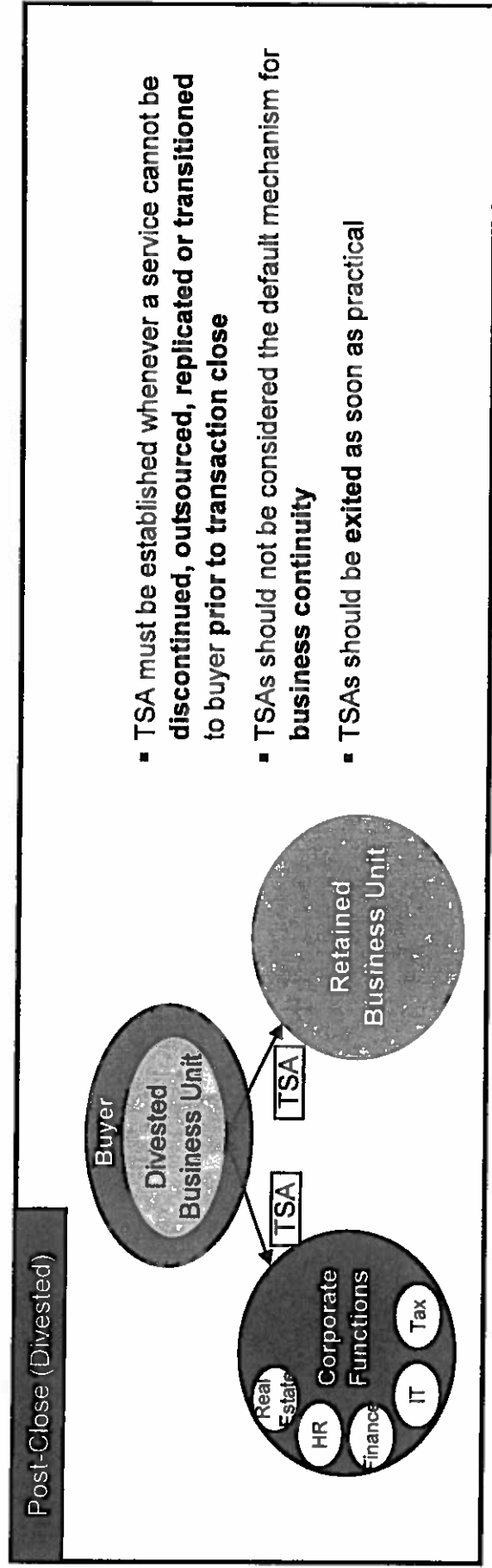
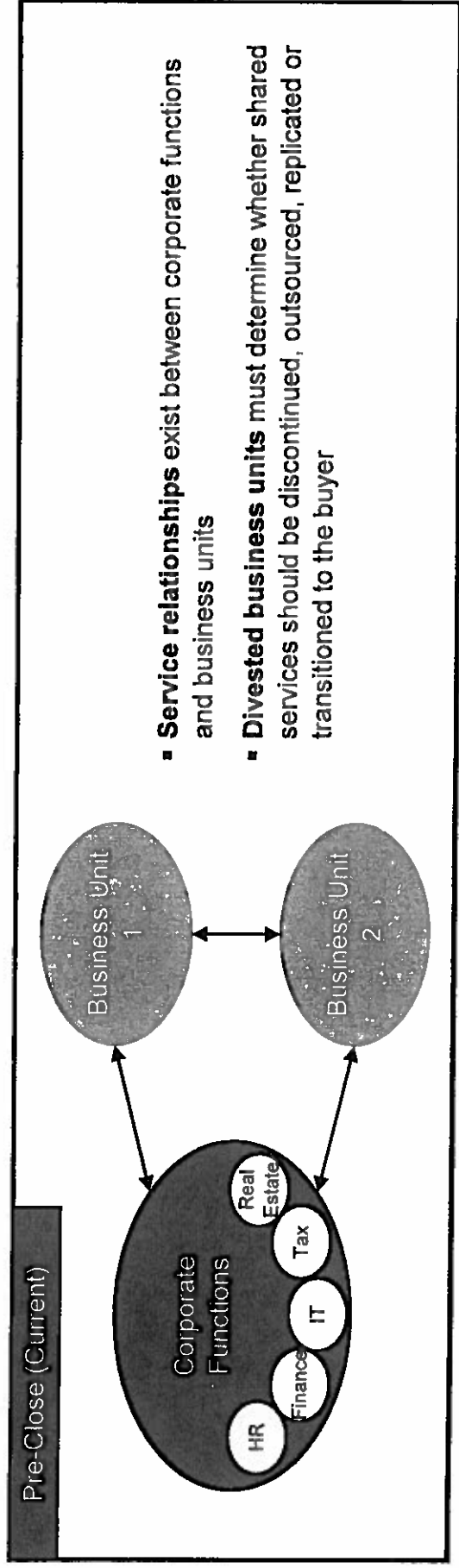


Purpose of TSAs

Divested business units often require TSAs in order to ensure business continuity



How are TSAs structured?

A TSA has two primary components – a legal agreement that governs the overall contractual provisions, and schedules outlining the scope, fees, durations, etc. for services

_____ Legal Agreement _____

_____ Schedules _____



Example TSA Schedule

Item	Description	Unit	Rate	Start Date	End Date
1	Project Management	Hour	\$150	01/01/2024	12/31/2024
2	Quality Assurance	Hour	\$120	01/01/2024	12/31/2024
3	Technical Support	Hour	\$100	01/01/2024	12/31/2024
4	System Integration	Hour	\$180	01/01/2024	12/31/2024
5	Documentation	Hour	\$90	01/01/2024	12/31/2024
6	Training	Hour	\$110	01/01/2024	12/31/2024
7	Consulting	Hour	\$130	01/01/2024	12/31/2024
8	Reporting	Hour	\$80	01/01/2024	12/31/2024
9	Compliance	Hour	\$140	01/01/2024	12/31/2024
10	Security	Hour	\$160	01/01/2024	12/31/2024

- Legal agreements are **written by the legal counsel**, but should be reviewed by the support functions and lines of business
- Legal agreements outline the **“rules of the road”** and contain information, such as:
 - General Legal Provisions
 - Dispute Resolution Process
 - Indemnification
 - Invoicing and Payment Terms
 - Confidentiality Provisions
 - Legal Obligations and Rights

- Schedules are **developed by the functions** who are the beneficiary of the provided services
- Schedules are the **list of services** to be delivered and contain the following information:
 - Service Name and Description
 - Service Provider / Recipient
 - Service Period
 - Service Levels
 - Key Metrics (e.g. hours, licenses, etc.)
 - Pricing of Services
 - Service Managers
 - Third Party Issues
 - Exit Plans (as applicable)