



This Diligent Corporation Order Form ("Order Form") by and between Diligent Corporation ("Diligent") and Erie County Gaming Revenue Authority ("Client") details the terms of Client's use of the products and services set forth below ("Product and Pricing Summary"). This Order Form shall become effective on the Effective Date. This Order Form, together with the BoardEffect® Platform Master Terms located at www.boardeffect.com/terms ("Master Terms") as of the date of the Client's signature to this Agreement and incorporated by this reference, form the entire agreement between the parties in respect of the offerings set forth in the Pricing Summary. Upon request, the Master Terms can be provided the Client. Notwithstanding anything to the contrary in any purchase order or other document provided by Client, any product or service provided by Diligent to Client in connection with a purchase order related to this Order Form is conditioned upon Client's acceptance of this Order Form and the Master Terms. Any additional, conflicting or different terms proffered by Client in a purchase order or otherwise shall be deemed null and void. Each of the individuals executing this Order Form represent and warrant that he or she is authorized to execute the Agreement on behalf of Client or Diligent, as applicable.

*If executed by Client after this date, Diligent may accept or reject this Order Form in its sole discretion.

In consideration of the promises set forth herein, the parties hereby agree as follows:

Pricing Summary

BoardEffect Solutions	# Users	# of Boards	Annual License
BoardEffect Package Subscription	Up to 20	1	USD 6,000.00
SUBTOTAL			USD 6,000.00
TOTAL FEES DUE			USD 6,000.00

Invoicing		Notices	Authority
Client Contact Name:	TAMMI MICHALI		
Address:	5340 FRYLING ROAD SUITE 201 ERIE, PA 16570		
Billing Contact:	TAMMI MICHALI		
Phone:	814-897-2690		
E-mail:	tmichali@ecgra.org		

IF APPLICABLE:

- Purchase Order Required for Invoicing.
- Tax-exempt Entity: Please attach a copy of your tax-exemption certificate to this order form.

B. Effective Date

1. Effective Date: The date indicated below.

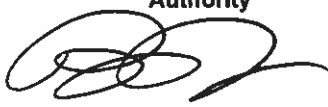
C. Payment Terms

1. All payments shall be due Net 30 days from the date of the invoice. Unless otherwise specified, all dollars (\$) are United States currency.
2. All Annual License fees shall be paid in accordance with the following schedule: half (50%) being paid on or around the Effective Date (or anniversary of the Effective Date, as applicable) and the second half (50%) being paid on or around six (6) months after the Effective Date (or six (6) months after the anniversary of the Effective Date, as applicable). Diligent will issue an invoice to Client for the first half of the Initial Term's Annual License fee and any other fees set out in the Order Form (if any) on or about the date the Agreement is executed by both Parties. Diligent will issue an invoice to Client for the second half of the Initial Term's Annual License fee and any other fees set out in the Order Form (if any) on or about six (6) months after the Effective Date. For each Renewal Term, Diligent will (i) invoice Client for the first half (50%) of the Annual License fees and any other fees set out in the Order Form (if any) thirty (30) days prior to the commencement of the Renewal Term, and (ii) invoice Client for the second half (50%) of the Annual License fees and any other fees set out in the Order Form (if any) on or about five (5) months after the commencement of the Renewal Term.
3. Sales Tax: If applicable, a copy of Client's Sales Tax Direct Pay Certificate or Client's Sales Tax Exemption Certificate must be returned with this Order Form.

D. Special Provisions

None.

IN WITNESS WHEREOF, the parties hereto have executed this Order Form as of the Effective Date. Authority

Client:	Erie County Gaming Revenue Authority	Diligent:	Diligent Corporation
Signature:		Signature:	
Name (printed):	Perry W. Wood	Name (printed):	
Title (printed):	Exec Dir	Title (printed):	
Effective Date:	8-27-19	Date:	

DATE: 8-27-19
 APPROVAL: PNW
 ACCOUNT: Phone/IT
 AMOUNT: \$3,000 -

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

Erie County Gaming Revenue Authority

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 3790663

Erie County Gaming Revenue Authority
2528 Bird Drive
Erie, PA 16510