

Retail Fuel Card Services

Service Level Commitments



The U.S. Bank Fleet Card is one of the most widely accepted fleet cards in the industry today. The U.S. Bank Fleet Card, through the Voyager[®] network, is accepted at more than 230,000 major and regional fuel and maintenance locations in all 50 states and Puerto Rico. Of those merchants, nearly 152,000 are fuel merchants, which represent 93% of all fuel accepting merchants in the United States. U.S. Bank Fleet Cards are accepted at all major oil company stations, at all regional and super-regional oil companies, and at most independent fuel retailers nationwide.

Tax Exemption

U.S. Bank automatically exempts federal and state taxes for all government entities who are registered tax exempt vendors. The proprietary tax exemption process removes all taxes at the transaction posting time for all sales of gasoline, diesel, E85, and aviation fuel.

Roadside Emergency Assistance

National Automobile Club provides convenient, on-demand roadside assistance for fleet drivers. Roadside services for passenger, light through heavy duty and specialty vehicles is available 24 hours a day throughout the U.S., Canada and Puerto Rico. Services include towing, tire change, fuel delivery, battery services, lockout service, and mechanical first aid.

Customer Service Representatives

U.S. Bank's Customer Service Department, based in Overland Park, Kansas, provides toll-free 24/7 account assistance upon verification of personal information. Responsibilities include responding to emergency roadside assistance needs, assisting with our vendor location tools, and coordinating with our temporary vehicle replacement program. Our customer service department also manages account maintenance requests such as card replacement, manual authorizations, processing lost/stolen card reports, and resets for Fleet Commander Online passwords.

The U.S. Bank Customer Service Call Center, located in Overland Park, Kansas is available 24/7 to assist with the following:

- Basic Fleet Commander™ *Online* Support
- Transaction Limit Support
- Driver Authorization
- Vehicle Maintenance Authorization
- Roadside Assistance
- General Account Maintenance Requests
- Billing and Invoice Support

Dedicated Account Coordinator, Pam Pradham

Your Dedicated Account Coordinator, Pam Pradham will provide the following ongoing daily service to Fleet Administrator (7:00 p.m. to 5:30 p.m., Monday through Friday). Pam will also have a fully trained and dedicated backup Account Coordinator, Jamal Reed, who will be fully versed on relationship and will also be available to help your authorized account contacts.

:

- Technical Issue Resolution
- Account Management
 - Organizational/Hierarchy Changes
 - Card / Vehicle / Driver Account Changes

- Billing and Invoice Support
- Data Reporting or Ad Hoc Reporting Requests
- Transaction Disputes / Fraud Case Initiation
- Bulk Fuel Data Integration

Dustin will assist with all aspects of program management.. He will be available during normal business hours to support with the facilitation of any technical support needs.

Relationship Manager, Terri Lewcun

Your dedicated Relationship Manager, Terri Lewcun, who will provide direction during program implementation, will establish training classes for all State Program Administrators, as well as ensure training is conducted for each of Agency contacts. Terri is conveniently located in Houston, Texas, and can be available onsite to facilitate the resolution of any significant technical support or relationship management needs. Terri will be available to Customers on an “on demand” basis.

Technical Support for Account Management Tool

U.S. Bank’s Fleet Card Customer Service Representatives are available to personally assist CUSTOMER with technical support for Fleet Commander™ *Online* between the hours of 6 a.m. and 8 p.m. CST.

U.S. Bank Customer Service provides:

- Full account maintenance (card, vehicle, driver, billing, limit requests, etc.)
- Transaction dispute resolution assistance
- System Issues
- Technical support for Fleet Commander™ *Online*

Card Activation

There is no activation process for U.S. Bank Fleet Cards; cardholders will receive active cards that will require a PIN, Driver ID or Vehicle ID to make a purchase.

U.S. Bank will send new cards on the following business day after the account has been approved by an authorized point of contact. Your Account Coordinator will have provided an account profile for each new account via fax or e-mail so that CUSTOMER has all PINs prior to receiving the cards. All new cards are issued with active PINs.

Option 1—Cards Prompting for PINs

When a card is tied to a PIN, there is a 1:1 relationship between that card and PIN. For example, the PIN number assigned to a card is the only number that can ever be used to validate that card for approval at the pump. There are four ways customers can manage cards tied to PINs within the U.S. Bank Voyager Program.

1. Call into the U.S. Bank Customer Service Center—Calls are answered 24/7 by knowledgeable Customer

Service Representatives who will be able to assist any of customers authorized account contacts with their add/change/delete PIN requests.

2. **Speak with a dedicated Account Coordinator**—Dustin Moore, dedicated Account Coordinator, will be available to assist customers with any PIN concerns during normal business hours (7:00 p.m. to 5:30 p.m., Monday through Friday). Pam will also have a fully trained and dedicated backup Account Coordinator, Jamal Reed, who will be fully versed on relationship and will also be available to help your authorized account contacts with PIN requests.
3. **E-mail your Account Coordinator or dedicated State Government Team inbox**—e-mail Pam Pradham, your designated U.S. Bank Account Coordinator, to manage PINs. U.S. Bank will also supply customer with a dedicated e-mail inbox for PIN and card management requests, or any other general account inquiries. Both Pam Pradham and the dedicated State Government Team inbox will monitor e-mails during normal business hours (7:00 a.m. to 5:30 p.m., CST). The U.S. Bank standard handling time for card management requests sent via e-mail is 24 hours. Large card management requests (add/change/delete more than 50 PINs) may be handled by a system macro process which will require more time. E-mails regarding less than 50 PIN requests will typically be handled on the same day the request is sent, provided the e-mail was sent prior to 5:00 p.m..
4. **Manage PINs through Fleet Commander™ Online**—The U.S. Bank Fleet Commander™ Online website is available to customer 24/7, and has the greatest up-time (99.84%) of any fleet management website available in the marketplace today. Fleet Commander™ Online allows authorized users to manage PINs in real time.

Option 2—Cards Prompting for Driver IDs

When a card is tied to a vehicle (or issued untied) and prompts for a Driver ID, there is a 1:1111 (one to many) relationship between the card and its associated Driver IDs. For example, the card may be activated with any of a number of valid Driver IDs. The Voyager mainframe system allows for up to 999,999 active Driver IDs per account, and any active ID can be used by any active card.

There are four ways to manage cards tied to Driver IDs within the U.S. Bank Fleet Card Program:

1. **Call into the U.S. Bank Customer Service Center**—Calls are answered 24/7 by knowledgeable Customer Service Representatives who will be able to assist any of authorized account contacts with their add/change/delete Driver ID requests.
2. **Speak with a dedicated Account Coordinator**—Dustin Moore, dedicated Account Coordinator, will be available to assist customers with any Driver ID concerns during normal business hours (7:00 p.m. to 5:30 p.m., Monday through Friday). Pam will also have a fully trained and dedicated backup Account Coordinator, Jamal Reed, who will be fully versed on customer's relationship and will also be available to help your authorized account contacts with Driver ID requests.
3. **E-mail your Account Coordinator or dedicated State Government Team inbox**—e-mail Pam Pradham, your designated U.S. Bank Account Coordinator, to manage Driver IDs. U.S. Bank will also supply customer with a dedicated e-mail inbox for Driver ID and card management requests, or any other general account inquiries. Both Pam Pradham and the dedicated State Government Team inbox will monitor e-mails during normal business hours (7:00 a.m. to 5:30 p.m., CST). The U.S. Bank standard handling time for card management requests sent via e-mail is 24 hours. Large

card management requests (add/change/delete more than 50 IDs) may be handled by a system macro process which will require more time. E-mails regarding less than 50 ID requests will typically be handled on the same day the request is sent, provided the e-mail was sent prior to 5:00 p.m.

4. Manage Driver IDs through Fleet Commander™ Online—The U.S. Bank Fleet Commander™ Online website is available 24/7, and has the greatest up time (99.84%) of any fleet management website available in the marketplace today. Fleet Commander™ Online allows authorized users to manage Driver IDs in real time through a quick and efficient interface.

Option 3—Cards Prompting for Vehicle IDs

When a card is tied to a Driver (or issued untied) and prompts for a Vehicle ID, there is a 1:1111 (one to many) relationship between the card and its associated Vehicle IDs. For example, the card may be activated with any of a number of valid Vehicle IDs. The U.S. Bank mainframe system allows for up to 999,999 active Vehicle IDs per account, and any active ID can be used by any active card.

There are four ways customers can manage cards tied to Vehicle IDs within your U.S. Bank Fleet Card program:

- 1. Call into the U.S. Bank Customer Service Center**—Calls are answered 24/7 by knowledgeable Customer Service Representatives that will be able to assist any of authorized account contacts with their add/change/delete Vehicle ID requests.
- 2. Speak with a dedicated Account Coordinator**—Dustin Moore, dedicated Account Coordinator, will be available to assist customer with any Vehicle ID concerns during normal business hours (7:00 p.m. to 5:30 p.m., Monday through Friday). Pam will also have a fully trained and dedicated backup Account Coordinator, Jamal Reed, who will be fully versed on relationship and will also be available to help your authorized account contacts with Vehicle ID activation or termination requests.
- 3. E-mail the Account Coordinator or dedicated State Government Team Inbox**— e-mail Pam Pradham, your designated U.S. Bank Account Coordinator, to add, change or delete Vehicle IDs. U.S. Bank will also supply customer with a dedicated e-mail inbox for Vehicle ID and card management requests, or any other general account inquiries. Both Pam Pradham and the dedicated State Government Team inbox will monitor e-mails during normal business hours (7:00 a.m. to 5:30 p.m., CST). The U.S. Bank standard handling time for card management requests sent via e-mail is 24 hours. Large card management requests (add/change/delete more than 50 Vehicle IDs) may be handled by a system macro process which will require more time. E-mails regarding less than 50 Vehicle ID requests will typically be handled on the same day the request is sent, provided the e-mail was sent prior to 5:00 p.m..
- 4. Manage Vehicle IDs through Fleet Commander™ Online** —The U.S. Bank Fleet Commander™ Online website is available CG 24/7, and has the greatest up time (99.84%) of any fleet management website available in the marketplace today. Fleet Commander™ Online allows authorized users to manage Vehicle IDs in real time through a quick and efficient interface.

Card Authorization

The U.S. Bank fleet card program contains a multi-step authorization process, part of which is proprietary to the U.S. Bank card information security standards. At a high level, the U.S. Bank Fleet card authorization process is as follows:

1. Each card has a unique numbering system (based on a proprietary U.S. Bank card security protocol) embedded within the card magstripe. This ensures that the card itself must be present in order to transact a sale, and acts as a first layer of authorization security.
2. Each card is further coded with a secondary prompt mechanism, requiring the driver to enter some type of validation code (i.e. Driver ID, Vehicle ID, PIN, etc) at the pump or inside point of sale device; or over the phone, for out of network or TeleTrans transactions.
3. U.S. Bank has direct connections for authorization with each of the major oil companies, and independent processors. This ensures that all fleet card transactions must come into the proprietary Voyager authorization host where a number of authorization checks and card validation steps take place. Following is a sample of some of the card validation and authorization mechanisms:
 - Duplicate Transaction Check
 - Valid Character/Code Check
 - Number of Trans per Day/Week/Month Limit
 - Dollars per Day/Week/Month Limit
 - Valid Day/Time Check
 - Valid City/State/Zip Check
 - Odometer Validation

Tying cards to vehicles and prompting for driver IDs is a U.S. Bank-recommended best practice. Through the use of the level III data provided on all U.S. Bank transactions, CUSTOMER will be able to consistently tie drivers to vehicle transactions. This practice will significantly decrease employee abuse and fraud.

U.S. Bank currently provides CUSTOMER with the only fleet card tool that allows for customization and Vehicle PIN and Driver ID pairing on a card-by-card basis. Cards on a U.S. Bank account can be tied to drivers and vehicles, can be designated as Fuel Only or Fuel and Other, and can prompt for vehicle and driver IDs and PINs—all on the same account. The majority of competing fleet card programs set parameter restrictions at solely the account level, meaning that every card on the account must be set to the exact same specifications.

A U.S. Bank Fleet Card can be prompted for a Driver ID number utilizing the following features:

- Driver ID numbers that are not card-specific (the U.S. Bank account will store a bank of authorized driver ID numbers; any active driver ID can be used to authorize any active card on that account)
- The U.S. Bank system will capture and tie vehicle information and driver ID data on the same transaction. This capability will provide CUSTOMER with the vehicle and driver information CUSTOMER needs to make informed decisions. Additionally, by tying vehicle information to driver IDs on each transaction, CUSTOMER benefits from increased card security and better accountability of driver behavior.
- CUSTOMER will see all driver and vehicle tied transactions in the Fleet Commander Online system with 100% level III data capture. The Fleet Commander™ *Online* program can be used to assist CUSTOMER's Fleet Oversight process. U.S. Bank will work closely with CUSTOMER to create, save and schedule customized exception reports that can then be used by CUSTOMER Fleet Administrators for reconciliation and fraud identification purposes.

Types of Authorization

U.S. Bank Fleet Cards are issued and controlled at the individual card or account level. This functionality allows for cards to be assigned to the driver, vehicle, equipment, divisions or cost-centers.

The U.S. Bank Fleet Card user has the ability to utilize two prompts at the time of sale. The first prompt is the odometer reading, and the second prompt could be a PIN, driver ID or vehicle ID. The odometer field is a fixed field allowing only for odometer entries, whereas the second prompt is variable. It may be any four to six digit, numeric entry.

Card Control Details

Driver ID, Vehicle ID and PIN Terminology

- The PIN is a number assigned to a single card.
- The Driver ID is assigned to a single driver for use with any vehicle card.
- Driver ID's are unique and may not be duplicated.
- The Vehicle ID is assigned to a single vehicle for use with any driver card.
- All PINs are unique and may not be duplicated.

Vehicle Cards

A card may be assigned to a vehicle, which is used by one or more drivers.

- If the card is assigned to a vehicle:
 - The vehicle ID can be embossed on the card.
 - The PIN number can be the driver ID or a unique number for that card.
 - Any driver can fuel the vehicle.
 - All vehicle cards can be established in the database for reporting purposes.
- If the PIN is a driver ID, it is checked against a list of valid driver IDs.
- If the PIN is a unique number for that card, it is checked against the specific information set-up for that card.
- PINs and IDs must be four to six numeric characters

Driver Cards

- If the driver is assigned a card:
 - The driver's name can be embossed on the card.
 - The PIN can be the vehicle ID or a unique number for that card.
 - The driver can fuel any vehicle.
 - All drivers can be established in the database for reporting purposes.
- If the PIN is a vehicle ID, it is checked against a list of valid vehicle IDs.
- If the PIN is a unique number for that card, it is checked against the specific information set-up for that card.
- PINs and IDs must be four to six numeric characters

Restrict Personal Identification Number (PIN) to Card

PINs can be established for use with a specific Voyager fuel card, which provides the following benefits:

- Enhanced fraud control reduces overall fraud risk

- If PIN is compromised—only have to notify single user vs. multiple users
- PIN selection is streamlined and can be customized
- PIN retention by driver is enhanced

Point-of-Sale Prompts

CUSTOMER's will be able to assign Point-of-Sale Prompts for groups of cards or individual cards. The U.S. Bank Fleet Card user has the ability to utilize two prompts at the time of sale. The first prompt is the odometer reading, and the second prompt could be a PIN, driver ID or vehicle ID. The odometer field is a fixed field allowing only for odometer entries, whereas the second prompt is variable. It may be any four to six digit, numeric entry.

Card Assignment

U.S. Bank Fleet Cards are issued and controlled at the individual card or account level. This functionality allows for cards to be assigned to the driver, vehicle, equipment, divisions or cost-centers.

The U.S. Bank Fleet Card user has the ability to utilize two prompts at the time of sale. The first prompt is the odometer reading, and the second prompt could be a PIN, driver ID or vehicle ID. The odometer field is a fixed field allowing only for odometer entries, whereas the second prompt is variable. It may be any four to six digit, numeric entry.

Replacement of Lost, Stolen or Damaged Card

Fraudulent charges are limited to fifty dollars (\$50) per card.

Fraudulent Charges means those Charges which are not initiated, authorized or otherwise requested by the State, its Affiliates, and/or a Cardholder by any means (electronic, telephonic or written) and do not directly or indirectly benefit the State, its Affiliates, and/or a Cardholder.

Once Customer has reported a U.S. Bank Fleet Card as lost or stolen, **Customer is no longer liable for any transactions that may occur on the cancelled card.**

Replacement cards can be conveniently ordered via Fleet Commander Online. Additional options include: telephone (by authorized personnel only), written request (faxed or e-mailed), and electronic file.

Call In Card Cancellation Requests

Customer may call into the U.S. Bank Customer Service Center, which is available to State agencies 24/7, to cancel and replace cards. As part of the U.S. Bank implementation process, we will establish a list of authorized account contacts for customer. These authorized account contacts, or their appointed delegates, will be the only individuals authorized to make card cancellation and replacement requests over the phone. Should a non-authorized driver or non-authorized agency contact call into the call center, a Customer Service Representative will be allowed to cancel the card (to immediately stop any unauthorized purchases) but will not generate a replacement card without approval from an authorized account contact. During normal business

hours, the U.S. Bank Customer Service Representative will attempt to contact the authorized account contact regarding the generation of a replacement card. If outside of normal business hours, the Customer Service Representative will make a note to contact the authorized account contact during normal business hours to generate a replacement. The Customer Service Representative will also work with the authorized account contact to verify the appropriate card shipping address.

Emailed Card Cancellation Requests

Customer may e-mail Pam Pradham, your designated U.S. Bank Account Coordinator, to cancel and replace cards. U.S. Bank will also supply customers with a dedicated e-mail inbox for card cancellation requests, or any other general account inquiries. Both Pam Pradham and the dedicated State Government Team inbox will monitor e-mails during normal business hours (7:00 a.m. to 5:30 p.m., CST). The U.S. Bank standard handling time for card cancellation requests sent via e-mail is 24 hours. However, if e-mails are sent to either Pam or the dedicated state government inbox before 5:00 p.m. CST, they will typically be handled on the same day the request is sent.

As part of the U.S. Bank implementation process, we will establish a list of authorized account contacts. These authorized account contacts, or their appointed delegates, will be the only individuals authorized to make card cancellation and replacement requests via e-mail, so as to protect from any unnecessary exposure to fraudulent transactions. U.S. Bank Account Coordinators and Customer Service Representatives will handle card cancellation requests, but will only generate card replacements based on e-mails from authorized account contacts.

Expedited delivery is available. **U.S. Bank has agreed to fund UPS next day delivery at its own expense for emergency card cancellations & replacements.**

Card Expiration

The expiration date of the card can be controlled at the individual card level, ranging from three months to three years. Typically, expiration dates are assigned three years from the date of the account setup.

All fleet cards in good standing are automatically reissued and can be sent up to 60 days before they expire. They are mailed to the card address set up in the system.

Mitigate Card Misuse

Effectively implemented spending controls minimize card misuse. CUSTOMER program default controls can either be hard-coded or overridden based on your cardholder's unique spending needs. Authorization limits can greatly support this need by providing improved functionality to separate levels of spending by card, driver or vehicle.

The U.S. Bank Fleet Card does not allow for cash advances or Automated Teller Machine (ATM) access.

U.S. Bank can administer the following restrictions on a card-by-card basis or at the account level.

- **Dollar Spend Limit**—The maximum dollar amount authorized within the specified time period. Spending limits are replenished automatically the following day/week/month/cycle date. Spend limits are calculated on the date of posting from the oil company.
- **Transaction Limit**—Restricts the number of transactions allowed within the specified time period. May be set by day, week, month or billing cycle.
- **Purchase Day**—Restricts spending to certain days of the week to match with standard business practices (e.g., Saturday and Sunday purchases are not allowed.)
- **Purchase Time**—Restricts spending within a certain timeframe to match with standard business practices. (e.g., transactions are allowed between 8 a.m. and 5 p.m.)
- **Hard or Soft Limits**—Hard decline parameters immediately decline the transaction at the point of sale if any of the limits specified were exceeded. Soft decline parameters instruct the retailer to call for authorization to allow one additional transaction.
- **Location**—Authorization limits allow your Fleet Managers to limit purchases to states, ZIP codes and individual locations.
- **Odometer Validation**—This control can be enforced on any vehicle in the program to ensure valid odometer readings are captured.

Items such as commodity codes (product codes) can be controlled by an exception report. CUSTOMER can receive a report on a daily, weekly or monthly basis that would flag all transactions falling outside the parameters set forth. The following are online exception reports that can be viewed, printed or scheduled to be delivered to individuals at CUSTOMER:

- *Cards with High Dollars for Non-maintenance Transactions*
- *Cards with High Gallons*
- *Cards with Non-fuel Purchases*
- *Cards with Highest Number of Transactions*
- *Cards by Purchase Method*
- *Cards by Percent of Limit (Cards that have exceeded a certain percentage or more of the credit limit).*

U.S. Bank can provide CUSTOMER with the following reports in any format requested on a daily or weekly basis:

- Transactions over a specified dollar amount
- Multiple transactions per day
- Specified number of gallons per transaction
- Transactions during a specified time period
- Out of state transactions
- Food transactions
- Transactions on a Sunday
- Holiday transactions
- Premium fuel grade transactions

Process for New Cards

Initial Roll Out

For the initial roll out, CUSTOMER can submit a hardcopy list or data file that provides all driver and vehicle information. After processing the list or file, U.S. Bank will confirm account set-up with CUSTOMER. Upon approval, U.S. Bank will emboss and mail all cards to the designated card addresses. U.S. Bank can process all of CUSTOMER's cards at once. The advantages of Automated Card Issuance are:

- Complete implementation from the outset
- Significantly quicker program implementation
- Automated file processing eliminates potential set-up errors

Renewal

All fleet cards in good standing are automatically reissued every three years. They are mailed to the card address set up in the system.

Ongoing Issuance

After implementation, Fleet Managers can establish new cards, drivers and vehicles using Fleet Commander Online, or send the request via fax or e-mail. Card requests using Fleet Commander Online are processed the next business day and fulfilled within seven to ten business days. All other card requests are processed within 48 hours and fulfilled within seven to ten business days. Expedited issuance can be completed within 48 hours.

New Pin Numbers

There is no activation process for U.S. Bank Fleet Cards, CUSTOMER cardholders will receive active cards that will require either a PIN, Driver ID or Vehicle ID to make a purchase. PINs are sent separately from the physical card at time of issuance.

U.S. Bank will send new cards on the following business day after the account has been approved by an authorized point of contact. The Account Coordinator Team will have provided an account profile for each new account via fax or e-mail so that CUSTOMER has all PINs prior to receiving the cards.

Online Account Management

U.S. Bank Fleet Commander™ *Online*. Fleet Administrators use our secure, web-based interface to monitor and manage fleet and fuel programs.

Using Fleet Commander™ *Online*, CUSTOMER's Fleet Administrators can customize your U.S. Bank Fleet Card program to synchronize fleet management with CUSTOMER's internal policies and requirements. U.S. Bank will work with CUSTOMER to set up a hierarchy that reflects your organization and provides specific information needed to manage your fleet.

Within Fleet Commander™ *Online*, Fleet Administrators can:

- Create new cards and edit current cards
- Create new accounts and edit current accounts
- Add, edit or remove drivers and vehicles
- Perform maintenance on multiple cards, drivers or vehicles simultaneously

Reporting Tools

With U.S. Bank's industry-leading reporting tools, CUSTOMER can turn raw transaction data into useful information for compliance management, cost reduction efforts and strategic planning. Users can export reports in convenient file formats including Excel, HTML, PDF, CSV and tab-delimited. Report categories include: inventory, transaction, management, exception, user activity and billing. Fleet Commander™ *Online* also provides ad hoc reporting tools that allow the user to control what information goes into a report and how the system sorts the information.

Additional Features

Additional features of Fleet Commander™ *Online* include:

- **Merchant Locator**—The comprehensive merchant locator enables users to find detailed merchant location and service information for all locations that accept the U.S. Bank Fleet Card.
- **Maintenance Reminders**—The Vehicle Maintenance Reminder Service automatically reminds Fleet Administrators about upcoming maintenance for CUSTOMER's fleet.
- **Message Center**— Fleet Commander™ *Online*'s message center allows CUSTOMER to coordinate communication regarding your fleet program, including Fleet Commander™ *Online* alerts and account updates. Users can also send messages to each other.
- **Driver Background Check**— Fleet Administrators can use MVR Online to obtain up to three years of driver's license history, including violations, accidents, suspensions and revocations.
- **Onsite Bulk Fueling**— Clients with bulk fuel facilities improve control of their fuel operations using the

System Capacity and Performance Metrics

The underlying mainframe system is closely monitored and supported by the largest, most secure technical team and environment in the fleet card industry. The technical systems support and development team includes over 100 individuals dedicated solely to the upkeep and maintenance of the system's platforms. As a result, our performance metrics yield a 100% uptime on our transaction and authorizations processing platform due to the sophisticated systems architecture and redundancy models we use. Our processing front end is CICS and we have a Tandem Base 24 authorizations back-end that stands in automatically when we have no response within two seconds.

The Fleet Commander™ *Online* and Merchant Commander Online™ systems averaged a 99.86% availability uptime for 2010. Please note that the Internet team has a scheduled maintenance window on Sundays from 3:00 a.m. to 8:00 a.m. EST that is not included in the uptime average.

Incoming Sales/Merchant files need to be sent to the mainframe via a secured VPN connection by 17.50 CST to have the files processed same day. Confirmation files will be sent by 4 a.m. next day.

It is extremely rare that the mainframe file delivery process is ever interrupted. The file delivery process runs continuously, and includes automatic redundancy measures to alert and store critical files should there be any unexpected interruption. U.S. Bank has a 24/7 technical support team dedicated specifically to file delivery and maintenance, and this team will engage

immediately and work closely with CUSTOMER should there ever be any interruption of service.

The authorization system has a built-in processor response time of eight seconds before the transaction times out and sends an automatic decline. In reality, the processor response time for all fleet authorizations in 2010 averaged under 0.2 seconds.

There is no known maximum number of transactions that can be processed through Fleet Commander™ *Online*. The Fleet Commander™ *Online* system was developed specifically for the use of the world's largest fleet clients: United States Postal Service, GSA, State of Texas, State of California, etc. As a result, there are currently more than 5 million transactions monthly (over 60 million annually) that process through the U.S. Bank fleet system.

Fleet Commander™ *Online* Performance Metrics

The underlying mainframe system is closely monitored and supported by the largest, most secure technical team and environment in the fleet card industry. The technical systems support and development team includes over 100 individuals dedicated solely to the upkeep and maintenance of the system's platforms. As a result, our performance metrics yield a 100% uptime on our transaction and authorizations processing platform due to the sophisticated systems architecture and redundancy models we use. Our processing front end is CICS and we have a Tandem Base 24 authorizations back-end that stands in automatically when we have no response within two seconds.

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Online Account Management Reports

Fleet Commander™ *Online* reporting tools can produce standard and ad hoc reports within minutes. Actual run time to produce reports will depend upon the amount of information being pulled.

Online Account System Output Descriptions

Account Maintenance and Management Activities

Using Fleet Commander™ *Online*, the Fleet Administrator can change or add the following limits within the overall program limits. These changes are real time.

- **Limits**—Number of transactions allowed daily, weekly, monthly and cycle, dollars allowed daily, weekly, monthly and cycle, valid purchase days and valid purchase times are available on program
- **Demographic information**—Five alternate fields allowed on each card, driver and vehicle
- **Reporting hierarchy/access rights**—Fleet Administrators can move users within the reporting hierarchy as well as alter their access rights in the system
- **Account Setup/Cancel and Card Order**—Fleet Administrators can cancel and order cards, enter desired embossing text

Real-time updates

All of the changes listed above are made in real time. Other controls can be changed upon request through your

Account Coordinator and typically will take effect the next day.

Data Capture

U.S. Bank does not enter into a card acceptance agreement with a merchant unless they are able to provide level III data. Furthermore, U.S. Bank has worked closely with oil companies and independent merchant processors to continue to enhance the merchants' ability to provide level III data.

Reporting Detail

U.S. Bank does not enter into a card acceptance agreement with a merchant unless they are able to provide level III data. Furthermore, U.S. Bank has worked closely with oil companies and independent merchant processors to continue to enhance the merchants' ability to provide level III data.

Fleet Commander™ *Online* gives CUSTOMER a full range of reports that help you to analyze your vital program data to support program management and vendor relationships. The reports in Fleet Commander™ *Online* are organized in logical categories so that users can easily find the report they want to run.

Inventory Reports

Inventory reports allow Fleet Administrators to assemble real-time inventory information to manage all aspects of your fleet. This series of reports includes detailed individual card, vehicle and driver profiles.

- **Card**—Provides a complete listing, configured as CUSTOMER needs it, of the cards in your fleet program.
- **Vehicle**—Provides a complete listing, configured as CUSTOMER needs it, of the vehicles in your fleet program.
- **Driver Listing**—Provides a complete listing, configured as CUSTOMER needs it, of the drivers in your fleet program.

Transaction Reports

Users can customize transaction reconciliation and vehicle management reports. Fleet Commander™ Online allows users to drill down into transactional data and create customized reports that include user-specified data elements. Users can also define the column appearance, naming, sort order, date range and specific account or organizational level.

- **Transaction Detail**—Provides a comprehensive picture of the transactions in CUSTOMER's program. Users can include all transactions, or filter the transactions by multiple parameters to get the information they need. A variety of graphs may be run based on this report.
- **Real Time Activity**—Users can use the real-time activity report to view authorization and completed transaction information by card, driver or vehicle for the last seven days. This information can help manage your fleet's transaction limits. Users can also view transaction information prior to the information posting.
- **Transactions by Vehicle**—Provides transaction information associated with specific vehicles in CUSTOMER's program. You can use this report to monitor and manage the card usage for the vehicles in your program, to see which vehicles are used heavily and which have few transactions. You can also use this report to find out which vehicles have a high number of specific transaction types (e.g., a high number of pattern discrepancies between time/day).
- **Transactions by Driver**—Provides transaction information associated with specific drivers in CUSTOMER's program. You can use this report to monitor and manage the card usage for the drivers in your program, to see which drivers are heavy users and light users, or to find specific transaction types by driver (e.g., drivers with a high number of estimated odometer transactions, drivers who may have purchased food or super unleaded fuel)
- **IFTA Filing**—Helps CUSTOMER meet International Fuel Tax Agreement (IFTA) filing requirements for quarterly or annual fuel tax reporting.

Management Reports

Management reports help Fleet Administrators spot misuse and evaluate transaction trends, including: non-fuel purchases, high number of gallons, highest number of transactions, multiple purchases per day, and purchase methods. Fleet Administrators can also create summary reports to identify overall spending trends.

- **Top Dollars by Merchant**—Users can use the Top Dollars by Merchant report to actively manage CUSTOMER's key vendor relationships for maximum program value.
- **Cards with High Dollars for Non-maintenance Transactions**—Provides a clear picture of card use by showing the cards with a large volume of non-maintenance transactions, filtered by CUSTOMER's unique specifications (e.g., over \$1,000, more than 10 transactions per day, only non-fuel products).
- **Cards with High Gallons**—Provides information about cards that have a high gallon volume. With this information, CUSTOMER can identify high-use cards to assist with program management.
- **Cards with Non-fuel Purchases**—CUSTOMER can use this report to identify cards that a driver has used to buy something other than fuel, such as auto parts or food.
- **Cards with Highest Number of Transactions**—Identifies cards that have the highest number of transactions, in both summary format and with transaction detail available.

- ***Cards with Multiple Purchases per Day***—Lists cards that have multiple purchases per day. With this information, CUSTOMER can identify potential card misuse.
- ***Cards by Purchase Method***—CUSTOMER can use this report to review cards used for different types of purchases (e.g., cards used for at-the-pump transactions)
- ***Fuel Economy by Vehicle ID***—CUSTOMER can use this report to monitor fuel economy for the vehicles in your program. With this information, you can manage and improve the economic and environmental impact of your program.
- ***Fuel Economy by Vehicle Description***—CUSTOMER can use this report to monitor fuel economy for the vehicles (summarized by make and model) in your program. With this information, you can manage and improve the economic and environmental impact of your program.
- ***Organization Summary***—Provides a high-level overview of your fleet program. From the high-level summary, you can drill down into the organization level summaries. Fleet Commander™ Online allows CUSTOMER to create graphs at any level of detail for this report. With this information, CUSTOMER can keep track of the scope of your program by organization level.
- ***Vehicle Cost Analysis***—Provides a detailed picture of the cost of each vehicle in CUSTOMER's program. With this information, you can monitor program expenses and improve cost management.

Exception Reports

CUSTOMER can designate alerts to monitor program compliance. Exception reports highlight card use that falls outside of CUSTOMER's requirements. Using these reports, Fleet Administrators can quickly identify and address potential employee misuse.

- ***Percent of Limit***—Lets you see a card's current limit dollar use and percentage use (e.g., card 123456 has used \$700/70 percent of its \$1,000 monthly limit). With this information, CUSTOMER can adjust card limits, monitor cards usage, and/or make other program adjustments.
- ***Transaction Exception***—CUSTOMER can use the transaction exception report to identify accounts and transactions that meet one or more exception parameters you select (e.g., excessive vehicle fuel capacity, non-reported federal tax). With this information, Fleet Administrators can monitor card usage and adjust the program as needed.

CUSTOMER can receive a report on a daily, weekly or monthly basis that would flag all transactions falling outside the parameters set forth. The following are online exception reports that can be viewed, printed or scheduled to be delivered to individuals at CUSTOMER:

- *Cards with High Dollars for Non-maintenance Transactions*
- *Cards with High Gallons*
- *Cards with Non-fuel Purchases*
- *Cards with Highest Number of Transactions*
- *Cards by Purchase Method*
- *Cards by Percent of Limit (Cards that have exceeded a certain percentage or more of the credit limit).*

U.S. Bank can provide CUSTOMER with the following reports in any format requested on a daily or weekly basis:

- Transactions over a specified dollar amount
- Multiple transactions per day
- Specified number of gallons per transaction
- Transactions during a specified time period
- Out of state transactions
- Food transactions
- Transactions on a Sunday
- Holiday transactions
- Premium fuel grade transactions

While most fleet cards are capable of distinguishing between a large variety of products that may be purchased, obstacles to limiting the purchase of specific products (i.e., premium fuel) exist due to the limited capabilities of electronic point of sale equipment at the merchant's retail sites. U.S. Bank's system is designed to take advantage of new capabilities as electronic point of sale technology emerges. As the oil industry continues to evolve toward more technologically advanced equipment, U.S. Bank will improve its product purchase restriction capabilities.

User Activity Reports

This group of reports generates a log of changes made to CUSTOMER's program. Fleet Administrators can view changes to cards, drivers, vehicles and purchase orders. Reports include the item changed, what was changed, when and by whom.

- ***User Activity by Account***—Used to review who changed an account or organization. You can filter the report by action type and date range.
- ***User Activity by User ID***—Lists all changes that a specific user made to card, vehicle, driver and purchase orders over a specified time period.
- ***User Activity by Asset***—Used to track details on changes to specific assets (e.g., card, vehicle, driver, purchase order).

Billing Reports

Billing reports provide information on all program transactions including any payments and adjustments.

- ***Invoice***—provides a summary of transactions for each card, including card number, date, transaction description, invoice number, amount and additional detail.

Ability to Download Transaction Level Data

Users can customize transaction reconciliation and vehicle management reports. Fleet Commander™ *Online* allows users to drill down into transactional data and create customized reports that include user-specified data elements. Users can also define the column appearance, naming, sort order, date range and specific account or organizational level.

- ***Transaction Detail***—provides a comprehensive picture of the transactions in CUSTOMER's program. Users can include all transactions, or filter the transactions by multiple parameters to get the information they need. A variety of graphs may be run based on this report.
- ***Real Time Activity***—Users can use the real-time activity report to view authorization and completed transaction information by card, driver or vehicle for the last seven

days. This information can help manage your fleet's transaction limits. Users can also view transaction information prior to the information posting.

- **Transactions by Vehicle**—Provides transaction information associated with specific vehicles in CUSTOMER's program. You can use this report to monitor and manage the card usage for the vehicles in your program, to see which vehicles are used heavily and which have few transactions. You can also use this report to find out which vehicles have a high number of specific transaction types (e.g., a high number of pattern discrepancies between time/day).
- **Transactions by Driver**—Provides transaction information associated with specific drivers in CUSTOMER's program. You can use this report to monitor and manage the card usage for the drivers in your program, to see which drivers are heavy users and light users, or to find specific transaction types by driver (e.g., drivers with a high number of estimated odometer transactions, drivers who may have purchased food or super unleaded fuel)
- **IFTA Filing**—Helps CUSTOMER meet International Fuel Tax Agreement (IFTA) filing requirements for quarterly or annual fuel tax reporting.

Historical Data Available to Customers

Fleet Commander™ *Online* users can access to 24 months to 36 months of data. At the end of each year, U.S. Bank moves the oldest 12 months of data offline. Data is stored offline for an additional 48 months (84 months total) and is available upon request.

Exception Monitoring and Reporting

Fleet Commander™ *Online*'s reporting suite will help CUSTOMER identify exceptions and monitor cardholder spending. Exception reports highlight card use that falls outside of CUSTOMER's policies. Using these reports, Fleet Administrators can quickly identify and address potential employee misuse. Possible exceptions include:

- Vehicle fuel capacity variances
- Purchase pattern discrepancies
- Product variances

Standard exception reports include:

- *Cards with High Dollars for Non-maintenance Transactions*
- *Cards with High Gallons*
- *Cards with Non-fuel Purchases*
- *Cards with Highest Number of Transactions*
- *Cards by Purchase Method*
- *Cards by Percent of Limit*

Authorized Fleet Commander™ *Online* users can also customize exception reports based on relevant parameters. In addition to creating a report in real time, CUSTOMER can schedule daily, weekly, monthly or quarterly report generation.

Reporting Requirements

Multiple Reporting Levels for a Single Account

U.S. Bank can accommodate this requirement. CUSTOMER can customize Fleet Commander™ *Online* to reflect your organization structure. Taking advantage of the seven available organization levels will enable more targeted reports and increase program visibility across divisions.

Report Frequency

All CUSTOMER's users that have access to reporting tools will have the ability to run reports in any frequency and for any date range desired.

Additionally, U.S. Bank can send CUSTOMER the following fuel management reports in hard copy on a monthly basis:

- *Invoice Report*
- *Exception Report*
- *Vehicle Report*
- *Driver Report*
- *Product Purchase Summary*
- *Service Station Activity Report*
- *Discount Report*
- *Expense Summary by Business Unit*
- *Expense Summary by Month/Year*
- *Tax Exemption Report*

U.S. Bank currently receives 100% of all transactions electronically. U.S. Bank will provide electronic and online reporting options to CUSTOMER based on CUSTOMER's unique needs. U.S. Bank contractually requires level III data processing by all merchants.

Online Statement Access

U.S. Bank will comply with this requirement. Customer can view statements, download statements as PDFs or Excel files, and make payments in the billing section of Fleet Commander™ *Online*. Users can access the most recent statement as well as statements for the previous 16 cycles. U.S. Bank can also transmit electronic billing statements via secure e-mail or FTP. The electronic billing statement is available the day after the close of the billing cycle.

Authorized users can also generate an invoice summary report as well as billing reports that break down transactions by card, vehicle or driver. CUSTOMER can schedule daily, weekly or monthly delivery of Fleet Commander™ *Online* reports. CUSTOMER can customize report parameters to meet your organization's requirements.

Fleet Commander™ *Online* users can access to 24 months to 36 months of data. At the end of each year, U.S. Bank moves the oldest 12 months of data offline. Data is stored offline for an additional 48 months (84 months total) and is available upon request.

Fleet Commander™ *Online* ad hoc reporting functionality allows CUSTOMER to create a convenient collection of customized reports. Using this feature, CUSTOMER can compile the data you need in a format that best suits your organization and share customized reports with other users. Ad hoc reporting functionality also provides access to report output from scheduled reports and shared reports.

Access to Data by Customer

CUSTOMER's Fleet Administrator controls user access and can allow a user access to the entire program or to a specific group of cardholders. Each Fleet Commander user ID is associated with authorization and authentication information that dictates which accounts a user can access and which tasks a user can perform within Fleet™ Commander *Online*. The system authorizes access exclusively to the data and functionality allowed by the profile associated with that user ID.

Additionally, CUSTOMER identifies Authorized Account Contacts. U.S. Bank will only accept requests for account modifications from these Authorized Account Contacts.

Federal Requirements

On November 21, 2011 the President signed Public Law 112-56, 3% Withholding Repeal and Job Creation Act, into law. This Act repeals the requirement for governments to withhold 3% of certain payments to contractors originally created under the Tax Increase Prevention and Reconciliation Act of 2005 (Public Law No. 109-222).

U.S. Bank National Association, along with its affiliate, U.S. Bank National Association ND, is a federally chartered bank. It constantly monitors proposed and adopted rules and regulations that do or may apply to the bank across products lines. U.S. Bank maintains compliance and legal departments to maintain compliance with applicable law.

IRS Reports

With the passing of IRC Section 6050W in September 2010, the responsibility for 1099 reporting will shift to vendors and suppliers in 2012 starting with the 2011 reporting year. Therefore, U.S. Bank does not offer 1099 reporting. U.S. Bank continues to monitor other proposed changes to the 1099 reporting and stands ready to assist CUSTOMER in being compliant with tax reporting regulations now and in the future. We will work with CUSTOMER to accommodate any specific reporting needs as they pertain to IRS reporting.

On-line Report Generator

Fleet Commander™ *Online* ad hoc reporting functionality allows CUSTOMER to create a convenient collection of customized reports. Using this feature, CUSTOMER can compile the data you need in a format that best suits your organization and share customized reports with other users. Ad hoc reporting functionality also provides access to report output from scheduled reports and shared reports. Your Account Manager will be able to assist CUSTOMER with instructions on how to create reports using the Fleet Commander™ *Online* ad hoc reporting tool.

Additional Reports

Your Account Coordinator will be able to assist CUSTOMER with the creation of additional reports that may fall outside of the parameters of the ad hoc tool. Turnaround times for custom reports may vary based upon the scope of the project.

Preventing Identity Theft and Potential Fraudulent Transactions

Fraud Detection and Protection

U.S. Bank clients have the support of comprehensive fraud prevention and investigative services. Complete fraud life-cycle support includes:

- **Account Monitoring and Notification**
 - Continuous transaction trend analysis
 - Outbound calls to CUSTOMER to verify activity
- **Detection Strategies**
 - Potential triggers include:
 - Two or more consecutive charges
 - Multiple purchases made within a short timeframe
 - Transactions over \$200
 - Transactions coded super unleaded, miscellaneous, or food
 - Comprehensive reporting
 - Standard industry best practices
- **Customized Risk Management**
 - Account setup and maintenance policies
 - Appropriate card controls
 - Transactions restricted to fuel and maintenance locations
- **Comprehensive Investigation**
 - Complete online transaction history for each account and organization
 - Sales receipts
 - Onsite merchant cameras
 - Coordination with local, state and federal enforcement agencies

U.S. Bank employs dedicated teams of analysts who constantly monitor fraud and misuse trends. When an account is believed to be compromised, our fraud team makes direct contact with the affected cardholder by phone to confirm the validity of the transaction(s). If the cardholder cannot be reached, a referral status will be placed on the account and an electronic notice is sent to your dedicated Account Coordinator; who will then contact the CUSTOMER appropriate Fleet Administrator to alert and direct the cardholder to verify the transaction(s) directly with the fraud group.

U.S. Bank will establish CUSTOMER's program with specific controls that you design to limit and prevent misuse through the use of spending **controls**. In addition, Fleet Commander™ *Online*'s reporting suite will help CUSTOMER identify exceptions and monitor cardholder spending. Exception reports highlight card use that falls outside of CUSTOMER's policies. Using these reports, Fleet Administrators can quickly identify and address potential employee misuse. Possible exceptions include:

- Vehicle fuel capacity variances
- Purchase pattern discrepancies

- Product variances

Standard exception reports include:

- *Cards with High Dollars for Non-maintenance Transactions*
- *Cards with High Gallons*
- *Cards with Non-fuel Purchases*
- *Cards with Highest Number of Transactions*
- *Cards by Purchase Method*
- *Cards by Percent of Limit*

Authorized Fleet Commander™ *Online* users can also customize exception reports based on relevant parameters. In addition to creating a report in real time, CUSTOMER can schedule daily, weekly, monthly or quarterly report generation.

Training

Description of Training

U.S. Bank will provide all necessary training to CUSTOMER, including:

- The training of all authorized CUSTOMER personnel on the proper, accurate, and efficient operation of all aspects of the fleet card system.
- Collaboration with CUSTOMER on materials that will be utilized for training purposes at the management and driver level.
- The initial training sessions at locations specified by CUSTOMER are usually one to two hour sessions with ongoing telephone and web cast training support as needed.

In addition, for the first twelve months of the new contract term, U.S. Bank commits to providing on-demand web-cast training classes for all card program capabilities, maintenance system customization and online reporting tools. Once CUSTOMER feels comfortable that its new fleet card program has been successfully optimized, U.S. Bank will provide quarterly training and product update meetings to Fleet Administrators in order to maintain effective communication of new developments and innovations. All of this will provided to CUSTOMER at no cost.

Training Materials

Your U.S. Bank Relationship Manager will provide the following training materials for each training class:

- Training Class Agenda and Notes Document
- Fleet Commander Online Enrollment Form
- Fleet Commander Training Manual

U.S. Bank will provide customized Implementation Action Plans and Software Tools manuals in Online (CMH), PDF, Microsoft Word, and paper format.

Web-based Training (WBT)

The Fleet Commander Online WBT delivers a comprehensive and interactive customer training environment. Our self-paced, web-based training program allows users to work through Fleet Commander Online training at their own convenience.

The system provides clear, screen-by-screen, step-by-step instruction on how to use the system. Overall, the training system is colorful and engaging. And since the WBT is structured into small, topical lessons, learners can pace their training (or review a lesson when necessary). Each lesson has a set of self-evaluation questions that allow the user to validate their understanding before moving on to the next lesson.

Training Classes

U.S. Bank will work with CUSTOMER to provide a comprehensive training class that can be presented to CUSTOMER in approximately three hours. A full training class agenda on fleet card software tools would include:

- Fleet Commander Online Account Maintenance Training (1 Hour)
 - User ID/Password Creation and Site Overview (10 Minutes)
 - Card Maintenance (20 Minutes)
 - Vehicle Maintenance (10 Minutes)
 - Driver Maintenance (10 Minutes)
 - Exception and Custom Data Parameters (10 Minutes)
- Fleet Commander Online Reporting Tools (1 Hour)
 - Inventory Reports (10 Minutes)
 - Transaction Reports (10 Minutes)
 - Management Reports (15 Minutes)
 - Exception Reports (10 Minutes)
 - Billing Reports (10 Minutes)
 - Report Saving and Scheduling (5 Minutes)
- Open Forum (30 Minutes)

Training can be broken down into specific sections. For example, certain administrators would require training on all fleet card systems; however, managers would only need training on the reporting systems. U.S. Bank will work closely with customer to arrange customized training classes per user roles.