOnline®, providing further security by limiting expenditures to certain types of purchases, at specific dollar levels, and during specific timeframes.

Contrast this to a typical credit card, which usually requires no additional verification.

WEX customer have the ability to choose between Fuel Only cards and Custom Control cards.

Fuel Only cards permit the purchase of fuel -- such as gasoline, diesel, or alternative fuels -- based on the coding in the card's magnetic strip. Non-fuel purchases are not permitted when non-fuel items are identified at the time of authorization. It does not prevent items such as car washes paid for at the pump as merchant devices do not send this authorization request to us.

Custom Control cards permit all allowed types of purchases, based on the coding in the magnetic strip, at WEX accepting locations. This includes fuel, maintenance, and other items, such as general merchandise. Fleet managers have the option to apply Product Type Controls, allowing certain product categories to be allowed or blocked. For example, "General Merchandise" could

be deselected, allowing only Fuel and Parts/Service-related purchases. Custom Control Cards and Product Type Controls provide control over what drivers buy, not just where they buy it.

WEX accounts may be comprised of all Fuel Only cards, all Custom Control cards, or a mix of the two. This enables fleet managers to issue the appropriate card type based on a variety of purchasing needs.

Purchasing Controls: WEX developed its own closed-loop acceptance network among merchants and can control transactions at the merchant-type level. The WEX card is accepted at approximately 135,000 fuel and maintenance locations across the US.

Most generic credit cards can control the type of merchant. However, WEX goes a level deeper and is able to control the product type being purchased.

Product Type Controls: Product Type Controls are groupings of like products separated by type such as services, fuels, oil and fluids, food, etc. These controls enable or disable access to specific product categories, within WEX's closed-loop network of fuel and service merchants. WEX uses Level III data to allow customized card controls that allow use only at certain times and/or on specific product types.

Fleet managers can then set spending limits at the transaction level: dollar limits, fuel quantity limits, and timeframe of purchase.

Product Type Controls enable the fleet manager to limit transactions within WEX's pre-determined network of fuel and service vendors. For example, the fleet can allow drivers to purchase fluids, like washer fluid or oil, and disallow general merchandise, like snacks and soft drinks. A typical credit card would be open to all gas stations, and any merchandise that is available in this retail channel. For example, a driver could purchase electronics or snack food. This opens up the business to unauthorized expenses and program abuse.

Purchase Controls: WEX Purchase Controls allow fleet managers to control the amount and frequency of purchases at the card level. Defining limits helps a fleet manager detect and prevent unauthorized transactions, potentially saving Purchasing Entity money by limiting unauthorized purchases. Fleet managers can use these tools to establish daily, weekly, twice monthly, or monthly limits for fuel and service expenditures. If a transaction is outside of the set limit, it is logged and recorded at the point of sale or, in the case of hard controls, declined at the point of sale.

Product Type Controls
Fuel (always on)
Parts & Service
Quick Lube
Oil & Fluids
Roadside Assistance
General Merchandise

Transaction Level Limits
Dollar Limits (Limit to specific daily and weekly amounts)
Fuel Quantity (Limit the amount of fuel purchased in a day)
Timeframe of Purchase (Limit to certain days, weeks, or hours of the day)

Purchase Control Tools *	Level
Per transaction dollar limit	Card
Per period dollar limits (daily, weekly, twice monthly, monthly)	Card
Per period # of transactions (daily, weekly, twice monthly, monthly)	Card

Total Fuel per period (daily, weekly, twice monthly, monthly)	Card
Total Non-Fuel per period (daily, weekly, twice monthly, monthly)	Card
Total Gallons per period (daily, weekly, twice monthly, monthly)	Card
Time of day (subject to server location's time zone)	Card
Day of week (subject to server location's time zone)	Card

**Enforcement of some limits depends upon adoption of specification and merchant participation.*

3.21 Account Maintenance Services

The WEX system works off product codes that discern between what is being purchased. This includes maintenance services. If the WEX Product Type controls allow for maintenance services to be purchased in the card's assigned profile, then the corresponding product/service being purchased will be reported as any other transaction would. The controls in place are stated in 3.20 and maintenance services can be opted out of entirely as well should those types of purchase be not allowed. All of these controls can be accessed through the WEXOnline® module.

Additionally, WEX also offers a tool we call WEXPay™ to provide drivers a mechanism that enables out-of-network purchases at an additional 398,000 merchants in the MasterCard® network. Typically used for independent or geographically remote fuel and service sites, WEXPay™ utilizes a virtual card interface to provide the control of a fleet card with the convenience of a credit card. This out-of-network tool reduces the number of out-of-network sites where drivers would have to use an alternative form of payment.

Using WEXPay™ in conjunction with a Custom Control fleet card lets Purchasing Entity set the rules for their drivers. Custom Control cards allow Purchasing Entity to set merchant, transaction, and even product type limits. WEX applies those limits to both WEX Fleet Card and WEXPay™ MasterCard transactions. Expanded coverage combined with integrated reporting and invoicing will further streamline Purchasing Entity's fleet purchasing and operations.

How It Works

As a MasterCard issuing bank, WEX uses Single-Use Account Number technology to authorize a one-time payment to a merchant. The account number provided to the merchant by phone is fast and secure — good only for that one purchase.

When the merchant calls for authorization, WEX applies Purchasing Entity's purchase controls and collect the same level of purchase detail, including Prompt ID and odometer. WEX integrates the purchase details into Purchasing Entity's WEX Fleet Card invoice and reports. One card, one invoice, one report with the same controls and service our customers expect from WEX.

As an additional option for fleets that operate a call center type operation for maintenance approvals, WEX offers Purchase Log to facilitate payments to merchants that accept MasterCard®.

Lastly, WEX does offer an ancillary product that is separate from our fuel card offering that and completely optional for use that we call Purchase Log. Purchase Log is a web-based interface that allows fleet-designated staff to securely log in to WEX's MasterCard® settlement website and enter pertinent Level III data associated with a transaction (or invoice). This can include up to six entry fields for the fleet-specific data such as billing codes. Once the transaction information and

payment amount is entered, a virtual card/single use ghost account with expiration dates and CVC2 values is presented. The fleet provides this to the merchant for payment. The Purchase Log product typically works well for fleets that operate a call center or central garage locations where an authorized fleet or service manager is working directly with service merchant locations who is servicing an asset of theirs. Purchase Log helps facilitate safe, secure, quick and easy payment. Additionally, it allows for maximum data capture to feed fleet management systems and removes the need for having to invoice on account, issue checks or other forms of payment.

Using the MasterCard® payment network, Purchasing Entity's see all requests and approve all transactions before they take place. Purchasing Entities can give their managers different levels of approval, while maintaining control over larger purchases.

Purchase Log uses Single Use Virtual Accounts to make secure payments to vendors. It is a safe and secure method of paying vendors that lowers the possibility of misuse or fraud, and significantly reduces paperwork.

Purchase Log transactions appear on their own invoice and report since the program is separate from WEX Fleet Card account. Reports can often be formatted to be imported into most customer accounting programs.

**Purchase Log purchases are subject to the MasterCard transaction processing rules and terms of use, including tax exemption rules and would be a separate account set-up.*

3.22 Level 3 Data

When a driver swipes the card, the point-of-sale device prompts him or her to enter the Authorization Prompt ID (required) and odometer reading. Level III data line-item detail allows fleet managers to better track expenditures and facilitates cost analyses, vehicle life-cycle analyses, and overall fleet management. The Authorization Prompt ID is flexible to allow for the input of driver ID information for cards assigned to vehicles or department or the input of asset/vehicle ID information for cards assigned to a person or department, yet this Prompt ID is required for authorization.

For example, entering the correct odometer reading helps provide valuable vehicle information such as cost per mile, miles per gallon, vehicle operating costs, and intelligence for preventive maintenance schedules and vehicle replacements. It can also help streamline administrative operations, reducing the time and resources devoted to accounting.

Requiring the cardholder to enter an Authorization Prompt ID, typically referred to as a Driver/Asset ID or PIN, for each transaction helps prevent the card's use in case of loss or theft. Authorization Prompt IDs make fleet cards more secure and help limit internal and external fraud.

The Authorization Prompt ID can be linked to a specific purchase profile in WEXOnline®, providing further security by limiting expenditures to certain types of purchases, at specific dollar levels, and during specific timeframes.

Contrast this to a typical credit card, which usually requires no additional verification. Additionally, if a merchant is not set-up to pass Level III Data on an open-loop network most times this additional prompting is non-existent.

WEX also offers flexible prompting at merchants who have adopted and coded to our most recent point of sale specification. This flexible or 3rd prompting allows fleets the option to ask for an additional field of data that is prompted at the pump. For example, this could be for a job number,

cost center, department code or any other piece of data a fleet may want to capture. This is an optional feature that can be opted in or out of.

3.23 If capable, System will provide accurate Merchant latitude and longitude. WEX complies with this requirement.

3.24 Participating States and Purchasing Entities have the need to capture their state's specific merchant diversity information (i.e. small business, minority owned, etc.) including Federal Diversity information.

WEX has all of the source data behind our merchant diversity information and standard reporting. Should a Participating State or Purchasing Entity have a need to capture information specific to their state, WEX can provide this information on a state-by-state basis by building and delivering a custom report based on the individual state's specifications.

3.25 Ability for Contractor to initiate/create one-time overrides after hours with follow-up notification to Program Administrator.

The WEX Customer Service Department is open 24 hours a day, 365 days a year (366 days in leap years), the WEX Customer Service Department are WEX Employees hired by WEX, US based, fleet-trained in-house through a WEX training program, located in several call centers across multiple states and time zones and are always available to handle the needs of the fleet by calling the toll-free number 800-492-0669.

WEX has a No Driver Stranded (NDS) policy and will work with States and Agencies to tailor that policy at the time of account set-up to ensure it complies with that given fleets needs and own policies. This policy will be put into the WEX account notes available to our customer service representatives for account so that representative can follow the stated policy to assist a driver in need, help safeguard against possible misuse and appropriately notify a fleet when an occurrence may happen. NDS policy can include scenarios such as:

- Emergency and/or Extenuating Situations
- Out of Network
- Specific Agencies: State Police/Patrol, DOT, etc.
- Exceeding Authorization Controls
- Lost/Stolen Card
- Terminated Card
- Card Suspended for Fraud
- Card Suspended
- Driver is unsure of Vehicle ID but it is active
- Driver is unsure of Vehicle ID and it is not active
- Vehicle ID is terminated

In addition to the WEX NDS policy, WEX also offers a virtual card option to facilitate out of network payments called WEXPay™. WEXPay™ can also be used to facilitate a No Driver Stranded program. WEXPay™ is a tool that enables out-of-network purchases at an additional 398,000 merchants in the MasterCard® network by utilizing a virtual card interface. Typically used for independent or geographically remote fuel and service sites, WEXPay™ provides the control of a fleet card with the convenience of a credit card. This out-of-network tool reduces the number of out-of-network sites where drivers would have to use an alternative form of payment.

Using WEXPay™ in conjunction with a Custom Control fleet card lets Purchasing Entity set the rules for drivers. Custom Control cards allow the ability to set merchant, transaction, and even product type limits. WEX applies those limits to both WEX Fleet Card and WEXPay™ MasterCard transactions. Expanded coverage combined with integrated reporting and invoicing will further streamline Purchasing Entity's fleet purchasing and operations.

The merchant would call the number on the back of the WEX Fleet Card, and the merchant will be routed MasterCard for a virtual payment. Use of WEXPay™ is subject to MasterCard terms & conditions and enrollment at the time of account set-up.

3.26 Roadside Assistance.

WEX Emergency Roadside is an existing WEX service delivered through partnership with National Automobile Club (NAC), one of the premier service motor clubs in the United States. Their mission since they were founded in 1924 has been to render Emergency Road Service promptly, courteously, safely and efficiently. WEX Emergency Roadside is available to all WEX Fleet Card users, and it's free until it is used. Users must "opt in" using settings in their online profile. Service is available for any class of vehicle, including Class 7 and 8 vehicles.

Services include winching, fluid delivery, lockout services, towing, tire change, jumpstart and more. Benefits include no out-of-pocket expense for drivers, 24/7/365 service with toll-free call or by placing a digital service request, preferred rates and ease of pay through the WEX Fleet Card, coverage across the United States, Canada and Puerto Rico, with service right from the driver's seat using available mobile app access. Drivers can also call WEX customer service connected to NAC or call NAC directly. All they will need is their WEX card.

NAC will advise the driver of the quoted response time and an estimated amount for the needed service from the vendor they identify who is able to assist with their breakdown need. These times can vary, depending on the type of service needs and other circumstances like weather or emergency events.

3.27 Many states require Fleet Card services in rural areas and marinas where separate/proprietary network are not always available.

WEX offers tool called WEXPay™ to address out-of-network instances where a driver maybe in a rural area and the merchant is not set-up to accept our proprietary WEX Fleet card. WEXPay™ is a tool that enables out-of-network purchases at an additional 398,000 merchants in the MasterCard® network by utilizing a virtual card interface. Typically used for independent or geographically remote fuel and service sites, WEXPay™ provides the control of a fleet card with the convenience of a credit card. This out-of-network tool reduces the number of out-of-network sites where drivers would have to use an alternative form of payment.

Using WEXPay™ in conjunction with a Custom Control fleet card lets Purchasing Entity set the rules for drivers. Custom Control cards allow Purchasing Entity to set merchant, transaction, and even product type limits. We apply those limits to both WEX Fleet Card and WEXPay™ MasterCard transactions. Expanded coverage combined with integrated reporting and invoicing will further streamline fleet purchasing and operations.

How It Works

As a MasterCard issuing bank, WEX uses Single-Use Account Number technology to authorize a one-time payment to a merchant. The account number provided to the merchant by phone is fast and secure — good only for that one purchase.

When the merchant calls for authorization, WEX applies Purchasing Entity purchase controls and collects the same level of purchase detail, including Prompt ID and odometer. WEX integrates the purchase details into Purchasing Entity's WEX Fleet Card invoice and reports. One card, one invoice, one report with the same controls and service our customers expect from WEX.

WEX is always increasing its acceptance coverage for fuel, marina and service locations. Because we currently have acceptance at more than 95% of all U.S. fuel sites, our merchant acquisition strategy is driven by the needs of our fleet customers that require service in remote areas or acceptance outside of domestic coverage.

If a customer needs specific merchants added to the WEX accepting network, we will request the following information from the fleet:

- Merchant name
- Merchant address
- Merchant contact person
- Phone and fax numbers
- Expected utilization/volume from Purchasing Entity's fleet
- Name and phone number of fleet employee requesting WEX card acceptance

WEX will work with all interested parties in an attempt to gain acceptance at the location. This includes either direct agreements or acceptance through our partnerships with network sales organizations and acquirers.

** Purchases are subject to the MasterCard transaction processing rules and terms of use, including tax*

3.28 Non-proprietary Network

When the merchant calls for authorization, WEX applies purchase controls and collects the same level of purchase detail and Level III Data including Prompt ID and odometer. WEX integrates the purchase details into Purchasing Entity's WEX Fleet Card invoice and reports alongside all other purchases made with Purchasing Entity's WEX Fleet Card. WEXPay™ transactions are denoted in reporting with MC to show they were processed using a MasterCard.

3.29 Primary vs. Non-proprietary Transactional Data

See response to 3.28.

3.30 Ability for a purchase to be executed via the standard (non-proprietary) network with Driver ID/PIN prompting.

When a driver is utilizing WEXPay™, the merchant will call into WEX customer service to receive a one-time use virtual card account number. When the merchant calls for authorization, WEX applies purchase controls and collects the same level of purchase detail, including Prompt ID and odometer from the driver that is verified by the WEX Customer Service Representative while the merchant is on the phone with them. WEX then integrates the purchase details into Purchasing Entity's WEX Fleet Card invoice and reports. One card, one invoice, one report with the same controls and service our customers expect from WEX.

3.31 Electric Vehicles

WEX has partnered with ChargePoint to provide Drivers and Fleet Managers/Program Administrators utilizing the WEX EV FleetCharge solution the ability to tie their WEX Fleet Card to an RFID tag or Mobile application. This integration allows fleets to obtain an EV charge at more than 66,000 ChargePoint locations.

The customer logs into the ChargePoint portal to connect the WEX card to the RFID card/fob provided by ChargePoint. The data needed to link a WEX account in the ChargePoint online system will be the WEX account number found on the card (13 digits), the WEX card number found on the card (5 digits) and the expiration date found on the card (MM/YY). WEX will facilitate all needed payments to ChargePoint and integrate the available data with all other available transaction data through WEX. All verification comes through ChargePoint and the associated data with transaction is reported through WEX as we receive it from ChargePoint.

WEX is also in varying stages of talks with other charging providers to bring on additional acceptance. Future integrations will include mobile and other applications to allow for additional prompting and authorizations. Should there be particular vendors/charging providers States or Agency identify as wanting to have card acceptance with, WEX will work with those various providers to establish acceptance wherever possible.

3.32 Electric Vehicle Charging Stations

ChargePoint controls authorization for its charging stations. They send WEX a daily sales file containing all transactions made on a WEX Fleet Card and transactional data they have available for reporting. Transactions typically post to the customer's account within 48 hours. Customers will not see these transactions in the authorization details in WEXOnline for ChargePoint transactions, but all the details of the transaction available in the transaction detail (Excel/CSV) once the transaction has posted. The transaction will also show within the standard report set (PDF reports) WEX provides to fleet customers. Typical transactional data along with kilowatt hours and other available information is included in WEX reporting.

3.33 Parking Stations

Almost all parking station point of sale (POS) devices are not currently capable of passing along Level III data as part of a transaction. To solve for this POS hurdle, WEX is currently in the process of applying our mobile payment capabilities, via the WEX Fleet DriverDash mobile application. Using mobile technology is a way to overcome POS limitations and facilitate payments that also include the requisite data. Currently, WEX mobile payments are accepted at 25,000 US fueling locations, and WEX is in the process of talking to several national parking providers. WEX's plan is to bring acceptance for parking, with Level III data, to customers in the near future.

4. SYSTEM UPGRADES

4.1 Participating States/Purchasing Entities understand that as technology and regulations change, system changes will have to occur. Participating States/Purchasing Entities also assume that as a good partner, Contractor will actively and continuously improve the systems capabilities, functionality and usability including platform transition. Changes/upgrades will be made at no additional cost to the Participating States/Purchasing Entities.

When changes are made Contractor must, at a minimum, notify the Master Agreement Administrator (Lead State) and Statewide Program Administrator (Participating States), prior to changes being put in place. Master Agreement Administrator and Statewide Program Administrator must provide approval of any notification communication prior to distribution to Users.

4.2 Online Transaction Management

WEX engages with our customers in both the public and private sector on a regular basis to collaboratively create and improve WEX products and solutions. WEX product managers seek fleet input directly from customers through WEX's relationship management team for online input and improvements among many other WEX products and system. Products like WEX Fleet ClearView™ have grown directly from customer feedback and input.

WEX holds an annual Lead User Group conference. The Fleet Lead User Group is a broad group of fleet administrators and managers representing more than 50 organizations and government agencies nationwide. This group includes WEX's largest and most demanding fleets, and is focused on providing WEX direction on near-term products and services (typically 1-3 years out). In some cases, these fleets serve as WEX "beta testers" for new initiatives, and help identify important needs that might be unmet. The group conferences annually at WEX headquarters in Maine, and teleconferences regularly. Additionally, the group responds to "rapid-fire surveys" several times per year, answering questions regarding satisfaction with WEX products and services. This forum enables WEX to stay close to its largest fleet customers and maintain a clear understanding of the requirements necessary to keep products current and competitive.

As part of our Lead User Group, WEX also employs a Fleet Advisory Board. This is a targeted group made up of a cross-section of WEX's largest fleets. Its role is to represent the fleet industry with WEX senior leadership, and to provide key input, ideas and direction to advance WEX's leadership position in the marketplace. This group meets once or twice a year, and corresponds regularly via conference calls and email. Its focus is on strategic initiatives, looking out 3-5 years or more, to support WEX's continued growth efforts.

WEX will also employ frequent surveys to our largest customers. States' fleet and purchasing managers interact with our Strategic Relationship Managers (SRM) on a regular basis. Through these interactions and account review with SRMs, they will seek feedback or currently or desired products and online enhancement to bring back to WEX's product managers.

For users of WEX Fleet ClearView™, the Community Module allows Purchasing Entity to network, collaborate, participate in discussion groups on fleet-related topics (i.e. positively impacting driver behavior or reducing fraudulent spend), pose questions, and share best practice information with fellow analytics peers.

This module features Discussion Forums on a variety of fleet-related topics where users can collaborate and share information, a news feed of recent Community activity, the ClearView University and an Events calendar, and a Resources section where content can be downloaded.

The Summary Dashboard (default or home view) contains important announcements, a news feed of recent posts from WEX Fleet ClearView™ users, and a schedule of upcoming training and events.

The Discussion Forums view contains a list of available forums. Navigate to this view by using the top navigation menu.

The Calendar view contains a list of free events and training that is open to all WEX Fleet ClearView™ users. Navigate to this view by using the top navigation menu. There are four different ways to view the events: Month, Week, Day, and Event Stream.

The Resources view contains informational assets, such as, Quick Start Guides, white papers, articles, images, and release notes. Navigate to this view by using the top navigation menu.

4.3 System Upgrades/Changes Communication

WEX conducts routine, frequent and multichannel messaging to customers, from posting news in the WEXOnline® module's landing page, to sending emails, invoice inserts, mailers, and regular communications from the WEX Relationship Management Team in order to communicate system changes. Any major changes, either systematic or policy related, are communicated well in advance of any change being implemented and WEX typically seeks feedback from fleets to measure what, if any impacts they experience.

Online Outage Notification: Display on Home Screen

English example

Due to scheduled maintenance, online access will not be available from 11:00 pm ET Friday, November 16 to approximately 8:00 am ET, Sunday, November 18.

French example

En raison de l'entretien prévu du site Web, l'accès en ligne ne sera pas disponible à partir du vendredi 16

Novembre, de 23 h (heure de l'Est) et du dimanche 18 Novembre à 8 h (de l'Est)

4.4 Participating States/Purchasing Entities Top-Down Communication to the online transaction management system when changes are made

WEX does not engage in forced system changes without prior notice to the customer and collecting customer feedback as part of our assessment. WEX is proud of our long history of developing solutions and policies in close consultation and collaboration with our customers. We employ our Lead User Group, the advice of our Fleet Advisory Board and WEX Relationship Management Team to create and facilitate conversation and feedback around any potential changes with customers to make sure they are engaged and have a voice in any decisions that may occur. As an example, WEX was able to avoid implementing extreme policies that could have proved detrimental to our Fleet Customers with the large increase in White Plastic Fraud (card skimming) the industry has seen over the past several years. Through this collaborative process WEX was able to manage implementing manageable safeguards with our customers where possible and at the same time WEX implemented new technologies to more effectively identify and catch fraud early on after a card had been compromised.

4.5 System Changes Communication and Access to Data

Similar to our responses in requirements 4.3 and 4.4, WEX employs advanced notification for system changes. These notifications are posted in the WEXOnline® module prior to going into effect. Additionally, participating states in this agreement would each have the services of a Premium Fleet Services Account Manager and Strategic Relationship Manager assigned to their account. As such, outreach of this kind would occur at least one week prior, via phone call and/or email to the primary contact at each participating entity from this team to ensure proper notification is received and there is time for questions.

4.6 Training for System Changes

WEX provides multiple options and formats for training when system changes are made. Training can be customized as well to make sure they are relevant to at State or Agency's specific needs. The WEX Relationship Management Team will work with States and Agencies to ensure a training

model is put in place that works to cover their needs. Examples of what is available include but are not limited to:

- advice from the Premium Fleet Account Manager and/or the Strategic Relationship Manager;
- in-Person or video conference calls;
- recorded training sessions that can be saved and shared on State or Agencies local libraries or intranet sites;
- online self-help videos
- contextual Help within the WEXOnline® and ClearView™ modules;
- “What’s New” indicators/information embedded where relevant in WEXOnline® with each release; and
- contextual help tutorials and walk-throughs to support right in line with what managers are attempting to do online in WEXOnline® and ClearView™.

4.7 Participating States will not accept forced/pushed ‘top-down’ process changes unless required by federal law. An example of a forced/pushed ‘top-down’ process change would be automatic shut off of cards on weekends, block purchases on specific days of the week.

WEX does not engage in forced system changes without prior notice to the customer and collecting customer feedback as part of our assessment. WEX is proud of our long history of developing solutions and policies in close consultation and collaboration with our customers. Although we can’t foresee every scenario out there, WEX does not engage in forced process changes like the automatic shutoff of cards on the weekends, blocking of purchases on specific days or other drastic measures of this kind. We employ our Lead User Group, the advice of our Fleet Advisory Board and WEX Relationship Management Team to create and facilitate conversation and feedback around any potential changes with customers to make sure they are engaged and have a voice in any decisions that may occur. As an example, WEX was able to avoid implementing any policies that proved extremely detrimental to our Fleet Customers with the large increase in White Plastic Fraud (card skimming) the industry has seen over the past several years. Through this collaborative process WEX was able to manage this process with our customer while WEX implemented new technologies to more effectively identify and catch fraud early on after a card had been compromised.

5. REPORTING

Participating States and Purchasing Entities must have the ability to generate reports including detailed transaction data. A system with robust reporting capabilities is required.

- 5.1 System must time-stamp authorizations and reports according to the time zone of the authorization location or report request.
- 5.2 System must allow Program Administrator or Cardholder to run a transaction detail report which includes all User-inputted data.
- 5.3 System must allow for reports to be accessible as defined by roles and access levels.
- 5.4 System must have the ability for reports to be available in multiple formats (e.g. PDF, text, Excel, HTML, browser).

5.5 System must have the ability to provide program and transaction data reports at various frequencies to meet each Participating State/Purchasing Entity's requirements including but not limited to:

- Daily
- Weekly
- Monthly (billing cycle and calendar)
- Quarterly
- Annually (fiscal and calendar)

5.6 System must have the ability to extract/download data at any given time so that a report can be generated. The data can be downloaded by the following areas:

- Purchasing Entity Name
- Department/program Name
- Cardholder name (if applicable)
- Last 4 -6 digits of Credit Card number
- Merchant Name
- Merchant Spend
- Merchant transaction number
- Product Code
- Date transaction occurred
- Date transaction processed
- Charge Amount
- Transaction reference number
- City in which the transaction occurred
- State in which the transaction occurred
- Accounting string (Fund, Organization, Account, Program, Activity, etc.)

5.7 System must have the ability to provide "exception reports" including, but not limited to:

- Merchant Overrides
- Bank Overrides
- Program Administrator Overrides
- Back-to-back transactions
- Fuel type
- Over tank capacity
- Maintenance transactions
- Odometer input
- Decline report
- Miscellaneous transactions
- Split Transactions
- Duplicate Transactions

5.8 Contractor must provide quarterly rebate report no later than sixty (60) days after the end of the quarter to the Statewide Program Administrator or other representative designated by the Participating State. This report, at a minimum must include:

- Participating State
- Purchasing Entity legal name
- Purchasing Entity Type (Agency, City, etc. as defined by the Participating State)
- Gross spend for the rebate period

- Any credits for the rebate period
- Any write-offs for the rebate period
- Net spend for the rebate period
- Net spend for each rebate type
- Incentive Share/Rebate Rate per rebate type
- Rebate amount by rebate type
- Total rebate paid to the Purchasing Entity and/or Participating State.

5.9 Contractor must be able to provide a rebate report that reflects the type of rebate applied to each transaction no later than sixty (60) days after the end of the quarter. This report, at a minimum, must include:

- Purchasing Entity legal name,
- Entity Type (Agency, City, etc. as defined by the Participating State)
- Transaction date
- Merchant name
- Merchant TIN
- Transaction amount
- Applicable rebate type
- Applicable rebate BPS
- Rebate amount earned

5.10 Participating States and Purchasing Entities may have additional transaction data and rebate reporting requirements, detailed in each Participating Addendum.

5.11 Contractor must provide an annual report to the Lead State reflecting total spend and National Annual Volume Rebate earned by Participating States for the calendar year.

5.12 System must have the ability to schedule on-demand and Ad Hoc reports.

The WEXOnline® module offers a suite of reports, both standard and Ad Hoc, to help slash the administrative time involved with managing fleet expenses and operations. These reports can be scheduled for timely delivery to users or to a Fleet Manager/Program Administrator, they can be scheduled to run daily, weekly or monthly. The suite of standard and Ad Hoc reports allows users the flexibility to access system generated reports quickly, or build a report to the specifications important to them, their job responsibilities and/or reporting requirements. Additionally, through WEX's relationship management team can work with Purchasing Entity to build customized reporting for many different kinds of specialized or specific reporting needs a State or Agency may have. WEX requires all accepting merchants to be Level III capable, a level of transaction data capture that provides the foundation for our superior reporting tools.

The major report categories we offer are:

- Management Reports
- Profile Reports
- Transaction Reports
- Exception Reports
- Benchmark Reports
- Billing Cycle Reports
- Ad Hoc Reports
- Authorization Detail Reports
- Standard Reports

- **Customizable Reports**

In addition to these reports, contact Premium Fleet Services Account Manager, who has advanced query tools that satisfy complex reporting needs not covered by our standard reports, to order custom reports. WEX will be able to demonstrate this functionality in a Demo setting should the evaluation like to see what our WEXOnline® module is capable of.

5.13 Reports When Data is not available

Average turnaround times can vary depending on the type of data/report being requested and when the request is made of WEX. However, typical requests and responses usually take less than 24 business hours and are answered the same business day. The WEX Relationship Management team will work with Purchasing Entity on the initial request to ensure we are aware of any timelines, restraints or deadlines that the requesting State or Agency faces. Furthermore, whenever possible we communicate how long we anticipate a specific request to take. Some requests may require WEX to, for example, reach back out to a merchant for clarification or more information. This can add time, but is something WEX will work to communicate upfront with the requesting entity.

5.14 Standard or 'canned' reports available and who has authority to view them. Include description of search capabilities criteria and methods available.

The standard reports available in the WEXOnline® Reporting module are provided and described below. The authority to view various reports depends on the permissions assigned to a user within WEXOnline®. Search criteria and methods can vary based on the types of reports but they are typically searchable over a various levels in the hierarchy. Users can be limited to show only the levels of access they have within the hierarchy. Search criteria can include date ranges, report types, filter options, billing cycle, transaction date, posting date various other measures to populate the necessary data from the module.

Management Reports provide a view into the entire portfolio, illuminating trends and areas for possible savings. Available reports include:

Report Name	Description/Benefit	Mode of Delivery	Frequency
Major Fleet Activity Report	This report provides current and previous monthly summary information by account, by brand, outlining total spend, fueling spend, gallons, and average PPG. The report helps fleets identify which merchants they are using and whether they could save by switching to brands with a lower PPG.	WEXOnline	Monthly
Account Review	This report is a rolling 13-month review of data consisting of the following reports: portfolio summary, spend report, gallon report, fuel type usage snapshot, premium fuel gasoline spend, non-fuel spend snapshot, average price per gallon (gas and diesel), transaction report, activation report, brand report (gasoline, diesel and maintenance). This report allows fleets to identify areas of opportunity (such as excessive premium fuel use).	WEXOnline	Monthly
Opportunity Report	This report outlines savings opportunities by account, driver and/or vehicle by benchmarking purchases at a zip code level against the entire WEX portfolio. This report provides insight into where drivers are fueling, identifying ways to save by fueling at lower cost stations near their routes.	WEXOnline	Monthly

Profile Reports provide fleet managers and administrators with a snapshot of the information available in our system at the time the report is run, making it easy to manage the inventory of accounts, cards, drivers, and vehicles and helping ensure that the information and status of each item is up-to-date. Available reports include:

Report Name	Description/Benefit	Mode of Delivery	Frequency
Account Profile	This report itemizes the accounts within Purchasing Entity's hierarchy and provides details including contact name, shipping information, total cards, total driver prompts, card type, accounts, org units, and total vehicle prompts. This report helps fleet managers ensure their accounts are set up as desired.	WEXOnline	On Demand or Scheduled
Card Profile	This report provides a broad view of cards across multiple accounts or focused on a single account. This allows fleets to monitor and review card data based on a comprehensive view of card attributes or just a few specific card details.	WEXOnline	On Demand or Scheduled
Vehicle Profile	This report provides a broad view of vehicles and assets across multiple accounts or focused on a single account. This allows fleets to monitor and review vehicle data based on comprehensive information, including account assignment, name, status, and date of last transaction.	WEXOnline	On Demand or Scheduled
Driver Profile	This report provides a broad view of drivers across multiple accounts or focused on a single account. This allows fleets to monitor and review driver data based on comprehensive information, including account assignment, name, status, and date of last transaction.	WEXOnline	On Demand or Scheduled

Transaction Reports provide fleet managers and administrators with a full range of authorization and posted transaction data to perform audits, trend analysis and data mining. This allows for simple ad hoc queries and more in-depth, customizable reporting to help drill down to the data needed. Available reports include:

Report Name	Description/Benefit	Mode of Delivery	Frequency
Ad Hoc Transaction Details	This report is a simple, on-demand, ad hoc reporting tool that provides posted transaction details for a period of time specified (up to 24 months). This tool is especially useful in viewing transactions associated with a particular billing cycle, or a quick way to look up something being investigated. It has both filtering and sorting capabilities.	WEXOnline	On Demand
Ad Hoc Transaction Summary	This report is a simple, on-demand, ad hoc reporting tool that provides posted transaction details at a summary level for a period of time specified (up to 24 months). This tool is especially useful in viewing a summary of information by account, card, or brand, with an ability to then drill down into transaction details to get more information.	WEXOnline	On Demand
Transaction Management	This report is a comprehensive, highly customizable, transaction-level report that allows the ability to analyze usage at certain merchants or	WEXOnline	On Demand or Scheduled

	within specified dollar amounts or within selected accounts. It allows for a broad set of filters, and the ability to select and sort the fields.		
Authorization Activity	This report provides a direct view of authorization activity, which is posted in real-time in our system. This detailed authorization data helps make informed decisions and perform analysis to help manage and enforce driver purchasing policies. It is also an excellent tool for assisting drivers on the road who may have encountered a "decline" at the fuel pump, but are unsure why.	WEXOnline	On Demand or Scheduled

Managing by exception is an excellent way to save time while ensuring Purchasing Entity policies are being followed in the field. **Exception Reports**, when paired with card controls, help manage program by identifying potential fraud or abuse. Available reports include:

Report Name	Description/Benefit	Mode of Delivery	Frequency
Ad Hoc Exceptions	This report is a simple, on-demand, ad hoc exception reporting tool that provides the ability to view posted transaction details for a variety of exceptions. Some of the options include: high octane fuel, weekend purchases, and number of gallons or number of transactions per period. The tool has both filtering and sorting capabilities.	WEXOnline	On Demand
Flexible Exceptions	This report provides a comprehensive set of exception parameters for posted transactions upon which Purchasing Entity can be alerted. Any transactions that meet the threshold set will be captured on a report for review. Additionally, Purchasing Entity can choose to receive an email once a day notifying of any exception that has occurred. This tool is effective in identifying possible fraud or abuse of cards.	Email and WEXOnline	Daily capture of transaction details; on demand report viewing
Real Time Alerts	This tool allows Purchasing Entity to set parameters within Authorization Profiles so Purchasing Entity can be immediately alerted when a transaction falls outside of that parameter. An email will be deployed to notify of what has occurred, in near real-time, and it will also be available for review in an online report. This tool is very effective in identifying possible fraud or abuse as the transaction is occurring.	Email and WEXOnline	Emailed as threshold is exceeded; on demand report viewing

Benchmarking Reports provide a way for fleets to understand how their purchasing behavior compares to others, with insight into the types of merchants being used.

Report Name	Description/Benefit	Mode of Delivery	Frequency
Minority and Women-Owned Business Report	This report provides monthly roll-up of transactions, gallons, and dollars spent at minority- and women-owned fueling and service sites. This report is useful for those fleets that are tracking their minority spend and have a program to increase spending at minority- and women-owned businesses.	WEXOnline	Monthly
WEXIndex™	WEXIndex™ is an index and report published by WEX for the price per gallon of certain fuel types in a given month. Our customers use this report to understand pricing trends in the industry. Within the Account Review (see above under Management Reports), it is used to benchmark Purchasing Entity's fleet pricing behavior vs. the national	WEXOnline	On Demand

	average for the specific fuel type. This tool is an excellent way to help drivers make good choices on where they fuel and where fueling costs can be reduced.		
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Billing Cycle Reports accompany an invoice to assist fleets in reconciliation before making payment. They are available in a variety of formats, giving the fleet the ability to choose the format that is most beneficial. Available reports include:

Report Name	Description/Benefit	Mode of Delivery	Frequency
Purchase Activity Report	<p>This is our standard billing cycle report that accompanies each invoice, with a roll-up by card or department. It can be retrieved online and is in a PDF format. It consists of several key elements:</p> <ul style="list-style-type: none"> › Purchase Activity: by card transaction details for that cycle › Financial Summary: financial roll-up of spend by account, fuel and non-fuel › Site Summary: roll-up of purchase behavior by brand, with totals › Tax Exempt Summary (tax exempt fleets only): roll-up of exempted and reported transactions by jurisdiction and fuel type 	WEXOnline	With invoice, at cycle close
View Details	This is our standard transaction detail report that is available online and accompanies each invoice. The report can be downloaded into Excel or CSV as needed and provides an easy way for fleets to reconcile their transactions with their invoice. Also provides the ability to download for additional filtering or archiving.	WEXOnline	With invoice, at cycle close
WEXLink	WEXLink is a comprehensive data file available to fleets that wish to import transaction details into their systems. It can serve as simply a report, or as a billing and reporting file. (See description below in requirement 6.6)	WEXOnline, FTP, or Email	With invoice, at cycle close

5.15 System must capture and report sales by Product Code (PC). If PC Type reporting is available, please explain how this reporting would be conducted and what information would be provided.

WEX does capture and report sales by Product Code (PC). PC type reporting is available through WEX, is accessible in multiple places and formats. WEX's reporting tools in WEXOnline®, ClearView™ and in WEXLink™ files all contain Transaction Data that is inclusive of the product codes as reported to WEX by the merchant. WEX utilizes product coding standards set by the National Association of Convenience Stores (NACS).

WEXOnline® contains multiple reports that are available either via standard reporting or custom reporting that includes PC information. WEXOnline® Exception Reporting can also be set-up to trigger against unwanted or closely watch product grouping to alert a Fleet Manager/Program Administrator when an unwanted purchase may have occurred.

WEX Fleet ClearView™ Essentials module allows user with access and the appropriate permissioning to search and reports on Product Codes easily and quickly with in the dynamic analytics platform. PCs can be easily searched by Product Group, Product Type, Product Grade and Product Name.

Most of our larger fleets choose to receive billing and transaction data in the form of WEXLink™ file. This is an electronic file that provides customers with transaction data on a daily, weekly, or monthly basis via the internet (i.e. SFTP). The data is provided in a flat file and includes extensive detail for both fueling and service transactions, enabling fleets to analyze vehicle, driver and purchase information, and to reconcile monthly invoices. WEXLink™ files are designed specifically for fleet customers who want to perform detailed analysis and reporting on their fleet accounts within their own systems. This file can be merged with existing information management system, making it easy to track costs. Product Code information is available as Transaction Data report.

See table in Answer 6.6 for a summary of available reports, including Product Code reporting.

5.16 Contractor must be able to provide comparative rebate reporting comparing the previous quarterly and annual rebates to the then current quarter/year.

WEX's system allows for robust account structures and reporting functionality, including the reporting of rebate earnings that provides a full breakdown of a rebate for a given time period. These reports can be structured to compare the previous quarterly and annual rebates to the current quarter/year. Purchasing Entity's WEX Premium Fleet Services Account Manager along with the dedicated Strategic Relationship manager will work at the time of implementation, or at any point during the life of the contract, to set up or modify reporting to ensure it satisfies the needs on an individual State or Agency.

5.17 If capable, system must provide sales by merchant type (i.e. small business, minority owned, etc.) including Federal Diversity information.

WEX's Minority and Women-Owned Business Report provides monthly roll-up of transactions, gallons, and dollars spent at minority- and women-owned fueling and service sites. This report is useful for those fleets that are tracking their minority spend and have a program to increase spending at minority- and women-owned businesses. This report is delivered via WEXOnline®.

In addition to WEX's Minority and Women-Owned Business Report Purchase Activity Report, delivered via WEXOnline® at the close of every billing cycle, is our standard billing cycle report that accompanies each invoice, with a roll-up by card or department. It can be retrieved online and is in PDF format. It consists of several key elements:

- Purchase Activity: by card transaction details for that cycle
- Financial Summary: financial roll-up of spend by account, fuel and non-fuel
- Site Summary: roll-up of purchase behavior by brand, with totals
- Tax Exempt Summary (tax exempt fleets only): roll-up of exempted and reported transactions by jurisdiction and fuel type

6. DATA TRANSFER/INTEROPERABILITY

6.1 System must be accessible in accordance with Section 508 (Section 508 of the Rehabilitation Act (29 U.S.C. 794d), as amended by the Workforce Investment Act of 1998 (P.L. 105-220), August 7, 1998) - accessibility.

6.2 System must be supported (at a minimum) by Internet Explorer, Edge, Firefox, Safari, Chrome.

6.3 System must allow for downloads, data transmissions, and integration in support of non-standard/standalone financial management systems, including legacy systems.

6.4 System must have the ability to interface with legacy fleet management systems at no charge to customers including, but not limited to:

- Asset Works (Maximus, M4 and M5)
- Faster
- VMTS
- SAP

6.5 System must be able to provide Fleet Card information and transaction detail in a format compatible with all Enterprise Resource Planning (ERP) or e-procurement systems utilized by any Participating State/Purchasing Entity that is part of this Master Agreement. Those systems include, but are not limited to any SAP, Banner, Oracle, Periscope, or PeopleSoft systems.

WEX can deliver data in a flat file format, or WEXLink™ file, as well as downloadable formats out of our WEXOnline® module in CSV and XLS formats. These file types make it easy to import data into any back-office system -- including, but not limited to, SAP, Banner, Oracle, Periscope and PeopleSoft -- for thorough reporting and analysis. Additionally, WEX can perform custom file work to help meet a State or Agency need.

6.6 Contractor shall be able to provide, at no cost, the entire transaction data collected by the merchant at the frequency requested by the Participating State or Purchasing Entity in accordance with standard File Transfer Protocol (FTP). At a minimum, file outputs must include CSV (comma delimited) format and XLS.

Most of our larger fleets choose to receive billing data in the form of WEXLink™, an electronic file that provides customers with transaction data on a daily, weekly, or monthly basis via the internet (i.e. FTP). The data is provided in a flat file and includes all available information made available by the merchant with extensive detail for both fueling and service transactions, enabling fleets to analyze vehicle, driver and purchase information, and to reconcile monthly invoices. WEXLink™ files are designed specifically for fleet customers who want to perform detailed analysis and reporting on their fleet accounts. This file can be merged with existing information management system, making it easy to track costs. File outputs include CSV (comma delimited) format and XLS. The file can be set-up for delivery on a frequency suitable for the participating State and/or Agency.

Some of the detailed transaction information included in the WEXLink™ billing file is:

WEXLink File Data Summary			
Transaction Data	Site Data	Vehicle Data	Driver Data
Product code	Site name	Vehicle number/ID	Driver ID
Product name	Brand name	Vehicle plate number	First name
Transaction date	Site address	License plate state	Last name
Transaction time	Site city	Odometer	
Transaction number	Site state		
Fuel type	Site zip code		

Unit of measure	Private site quantity		
Unit cost	Private site transaction		
Quantity purchased			
Gross dollars			
Exempted tax			
Reported tax			
Invoice number			
Billing period			
Account number			
Code tracking*			
Non-fuel purchases			

6.7 System must have the ability to create custom extract files/mappers at no charge to the customer for automatic feed into their financial systems (i.e. SAP, Oracle, SMFA, SQL, PeopleSoft, Excel, etc.). This custom file will be created in such a manner that it can be imported into the Purchasing Entity's financial system with no interaction, special programming, or manual entry of transaction data.

WEX, at no charge to the Purchasing Entity, is able to create custom files that are capable of being imported into financial systems. The WEX IT Team can build custom files that are delivered via SFTP, email or mailed to a customer. The file types we can build and support are fixed length, CSV, Excel and PDF files. The files will be built to specs provided by the customer to match what they need the file to look like to minimize coding on their side to load the files. The files can be delivered on a variety of frequencies from daily, weekly, monthly (on any day of the month) and billing cycle. This work does have to go through a slotting and prioritization process. Customers should make requests through the Relationship Management Team. The Purchasing Entity/Customer will need to clearly detail what it is they are looking for and how they need to receive the customize file. The Contractor will build the file and work through a testing process with the Purchasing Entity to ensure the file work prior to them being put into production. Changes to a file would follow a similar process.

The WEXOnline® system also offers customization of data for reporting and export. The specification would be based on the standard data fields provided by WEX. These reports can be scheduled for export to CSV or Excel format and can be emailed to individuals or multiple people. Depending upon account set-up, they can also be sent to a WEX SFTP for retrieval.

7. SECURITY & CONFIDENTIALITY

7.1 System must be PCI DSS compliant throughout the term of the Master Agreement.

7.2 System Electronic Data Interchange (EDI) standards must be compliant with ANSI ASC.

7.3 Contractor must keep Participating State, Purchasing Entity, and Cardholder information confidential and may not share, use, or sell data acquired through the execution of this Master Agreement or affiliated Participating Addendum.

7.4 Cyber Security Protocols.

WEX's Information Security Organization is responsible for safeguarding the confidentiality, integrity and availability of physical and electronic information assets. The overall objectives for information security at WEX include:

- Ensuring the confidentiality, integrity and availability of WEX's information assets.
- Managing controls to safeguard WEX's information assets against unauthorized use, access or disclosure.
- Maintaining business resiliency in the event of a disaster or security incident.
- Managing a control environment consistent with commonly accepted industry standards and frameworks including ISO 27001, PCI-DSS, SOX/404, and NIST.
- Managing risks related to the use of external service providers and related third parties.

WEX's Information Security organization has adopted the ISO 27001/27002 framework for protecting information assets. The framework and related control activities have been established using a risk based approach aligned to enable the business and support strategic priorities.

As such, the Information Security framework includes the following:

ISO 27001 Domain	Representative WEX IS Capabilities
Information security policies	Corporate IS Policy, Acceptable Use, and extensive IS standards and procedures
Organization of information security	VP CISO reporting to the audit committee with functional groups including access management, threat management, risk management, business resiliency and architecture and engineering.
Human resource security	Background checks, training, management oversight
Asset management	Asset inventories maintained, data classification, and media handling controls
Access control	Provisioning and recertification controls limit access based on need to know and enforce stringent password and segregation of duties requirements

Cryptography	Encryption of relevant data in transit and at rest based on data classification
Physical and environmental security	Physical access and environmental controls
Operations security	Procedures, anti-virus, backups, change management, capacity management, logging, vulnerability management
Communications security	Network controls, network segmentation
System acquisition, development and maintenance	System development methodologies, secure coding training, security engagement into the project management lifecycle
Supplier relationships	Review of key third party service organizations to include right to audit and review of SSAE16, PCI and related reports
Information security incident management	Incident management, security investigations, and eDiscovery capabilities
Information security aspects of business continuity management	Formal business continuity and disaster recovery programs including periodic testing and business resiliency controls
Compliance; with internal requirements - policies, and with external requirements - laws	PCI-DSS, SSAE16, SOX/404, NIST, Data Protection Laws, data loss prevention controls

In terms of administration and governance, WEX has established a Global Chief Information Security Officer who reports to the Board of Directors Technology Committee and administratively through the Chief Technology Officer. WEX's security function includes Governance, Risk and Compliance, Identity and Access Management, Security Architecture, Security Engineering, and Business Continuity/Disaster Recovery functions. The Security framework is reviewed regularly and updated at least annually to respond to the rapidly evolving threat landscape.

WEX has also contracted with a Managed Security Service provider to perform 24x7 real time threat intelligence, security monitoring, and incident response capabilities.

7.5 Data Breached Notification.

The WEX Crisis Management Team ensures notification requirements are assessed by the legal and compliance teams and facilitates all required notifications via the appropriate channels to those who may have been impacted by any data breach.

7.6 Data Breach and Protocols to protect Agency Information.

In the event of a data breach the WEX Crisis Management Team engages immediately to implement the WEX Business Continuity Plan (BCP) to triage the level a potential breach and immediately safeguard all customer, State and/or Purchasing Entity's information. WEX has a BCP for each line of business across our organization, and this plan is customized to meet the unique needs of WEX customers across our organization in a given line of business. The WEX Business

Continuity Plan ensures that WEX employees, and the physical and information assets entrusted to us by our clients are protected by viable response and recovery plans. The Corporate BCP takes an all hazards approach to the assessment of risk posed to critical business functions and develops comprehensive plans that provide for effective recovery from a disruption of critical business functions. The plans are tested before implementation and exercised regularly thereafter to ensure their viability and continued improvement.

In instances of fraud or card skimming, WEX works in a similar manner to ensure accounts and customer information is shut off and safeguarded. See discussion of WEX's fraud detection system, SaferPayments, in our response to Question 15.4.

7.7 Contractor must provide and maintain an appropriate information security program to prevent the unauthorized disclosure, misuse, alteration, or destruction of confidential information.

As part of the WEX BCP, WEX has in place an information security program that exists to safeguard both WEX and WEX customers from the unauthorized disclosure of information, especially sensitive information. This includes unauthorized disclosure, misuse, alteration or destruction of confidential information. The WEX Information Security Program outlined below covers the protection of cards, account numbers, passwords, PINs, transaction data, among many other sensitive systems and information.

The WEX production data center is a secure facility, accessed by badge readers and monitored by CCTV. The facility is staffed 24x7x365. The WEX data center has a Tier III rating as specified by the uptime institute. WEX visitors and maintenance personnel are only allowed access to data center facilities with an authorized escort and approved business need.

WEX has an ISO 27001/27002 based Information Security Program that includes robust access controls, security monitoring controls, governance, risk and compliance, backup and recovery capabilities, regular penetration testing and vulnerability scanning, strong physical and environmental controls, policies and procedures, and security awareness training. Policies and standards are reviewed and updated annually. Procedures are owned by the individual teams and are required to meet the standards and also be approved by their management.

WEX also obtains a SSAE16 SOC1, PCI-DSS certification over our WEXOnline® platform, and is subjected to regular reviews and oversight by Internal Audit, External Audit, FDIC Examiners, and various third parties.

The SSAE16 SOC1, PCI-DSS certification governs WEX security protocols for how we handle customer information like cards, account numbers, passwords, personal identification numbers and transaction data.

Vendor Access

WEX has a Vendor program that establishes the following review and oversight areas: Information Security service provider review, Procurement review, and Legal Department review that must be performed prior to a third party being approved. Logical access is then requested by the WEX manager that owns the relationship with the third party and provisioned by a systems access group.

System Patches

System patches, including service packs and security fixes are reviewed and approved following standard change management processes. Relevant patches are applied as soon as practical given

maintenance windows, risks, etc. Not all updates are relevant in every environment, so each is evaluated for relevance and risk before implementation.

Protection From Attacks

The OWASP standards are built into development processes and manual testing is performed in addition to peer review as required by our SDLC. WEX uses an automated dynamic application security testing (DAST) solution that scans web applications to find vulnerabilities and provide guidance on remediation.

WEX receives vulnerability announcements, for relevant systems, from vendors, third parties, NIST, FDIC, FBI, and other threat feeds and has a dedicated security operations team managing and maintaining the vulnerability management program. The Vulnerability management procedure requires a ticket to be generated and assigned to Information Technology operations teams for patching.

Logging and Log Monitoring

Logs are aggregated and correlated using an on premise, commercially available, SIEM platform. Logs are kept for one year. Additionally, WEX has managed services contracts with a well known global service to assist in monitoring and responding to log events.

Remote Access

Remote access to WEX networks from a non-trusted network requires an authorized device, the use of VPN and two-factor authentication.

Network based intrusion detection is used at critical points of the network infrastructure. Network access control has been implemented to ensure only authorized devices that have the correct security posture are admitted onto the network.

Media Destruction

WEX utilizes a third-party vendor for media destruction. WEX also has onsite degauss capability that meets Department Of Defense requirements for media sanitization.

Access

Access is granted through the provisioning of a unique user ID, with least privilege rights granted. Requests are approved by a user's manager, and provisioned by a systems access group. Initial logon requires a password change, and access is disabled upon termination. Key password parameters: Min. Length of 8 characters must choose 3 out of the 4 of the following: capital letter, lower case letter, number, special character.

Lock out is three unsuccessful attempts and expiration is 90 days. User authentication can be performed, depending on the application, by: Active Directory, LDAPS, or Oracle access manager.

Encryption Policies and Standards

WEX encryption policies and standards govern encryption for data in transit and/or at rest. Standard algorithms are AES 256 and 3DES. WEX SAN data is encrypted at rest using AES256 and mobile devices utilize whole disk encryption. For web applications, SSL is used between web servers and the browser. Console access is SSH.

Incident Response

WEX has an incident response policy, standard, and procedure that is reviewed, approved, and tested yearly. Procedures contain: incident handling, incident detection and analysis, incident categorization, incident analysis, incident documentation, incident prioritization, incident notification, containment, eradication, and recovery, evidence gathering and handling, identifying the attackers, eradication and recovery, and post-incident activity using collected incident data.

Subcontractors

The WEX Legal Department, in conjunction with Procurement, performs contract review for service providers and has standard legal language in all contracts that address our security requirements and expectations of subcontractors.

7.8 Securing and preventing unauthorized disclosure, misuse, alteration, or destruction of confidential information.

WEX employs multiple levels of security with our contractors depending on the level of access they require. WEX prevents unauthorized disclosure, misuse, alteration or destruction of confidential information by utilizing the security protocols and proprietary technological advantages described above for both WEX and our Contractors. See responses in 7.1, 7.5, 7.6, 7.7 and 15.4 for more detail.

7.9 Disaster recovery plan (i.e. data breaches, system errors and resolution plans, timeframe for data restoration, backup in case of power failure, etc.).

WEX's Organizational Resilience Program Overview was created to provide clients with information identifying and defining the resiliency roles and responsibilities of WEX and our clients in the event operations are impacted due to disruption or disaster. WEX employs multiple call center locations across the country to ensure a given event in one area or region will not render another in operable. The same goes for WEX's authorizer that validates and approves transactions. Both are on separate power grids and housed in multiple locations across the country. In addition to some of these basic precautions, see our business continuity plan:

Overview

The WEX Business Continuity Plan includes well-defined and documented procedures, designed to respond to unforeseen events. WEX utilizes a step-by-step, standardized incident management process that ensures all requirements relating to proper response, escalation, notification and resolution of a disruption of any type are met. The WEX BCP utilizes the ISO 22301 framework and is integrated with WEX physical and information security, and risk management systems. The WEX BCP adopts a process approach for establishing, implementing, operating, monitoring, reviewing, maintaining, and improving the organization's organizational resilience management system.

Review Policy

Oversight of business continuity planning is assigned to the Director, Organizational Resilience who ensures that plan updates are completed and that the plan is tested and remains current and relevant.

Objective

The objective of the WEX BCP is to provide a comprehensive and systematic process of prevention, mitigation, preparedness, response, continuity, and recovery that provides an on-going, dynamic, and interactive process that serves to assure the continuation of the organization's critical business functions before, during, and after a disruptive event.

The BCP allows WEX to: effectively manage disruptions; provide efficient notification to personnel, clients, business partners, service providers and vendors; ensure organizational stability; provide well-defined and documented incident management procedures to minimize decision making during a disaster; ensure regulatory and legal compliance; and ensure regular testing of response/recovery plans.

Recovery

Summary

The WEX BCP provides well defined and documented procedures which provide the incident management team with the ability to effectively and efficiently manage the recovery process during and after a disruption of service to our clients. By implementing the pre-planned procedures, our incident management team can work together in an expedient and effective manner to resolve any unforeseen incident and ensure that the impact to our clients is minimized.

Alternate Processing Sites

WEX utilizes a combination of cloud and physical infrastructure to ensure resilience and recoverability of production systems across the globe. Each primary production system is designed to be highly available and resilient by utilizing HA architecture within each data center or by duplicating systems across multiple cloud availability zones as well as a corresponding disaster recovery solution to ensure recoverability of production systems.

The WEX call center will staff the alternate processing sites with operational support staff, technical, telecommunications, and administrative support personnel. WEX will maintain a fully functional Emergency Command Center at each location to provide redundancy for incident command.

Plan ORGANIZATION

Overview

The WEX BCP consists of multiple plans that outline physical security, emergency response, and recovery responsibilities, tasks, and procedures to be used throughout recovery efforts for our business locations and data centers.

WEX utilizes multiple industry recognized automated resiliency tools and services to ensure global situational awareness, effective preparation, communication and collaboration across the enterprise related to resiliency planning, testing and incident management.

Business Unit Plans

The business unit plans contain the recovery tasks and the action items required to recover the functions of each critical business unit.

Technology Plans

The technology plans identify the responsibilities, recovery tasks, detailed logistics and action items vital to recovering the critical applications and network infrastructure that supports our business units.

Emergency Response Plans

The emergency response plans identify the responsibilities and action items required for initial response to incidents and focus on preservation of life and safety of WEX employees and clients, as well as, the safeguarding of physical and information assets.

Corporate Incident Management System (IMS)

By allocating resources and providing a standardized incident management structure for all affected locations, the IMS identifies the Emergency Operations Center (EOC) responsibilities and activities that will assist the crisis management and recovery teams throughout the recovery effort. The responsibilities and tasks contained in the IMS are performed at the designated EOC.

Crisis Communications Plan (CCP)

The crisis communications plan provides procedures for the management and coordination of communications within WEX and externally to WEX clients and external stakeholders.

Pandemic Plan

The WEX Pandemic Plan lays out the strategic approach and preparations for influenza or other infectious disease pandemic. The plan is designed to minimize the risk to the health and safety of WEX employees and customers and ensure the continuity of business operations.

The plan includes recommendations from the Centers for Disease Control (CDC) and includes tactics for addressing workforce and facility impairment, notification of employees, and clients in the event of plan activation.

Support Plans

The support plans identify the responsibilities and recovery tasks required to provide emergency travel, financial, human resource, damage assessment, and salvage activities.

Evaluation AND TESTING

Summary

WEX will evaluate organizational resilience plans, procedures and capabilities through periodic assessments, testing, After Action Reports (AAR), performance evaluations and exercises.

Monitoring and Measurement

WEX will establish, implement and maintain performance metrics and procedures to monitor and measure, on a regular basis, characteristics of its operations that have a material impact on its performance, including partnership and supply chain relationships. The procedure shall include documenting of information to monitor performance, applicable operational controls, and conformity with the organization's organizational resilience objectives.

Evaluation of Compliance

Consistent with its commitment to compliance, WEX is continuously evaluating compliance with applicable legal and regulatory requirements. WEX will evaluate compliance with other requirements to which it subscribes including industry best practices.

Exercises

WEX will validate its Business Continuity Plans using testing and exercises that:

- Are consistent with the scope of the BCP and the objectives of the organization
- Are based on scenarios that are well planned with clearly defined objectives
- Minimize the risk of disruption to operations and assets
- Produce a formalized post exercise report that contains outcomes, recommendations, and plans to implement improvements in a timely fashion
- Are reviewed within the context of promoting continual improvement and are conducted at planned intervals, from time to time on a non-periodic basis, and when significant changes occur within the organization and the environment it operates in.

7.10 Roles and responsibilities of the team responsible for monitoring and managing system and product risks. Include how known risks and mitigation plans would be communicated to Participating States, Purchasing Entities, and Cardholders.

Consistent with its commitment to compliance, WEX is continuously evaluating compliance with applicable legal and regulatory requirements. WEX employs an Organizational Resilience Team to manage, monitor, and evaluate WEX's systems. The team works to assess risk across the entire WEX organization and employ policy and plans to ensure all risk is mitigated to the lowest level possible as well have to have communication and response plans in place should something happen. WEX evaluates compliance with other requirements to which it subscribes, including industry best practices. WEX has established performance metrics and procedures to monitor and measure, on a regular basis, those characteristics of its operations that have a material impact on its performance, including partnership and supply chain relationships. The procedure shall include documenting of information to monitor performance, applicable operational controls, and conformity with the organization's organizational resilience objectives.

8. CUSTOMER SERVICE

Customer service and support are key to the successful operation of any card program.

- 8.1 Contractor must provide at least one (1) designated Relationship Manager assigned to each Participating State. Relationship Manager may provide service to multiple states as long as service level meets each of the Participating State's requirements.
- 8.2 Relationship Manager must be familiar with all aspects of Category 2 – Fleet Card Services of the Commercial Card Solutions Master Agreement and applicable Participating Addendum.
- 8.3 Relationship Manager must be available to Program Administrators and Master Agreement Administrator Monday through Friday during the Participating State's regular business hours.
- 8.4 Relationship Manager will provide managing account support to Program Administrators and contract support to Master Agreement Administrator in each state.

- 8.5 Contractor must provide at least one (1) designated Account Coordinator assigned to each Participating State to support all Purchasing Entities within that state. Account Coordinator may provide service to multiple states as long as services level meets each Participating State's needs.
- 8.6 Account Coordinator must be familiar with all aspects of Category 2 – Fleet Card Services of the Commercial Card Solutions Master Agreement and applicable Participating Addendum.
- 8.7 Account Coordinator must be available to Program Administrators Monday through Friday during the Participating State's/Entity's regular business hours.
- 8.8 Account Coordinator will provide day-to-day account management support to Program Administrators and Cardholders.
- 8.9 Contractor must provide a domestic and international toll-free numbers available to cardholders 24/7/365.
- 8.10 Roles and responsibilities filled by proposed Relationship Manager(s). At a minimum, include how they will meet the requirements described above.

WEX assigns a Relationship Management Team lead by a Strategic Relationship Manager to each State relationship. The Strategic Relationship Manager is in charge of the overall relationship under the contract for a given State and is able to provide for and oversee all of the requirements listed above.

The role of the Strategic Relationship Manager is to ensure States and Agencies maximize the value of our program. This includes an in-depth understanding of your business and your goals so that they can provide you with the best solutions and best practices for optimal savings and usage of the program. The Strategic Relationship Manager will engage with you during the implementation of your program, and ongoing, through regular business reviews which includes a review of key performance indicators, sharing best practices, introducing new products, as well as tracking against your established policies, goals and objectives. The Strategic Relationship Manager is also available to assist with problem resolution and escalation whenever necessary.

Working with the Strategic Relationship Manager will be a Premium Fleet Service Account Manager whose responsibilities are to assist the Strategic Relationship Manager with the overall relationship as well as provide day to day operations support to the State and its participating entities. The Premium Fleet Services Account Manager is also able to provide for and oversee all of the requirements listed above.

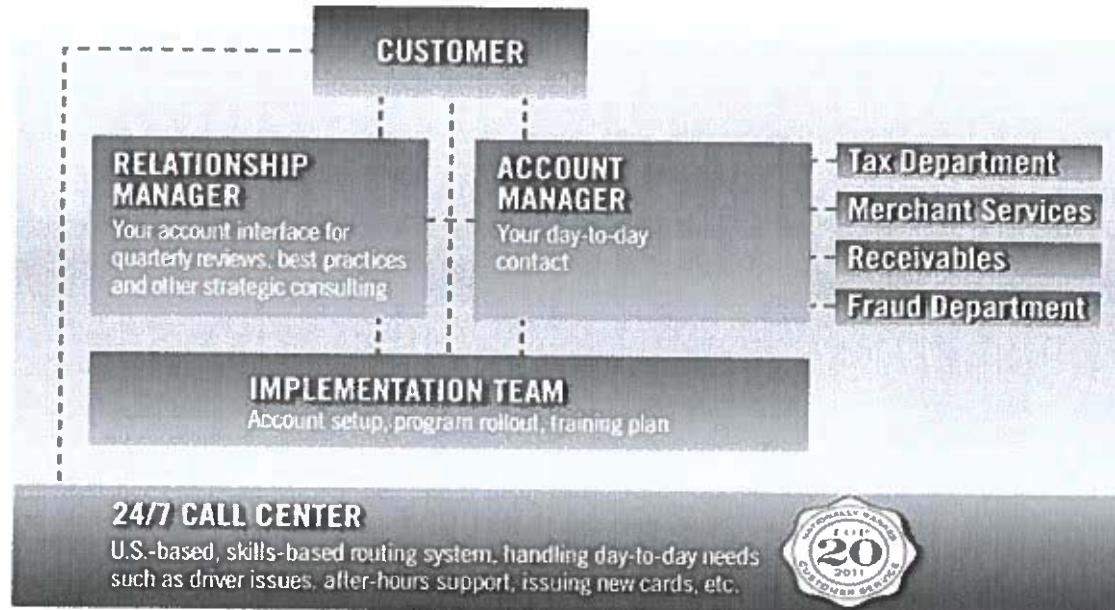
- 8.11 Roles and responsibilities filled by proposed Account Coordinators. At a minimum, include how they will meet the requirements described above.

At WEX, our management and staff are tasked with improving and enhancing the effectiveness and efficiency of all aspects of our service offering. Our charge is to maximize resources while creating and maintaining a balance between work expectations and personal lives. Keeping first line customer representatives invigorated and available to handle the next call requires support from an extended team of specialists to provide assistance with complex issues and ensure optimal staffing during peak call hours.

Your Premium Fleet Services (PFS) Account Manager is the primary day-to-day contact for your fleet managers/program administrators. PFS generally ensures that the program is working smoothly and also expedites all problems to their quickest resolution so that the fleet experiences minimal disruption. PFS will also serve as the liaison to any technical needs the State or Participating Entity may require. PFS will help create reporting that may not be easily accessible

to the Fleet Managers. It is the goal of PFS to ensure that the Fleet Managers have the necessary data to manage their fleets. PFS Account Managers, at a minimum, return phone calls within two business hours and return emails within 24 business hours. WEX Premium Fleet Services Account Managers are dedicated to a balanced portfolio of strategic clients. Capacity is closely managed to ensure a superior customer experience for each client.

Your PFS and Strategic relationship manager will assist facilitating requests and needs that come up throughout the life of the contract. In addition to these two roles, WEX has host of support department the Relationship Management Team will lean on to support your State through the life of the contract. Below is an outline of that support structure:



8.12 Contractor must provide a designated customer service team familiar with all aspects of Category 2 of the Commercial Cards Solutions Master Agreement and the Participating State's Participating Addendum in order to provide consistent, relevant, and effective front-line customer service via phone or on-line, 24/7/365. The designated customer service team may provide service to multiple states as long as customer service level meets each Participating States' requirements.

In addition to the Relationship Management team described in 8.10 and 8.11, WEX also provides an award winning, 24/7/365, toll-free customer service department to assist with after-hours needs, reporting lost or stolen cards, assistance in processing transactions, cardholder assistance, general accounts information, reporting fraud, invoice questions, authorization questions or help, out-of-network transaction authorizations and many more specific needs or questions a customer may have.

Roles within WEX Customer Service Call Center include:

Customer Service Help Desk is available to support service representatives with calls that require, immediate help, additional research or specialized knowledge to fleet manager, system users, drivers and merchants. The goal is to resolve issues in one call and provide an immediate response to the customer.

Customer Service Trainer is accountable for providing initial, remedial, and new program training for all CSRs. The Relationship Management Team will work with the Customer Service Trainer in support of the States and participating entities to this contract to ensure the Call center is trained appropriately and they will also develop account notes that are visible to all customer service representatives to make sure that beyond initial training on the Master Contract and Participation Addendums, they will have the information handy to them on a go forward basis as well.

Technical and Resource Planning Team is responsible for the daily management of the queues to ensure service levels are achieved. The team also provides daily, monthly, and ad hoc reporting for the call center. They forecast the resources required and manage the scheduling of associates to optimize the customer experience.

WEX employs a state-of-the-art call handling system featuring skill-based call routing. Our skill-based call routing ensures that our CSRs do not receive certain types of calls until they are fully trained to support them. We conduct a rigorous training and examination phase for all newly hired CSRs, and provide continuous refresher training to experienced staff. Only upon successful completion of the training program, are CSRs allowed to field calls from the customers, ensuring that they are able to provide the best in class service that our customers have come to expect from WEX. Experienced CSRs and team leaders monitor new staff responses to assure quality and program performance.

8.13 After-hour/holiday/weekend customer service will be provided (internally or 3rd party). If provided by a 3rd party, explain how this team is trained and access to the system and data.

The WEX Customer Service Department is available 24 hours a day, 365 days a year (366 days in leap years) and fully staffed by WEX employees who are fleet-trained in-house. The WEX Customer Service Department is always available to handle the needs of the fleet by calling the toll-free number 800-492-0669. Realizing that customer service is paramount in our relationships, WEX has kept its support within the company and aggressively invests in training, technology, equipment and industry best practices. WEX does not outsource its call center service to a third party.

8.14 System issues (bugs) communicated (acknowledgement, status of fix, resolution, etc.) to system users?

As the Premium Fleet Services Account Manager is made aware of a system issue they will communicate via email and/or via phone to the customer acknowledging the issue, providing insight around any known impacts and timing of fix. The Premium Fleet Services Account Manager will provide consistent communication and progress updates through to issue resolution. If a production defect is present, an IT ticket is opened and addressed by the product support team. If an enhancement is requested, it will be added to workflow or, if multiple teams are required to actualize, the new product ticketing system "Aha."

8.15 Participating States and Purchasing Entities will need the support of a secure and knowledgeable team at all hierarchical levels of the Program.

WEX offers Participating States and Purchasing Entities our Relationship Management Team, including our Premium Fleet Services Account Manager, who are all tenured employees of WEX and have fleet specific knowledge. This team supports all hierarchical levels of the program. This team ONLY manages fleet-related accounts, ensuring they are well versed in the needs of state governments and fleet in general.

8.16 Contractor must benchmark customer service.

WEX uses two benchmarks as success measures: service level (the percentage of calls answered within a certain time frame) and customer satisfaction (driven by post-servicing customer survey results). Both are monthly targets. Service level is measured daily and adjustments are made on a weekly basis as required. Customer satisfaction surveys are sent to a percentage of customers post call, and our internal QA system is designed to support customer satisfaction drivers. Agent receive weekly coaching designed to improve customer satisfaction.

8.17 Contractor must have an established escalation process.

Your Premium Fleet Services Account Manager is the primary day-to-day contact for your fleet managers. He or she generally ensures that the program is working smoothly and also expedites all problems to their quickest resolution so that the fleet experiences minimal disruption. Premium Fleet Services Account Managers work hand in hand with the Strategic Relationship Manager assigned to the account as well. Should any issues, problem or concern in need of escalation, the PFS Account Manager will immediately engage the Relationship Manager. Customers can always reach out to the Strategic Relationship Manager as well directly. The Strategic Relationship Manager will work with all parties involved to ensure plan is put in place to address and resolve any issue that is at hand in the quickest and most effective way possible.

8.18 Additional customer support services.

Our fleet customers — including public sector clients — cite their customer service experience as the single finest aspect of their relationship with WEX. Our service philosophy is based on matching customer service personnel with the skills and expertise to meet large and small fleet needs at various organizational levels.

WEX will assign experienced Account Managers to large fleet Program Coordinators as the single point of contact for their programs. Program participants will also have 24/7 access to trained call center representatives (CSRs) available whenever needed. This tiered approach enables us to provide high levels of customer service at all times, as well as strategic oversight to work closely with agency contacts to improve their fleet card programs. Below are additional tools and support staff WEX employees who support the ongoing relationships:

eServices

In coordination with Premium Fleet Services and Strategic Support, eServices provides fleet support for WEX's online tool. The eServices team strives for one-call resolution and, where applicable, customer education on use of our online products.

Fraud Specialists

WEX's experienced fraud prevention professionals work with fleets, partners, merchants, and, when necessary, local and federal authorities in order to minimize fraud, misuse, and abuse of our fleet card programs. We take a three-pronged approach to mitigating inappropriate use of cards and card programs —prevention, detection, and management. The Fraud Team an extensive network of industry contacts and association memberships to ensure they are on top of new trends and developments.

Merchant Services

The Merchant Services group works closely with both our Merchant Acquisition team and our Tax Department to achieve maximum acceptance with the greatest level of tax participation possible. This work includes the recruitment of new merchant acceptance when requested by a fleet.

Strategic Receivables Services (SRS)

WEX takes a proactive and service oriented approach to reducing payment delinquency. Our team of receivables specialists (Strategic Receivables Services) works with large customers to ensure accurate and on-time billing and payment. Each customer is assigned a specific receivables specialist who will be the primary point of contact and will work closely with the account manager. Your SRS specialist will work with you to ensure that your billing structure and payment methods work well for your business and help you get the most value from your card program.

SRS specialists monitor payments on a daily basis and make contact with customers that have remitted a payment amount that does not match the amount due. In this way, past due balances are cleared up quickly, reducing the need for costly and time consuming historical reconciliation and analysis.

The WEX Customer Service Department is available 24 hours a day, 365 days a year, and is staffed by highly proficient service representatives and supervisors. The Customer Service Department is always available to answer questions, handle lost or stolen card reports, order replacement cards and authorize transactions for cardholders and Program Administrators. Customer Service Representatives are also trained to handle questions regarding account billing and reporting. Station attendants can utilize an interactive voice response system (IVR) to obtain quick purchase authorization. Program administrators can use the IVR to check balances, available credit limits, or make a payment by phone.

Customer satisfaction is the bottom line for any service organization and WEX has developed high standards for how we deal with our customers. For example, our current minimum performance goal is to have **70% of calls answered by a person within 30 seconds.*** We set our standards for customer service by benchmarking against other card-based call centers. We then strive to exceed these standards with each call. Measured metrics include:

- Average speed to answer
- Time to abandon
- Abandonment rate
- Talk Time
- After-Call Work
- Handle Time

WEX surveys its customers to gain insight into their Customer Service experience. Our customers consistently give us high marks for the service we provide. Additionally, we record all of our calls and evaluate trends using speech analytic technology. This provides us with rich, real time voice of the customer information that is valuable for enhancing our training programs and informing our product development activities.

**Subject to change based on seasonality and call volumes.*

Customer Service Management

At WEX, our management and our staff are tasked with improving and enhancing the effectiveness and efficiency of all aspects of our service offering. Our charge is to maximize resources while creating and maintaining a balance between work expectations and personal lives. Keeping first line customer representatives invigorated and available to handle the next call requires support from an extended team of specialists to provide assistance with complex issues and ensure optimal staffing during peak call hours.

Skill-Based Call Routing System

WEX employs a state-of-the-art call handling system featuring skill-based call routing. Our skill-based call routing ensures that our CSRs do not receive certain types of calls until they are fully trained to support them. We conduct a rigorous training and examination phase for all newly hired CSRs, and provide continuous refresher training to experienced staff. Only upon successful completion of the training program, are CSRs allowed to field calls from the customers, ensuring that they are able to provide the best in class service that our customers have come to expect from WEX. Experienced CSRs and team leaders monitor new staff to assure quality and program performance.

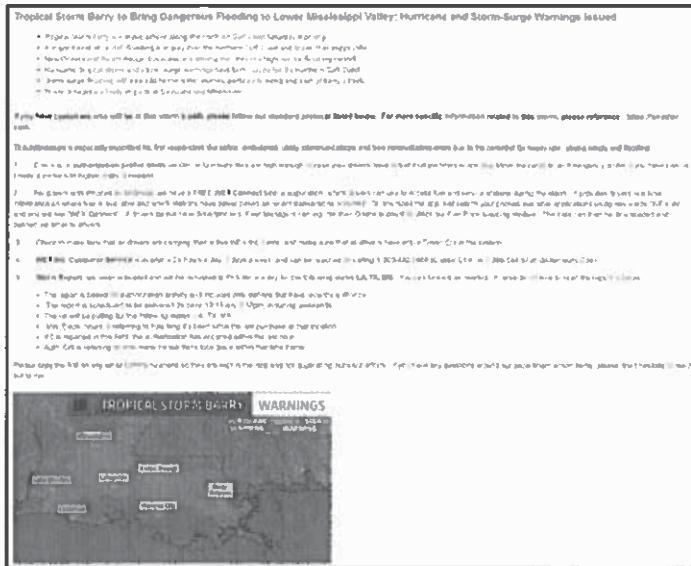
Emergency Response (Premium Fleet Services)

WEX is prepared to support the needs of our Premium Fleet Service fleets in the case of natural disasters (e.g., hurricanes, earthquakes), threats to national security, and military mobilization.

At WEX, we recognize the critical importance of keeping fuel supplies available so that public sector vehicles can operate and respond during natural disasters and other emergencies. We're proud that the fleets we serve have found our work to be instrumental in their ability to maintain continuous operations during their most crucial times of need. Some services that can be provided upon request include:

- Emergency plan development: we work with each customer to prepare a plan of response should an emergency occur
- Set up of online emergency card profiles, so you can easily remove or change your card control limits to support your emergency needs
- Regular updates outlining which networks and fuel stations are open and active in disaster areas

At right is a recent communication WEX sent to our PFS customers in preparation for the Tropical Storm/Hurricane Barry that hit the Gulf Coast in July. These reminders are provided when there is an expected event, like weather, that may affect a certain area. WEX also provides this type of notification on an ongoing basis after a major event. This type of communication would include list of fuel merchants where WEX is seeing purchasing activity so we can inform our customers of places to find fuel in the event of power or fuel shortages.



ClearView communities

For users of WEX Fleet ClearView™, the **Community Module** allows you to network, collaborate, participate in discussion groups on fleet-related topics (i.e. positively impacting driver behavior or reducing fraudulent spend), pose questions, and share best practice information with your fellow analytics peers.

This module features **Discussion Forums** on a variety of fleet-related topics where users can collaborate and share information, a news feed of recent Community activity, the **ClearView University** and Events calendar, and a Resources section where content can be downloaded.

The **Resources** view contains informational assets, such as, Quick Start Guides, white papers, articles, images, and release notes. Navigate to this view by using the top navigational menu.

8.19 Contractor must provide an issue tracking system.

When a service interruption or problem is reported by a customer, the contact center agent enters the information into a CRM system for case lifecycle tracking management. This would include any issues that may require additional research, off-phone work where the resolution would be provided back to the customer based upon their preferred channel phone or email. When an enterprise outage occurrence, for example, online application, there is a standard notification provided within the online application to notify customers.

8.20 If a customer has to call back or another customer calls about the same issue, how is the customer service team notified that the issue has already been explained and should be (at a minimum) in the issue resolution queue?

When a service interruption or problem is reported by a customer, the contact center agent enters the information into a CRM system for case lifecycle tracking management. This would include any issues that may require additional research, off-phone work where the resolution would be provided back to the customer based upon their preferred channel phone or email. When an enterprise outage occurrence, for example, online application, there is a standard notification provided within the online application to notify customers. The lifecycle tracking also allows customer service agents to see if the same or like issue has already been addressed and be

able to communicate that to a customer. In some cases similar issues may still need to be addressed with the individual calling and the customer service representative will work with the caller to ensure their issues are taken care of.

As the Premium Fleet Services Account Manager is made aware of a system issue, they will communicate via email and/or via phone to the customer acknowledging the issue, providing insight around any known impacts and timing of fix. The Account Manager will provide consistent communication and progress updates through to issue resolution. If a production defect is present, an IT ticket is opened and addressed by the product support team. If an enhancement is requested, it will be added to workflow or, if multiple teams are required to actualize, the new product ticketing system "Aha."

9. IMPLEMENTATION/TRANSITION

The timeline and assigned resources of the multi-state implementation/transition to a new program are critical. The awarded Contractor will be responsible to fully cooperate with the current Contractor and any State executing a Participating Addendum under the new Master Agreement during all phases of the implementation/transition.

9.1 Implementation/Transition activities will occur at no cost to the Participating States or Purchasing Entities.

9.2 Upon award of the Master Agreement and each Participating State's Participating Addendum, but prior to the effective date, many entities will transition from the current NASPO ValuePoint contract and other individual state contracts to the new agreement*. Contractor must have a pre-established account set-up process that may be customized based on the needs of each Participating State.

Note: Each state's implementation shall not exceed nine (9) months.

*If the new agreement is awarded to the currently awarded Contractor, current Participating States may choose to 'reset' (i.e. re-organize under one statewide hierarchy/short name) their State's program requiring new account set ups/transition for all current Purchasing Entities.

Contractor will be required to work with Participating State to meet implementation requirements.

After contract award and execution of the Master Agreement and Participation Addendums, WEX will begin the implementation phase at the availability of State and/or participating Entity. The WEX Relationship Management Team will enlist the help of a WEX Strategic Implementation Manager to take the lead on the implementation process. WEX is well versed in implemented large complex accounts onto our platform. In recent years WEX has successfully lead the implementation of numerous large State, Private Sector and Federal Agency accounts as well as entire card portfolios for large Fleet Management Companies as well as several Major Oil Card Programs for branded merchants.

Strategic Implementation Managers work exclusively with WEX's large fleet customers, rolling out new programs and implementing significant changes to existing large client programs. Your Strategic Implementation Manager will work with the State to create and coordinate project plans and design, lead and execute communication to ensure milestones are met. The Strategic Implementation Manager will also develop and execute training plans to ensure card holders and fleet managers are well prepared to use the program.

During the implementation, they will also prepare and distribute regular project updates, facilitate and document issues and action items and document the State's requirements for customized reporting.

Task Name	Duration	Who's Responsible
TRANSITION/PRE-IMPLEMENTATION	20-30 days	
Initial formal contact between WEX and fleet		Relationship Manager / Fleet
Establish contacts, addresses and areas of responsibilities between all parties		Relationship Manager / Fleet
Relationship Managers		Relationship Manager / Fleet
Fleet Manager (day to day contact(s))		Fleet
Premium Fleet Services (PFS) Account Manager		WEX
Fleet billing		Fleet
Fleet maintenance		Fleet
Fleet technical		Fleet
Determine fleet expectations		Fleet / Relationship Manager / PFS
Determine whether roll out is at once or staggered		Fleet
Finalize implementation schedule		Fleet / PFS
Establish account profiles and hierarchy requirements		Fleet / PFS
Determine needed credit line		Fleet / WEX
Determine fleet's electronic capabilities		Fleet / PFS
Determine billing requirements		Fleet / PFS
Determine reporting requirements		Fleet / PFS
Determine account maintenance (WEXOnline) requirements		Fleet/PFS
Determine fleet training needs and create training plan		Fleet/PFS
Provide format for auto upload of fleet data into WEX system		PFS
Account information verified (prior to loading)		Fleet/PFS
IMPLEMENTATION - Timeline depends upon size and complexity, but typically 60 days		

4 or 6 digit personal prompt identification number?		Fleet
Prompt IDs provided by fleet or randomly generated by WEX System?		Fleet
Determine card design and embossing requirements		Fleet
Determine card types and restrictions		Fleet
Verify card information		PFS
Establish billing process and where invoices are sent for reconciliation and payment		Fleet /PFS
Establish payment terms		Fleet/WEX
Establish rebate process		Fleet/WEX
WEXOnline – fleet user enrollment		Fleet/PFS
Test applicable billing files and reports		Fleet/PFS
Execute training plan		Fleet/PFS
Create Training materials and Driver guides		PFS
Establish dispute process		PFS
Establish problem resolution process		PFS
Issue and distribute new fleet cards (confirming receipt)		PFS
POST-IMPLEMENTATION	30 days	
Review first set of reports		PFS
Are reports received on time and meeting fleet's needs?		PFS
Review first set of invoices		PFS
Are invoices received on time and meeting fleet needs?		PFS
Are payments being received on time?		PFS
Survey fleet to obtain feedback on implementation		PFS

Depending on the project plan that is mutually agreed to WEX will work to meet all requirements in the allotted time. A typical implementation takes around 90 days, but that can vary based on the specific requirements a fleet may have.

Please refer to the following sample Implementation Plan for a step-by-step list of implementation activities and the responsible party. This plan will be expanded and modified to meet your specific needs, including custom plastic.

9.3 Contractor must provide an Implementation/Transition Communication Plan.

As addressed in requirement 9.2, the WEX Strategic Implementation Manager will create a communication plan as part of the overall project plan that WEX will put in place with the customer at the very beginning of the implementation. The communication plan will be mutually

agreed to and provide for how communication will happen as well as resources and training for all users who are coming on board. This plan will call out any needed staff resources, how communication should take place as well as timing of any necessary communications and training.

WEX has been in the fleet fueling business since 1983, and has a long history of efficiently and effectively implementing fleet fueling programs for many of the largest commercial and government fleets in the United States. We believe customers who have worked with WEX, such as the references included in this response, will agree that our implementation process is unsurpassed when compared to our fleet card competitors. See sample implementation plan above for reference.

9.4 Contractor must provide qualified personnel during the implementation/transition process.

WEX would replicate the proven implementation process detailed above in 9.2 and 9.3 and engage the proper contacts at each of the participating entities, optimizing the sequence of implementation by the project plan that is put in place following the first meeting. Additionally, WEX will work to schedule group online training session, recorded training session and additional trainings in person as needed or required.

9.5 Contractor must provide Implementation Training Plan for all Purchasing Entities.

WEX would replicate the proven implementation process detailed above in 9.2-9.4 and engage the proper contacts at each of the participating entities to put in place project plans to ensure the above requirement and all other needs are met.

9.6 Contractor must provide access to online test-environment for Participating State and Purchasing Entity testing during all phases of the account setup process. The system must look, act, and demonstrate all aspects of the "live" system.

Although WEX does not have a customer-facing testing environment, we typically provide account access at the time of account creation to users who desire early access. This is done so customers can familiarize themselves with the site as the WEX Strategic Implementation Managers are standing up all of the specific aspects of the account for the end-users. This process allows fleets to see how their actual account's specific details will look and feel. In terms of online or in-person training, WEX also provides access to the actual system interface and can walk users through typical set-ups in live webinars or other in-person training.

9.7 Contractor must agree that at the end of any applicable Master Agreement or Participating Addendum, should any Participating State conduct another procurement and award a new contract, the Contractor will work with Participating State to ensure that an efficient and effective transition takes place within nine (9) months.

WEX agrees to this requirement and that we would make every attempt to ensure that contract close-out and transition to a new contractor is successful, and would assign a close out and transition team to carry this out. This team will be assigned by WEX no later than one hundred twenty (120) calendar days prior to expiration of the Contract.

WEX understands that the State may have a need for WEX to continue providing any part or all of the services required under the Contract for a period not to exceed one hundred twenty (120) calendar days after expiration or termination of the Contract. If this need exists, upon written notification by the State, WEX will provide services for that period or until the State notifies WEX in writing to cease providing services, whichever is sooner.

Coordinating the card, driver and account terminations in our system to coincide with the timing of their transition has been our primary focus and action. WEX will continue to provide reporting as needed, communicate with the customer about how long they will need online access, and either only suspend the accounts accordingly until online access is not needed and then terminate the accounts and associated online logon(s). We will work with the customer to establish a reasonable date or phase out of WEX card usage, so that there is no interruption in service, and keep credit on the account accordingly if there are no credit issues. If there are credit issues we will communicate with the customer and the bank to work out a plan to switch to the new provider when needed. The goal of the plan and the continuous communication to the fleet is to provide uninterrupted fueling and reporting. All of these activities are performed by an account manager per an authorized fleet contact request.

10. PROGRAM GROWTH

Throughout the life of the Master Agreement/Participating Addendum and through the growth of each Participating State's programs, it can be anticipated that new Purchasing Entities and new cards within exiting Purchasing Entities will need to be added.

10.1 As the marketplace changes and technology advances, card products and service may also expand. If the awarded Contractor proposes an additional product or service, that request must be submitted to the Lead State for review and approval. Request must include:

- Full description of product/service;
- Full implementation plan, including level of effort and timeline;
- Full communication plan; and
- Full training plan.
- New card products and services must not impact the rebate/incentive share or have any additional cost to the Participating States or Purchasing Entities. Addition of any card product or service to the Master Agreement is at the sole discretion of the Lead State. Participating States will have the option to allow or exclude new card products or services in the Participating Addendum.

10.2 While the goal is for a majority of Purchasing Entities to enroll in the program prior to the program effective date, it is understood that some Purchasing Entities will need to be integrated after the program effective date and additional Purchasing Entities will join throughout the program term.

WEX would encourage full participation at the outset to maximize training resources and transmit standardized information to all participating entities. However, WEX has no issues in meeting this requirement and providing whatever levels of support for the on-boarding of the new participating entities individually as they join.

10.3 Adding cards to an active Purchasing Entity account.

An active purchasing entity account requires no extra paperwork or agreement to add cards to that account. As long as an authorized contact is making the request.

Fleet Card Enrollment Process: Existing State Agency Accounts

Program administrators can add cards and drivers via the Fleet Manager WEX's online module named, WEXOnline®, through WEX customer service or the State's Premium Fleet Services Account Manager. The Premium Fleet Services Account Manager is a one to one point of contact

assigned to the State to day to day operation support and account needs. The Fleet Manager module allows the fleet manager to add, edit, suspend, reactivate, and terminate cards and drivers, to add and manage card controls, and to view and download invoice details. You can also:

- Assign card to driver, vehicle or location
- Transfer cards from one account to another
- Group cards into authorization profiles to enforce your purchasing policies
- Create organizational units or departments to better organize cards, vehicles and drivers for reporting and management purposes (initially added during the implementation phase)
- Edit account information

Card orders: WEX will process requests for replacement cards for lost, damaged, or stolen cards within one business day. If notification is received by 3:30 p.m. Eastern Time, you can have cards sent that day. You can use your own shipping account number or be charged a fee to cover the shipping costs. The WEX overnight fee, is included in the pricing evaluation for the RFP. If a WEX card is lost or stolen, it should be reported immediately to our Customer Service Department by calling the toll-free number. The Customer Service Department is available 24 hours a day, 365 days a year. The fleet can also notify WEX of the loss, theft, or unauthorized use of any card or account electronically through WEXOnline®.

10.4 Contractor is expected to promote the card program.

WEX currently provides fleet fuel cards for 24 states, and has governmental and tax-exempt customers in all 50 states. Our State customers represent more than 375,000 cards. Additionally, WEX provides fleet card services as a subcontractor to Citibank under the Federal Government's GSA SmartPay 3 Charge Card Program for the GSA Fleet, as well as to the Departments of Homeland Security, Energy, Treasury, and Agriculture. These federal government customers have more than 320,000 cards. In total, WEX services more than 1 million tax-exempt cards.

WEX offers and actively markets its card programs to municipal and other public entities within member states so as to extend the benefits of the program throughout member states. See **ADDENDA** for examples of how WEX markets its government card programs to political subdivisions within a participating entity.

WEX employs an outside sales team as well as two inside sales representative who are dedicated to Government Contract Support for promoting and onboarding eligible entities to support contract growth. In addition to these resources, WEX actively participates in government-specific trade shows and associations to actively promote and sell our products and services to grow our contracts. Some of these events include the NASPO Exchange, NCSFA, NIGP, NAFA, GFX, state-specific shows showcasing their contracts, and many others.

Over the years, WEX has seen tremendous growth and high retention rates for all our state-held contracts, cooperative contracts, and political subdivision participation within those contracts.

11. CARD DESIGN/EMBOSSING, DELIVERY & ACTIVATION

11.1 Contractor shall be responsible for the embossing and printing of the cards to each Participating State's specifications. Each Participating State will be responsible for furnishing the necessary artwork (digital file) to the Contractor.

11.2 Each Participating State reserves the right to change the card design during this contract, and if doing so, will provide the artwork needed to make changes.

11.3 Contractor must be able to deliver cards overnight when requested by the Purchasing Entity.

11.4 Customization options to the front side of the card will include verbiage and/or logo or graphic and embossing including but not limited to:

- Participating State
- Purchasing Entity
- Program/Department Name
- Cardholder Name
- Picture/Logo
- Phrase (i.e. "FOR OFFICIAL USE ONLY")
- Embossing Line, ALPH OR NUMERIC VERBIAGE
- Contractor supplied options

Card embossing, production, and distribution process.

WEX is able to meet the above requirements as stated. Our embossing capabilities and card design enable customers to customize the information that is imprinted and printed on the cards. There are two lines for embossing. The first line is usually designated for the account name, while the second line can be used to identify the associated equipment or driver. Each line will accommodate up to 24 characters. The account number, card number, product restriction (such as "Fuel Only"), and expiration dates are printed on the front of the card. Embedded in the card's magnetic strip are the card number, expiration date, prompt, and restrictions, if any.

The WEX Fleet Card is a standard-size plastic charge card with an encoded magnetic strip on the back. The strip is encoded with the account and card information which, when read at the point of sale, is married in our systems with Level III data obtained during the transaction.

Although we use the highest grade plastic that is rated for longer periods of use, our standard term for card expiration is three years. WEX uses a three-year active period for our cards due to the wear and tear on the magnetic strip that requires a card to be replaced for optimum performance. WEX ships new cards 45 days prior to expiration to ensure that your drivers will never be without an active card. On request WEX can renew cards earlier than the standard 45 day prior to expiration to allow the fleet more time to swap out cards. Some competitors offer longer card terms on equally rated card stock prior to replacement. We prefer to replace cards before they become problematic for your drivers and detrimental to the efficiency of your fleet operations.

WEX will process requests for replacement cards for lost, damaged, or stolen cards within one business day. If notification is received by 3:30 p.m. Eastern Time, you can have cards sent that day. You can use your own shipping account number or be charged a fee to cover the shipping costs.

If a WEX card is lost or stolen, it should be reported immediately to our Customer Service Department by calling the toll-free number. The Customer Service Department is available 24 hours a day, 365 days a year. The fleet can also notify WEX of the loss, theft, or unauthorized use of any card or account through WEXOnline®. Subject to any limitations imposed by applicable law, the fleet will be liable to WEX for all unauthorized use of a card until you notify us of such use.

Once a card has been reported as lost or stolen, it is immediately invalidated in the WEX system. After cancellation, all electronic authorizations associated with the card are declined at the time a purchase is attempted. Once WEX receives proper notification, the fleet will be relieved from liability for any subsequent charges to the card.

WEX will work with each participating entity to customize plastics types.

11.5 Physical cards will be delivered to the Purchasing Entity or Cardholder at the address specified by the Purchasing Entity.

WEX cards can be shipped directly to the address specified by the user making the card order. Standard card orders are set to go out via Standard US Mail at no charge. WEX does offer expedited shipping options of overnight and two-day shipping. WEX cards can also be delivered using the carrier specified by the fleet (e.g., the U.S. Postal Service, FedEx and UPS). There is a fee for expedited orders if you choose not to use your own shipping account. For all card orders of five or more cards, WEX ships via USPS Parcel to provide a tracking number for the order. This is done at no extra cost and helps provide visibility into card orders that would not be trackable through regular mail.

11.6 Purchasing Entities must be able to decide if cards are delivered active or inactive.

WEX typically ships cards in active status. WEX can accommodate cards being shipped inactive; we only need to be notified of that request at the time of card order. We will change the cards to suspended status once the file is sent to our card production. Card status can be changed to active when the customer is ready to begin using the cards. WEX cards can also be suspended on arrival by authorized users and WEX can assist with any mass card activations on our end.

11.7 Purchasing Entities need to have the ability to have cards delivered in batches (i.e. Division A, Program 1) as determined by the Purchasing Entity.

The customer can order cards in batches using the WEXOnline® module or the Premium Fleets Services Account Manager can work with the customer to order new cards or reissue cards in batches using a Data Collection Document (DCD) for orders exceeding 100. The PFS Account Manager has access to and can provide to the customer delivery tracking information for USPS card orders totaling five or greater and tracking on expedited card orders at no additional cost.

11.8 Card re-issuance.

Accounts can be set up with different expiration dates, and account expiration dates can be changed by the account manager to renew early. Both measures are precautions to avoid a mass-reissuance of cards.

In the normal course of business, files of reissuance cards are sent to the vendor on the 1st and 15th of the month prior to the month in which cards expire. Cards expiring on August 31 are sent to the vendor on July 1 and 15. Cards are completed and mailed to the customer within seven business days of receipt of the file and shipped via regular mail.

For Purchasing Entities requiring more time, WEX can perform an early card renewal given the entity the time needed to complete their re-issuance. This is available on request from the entity to the Premium Fleet Services Account Manager.

11.9 Mass re-issuance of cards for a Purchasing Entity avoidance process.

Accounts can be set up with different expiration dates, and account expiration dates can be changed by the account manager to renew early. Both measures are precautions to avoid mass-reissuance of cards.

WEX is flexible in that we are always looking to work to meet the needs of our customers. If there are specific re-issuance scenarios a fleet may be concerned about, WEX will work with that entity to mitigate and put in place precautions to avoid a mass re-issuance scenario.

12. TRAINING

Initial and ongoing training are critical to each Participating State's ability to manage their program. Each Participating State may have additional training requirements and will be negotiated in the Participating Addendum. At a minimum, training will include:

12.1 Contractor must provide System User Guides online and accessible through the web-based card management system.

12.2 Contractor must provide ongoing training for the life of the contract. WEX will provide initial training at agreed upon sites, ongoing as-needed training, and re-training as required via the following delivery methods: in-person training, webinars, phone conference or a combination of those.

Upon the initial implementation, your WEX Strategic Implementation Manager will train the fleet management team in how to perform the following functions. Online or in person system training typically takes 60 to 90 minutes, depending on questions:

WEXOnline® Account Maintenance

- User ID/Password Creation and Site Overview
- View Hierarchy/Account Search
- Card Maintenance
- Vehicle Maintenance
- Driver Maintenance
- Invoices
- Authorization Controls
- Address/Contact Management
- WEXOnline® Account Financials
- Accounting Fields/Codes
- Accounting Profiles
- Transaction Management
- WEXOnline® Reports
- Ad hoc Reports
- Exception Reports
- Custom Report
- Standard Reports
- WEXOnline® Resource Tools
- Accepting Locations
- Fuel Price Mapping

- Alternative/Diesel Fuel Directory
- WEX Index Top Metro Report
- WEXOnline® Administration
- View /Add Online Users
- View Pending Requests
- Add/View Roles and permissions

Training can be divided into specific segments depending on the administrator's duties. WEX will work with the State to organize tailored online training per users' assigned roles.

WEX will provide recorded training sessions that can be posted to the State's intranet site as an additional tool. Multiple trainings can be recorded based on the audience's role e.g., full access or read only.

12.3 Contractor must provide web-based training.

WEX is able to provide training for all of the above requirements and will hold ongoing WebEX and in-person training sessions at a frequency determined by the State of Washington/NASPO and any other Participating Entity. For instance, WEX could host monthly WebEX/online trainings for new employees and those who need refresher training. Items included in the training are customizable depending on the need, but typically consist of all of the needs mentioned in Question 12.3 plus:

- Program policies as dictated by the member states
 - Card usage at retail locations
 - System access
 - Customer Service Support
 - Updated technology
 - Best practices
 - Industry trends

12.4 Contractor must provide onsite/classroom training for Program Administrators

WEX agrees to and will hold onsite, in-person training sessions for Program Administrators at a frequency determined by the State of Washington/NASPO and any other Participating Entity.

12.5 Contractor must provide onsite User group forums.

WEX will hold ongoing in-person training and user forum sessions at a frequency determined by the State of Washington/NASPO and any other Participating Entity for whatever subject matter, best practice sharing, account reviews, raising concerns or any other need the customer may have. Many times these user forums are a great time for Participating Entities to share new or reinforce existing policies as well for their users. Items included in the forums are customizable and can meet all of the above requirements.

12.6 Contractor must provide written User reference guides, both extensive and quick guides.

WEX will provide reference guides that are detailed and provide quick summaries as part of the implementation project plan. Other reference guides exist throughout WEX's various systems. For example, The WEXOnline® module has PDF help guides that provide step-by-step instructions to navigate the different modules available.

The following PDF help guides are available:

- **Homepage.** View news and events, pending online user requests, flexible exception report notifications, and search and select both accounts and organizational units.
- **Fleet Manager.** Managing cards, drivers, vehicles, authorization profiles, accounts, org units (or departments), contacts, and addresses.
- **Financials.** Provides access to accounting fields and definitions, and allows you to assign financial profiles throughout your hierarchy.
- **Reports-** Guides the user through the various reporting tools to meet your analysis needs.
- **Resource Tools.** offers various, commonly-requested reporting tools to help locate sites where your fleet card can be used, to assist you in finding diesel and alternative fuel sites, and to direct you to locations with the lowest price per gallon.
- **Administration.** Manage online users, view the roles and permissions to which these users are assigned; create custom roles to meet your security needs.

The Implementation Manager will also work with the Agency to create a WEXOnline® Summary Guide that outlines how agency nuances and requirements will be captured and reported through the system as well as quick-step guides for the online system.

12.7 Contractor must provide updates to the user guides will be proactively communicated.

Improving our end-user assistance, WEX is shifting away from static PDF user guides in favor of an online contextual and embedded help management system that's always available and is updated dynamically. PDF user guides will remain available on the site as we continue to add embedded content to the contextual and embedded help management system.

- New contextual and embedded help management system content is prioritized based on information communicated from the call center, account reps, and direct user feedback. When new information is added, on-screen alerts appear.
- Adding new contextual and embedded help management system content is ongoing, and new walk-throughs are added as quickly as resources and capacity allow.
- Our site is coded such that video content can be generic or, if state-specific tutorials are available and supplied to WEX, branded by state.

12.8 Additional training.

During the implementation phase WEX will source feedback from user to craft training to ensure customer input is received, needs are prioritized, training is tailored, the venue it needs to be presented in and how it is communicated. At the conclusion of the implementation, the Implementation Manager will create a final document outlining the program as implemented for a given Participating Entity and capturing the nuances of the different Agencies along with any customized servicing or reporting that has been designed for your team. This is a collaborative process between the customer and WEX and will be maintained throughout the life of the contract for support on an ongoing basis.

See the response in 12.7 regarding how our system also provides dynamic training updates with pertinent on-screen alerts that notify of new training topics and learnings supplied by our call center, account reps, and direct user feedback.

WEX will also provide training on an ongoing basis as technical releases are completed to ensure the Agencies are taking full advantage of all the WEX offerings. Your Strategic Relationship Manager along with your Premium Fleet Services Account Managers will work with the

Participating Entities to schedule additional training sessions as required or requested after the initial implementation is completed.

12.9 Reserved

13. RESERVED - See Payment Terms Section 6.

14. LIABILITY

14.1 Purchasing Entities shall have no liability for lost or stolen cards upon notification to the Contractor or fraudulent use of any card products.

15. FRAUD PROTECTION

15.1 Contractor shall report fraud transactions, and the resulting credit issuance(s) to the Cardholder and the Purchasing Entity Program Administrator through real time notifications.

15.2 Contractor or system must be capable of providing a daily (at a minimum) fraud and declined transaction report as requested by the Purchasing Entity.

15.3 Contractor must provide external fraud protection coverage for the following types of occurrences including, but not limited to:

- lost/stolen cards
- counterfeit cards
- skimmed cards
- unauthorized internet transactions
- fraud patterns
- account takeovers

Fraud protection coverage plan.

The WEX Fraud team looks for and provides protection coverage for the types of occurrence listed above. In our experience, efforts by WEX's Fraud Department, in tandem with a customer's use of a fleet management policy; controls; and alerts, along with careful review of all reports, including exception reports, helps substantially reduce exposure to abuse and fraud, and any associated losses.

WEX has instituted business practices designed to help you detect and reduce fraud and/or misuse of the WEX card. WEX's Fraud Department performs three primary functions in an effort to identify and mitigate fraud on our fleet customers' accounts:

Primary Functions
• Review Transaction activity
• Identify potentially abusive or fraudulent behavior
• Notify customers when such behavior occurs

Our Fraud Department makes every effort to detect unusual or excessive purchase activity using constantly evolving techniques and reporting. If such activity is detected, an analyst will contact the fleet manager to bring it to their attention, noting details such as:

"Red Flag" Activity Indicators

● Date and time of purchase
● Merchant location
● Product purchased
● Driver identification number used to conduct the sale
● Dollar amount

Our Fraud Department has been instrumental in providing recommendations to prevent fraud from occurring, proactively working to identify fraudulent transactions, and working closely with fleets, merchants and appropriate authorities to minimize losses and prevent such situations from continuing or recurring.

WEX will terminate compromised cards within 48 hours if there are no fraudulent transactions. If WEX discovers a suspicious transaction, the card is terminated immediately and WEX will attempt to contact the fleet for verification. If the transaction proves to be legitimate, WEX can reactivate the card.

There are currently approximately 40 members of in WEX's fraud department. WEX works with state and local law enforcement, in all 50 states, in an effort to prosecute those who commit fraud with the WEX card.

WEX only covers liability for losses for counterfeit/skimmed transactions. For lost or stolen cards, liability only applies after the customer reports a loss.

If a WEX card is lost or stolen, it should be reported immediately to our Customer Service Department by calling the toll-free number. The Customer Service Department is available 24 hours a day, 365 days a year. The fleet can also notify WEX of the loss, theft, or unauthorized use of any card or account through WEXOnline®. Subject to any limitations imposed by applicable law, the fleet will be liable to WEX for all unauthorized use of a card until you notify us of such use.

Once a card has been reported as lost or stolen, it is immediately invalidated in the WEX system. After cancellation, all electronic authorizations associated with the card are declined at the time a purchase is attempted. Once WEX receives proper notification, the fleet will be relieved from liability for any subsequent charges to the card.

15.4 Contractor must provide program screening activity for external fraud patterns and the process for communicating potential external fraud with Cardholders and Program Administrators.

In recent years, white plastic fraud has become the most significant form of fraud in the fleet card industry. White plastic is the result of a third party stealing card information and loading that information onto a new card for the purpose of conducting fraudulent transactions. In the cases that we see, the data is primarily acquired through devices placed into Automated Fuel Dispensers (AFDs). The devices allow the perpetrators to capture the card numbers, Driver IDs, and odometer readings as they are input at the pump. It is important to know that it's not just WEX cards that

are affected by gas pump skimming; any other gas or bank card used at the same pump during the time a device is in place is also at risk of being compromised.

WEX uses the data available to us in an attempt to discern the Point of Compromise (POC) for each identified occurrence of white plastic. We use this data to review other cards used at the same location during the same time period for possible abuse. Based on this information and other variables, we determine which cards are most at risk for having white plastic created.

WEX also regularly communicates fraud patterns to our customers on an ad-hoc basis.

Finally, as a global payments innovator with more than 35 years in the market, WEX has developed SaferPayments, a **true 24/7 real-time system** that prevents fraud by intercepting fraudulent transactions “in-flight,” generating case queues for subsequent investigation and, in specific cases, triggering email alerts to customers.

SaferPayments is capable of preventing fraud at the holistic individual portfolio level, either during the authorization process or at the payment gateway. SaferPayments can prevent first party fraud and enforce business policies in one single instance for a true multi-channel/ multi-portfolio application. SaferPayments has been carefully programmed to prevent the authorization of the highest number of suspicious transactions possible without negatively impacting the customer experience by minimizing the number of “false positive” transactions that are stopped.

SaferPayments is an artificial intelligence based software that identifies risky transactions during the authorization process within milliseconds to prevent the degradation of authorization response times from the WEX authorization system. Transactions above a certain “suspicious level” will be declined, while all other transactions will be allowed to pass. SaferPayments delivers exceptionally accurate results at high fraud detection rates without impacting the customer experience. SaferPayments can detect anything from an unauthorized transaction due to a lost or stolen card, a compromised account (skimming, data breach, account takeover), or a potentially illicit transaction (money laundering, drug smuggling, etc.).

SaferPayments can both detect *and* prevent fraud. SaferPayments is both versatile and easily configurable, allowing WEX to maintain the fraud models internally, yet still provides robust fraud management capabilities. Using advanced machine learning algorithms, SaferPayments continuously “learns” as it aggregates transactions streaming through the solution to detect trends at a portfolio, customer, channel, product, and transaction level. WEX controls the settings that allows the WEX transaction authorization system to “pass”, “pass, but flag for review”, or “deny” any transaction or group of transactions.

Most traditional “neural” or “anomaly detection” software solutions rely heavily on pre-coded patterns of transactions or geolocation monitoring. They lack the ability to learn as they go and monitor all levels of a card portfolio. They also will typically only “flag” a transaction for review, but may not be able to actually stop a potentially fraudulent transaction from getting through the authorization process.

SaferPayments “learns” as it streams transactions through its logic. SaferPayments is able to monitor trends and activity at the portfolio, channel, customer, product, and transaction levels.

The logic within SaferPayments is highly configurable and as fraud trends are identified, will apply past learning, patterns, and trends to new transactions that stream through its logic engine. SaferPayments has multiple levels of detection which can actually prevent a transaction from authorizing or can flag a transaction for review by the fraud team depending upon scoring logic.

SaferPayments model maintenance requires no vendor intervention, enabling WEX to update models internally on a daily basis.

15.5 Fraudulent charges and communication.

WEX sends an immediate email notifying of potential fraud transactions. We don't execute massive "block and reissue" of potentially compromised cards. Our strategy involves enhanced monitoring of cards involved in a compromised event using Safer Payments decision intelligence (see 15.4).

15.6 Fraud deterrent of an EMV chip.

WEX will begin issuing chip cards in 2020 and will have a proprietary chip card live in market before the scheduled EMV liability shift in October 2020. This is in accordance with the industry wide movement led by the major card brands to require EMV chip usage at pay-at-the-pump fuel terminals.

An added benefit of the WEX chip cards will be that card renewal cycles will go from three years on current plastic to five-year renewal cycles (card expiration date). This will give fleets that added benefit of not having to deal with card swap outs due to expiring cards as often and help relieve some of that administrative burden.

WEX's current WEX Spec Compliance Policy requires that all WEX accepting merchants are able to accept a WEX chip card by October 2020 or merchants will cover the costs of any counterfeit fraud.

WEX developed its proprietary chip card in partnership with FIS, Multos and Gemalto, world-class leaders in chip card technology. This is the first fleet-centric chip applet designed specifically for the U.S. fleet industry, spec-based and customized for WEX Fleet.

Despite technological advances WEX is developing in the card, not all retail fuel merchants will choose to invest in chip card readers at the point of sale or at outside payment terminals due to the significant financial investment required. Some merchants will accept the risk of liability for fraudulent transactions. Because of this, the WEX Fleet card will have both a chip and magnetic stripe for many years to come.

WEX has taken a thoughtful and comprehensive approach to its chip card development:

- Because WEX's reputation is based on customer security and satisfaction, WEX chose to use a proprietary chip applet -- not a consumer based chip applet -- in order to continue to be the market leader in Fleet technology.
- The WEX research and development team initiated planning years in advance with a goal to define a lasting standard, and to release the highest quality solution for commercial fleet at the right time.

- WEX is building a WEX Chip Issuance Roadmap to provide a seamless transition to WEX chip cards for our fleet customers.
- WEX also is working directly with our WEX-accepting merchants, their payment processors and their POS/pin pad vendors to build and to ensure compliance of the WEX chip.

15.7 Contractor or system must provide a way for Purchasing Entities to report fraudulent activity, lost, or stolen cards. Purchasing Entities also know it is important to be able to verify credentials of someone reporting such activity.

If a WEX card is lost or stolen, it should be reported immediately to our Customer Service Department by calling the toll-free number. The Customer Service Department is available 24 hours a day, 365 days a year. The fleet can also notify WEX of the loss, theft, or unauthorized use of any card or account through WEXOnline®. Subject to any limitations imposed by applicable law, the fleet will be liable to WEX for all unauthorized use of a card until you notify us of such use.

WEX will process requests for replacement cards for lost, damaged, or stolen cards within one business day. If notification is received by 3:30 p.m. Eastern Time, you can have cards sent that day. You can use your own shipping account number or be charged a fee to cover the shipping costs.

Once a card has been reported as lost or stolen, it is immediately invalidated in the WEX system. After cancellation, all electronic authorizations associated with the card are declined at the time a purchase is attempted. Once WEX receives proper notification, the fleet will be relieved from liability for any subsequent charges to the card.

WEX actively works with authorities at both local and federal levels to help authorities identify and apprehend individuals associated with White Plastic and/or Skimming. This level of engagement sometimes involves undercover surveillance which could be jeopardized by an unknowing individual pursuing an investigation on his or her own.

WEX may assume liability (financial loss) for white plastic cases. WEX may also require the impacted fleet to submit a dispute form or an Unauthorized Use Affidavit. This notarized document may be requested should the matter be prosecuted and it enables WEX to submit information in a court proceeding as evidence. Without the formal notarization, the claims we are prosecuting on your behalf may be disallowed.

It is important to remember that diligence and responsiveness are also important for fraud mitigation:

- Timely review of transaction data and reports is critical to fast identification of suspicious activity.
- Expeditious reporting (including submission of the Unauthorized Use Affidavit, if requested) of any suspicious transactions.
- Drivers should be encouraged to report to Customer Service anything unusual at stations, such as a pump that may have been tampered with/opened or a card reader that appears abnormal.

15.8 Contractor or system must provide a way for Purchasing Entities to track reported fraud transactions to completion (closure).

WEX offers a comprehensive fraud prevention and management program. Most recently, we have been beta testing an enhanced customer facing claims management interface with a large government customer. This tool allows customers to view each claim, the claim number, type of claim, card number, date reported, age of claim, total dollars, claim status and date of resolution. Upon resolution, an email is sent to the fleet for notification. The information in the interface can be exported into a report (on demand or scheduled) so it can be easily shared with others in your organization. Once beta testing is complete, we expect to deploy this solution to other large customers. We expect this to be in place before the contract effective date of January 1, 2021.

15.9 Contractor or system must be able to resolve mass attacks (i.e. fraudulent low value charges on multiple cards at once) without requiring action from the Purchasing Entities.

This type of attack is not a risk to WEX Fleet card holders, as our transaction processing occurs on a closed-loop network, not over the Internet.

Regarding other Web-based applications, OWASP standards are built into development processes, and manual testing is performed in addition to peer review as required by our SDLC. WEX uses an automated dynamic application security testing (DAST) solution that scans web applications to find vulnerabilities and provide guidance on remediation.

WEX receives vulnerability announcements for relevant systems from vendors, third parties, NIST, FDIC, FBI, and other threat feeds, and has a dedicated security operations team managing and maintaining the vulnerability management program. The vulnerability management procedure requires a ticket to be generated and assigned to Information Technology operations teams for patching.

16. DISPUTED TRANSACTIONS

Purchasing Entities will pay according to the contract payment terms; however, in instances of dispute, the charges must be placed in suspense until there is resolution. The Contractor must propose a timely dispute procedure to ensure that the payment network charge back rights do not expire. If upon resolution of a dispute it is found that the transaction was actually an authorized charge, the Participating Entity will be liable for the payment within the payment terms as described herein.

16.1 Contractor must provide a resolution procedure for dealing with disputed transactions resulting from unauthorized charges, errors in cardholder billings, or problems with charges for merchandise or services that are not resolved between the Cardholder and Merchant.

Disputed Transaction Detail

- How users will notify the Contractor
- Ability to dispute transactions electronically as well as track through final resolutions of the charge
- Instructions for cardholders
- Instructions (including invoice adjustments) for billing offices
- Provisions for prompt investigation of disputed items

- Provisions for reporting/disposition on resolution of dispute to cardholders, approving officials, Program Administrators, and billing office
- Provisions for system identified disputed related credit or payment on resolved dispute.
- Any limitations on the timeline of disputed transactions.
- Any details on what components of the transaction can be disputed

The WEX transaction dispute process is outlined below:

1. A customer must notify WEX in writing of a disputed transaction within sixty (60) days of the billing date of said transaction. WEX requests that the customer to provide as many details regarding the transaction and the reason for dispute as possible, including, but not limited to the following: card number, driver identification number used, transaction date and time, transaction dollar amount, and reason for dispute. Additional information may be requested as necessary to facilitate the investigation.
2. The fleet's written dispute is then forwarded to the applicable department for follow up and investigation. If the dispute involves an allegation of abuse or fraud, it will be handled by WEX's Fraud Department and the dispute process may vary from the standards as outlined below depending on the nature and validity of the claim.
3. If the disputed transaction occurred inside the fueling location and required a signature from the cardholder, WEX may request a copy of the sales draft from the merchant. As a result of the ticket request, the fleet customer will receive a memo on their invoice noting that a transaction is in dispute.
4. Once the applicable merchant provides a copy of the sales draft, it will be reviewed for compliance with the fleet program. If WEX determines that the sale is valid in accordance with the program, the disputed charge balance will be carried forward for payment and will be subject to applicable late fees. Payment is expected during the next billing cycle. Copies of the sale draft are then forwarded to the fleet for review.
5. In the rare event that the transaction in question is determined to be a duplicate transaction, it is not necessary for WEX to request a copy of the ticket from the merchant. After receiving the fleet's dispute in writing and confirming that the transaction is a duplicate, WEX will permanently credit the account within five (5) business days.
6. If the disputed transaction occurred at an automated facility, a copy of the sales draft would not be available as no signature is required and swipe of the card into the card reader establishes that the card was present at the time of sale. Pursuant to the terms of our Agreement, "...use of a Card and DIN and entry of the applicable sales data into the card system will evidence (your) Agreement to pay for such purchases."
7. In the rare occasion that a technical error occurred at an automated facility, WEX will perform an investigation into the dispute sale.
8. Upon conclusion of the investigation, WEX will communicate the outcome of the investigation to the fleet customer. If a credit for a disputed transaction is warranted, it will be applied against the current billing period.

**Disputes of WEXPay™ transactions are subject to the MasterCard dispute process.*

Online Dispute Process

Provisioned users can use WEXOnline® to request ticket copies, initiate a transaction dispute on a single or multiple transaction(s), and maintain visibility until resolution.

Current rules about what types of transactions cannot be disputed (e.g., private site, transactions, aviation transactions, island card reader, etc.) still apply. Onscreen instructional text and error messaging will be displayed if a transaction doesn't meet the dispute criteria.

Fraud-related dispute requests can be initiated within WEXOnline®, but due to their urgent nature, these disputes are immediately routed to the WEX Fraud Department for analysis and review. Given their sensitive disposition and circumstance, information about fraud-related disputes, including their status, will not appear in WEXOnline®, and instead will follow existing communication channels.

WEXPay™ transactions cannot be disputed online and must follow the existing process. Onscreen error messaging with a hyperlink to the dispute form will appear if this type of transaction is selected.

17. CARD ACCEPTANCE

17.1 Card acceptance is critical to state business and is a scored element of this Competitive Solicitation.

The WEX Fleet Card offers acceptance in all 50 states, at more than 95% of U.S. retail fueling locations, all of which provide Level III data. The card is accepted by all major oil companies and fuel retailers, as well as independent merchants, in urban, rural, and remote locations. The WEX Fleet Card is also accepted at approximately 4,500 locations in Canada. Although the number of accepting locations fluctuates due to gas and service stations opening and closing, the WEX card is currently accepted at more than 132,000 retail locations. Of these, approximately 120,000 offer fuel or both fuel and service; approximately 32,000 offer service or both fuel and service.

WEX Fleet DriverDash, our free mobile fuel payments platform, is now accepted at more than 25,000 US fueling locations, with frequent new acceptance announcements. DriverDash is an industry-first, fleet fuel card mobile payments application. WEX Fleet DriverDash sets the fundamental framework and acceptance for how future payments will be made, including by the vehicle itself. As connected car technology grows and becomes more accessible, the need for these type of mobile payments applications and interfaces will continue to grow. Mobile payments are safer, more secure, and provide a greater level of flexibility and accuracy for what can be prompted for at the time of purchase.

WEX is always increasing its acceptance coverage for fuel, marina and service locations. Because we currently have acceptance at more than 95% of all U.S. fuel sites, our merchant acquisition strategy is driven by the needs of our fleet customers requiring service in remote areas or acceptance outside of domestic coverage. If a fleet customer identifies specific fueling needs, WEX will work toward signing any needed location.

If the customer has merchants that they would like to be part of the WEX accepting network who do not already have direct acceptance or cannot utilize the WEXPay™ tool, we will request the following information from the fleet:

- Merchant name
- Merchant address
- Merchant contact person
- Phone and fax numbers
- Expected utilization/volume from your fleet

- Name and phone number of fleet employee requesting WEX card acceptance

WEX will work with all interested parties toward gaining acceptance at the location. This includes either direct agreements or acceptance through our partnerships with network sales organizations and acquirers.

Number of WEX-accepting locations, July 2019:

Fuel, United States	137,862
Fuel, Canada	~ 4,500
EV (US)	~ 66,000
WEXPay (US)	~ 398,000