

Memorandum of Understanding

This Memorandum of Understanding (the "MOU") is made on _____, by and between CPA.com, a subsidiary of the Association of International Certified Professional Accountants of New York, New York, (the "AICPA") and _____, of _____ (the "Company") for the purpose of achieving the various aims and objectives related to the Association and CPA.com Startup Accelerator (the "accelerator").

WHEREAS the AICPA and the Company desire to enter into an agreement in which AICPA and the Company will work together in the accelerator;

AND WHEREAS the AICPA and Company desire to enter into a MOU between them, setting out the working arrangements that each of the entities agree are necessary for successful collaboration;

Purpose

The purpose of this MOU is to provide the framework for working together in the accelerator

Obligations of both Parties

The AICPA and the Company acknowledge that that no contractual relationship is created by this MOU, but agree to work together in the true spirit of collaboration.

Participation

The parties to this MOU have mutually acknowledged and agreed to the following:

- a. The AICPA will assist in brokering productive and helpful technical and/or business expertise, appropriate access to the profession and members or customers, and guidance in navigating the profession so that Company can grow its business with the accounting profession.
- b. The AICPA and CPA.com will provide the Company \$20,000 per the terms set forth in a separate agreement.
- c. The Company will participate in-person for the November 16-17, 2017 convening days in New York City at the AICPA headquarters. The AICPA will facilitate access to the accelerator advisory panel, other startups in the accelerator cohort, and host a group dinner.
- d. The Company will participate in the ENGAGE 2018 conference in Las Vegas, NV, in June 2018; specific dates and details of participation will be determined.
- e. The Company will actively participate in the approximately monthly calls from November through June 2018 with the AICPA and/or the accelerator advisory panel.

Term

The arrangements made by the parties in this MOU shall remain in place from the date of signing until July 1, 2018. The term can only be extended by agreement of all parties.

Governing Law

This MOU shall be construed in accordance with the laws of the State of New York.

Amendment

This MOU may be amended or supplemented in writing, if the writing is signed by the parties, or its designees, obligated under this MOU.

Understanding

It is mutually agreed upon and understood by and among the parties of this MOU that:

- a. Each party will work together in a coordinated fashion to fulfill its obligations for the accelerator.
- b. This MOU does not forbid either party from participating in similar agreements with other public or private agencies, organizations, and individuals.
- c. To the extent possible, each party will participate in the development of the accelerator.
- d. This MOU will be effective upon the signature of both parties.
- e. Any party may terminate its participation in this MOU by providing written notice to the other party.

Signatories

(print)

(sign)

(AICPA, title)

(print)

(sign)

(Company, title)

