Exhibit 3.03
"Headroom" Assumptions

	Change Order #	Effective Date
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This exhibit contains the baseline MIPS, CPWs and GBs requirements that are provided by the Vendor for each Commonwealth Agency. Utilization of these MIPS, CPWs and GBs varies based upon workloads and demand, and actual utilization was verified upon each Commonwealth Agency's transition to the Vendor.

Utilization is based upon that which is being tracked and reported in accordance with Section 1.05 and Section 2.2 of Exhibit 3.01 Designated Services (Statement of Work). The Capacity Management Planning Process provides for "Just-In-Time" technology upgrades to only those agencies who require them. The Capacity Management Planning Process is further defined in Exhibit 3.01, Section 2.2.

The "Just-In-Time" technology planning approach aligns with the Commonwealth's fiscal year budget process. The resulting Annual Technology Plan process includes written Vendor communication early in the budget cycle. This written communication forecasts technology needs in the budgeted period and will include "budget and planning" prices as input to agency budgetary requirements.

When utilization of a Machine is at the "80% threshold" level, the Capacity Management Planning Process will be used to determine if the agency is close to running out of capacity to support their workload and to maintain performance at the desired levels. An estimate that uses 80% of planned MIPS, CPWs, and GBs (GB defined as "usable", not "raw," throughout Exhibit) for Mainframe systems is detailed in the tables titled, "Unisys A Series", "Unisys 2200 Systems" and "IBM Mainframes". For Windows based systems or other systems not based on MIPS or CPWs, Vendor will monitor and report CPU and storage utilization relative to the 80% threshold. Once the 80% threshold has been reached, results from the Capacity Management Planning Process will be used to further determine, if in fact, an upgrade is required. If these results show that one or more service level agreement categories are affected, the Vendor will issue a Request for Services to the Commonwealth identifying systems and/or their related components that should be upgraded/replaced in order to continue processing in accordance with Service Levels. The "80% threshold" level will be derived from the daily average prime shift utilization of the system and disk use as measured over a consecutive 30 calendar day period.

The Commonwealth will have 60 calendar days to accept and approve a Change Request. If, the Commonwealth withholds its approval of any such Change Request and if, after such 60 calendar day period, processing continues at or above the "headroom" level, the Vendor will be relieved from meeting affected Service Levels as identified in the Change Request.

If utilization continues to increase during the 60 calendar day Commonwealth approval period to accept a change request, and reaches 90% of planned MIPS, CPWs or GBs, the Vendor will immediately be relieved from meeting affected Service Levels as identified in the Change Request.

The line item "Planned MIPS" (in the Unisys Platform chart below) represents "IDC MIPS", which is a universal standard of measurement.

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Unisys A-SERIES (Clearpath / Libra)

GAME

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS*	40	40	40	40	40	40	40	40
80% Threshold	32	32	32	32	32	32	32	32
Baseline MIPS	5	5	5	5	5	5	5	5
Planned GBs	36	200	200	200	200	200	200	200
80% Threshold	29	160	160	160	160	160	160	160
Baseline GBs	25	25	25	25	25	25	25	25

* Limited to 104 users

GAME DR

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	0	24	24	24	24	24	24	24
Planned GBs	0	120	120	120	120	120	120	120

Unisys 2200 Systems (Clearpath / Dorado)

DPW – System A

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	1525	1550	1550	1550	1550	1550	1550	1550
80% Threshold	1220	1240	1240	1240	1240	1240	1240	1240
Baseline MIPS	520	520	520	520	520	520	520	520

DPW – System C

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	400	400	400	400	400	400	1550	1550
80% Threshold	320	320	320	320	320	320	1240	1240
Baseline MIPS	166	166	166	166	166	166	166	166

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DPW – System D

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	50	50	50	50	50	50	50	50
80% Threshold	40	40	40	40	40	40	40	40
Baseline MIPS								

(The GBs are combined for Systems A, C and D)

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	2546	5600	5600	5600	5600	5600	5600	5600
80% Threshold	2037	4480	4480	4480	4480	4480	4480	4480
Baseline GBs	1120	1120	1120	1120	1120	1120	1120	1120

DPW – System F

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	865	850	850	850	850	850	850	850
80% Threshold	692	680	680	680	680	680	680	680
Baseline MIPS	249	249	249	249	249	249	249	249
Planned GBs	716	1740	1740	1740	1740	1740	1740	1740
80% Threshold	573	1392	1392	1392	1392	1392	1392	1392
Baseline GBs	612	612	612	612	612	612	612	612

DPW DR 1 – System A

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	543	543	543	543	543	543	543	543

DPW DR 2 - PACSES

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	469	469	469	469	469	469	469	469

(The GBs are combined for DR 1 and DR 2)

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	1558	2580	2580	2580	2580	2580	2580	2580

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PSP

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	292	150	150	150	150	150	150	150
80% Threshold	222	120	120	120	120	120	120	120
Baseline MIPS	149	149	149	149	149	149	149	149
Planned GBs	144	200	200	200	200	200	200	200
80% Threshold	116	160	160	160	160	160	160	160
Baseline GBs	129	129	129	129	129	129	129	129

PSP DR

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	0	90	90	90	90	90	90	90
Planned GBs	0	120	120	120	120	120	120	120

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Unisys Open Systems

DOS L2K

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	861.9	861.9	861.9	861.9	861.9	861.9	861.9	861.9
80% Threshold	689.4	689.4	689.4	689.4	689.4	689.4	689.4	689.4

DOS SURE

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	6326.6	6326.6	6326.6	6326.6	6326.6	6326.6	6326.6	6326.6
80% Threshold	5061.4	5061.4	5061.4	5061.4	5061.4	5061.4	5061.4	5061.4

DOI

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	535.0	535.0	535.0	535.0	535.0	535.0	535.0	535.0
80% Threshold	428.0	428.0	428.0	428.0	428.0	428.0	428.0	428.0

DEP

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	3116.6	3116.6	3116.6	3116.6	3116.6	3116.6	3116.6	3116.6
80% Threshold	2493.3	2493.3	2493.3	2493.3	2493.3	2493.3	2493.3	2493.3

PSERS PPAS

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
PRD Planned GBs	1314.2	1314.2	1314.2	1314.2	1314.2	1314.2	1314.2	1314.2
80% Threshold	1051.4	1051.4	1051.4	1051.4	1051.4	1051.4	1051.4	1051.4
PQA Planned GBs	1314.2	1314.2	1314.2	1314.2	1314.2	1314.2	1314.2	1314.2
80% Threshold	1051.4	1051.4	1051.4	1051.4	1051.4	1051.4	1051.4	1051.4

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DPW

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	39318.4	39318.4	39318.4	39318.4	39318.4	39318.4	39318.4	39318.4
80% Threshold	31454.7	31454.7	31454.7	31454.7	31454.7	31454.7	31454.7	31454.7

PSP MQ Series

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	135.4	135.4	135.4	135.4	135.4	135.4	135.4	135.4
80% Threshold	108.3	108.3	108.3	108.3	108.3	108.3	108.3	108.3

PSP CCHRI

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	1502	1502	1502	1502	1502	1502	1502	1502
80% Threshold	1201.6	1201.6	1201.6	1201.6	1201.6	1201.6	1201.6	1201.6

PSP PATCH

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	211.7	211.7	211.7	211.7	211.7	211.7	211.7	211.7
80% Threshold	169.4	169.4	169.4	169.4	169.4	169.4	169.4	169.4

VMware Virtualization Environment	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned GBs	15360	15360	15360	15360	15360	15360	15360	15360
80% Threshold	12288	12288	12288	12288	12288	12288	12288	12288

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IBM MAINFRAMES
Enterprise Systems

DOR

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	566	566	566	566	566	566	566	566
80% Threshold	453	453	453	453	453	453	453	453
Planned GBs	3,561	3,561	3,561	3,561	3,561	3,561	3,561	3,561
80% Threshold	2,849	2,849	2,849	2,849	2,849	2,849	2,849	2,849

DOT

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS - 2094	1000	1000	1000	1000	1000	1000	1000	1000
80% Threshold	800	8000	800	800	800	800	800	800
DOT Planned Linux MIPS	2625	2625	2625	2625	2625	2625	2625	2625
80% Threshold Linux MIPS	2100	2100	2100	2100	2100	2100	2100	2100
DOT Planned zIIP MIPS	875	875	875	875	875	875	875	875
80% Threshold zIIP MIPS	440	700	700	700	700	700	700	700
DOT Planned GBs	19188	19188	19188	19188	19188	19188	19188	19188
80% Threshold	15350	15350	15350	15350	15350	15350	15350	15350

L&I-UC

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	209	209	209	209	209	0	0	0
80% Threshold	167	167	167	167	167	0	0	0
L&I-UC Planned GBs	1195	1195	1195	1195	1195	0	0	0
80% Threshold	956	956	956	956	956	0	0	0

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DOH

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	31	31	31	31	31	0	0	0
80% Threshold	25	25	25	25	25	0	0	0
DOH(MVS) Planned GBs (Includes former VM GBs)	231	231	231	231	231	0	0	0
DOH(MVS)80% Threshold	185	185	185	185	185	0	0	0

DOC

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	115	115	115	0	0	0	0	0
DOC 80% Threshold	92	92	920	0	0	0	0	0
DOC Planned GBs	250	250	250	0	0	0	0	0
DOC 80% Threshold	200	200	200	0	0	0	0	0

LCB

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned MIPS	115	115	115	0	0	0	0	0
80% Threshold MIPS	92	92	92	0	0	0	0	0
Planned GBs	308	308	308	0	0	0	0	0
80% Threshold GBs	246	246	246	0	0	0	0	0

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Mid-Range Systems

Aging

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned CPWs	570	570	570	570	570	570	570	570
80% Threshold	456	456	456	456	456	456	456	456
Planned GBs	90	90	90	90	90	90	90	90
80% Threshold	72	72	72	72	72	72	72	72

Civil Service

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned CPWs	570	570	570	570	570	570	570	570
80% Threshold	476	476	476	476	476	476	476	476
Planned GBs	94	94	94	94	94	94	94	94
80% Threshold	75	75	75	75	75	75	75	75

L&I-BOIS

	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
Planned CPWs	1140	1140	1140	1140	1140	1140	1140	1140
80% Threshold	912	912	912	912	912	912	912	912
Planned GBs	264	264	264	264	264	264	264	264
80% Threshold	211	211	211	211	211	211	211	211

Note: Baseline values were derived from actual utilization values, or 80% of installed MIPS/CPWs/GBs.
Note: These allocations do not reflect vendor seed systems, test systems, nor capacity on demand MIPS which may be used to the benefit of the Commonwealth.