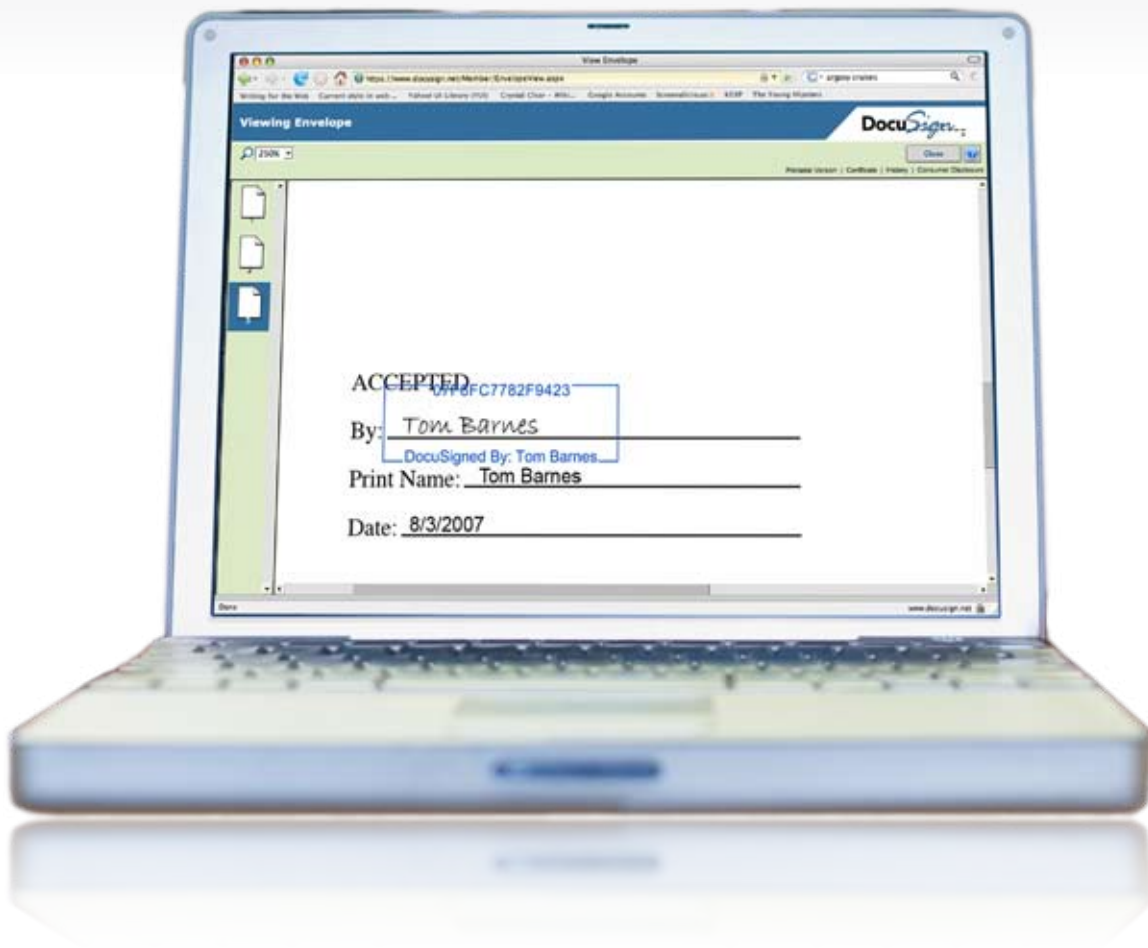


## Contract Execution Service Requirements Checklist

These requirements are designed for inclusion in bids and requirements documents where e-signature and transaction execution systems are being deployed. This is a comprehensive list of areas that must be considered for a successful implementation that will remove as much cost, time delay, and risk as possible.



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## Vendor Evaluation Checklist

If your organization is evaluating the use of electronic signature technology, the following checklist provides a guide to what you will need to be successful. Use the check column to evaluate each solution you are considering when evaluating a vendor or building the solution yourself.

**Vendor Name:** \_\_\_\_\_

**Vendor URL:** \_\_\_\_\_

**Vendor Info:** \_\_\_\_\_

## Legal Requirements

These are important to ensure your solution to be a true E-SIGN process protected under Federal and State laws. Not meeting requirements in this section may render contracts unenforceable, or subject to interpretation as 'clickwrap'. Not meeting requirements in this section increases legal risk.

Check	Aspect	Why important
	Passes compliance with E-SIGN and UETA laws	Must in order to comply and be protected by Federal and State laws
	Signature is adopted by the person, and is unique to the person using it	E-SIGN requirement
	Signature is applied to the document, often in multiple locations showing intent to sign	E-SIGN requirement, legal best practice
	Signer sees their signature on the document before completing transaction	E-SIGN requirement, legal best practice
	Contract is encrypted and hashed during the signing process, and re-processed with every view or activity taken on the file	E-SIGN requires the system be able to detect tampering during and after the signing process
	Audit trail shows all document activity time-stamped during and after the transaction.	E-SIGN requirement
	Audit Trail is encrypted and protected from change	Enforceability
	Signature is placed into exact signing locations throughout the document	Enforceability, adherence to contract acceptance across many uses
	Signing process does not produce stray marks or borders	Artifacts such as these may render some forms invalid in state and commercial uses
	Signing process cannot be 'accidental' – a one-click submission	Adherence to UCC rules. May not be a valid contract.
	Signature process must also enforce and manage e-sign consent with proper wording	E-SIGN requirement
	Support for placement of initials into certain phrases or sections of a contract	Legal best practice and custom for many forms
	Signing service is operated by a 'neutral 3rd party' and not controlled by any party to the transaction	Significant legal advantage to not managing the signing process

## Technical Requirements

These are important to ensure your solution will perform to business class standards, and will not result in downtime or technical compatibility problems.

Check	Aspect	Why important
	SAS70 Data Center, 7x24 access, secure facility	Enterprise standard
	Offsite backup on a regular basis, all backups encrypted	Disaster recovery
	Documented Disaster recovery plan with no more than 2 day offline policy	Minimal downtime in disaster
	(Vendor only) Documented security policy	Security policy extension
	Minimum of AES encryption of all customer assets including documents, audit logs, certificates, and signatures	Security of customer assets
	Password encryption for system access	Enterprise Security policy
	Password structure requirements	Enterprise Security policy
	High performance processing able to handle very large documents quickly	Ensure proper signing experience
	Standard API supporting a range of security protocols such as WS2.1, WS3.0, SAML, and others	Integration security standards and flexibility for different environments (Java/.NET)
	Certificate based API security access for integrated applications	Enterprise Security policy
	All transmissions over minimum 128 bit SSL	Enterprise Security policy
	SLA of 99.8% uptime guaranteed	Enterprise class data provider
	API must support pass-through authentication	Able to adapt to existing authentication methods

## Ease of Signing Requirements

These are important factors to consider so the recipients have a first class experience, and are able to sign, feel that the process was familiar, and gain value from the process. These cannot be accomplished at the expense of sending, legal, or technical requirements. Failure to take these into consideration may severely impact the user adoption of your esign project.

Check	Aspect	Why important
	Signing process does not require certificates, software or hardware	Required for broad usage
	Signing remotely anywhere in the world via email notice	Required for remote signers
	Signing embedded into existing ecommerce sites	Required for embedded processing where signing must close
	Signing instructions embedded into PDF files that can be freely distributed for data collection and signature	Required for PDF process signing
	Signing 'in-person' with multiple users at the same PC screen	Required for in-person situations
	Familiar interface to signers – 'feels like signing'	Maximum audience reach, believability, creates usage
	Fill out and sign using standard form elements such as checkbox, radio button, form fields filled out on form while signing	Ease of use, familiarity
	Enable optional initials	For sections where the signers selects a feature or contract element
	Enable optional signatures	Allow a customer to decide which document to sign, but not all of them
	Operates with all major Web Browsers	Required for broad usage no matter what browser is used
	Must be able to zoom in and out for small text visibility	Usability and enforceability of contracts
	Signatures of signers who have signed prior appear in the proper locations in the document in real-time	Usability and enforceability
	Signing locations indicated by familiar 'stick-eTabs' that says 'Sign here' or 'initial here'	Shows signers exactly where to sign for complicated documents
	Allows signer to place own signatures, initials and data into a form based on visual inspection	Allows signing of any type of document even without 'sign here' tabs
	Auto-navigation assists the user in finding the proper signing locations	Usability, especially with multiple documents or large documents
	Ability for signer to retain a copy for their records without having to send via email	Sending contracts as attachments is a security problem, and may result in GLB violations
	Ability for the signer to retain the contract in an online repository for contracts free for as long as necessary	ESIGN, UETA requirement, convenience for the signer
	Ability to begin signing even large contracts within 5 seconds of the contract opening	Speed of signing. Some systems take long times to load large documents
	Ability to download all documents, or just individual documents , not only one large file	Support for different workflows that require management of documents separately
	Ability to re-assign a document to another person with signing authority	Many corporate workflows require this capability

## Ease of Sending Requirements

These are important if the sending process is performed by employees rather than integrated into a business application or an ecommerce site. (Embedded sending is automated via the DSAPI) Without ease of use on the sending side, mistakes can be made, and contracts may be improperly managed. Meeting these requirements enables fast, accurate sending, and control over the process by management.

Check	Aspect	Why important
	Send any existing contract for signature, not just PDF or office documents	Many documents are not standard formats
	Send from the application used to create the file	Streamlined workflow. More efficient than having to save a file, and upload files which is cumbersome and adds work
	Simple document preparation steps to apply signatures and initials for each recipient with drag/drop simplicity	Low training costs, familiar process to paper. A 'bridge'
	Template signature placement to enforce workflow, signature placement and other aspects	Creates control, and a one-click sending process
	Ad-hoc signature placement with drag-drop simplicity	Enables placement of any signature or initial or form field anywhere
	Familiar interface similar to existing applications for management of documents	Low training costs, leverage what employees already know
	Integration with Outlook address and contacts	Eliminates re-keying mistakes
	Automatic document recognition recognizes documents and applies workflow automatically	Speed and accuracy of the sending process even on complex or compound documents
	Bulk Sending with data integration to allow custom documents to be sent to a list from a database, but customized for each recipient	Speed and accuracy for large bulk sending tasks
	Bulk sending to multiple recipients per contract	Allows for large scale two-signer processes
	Placement of signatures via absolute position on a page or form	Ensures exact signature and other tab placement in static documents
	Placement of signature tabs via relative position to specific text	Ensures exact signature and other tab placement in dynamic documents
	Assignment of signers by 'roles' defined for each business workflow	Ease of sending and accuracy, simple workflow definitions
	Easy assignment of sequencing of the contract flow as ad-hoc, or via templates, in serial or parallel or a combination	Required to follow existing business workflows
	Able to assemble multiple documents into an envelope easily	Speed and accuracy

## Transaction Management of the Signing Process

The ability to set up workflow and closely manage the transaction flow is important. Without ease of use on the sending side, mistakes can be made, and contracts may be improperly managed. Meeting these requirements enables fast, accurate sending, and control over the process by management.

Check	Aspect	Why important
	Sequence signers all together (parallel)	Broad workflow
	Sequence signers in serial (1,2,3,..n)	Process adherence
	Sequence in combination of serial and parallel	Process adherence
	Enable recipient to receive 'copy' only	Drives post-signing workflow
	Enable recipient to receive 'certified delivery' only	Ensure delivery is time stamped for approval step
	Enable recipient to provide data only	Support simple form filling for data collection, but no signatures
	Define workflow in template that can be used by others to enforce company workflow easily, enable these templates to be locked	Control and speed of sending process, ensure compliance
	Enable 'embedded' recipients in templates to ensure the same person or group receives contracts	Control of signing process, lock down corporate workflows
	Centralized control over distributed contract forms to enable/disable or change their use on the fly	Control and oversight across the organization
	Enable correction of contracts after sent, editing recipients, authentication or sequence on the fly	Enables correction without restarting entire transaction, which will add time
	Enable reassignment by recipient to proper signer with authority	Enables compliance with business partner signing authority models
	Enable voiding of a contract removing content from view	Control of signing process, retrieve invalid contracts with sensitive information
	Enable contracts to expire within (n) hours/days, with automated expiration warning notice	Ensure signatures happen on time sensitive offers, or the offer is revoked
	Enable reminders to be sent in hours/days to signers who have not signed, with automated reminder messages	Ensure signers will remember to sign

## Data Collection Requirements

In many situations, enabling the customer to fill out data in a secure form which is also signed enables straight-through-processing and saves huge amounts of time required to rekey, or re-work the data contained in the document.

Check	Aspect	Why important
	Collect form information completed by signer via user console and API	Process improvement – removes re-keying, mistakes and significant labor costs.
	Utilize checkboxes on form	Standard form control requirement
	Utilize pull down lists on form	Standard form control requirement
	Utilize multi-line form fields on form	Standard form control requirement
	Utilize radio buttons on form	Standard form control requirement
	Make form fields required or optional	Enforce data collection on certain fields
	Populate fields with same names across a document	Streamlines the signing process
	Enable distribution of PDFs for signing (Ad hoc) via email or any other means	Leverage existing PDF and distribution or web site delivery
	Enable completely managed form signing with control over who signs what fields and in what sequence	Ensure complete end-end control over form filling process by multiple signers, eliminating mistakes
	Enable sender provided data and/or signer provided data	Enables call-center type situations where some data is known or provided before sending to signers
	Enable data provided during the signing process to be electronically collected and moved into other systems manually or via automated measures	Eliminates the need for re-keying data
	Ability to forward signed contract to another user	Secure control and transfer account-account
	Ability for admin to re-assign contracts from one employee to another	Admin control of company users
	Allow admin to add/modify/remove employees from the account	Admin control of company users
	Allow admin to control what signing or sending capabilities each employee has	Admin control of company users
	Allow admin to create and manage a library of contracts that an employee may send	Admin control of company users
	Enable custom folders to organize contracts that have closed, those that are in process, etc.	Usability and management of contracting process
	Easily view all contracts by status, date sent, and action taken	Usability and control over documents in process
	Download account activity data as a CSV file for analysis	Admin analysis of operational performance of transaction execution

## Authentication Requirements

Recipient authentication is critical to ensure the signer can be identified. Flexible options integrated deep into the contract execution are required.

Check	Aspect	Why important
	Email authentication	Validates an email address
	Access Code/PIN authentication per user	Validates a recipient had out of band authentication
	ID verification per user (non-credit Knowledge Based Authentication (KBA))	Strong validation a person based on history
	Auto-population of signer data if known	Streamlines Authentication process for the signer
	Custom KBA question sets per company	Ensures proper questions for different demographics
	Integration of other authentication via API, and incorporation of this into audit log	Leverage existing authentication means already in place.
	Age verification screening	Ensures proper age to sign or take other action
	OFAC check (Government Terror list validation)	Required for some customers
	Sender requested authentication in any combination at any time	Flexibility of authentication. No single point of failure
	Authentication pass/fail written into record of signing	Required for authentication to stand up later in court. Requires audit log to be encrypted also
	Meets FFIEC standards for multi-factor or multi-level authentication	Important for financial services compliance.
	STAN PIN Authentication	Important only for Federal Student Lending
	Authentication workflow manager allows a certain workflow to be followed, sequencing certain authentication options in order, deciding what to do if passed or if failed.	Allows different authentication tools to be used depending on the person being identified

## Integration Requirements

Many contract execution phases need to be integrated and automated. It is vital that the full breadth of the esign/contract execution system can be fully integrated.

Check	Aspect	Why important
	Must be able to embed into existing applications, HTML ecommerce forms, and other processes	Leverage existing infrastructure and processes
	Existing document management systems must be able to drive workflow and process control	Leverage existing CRM and document management systems
	Secure API handoffs to protect transaction and customer data	Security and risk management
	Broad API supporting several different security models including WS2.1, WS3.0, any others?	Security and scalability?
	Standards based API (W3C compliant)	REASON
	Leveraging standards based API transport for documents as standard MTOM attachments	Performance improvement over standard XML payloads, handle larger files (50mb+)
	Ability to extract digitally signed documents, packages, audit trail information for storage in other systems	Business process support, and digital signing ensures tamper evidence outside the system
	Ability to extract data provided by signers in secure method, linked to envelope and documents	Enables straight through processing of signed contracts with data
	Ability to manage contract as Chattel (Transferrable Record) and export to a 3rd party vault with compliant process	Key for management of chattel documents in 3rd party vaults
	Customizable consumer consent	ESIGN requirement for consumer transactions
	Toggle consumer consent on/off depending on need	Business decision/Legal
	Branding of signer viewed pages –colors and logo	Corporate continuity in signing
	Branding of signer viewed pages –text, and feature selection	Corporate continuity in signing
	Branding of signer viewed emails –colors, text, and logo	Corporate continuity in signing
	Real-time status updates are able to be posted to any 3rd party application providing time-stamped transaction events such as sent, signed, viewed, including who took these actions.	Enables use of 3rd party systems to keep track of performance of contract execution phase of a business
	Salesforce.com integration enabling all DocuSign events to be published directly into Objects and Fields in Salesforce.com in real-time	Provides status integration into Salesforce.com for reporting and management purposes
	Automated, rules based data collection from forms filled out by end signers can be pushed into SFDC or 3rd party applications	Enables population of other key business systems with data collected by the contract execution process

### About DocuSign

DocuSign offers an electronic signature service that provides the simplicity, speed and security required to deliver, sign and store documents. Designed from the ground up for business-class usage, this service integrates the technical infrastructure and legal compliance needed to operate an end-to-end signing service. DocuSign customers span a variety of industries and range from the largest corporations to the smallest branch offices. DocuSign, Inc. is a privately held company based in Seattle, Washington.

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