

CYLAB MEMBERSHIP AGREEMENT

Full Corporate Partner Level

Membership Fee of \$350,000 per year for 3 years

FULL CORPORATE PARTNERS will have access to the following benefits in accordance with the Standard Terms:

1. *Attendance at CyLab Annual Meeting:* Members' representatives will be welcome to attend CyLab Annual Meeting. Each member may send up to 2 attendees. Additional attendees will be allowed solely at CyLab's discretion.
2. *Participation in CyLab Interest Groups:* CyLab members, with the support of CyLab faculty and staff, may from time to time create and manage interest groups on topics of importance. Member may participate in any and all CyLab interest groups in existence during Member's term of membership.
3. *Access to members-only section of CyLab website:* Member will have access to a private, members-only section of the CyLab website. Faculty and researchers may post papers that have been accepted for publication (but that will not appear in the literature for several more months) to this section of the website. In addition, from time to time certain Carnegie Mellon faculty and graduate students working on CyLab research projects will use this section of the web site to post slides from presentations on their research and, when appropriate, additional material, including code they have written and tools they have developed (as discussed in paragraph 5 below).
4. *Access to webcast seminars:* Member will have access to any and all live and/or archived seminars made available by CyLab to members at all levels.
5. *Access to reports/tools:* Member is hereby granted an Internal Use License to use certain CyLab reports and/or tools made generally available by CyLab, in its discretion, to members at all levels, during the time Member is In Good Standing. Such CyLab-developed reports/tools are anticipated to include: (a) annual reports issued by CyLab, which can vary from time-to-time but may include an Insider Threat Guide, State of the Art in Software Assurance report, Privacy Policy Trends Report, and Regulatory Compliance Guide, and (b) selected work product of CyLab's Industry Interest Groups, which may vary from time to time but could include things like a Secure Software Development Tools Course and/or System Quality Requirements Engineering (SQUARE) Methodology and Tool.
6. *Acknowledgment of membership; Visibility on CyLab website, promotional materials, and sponsored events:* Member may list in its publications and/or on its web site that it is a Full Corporate Member of the CyLab research consortium operated by Carnegie Mellon University.
- 7.. *Internal-Use License to Results of CyLab Projects:* If Member elects either option 8a, 8b or 8c below, Member will receive an Internal-Use License to the results of the project so supported. From time to time, CyLab will post on its web site information regarding CyLab projects along with a listing of CyLab Intellectual Property created and available for licensing under such projects ("Project Results"). Each year during the term of Member's Agreement, Member may select up to two (2) additional posted Project Results for which it would like to obtain an Internal-Use license. After notifying CyLab in writing of its selection, CyLab will provide access to the selected Project Results and hereby agrees that Member will have an Internal-Use license to use them.

8. Member may choose from the following five benefits during each year of membership. CyLab will use 65% of Member's annual Membership Fee (the "Designated Funds") to fund the benefit selected by Member. If Member does not notify Carnegie Mellon of Member's selection within forty-five (45) days after Member's Enrollment Date (or, for subsequent years, after the applicable anniversary of Member's Enrollment Date), Member agrees that the Designated Funds for that membership year will be handled under 8(d) below, or any combination of their choice:

- a. *Specification of up to two (2) masters-level group project or doctoral-level group project within CyLab:* Member will be entitled to specify a topic and direct a semester-long project on that topic by master students, or doctoral students working with CyLab faculty. Each program requires a semester-long project, equivalent to three courses. Member is hereby granted an Internal-Use license to the work product turned in by the students in the course.
- b. *Up to three (3) Named Fellowships in Information Assurance Studies:* CyLab will create up to three Fellowships in Information Security Studies in the name of Member to be used for graduate students. Member and CyLab will jointly determine recipients of the fellowships each year. Member agrees to offer such fellows summer internships at Member's location with a student stipend to be paid by Member. Member understands and agrees during such internship, the student fellows will not be permitted to work on projects that involve CyLab Intellectual Property and do not have the authority to grant rights to CyLab Intellectual Property to Member.

The fellowships will be widely advertised by CyLab, on its website, in brochures, and other marketing materials. This will enhance CyLab's ability to attract the highest caliber students and will provide Member with a highly effective means to enhance its ability to recruit top students from the premier program in the nation for networking and security.

- c. *Sponsorship of two (2) PhD. Students at CyLab:* Member may sponsor two PhD. students and work with the CyLab faculty member advising the students to jointly define a research project. Member is hereby granted an Internal-Use license to the Intellectual Property created by the PhD student using the Designated Funds.
- d. *Placement in CyLab funding pool:* Member may confirm that the Designated Funds may be used in Carnegie Mellon's discretion.
- e. If Member would like to place one of its employees as a visiting research scientist at CyLab, it agrees to first contact Carnegie Mellon to discuss and document the terms of such an arrangement. Carnegie Mellon accepts visiting scientists on a case-by-case basis at its discretion. The visiting research scientist would be assigned a faculty advisor on the specified project, workspace in the Collaborative Innovation Center (including telephone and general office equipment). The visiting research scientist could teach graduate level seminars in their subject area of expertise.

9. *Education-related benefits:*

- a. *Guaranteed, complementary seats for two(2) Member employees enrolled in executive education offerings.* From time to time, CyLab develops and offers short courses, symposia, and workshops to address the broad set of skills, expertise, and knowledge required by Chief Security Officers (CSOs) and Chief Information Security Officers (CISOs), as well as for other "C-Level" corporate positions. These short, high-impact programs are typically in great demand and are frequently over subscribed. Member will be granted a 25% discount on the registration fees the CyLab normally charges for its courses. In addition, Member will be guaranteed the opportunity to purchase up to four (4) seats in every CyLab offering (though if Member confirms to Carnegie Mellon that it does not intend to purchase some or all of these 4 seats for a particular course offering, Carnegie Mellon may make those seats available to others).

b. *Visiting Partner's Representative at CyLab for One Month:* A partner is welcome to place one of its employees as a visiting representative at CyLab for up to one (1) month. To exercise this benefit, a partner makes a formal request to CyLab, and must receive CyLab's formal approval. Approval would be subject to scheduling considerations and space availability.

c. *Reduced Price on Training Courses Offered by the Computer Emergency Response Team (CERT) Coordination Center (CERT/CC):* The CERT/CC offers courses for managers and technical personnel in areas such as creating and managing computer security incident response teams, responding to and analyzing security incidents, and improving network security. Member will be granted the rate charged for U.S. Government agencies, which is approximately equivalent to a 20% discount on the registration fees CERT/CC normally charges private sector entities for its courses.