

SCHEDULE EE – TRANSITION PROJECT DELIVERABLE AND MILESTONE ACCEPTANCE

1. TRANSITION PROJECT DELIVERABLE AND MILESTONE ACCEPTANCE

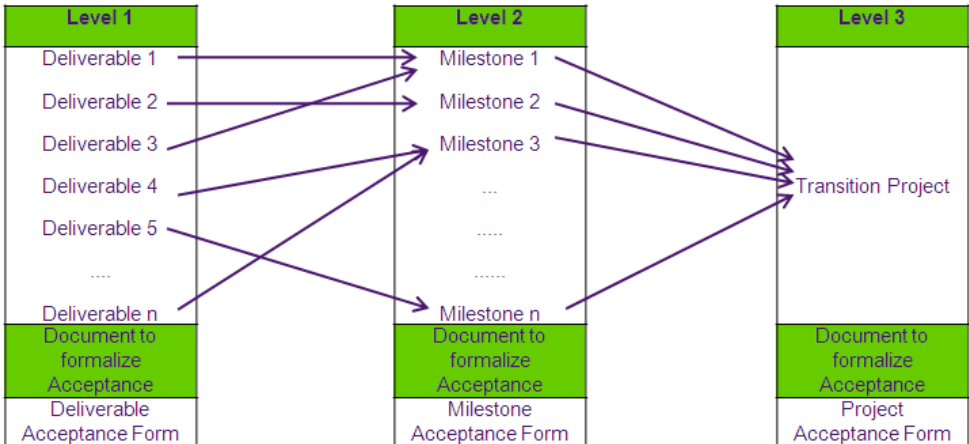
1.1 Purpose of this Schedule

The procedures, terms and conditions set out in this Schedule EE will apply to the delivery, testing and Acceptance of any Tested Deliverable provided by TELUS as part of a Transition Project (including the performance of Acceptance Testing) and determination of whether TELUS has achieved a Milestone of a Transition Project on or before its Milestone Date and whether TELUS has achieved Transition Project completion on or before its Implementation Date.

1.2 Acceptance Principles

Set out below is a description of the process TELUS and the GPS Entities will use to complete Acceptance of Tested Deliverables and Milestones for each Transition Project:

- (a) Transition Acceptance will be performed according to the following three level Acceptance model:
 - (i) Level 1: The first Acceptance level is the validation of the completion of the Tested Deliverables associated with a Transition Project.
 - (ii) Level 2: The second Acceptance level is the validation of the completion of a Milestone associated with a Transition Project.
 - (iii) Level 3: The third Acceptance level is the validation of the completion of a Transition Project.
- (b) Immediately below is a diagram of the Transition Acceptance model.



- (c) The GPS Entities and TELUS shall use the Tested Deliverable Acceptance form attached as Exhibit EE-1 (“**Deliverable Acceptance Form**”) to document Acceptance of Tested Deliverables, the Milestone Acceptance form attached as Exhibit EE-2 (“**Milestone Acceptance Form**”) to document Acceptance of

Milestones and the Transition Project Acceptance form attached as Exhibit EE-3 (“**Transition Project Acceptance Form**”) to document Acceptance of Transition Projects. **[NTD: Province Legal cannot get these documents, which were embedded in TELUS’ draft of this Schedule, to open. Forms are subject to Province review.]**

1.3 Level 1: Tested Deliverables Acceptance

The purpose of the Tested Deliverable Acceptance is to establish a timely agreement with a GPS Entity or the GPS Group, as applicable, that a Tested Deliverable conforms to and performs in accordance with the applicable Acceptance Criteria, Services Descriptions and Specifications and to ensure that Tested Deliverables are Accepted in a timely manner in order for subsequent Transition Project work to proceed with TELUS.

- (a) Each Transition Project will have deliverables, including Tested Deliverables, that will need to be completed in order to complete the Transition Project.
- (b) Tested Deliverables and their associated Acceptance Criteria are respectively logged and tracked by TELUS in a TELUS deliverable log and Acceptance Criteria log for each Transition Project (each, a “**TELUS Deliverable and Acceptance Criteria Log**”) which are part of the TELUS Project Control Workbook for the Transition Project. The Acceptance Criteria for each Tested Deliverable will be jointly defined and agreed to by TELUS and a GPS Entity or the GPS Group, as applicable as part of the development of the Transition Plan to which such Tested Deliverable relates. The Acceptance Criteria in the TELUS Deliverable and Acceptance Criteria Log defines what it means for a Transition Project Tested Deliverable to be considered complete and correct and what activities, including Acceptance Testing, will be used to verify the foregoing and the quality of such Tested Deliverable.
- (c) A TELUS Deliverable and Acceptance Criteria Log for a Transition Project will keep track of:
 - (i) the list of Transition Project deliverables;
 - (ii) the associated Acceptance Criteria that define a Transition Project Tested Deliverable as complete;
 - (iii) the TELUS provider of the deliverable to be completed;
 - (iv) the GPS Entity/Group recipient of the deliverable (and who will also verify it); and
 - (v) dates of scheduled completion and Acceptance Dates (if applicable) for the deliverables, as set out in the Transition Plan.
- (d) The Tested Deliverable completion and Acceptance process is as follows:
 - (i) TELUS will notify the one or more GPS Entities involved in the Transition Project (the “**Applicable GPS Entities**”) when a Tested Deliverable has

been completed from TELUS' perspective and is ready for Acceptance Testing by the Applicable GPS Entities, and will provide:

- A. all implementation, installation, training and other Services set out in the Transition Plan specific to Acceptance of such Tested Deliverable or otherwise reasonably required to enable Applicable GPS Entities to conduct Acceptance Testing of the Tested Deliverable in accordance with this Agreement; and
 - B. a Deliverable Acceptance Form to the Applicable GPS Entities be used by the Applicable GPS Entities to indicate whether the Tested Deliverable has been Accepted or rejected by the Applicable GPS Entities as a result of Acceptance Testing.
- (ii) TELUS will log the actual completion date of the Tested Deliverable in the TELUS Deliverable and Acceptance Log.
- (iii) Upon completion by TELUS of the obligations set out in section 1.3(d)(i)A, the Applicable GPS Entities will be entitled to conduct Acceptance Testing of the Tested Deliverable. Such User Acceptance Testing may include, at the Applicable GPS Entities' option (to the extent applicable):
- A. the operation of the Tested Deliverable in a live production environment (including the integration and operation of the Tested Deliverable in a live production environment with the systems and operations of the Applicable GPS Entities and other service providers of such GPS Entities); and
 - B. the performance by TELUS of all Services relating to such Tested Deliverable to the extent required in order to determine whether the Tested Deliverable conforms to and performs in accordance with the applicable Acceptance Criteria, Services Descriptions, Specifications and Service Levels, and that TELUS is capable of providing the Tested Deliverable and related Services in accordance with this Agreement.
- (iv) If the Applicable GPS Entities determine that all or any part of any Tested Deliverable fails to pass Acceptance Testing, the Applicable GPS Entities will complete the Deliverable Acceptance Form to indicate that the Applicable GPS Entities are rejecting the Tested Deliverable and the reasons for the failure of the Tested Deliverable to pass Acceptance Testing and will deliver the completed Deliverable Acceptance Form to TELUS.
- (v) Upon receipt of a Deliverable Acceptance Form indicating rejection of a Tested Deliverable, TELUS will immediately begin to make the necessary corrections and will engage in all activities required to make the Tested Deliverable conform to and perform in accordance with the applicable Acceptance Criteria, Services Descriptions and Specifications as soon as possible and, in any event, no later than ten (10) Business Days (or such longer period as TELUS and the Applicable GPS Entities may mutually

agree, acting reasonably) following receipt by TELUS of the Deliverable Acceptance Form. Upon the completion by TELUS of the activities described in the preceding sentence and receipt by the Applicable GPS Entities of a new Deliverable Acceptance Form, the Applicable GPS Entities will be entitled to resume Acceptance Testing in accordance with section 1.3(d)(iii) above. The provisions of section 1.3(d) will apply to any such additional Acceptance Testing.

- (vi) Acceptance of a Tested Deliverable (if any) will occur only upon the delivery by the Applicable GPS Entities to TELUS of a Deliverable Acceptance Form indicating acceptance of the Tested Deliverable. For greater certainty, the use by a GPS Entity of all or any part of any Tested Deliverable in a live production environment will not constitute Acceptance and a GPS Entity may so use all or any part thereof without waiving or otherwise affecting any rights that it has hereunder.
 - (vii) The Applicable GPS Entities will deliver a signed Deliverable Acceptance Form to TELUS in respect of a Tested Deliverable no later than 10 Business Days after receipt of such form from TELUS, or such longer period as TELUS and the applicable GPS Entities may mutually agree or other period as set out in the Transition Plan for such Tested Deliverable, if the Applicable GPS Entities determine, in their discretion, that the Tested Deliverable conforms to and performs in accordance with the applicable Acceptance Criteria, Service Descriptions, Specifications and Service Levels.
 - (viii) Upon receipt by TELUS of a Deliverable Acceptance Form for a Tested Deliverable, TELUS will complete the document by signing-off the document and indicating if the Tested Deliverable is Accepted or, rejected.
 - (ix) TELUS will log the actual date upon which a Tested Deliverable is Accepted in the TELUS Deliverable and Acceptance Log.
- (e) The parties agree that:
- (i) a subset of total Tested Deliverables may be presented for Acceptance sign-off in lieu of one by one Tested Deliverable submission;
 - (ii) not every deliverable has Acceptance Criteria associated with it;
 - (iii) only Tested Deliverables, and no other deliverables, require Acceptance Testing and Acceptance;
 - (iv) subject to the terms and conditions of section 4 of the main body of this Agreement (including section 4.3.2), the change process specified in the applicable Transition Plan will be used if a completion date or an Acceptance Date for a Tested Deliverable has to be revised; and

- (v) Disputes between the parties with respect to the completion or Acceptance of a deliverable will be managed in accordance with section 4.6 of the main body of this Agreement.

1.4 Level 2: Milestones Acceptance

The purpose of the Milestones Acceptance is to establish a timely agreement with the GPS Entities that a Milestone has been completed, including the completion of all related Tested Deliverables and GPS Dependencies.

- (a) Each Transition Project has Milestones that need to be completed in order for the Transition Project to be completed.
- (b) Milestones and their contributing Tested Deliverables and GPS Dependencies will be logged and tracked by TELUS in a TELUS Milestones log for each Transition Project (each, a “**TELUS Milestone Log**”) which is part of the TELUS Project Control Workbook for the Transition Project . The association of Tested Deliverables and GPS Dependencies to the Milestones will be agreed to by the applicable parties as part of the development of a Transition Plan.
- (c) The TELUS Milestone Log for a Transition Project will keep track of:
 - (i) the list of Milestones for the Transition Project;
 - (ii) their associated Transition Project deliverables and GPS Dependencies that need to be completed for a Milestone to be completed,
 - (iii) the Applicable GPS Entity representative(s) who will verify if a Milestone is complete, and
 - (iv) the Milestone Date for each Milestone.
- (d) The Milestone completion and Acceptance process is described below:
 - (i) Prior to the Milestone Date TELUS and the Applicable GPS Entities will review the completion progress of the related deliverables under the process indicated in section 1.3, above. If TELUS expects not to complete a Milestone’s contributing deliverables on time, TELUS will notify the Applicable GPS Entities’ representative(s) of the probable missed Milestone.
 - (ii) At the actual completion date of a Milestone (which occurs upon completion of all of the associated contributing deliverables), the TELUS Transition Project manager will submit to the Applicable GPS Entities a Milestone Acceptance Form to formalize the completion of the Milestone by the Applicable GPS Entities.
 - (iii) The actual completion date of the Milestone will be logged in the TELUS Milestone Log.

- (iv) Upon receipt by the Applicable GPS Entities of a Milestone Acceptance Form with respect to a Milestone pursuant to section 1.4(d)(ii), the Applicable GPS Entities Milestone will proceed with the Acceptance Testing (verification) of the completion of the Milestone by reviewing if the associated contributing Tested Deliverables have been completed and Accepted in accordance with section 1.3.
 - (v) Acceptance of a Milestone will occur only upon the delivery by the Applicable GPS Entities to TELUS of a Milestone Acceptance Form indicating acceptance of the Milestone.
 - (vi) If the Applicable GPS Entities determine that a Milestone has not been completed, the Applicable GPS Entities will complete the Milestone Acceptance Form to indicate that the Applicable GPS Entities are rejecting TELUS' determination that the Milestone has been completed and the reasons for such rejection and will deliver the completed Milestone Acceptance Form to TELUS.
 - (vii) Upon receipt of a Milestone Acceptance Form indicating rejection of a Milestone, TELUS will immediately undertake all necessary activities to complete the Milestone including any required activities under section 1.3 with respect to the associated Tested Deliverables. Upon the completion by TELUS of the activities described in the preceding sentence and receipt by the Applicable GPS Entities of a new Milestone Acceptance Form, the Applicable GPS Entities will be entitled to resume Acceptance Testing in accordance with section 1.4(d)(iv) above. The provisions of section 1.4(d) will apply to any such additional Acceptance Testing.
 - (viii) The Applicable GPS Entities will deliver a signed Milestone Acceptance Form to TELUS no later than 10 Business Days after receipt from TELUS of such form, or such longer period as TELUS and the applicable GPS Entities may mutually agree or other period as set out in the applicable Transition Plan, in respect of a Milestone if the Applicable GPS Entities determine all of the associated contributing Tested Deliverables have been completed and Accepted in accordance with section 1.3.
 - (ix) Upon receipt by TELUS of a Milestone Acceptance Form for a Milestone, TELUS will complete the document by signing-off the document and indicating if the Milestone is Accepted or rejected.
 - (x) TELUS will log the actual Acceptance date of a Milestone in the TELUS Milestone Log.
- (e) The parties agree that:
- (i) subject to the terms and conditions of section 4 of the main body of this Agreement (including section 4.3.2), the change process specified in the applicable Transition Plan will be used if a Milestone Date has to be revised;

- (ii) Disputes between the parties on the completion of a Milestone will be managed in accordance with section 4.6 of the main body of this Agreement; and
- (iii) the applicable remedies specified in section 4.4 of the main body of this Agreement will apply if TELUS fails to complete a Milestone for a Transition Project by its Milestone Date.

1.5 Level 3: Transition Project Acceptance

The purpose of the Transition Project Acceptance is to establish mutual agreement that a Transition Project is complete, including the verification that all Tested Deliverables have been completed and Milestones met. This is a key input to gaining Transition Project closure.

- (a) The Transition Project Acceptance formally closes the Transition Project and represents both the legal and administrative closure of the Transition Project to ensure that all parties involved in the Transition Project are in agreement that completion has been achieved. This constitutes an agreement between the applicable parties that a Transition Project is complete, and that steady state operations now apply to the Services implemented as result of the Transition Project.
- (b) The TELUS Milestone Log for a Transition Project will keep track of the Implementation Date for the Transition Project.
- (c) A Transition Project is deemed ready for Acceptance (completion sign-off) when the following elements have been met:
 - (i) all Acceptance Criteria for Tested Deliverables of the Transition Project have been met;
 - (ii) all required “sign-off” on Tested Deliverables and Milestones of the Transition Project have been received;
 - (iii) all required “sign-off” on the change requests with respect to the Transition Project have been received;
 - (iv) all material outstanding issues with respect to the Transition Project have been addressed;
 - (v) a Transition Project satisfaction survey has been received from the Applicable GPS Entities; and
 - (vi) TELUS has prepared and delivered to the Applicable GPS Entities a Transition Project closure report and a lessons learned session has been completed by TELUS and the Applicable GPS Entities.
- (d) Once all the elements set out in section 1.5(c) above are validated by the GPS Entities through appropriate Acceptance Testing, the Applicable GPS Entities will provide final Acceptance of the completion of the Transition Project by signing off a Transition Project Acceptance Form for the Transition Project no later than 10

Business Days after receipt of the Transition Project Acceptance Form, or such longer period as TELUS and the applicable GPS Entities may mutually agree or other period as set out in the Transition Plan for such Transition Project. This signoff marks the formal closure of the Transition Project.

- (e) The parties agree that:
 - (i) if there are any outstanding issues with respect to a Transition Project, TELUS and the Applicable GPS Entities will define and document appropriate processes to resolve the issues, including a mutually agreed date for completion/resolution of such issues;
 - (ii) subject to the terms and conditions of section 4 of the main body of this Agreement (including section 4.3.2), the change process specified in the applicable Transition Plan will be used if an Implementation Date for a Transition Project has to be revised,
 - (iii) Disputes between parties on the completion or Acceptance of a Transition Project will be managed in accordance with section 4.6 of the main body of this Agreement; and
 - (iv) the applicable remedies specified in section 4.4 of the main body of this Agreement will apply if TELUS fails to complete a Transition Project by its Implementation Date.

Deliverable(s) Acceptance Form

Project Information			
Program Name	STSP Transition	Project #	P0910-XX
Project Name		Domain (Col B ¹)	
Project Manager		Stream (Col C ¹)	
Date Created		GPS Entity (Col E ¹)	
Acceptance Required by: (Col S ¹)		Reference	<ul style="list-style-type: none"> Project Control Workbook - Deliverables & Acceptance Log¹ - Actions/Decisions/Issues Log²

Deliverables			
<p>The deliverables noted below have been tested to ensure conformity and performance in accordance with the applicable acceptance criteria, services descriptions and specifications.</p>			
ID# (Col A ¹)	Deliverable Title (Col F ¹)	Target Acceptance Date (Col T ¹)	Actual Acceptance Date

Outstanding Actions/Decisions/Issues		
<p>The following items are outstanding, but they do not impede Deliverable acceptance.</p>		
Action/Decision/Issue (Col G ²)	Completion Assigned To (Col K ²)	

Deliverables Acceptance		
<p>Upon agreement to the above and completion of any identified exceptions pertaining to this transition, these Deliverable(s) are considered officially accepted by the signatories noted below.</p>		
Acceptance	Yes	No
Accepted		
Rejected		
Cancelled		
Exceptions		

Comments (mandatory if *rejected, cancelled* or *excepted*)

Acceptance Signatories				
<p>The signatories noted below are authorized to approve the acceptance of the Deliverable(s) noted in this document.</p>				
Organization	Title	Name	Signature	Date
TELUS	Project Manager			yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd

Milestones(s) Acceptance Form

Project Information			
Program Name	STSP Transition	Project #	P0910-XX
Project Name		Domain (Col B ¹)	
Project Manager		Stream (Col C ¹)	
Date Created		GPS Entity (Col E ¹)	
Acceptance Required by: (Col KP ¹)		Reference	<ul style="list-style-type: none"> Project Control Workbook - Milestone Log¹ - Actions/Decisions/Issues Log²

Milestones			
The milestones(s) noted below have been completed, including the completion of all related Tested Deliverables and GPS Dependencies.			
ID# (Col A ¹)	Milestone (Col G ¹)	Target Acceptance Date (Col L ¹)	Actual Acceptance Date

Outstanding Actions/Decisions/Issues		
The following items are outstanding, but they do not impede Milestone closure.		
Action/Decision/Issue (Col G ²)	Completion Assigned To (Col K ²)	



Milestones(s) Acceptance Form

Milestone Acceptance

Upon agreement to the above and completion of any identified exceptions pertaining to this transition, these Milestone(s) are considered officially accepted by the signatories noted below.

Acceptance	Yes	No
Accepted		
Rejected		
Cancelled		

Comments (mandatory if *rejected, cancelled* or *excepted*)

Acceptance Signatories

The signatories noted below are authorized to approve the acceptance of the Milestone(s) noted in this document.

Organization	Title	Name	Signature	Date
TELUS	Project Manager			yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd

Project Acceptance Form

Project Information			
Program Name	STSP Transition	Project #	P0910-XX
Project Name		Domain (Col B ¹)	
Project Manager		Stream (Col C ¹)	
Date Created		GPS Entity (Col E ¹)	
Acceptance Required by:		Reference	<ul style="list-style-type: none"> • Project Control Workbook • Project Closure Report

Project Summary				
	# Accepted	# Declined	# Cancelled	Total
Deliverable(s)				
Milestone(s)				
Change Request(s)				
	# Closed	# Open		Total
Issue(s)				

Project Acceptance Elements Met	Yes	No	Comments (mandatory if No)
All Acceptance Criteria for Test Deliverables of the Transition Project have been met			
All required "sign-off" on Tested Deliverables and Milestones of the Transition project have been received			
All required "sign-off" on the change requests with respect to the Transition Project have been received			
All material outstanding issues with respect to the Transition Project have been addressed			
A Transition Project satisfaction survey has been received from the Applicable GPS Entities			
A <i>Lessons Learned</i> session has been completed by TELUS and the Applicable GPS Entities			
TELUS has prepared and delivered to the Applicable GPS Entities a Transition Project Closure Report			

Project Acceptance

The signatories noted below mutually agree that this Transition Project is complete; including verification that all Test Deliverables have been completed, Milestones have been met and the Project is Accepted.

Acceptance	Yes	No
Accepted		
Rejected		
Cancelled		

Comments (mandatory if *rejected* or *cancelled*)

Acceptance Signatories

The signatories noted below are authorized to approve the acceptance of this Project.

Organization	Title	Name	Signature	Date
TELUS	Project Manager			yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd
				yyyy/mm/dd