CS OPERATIONS STANDARD OPERATING PROCEDURE (SOP)

The following document outlines the standard procedures to be used by Operations, the Creative Services Department and third-party suppliers (namely AdSystems) when working together on any initiative. Outlined are the step-by-step processes that Operations performs routinely for the duration of a project's lifecycle, and the expectations/requirements that the Operations Team has with regards to working with the groups mentioned.

1.0 New Initiatives
New initiatives can be defined as brand new build projects or as existing projects that have changed in scope significantly since their first inception. New initiatives for the most part are usually initiated by the Operations Team, however they can be initiated by other members of the Creative Services Department with a "Change Request Form" approved by the Operations Team or when necessary the CS Director/Senior Management.

1.0.1 Concepting Meeting - Operations Team ONLY
Upon the start of a new initiative, the Operations Team will meet to discuss the general objective and logistics of the new initiative. The meeting is also to include initial formulation of a research plan and project proposal. At times it may be necessary to invite personnel from outside the Operations Team to gain initial feedback and additional insight before formulating a research plan/project proposal with exception to select Senior Managers will be included in the research plan. The Operations Team retains the sole right to determine who that is based on the person's expertise in relation to the new initiative. All requests are tracked and incorporated when putting together project proposal.

1.0.2 Initial Research Plan/Execution
Based on the concepting meeting, the Operations Team will put together a research plan (if deemed necessary) that will need to be approved by the CS Director before further action is taken. Senior Management will be granted a defined time period to approve and/or make all necessary revisions. Once the Operations Team and Senior Management come to a mutual agreement on the specifics of the research plan, a signed copy of the plan will be reserved and filed away for archival and the Operations Team will then initiate the research.

1.0.3 Project Proposal (PPF) – *See attached Form B*
When the initial research is complete, the Operations Team will put together a project proposal in light of the information that was gathered. The project proposal will define the Natural Work Group (NWG), objective, high-level business requirements and scope of the project.

The Natural Work Group - All personnel that possess the expertise deemed necessary to make the project successful. Operations retains the right to select the NWG members. Operations will be open to suggestions from the CS Director, but maintains the right to accept, reject and offer alternative suggestions based on the needs of the project. A NWG can consist of Creative Services personnel, as well as personnel outside of the department and in some cases outside Discover Financial Services, Inc. (if applicable and upon management approval).

Specific to Creative Services
If the NWG member chosen is from the Creative Services Department, the Operations Project Manager will be responsible for ensuring that this person's Manager approves his/her participation in the NWG and that the Manager is aware of the tasks and time commitment expected of this person. Once the Manager is aware and approves the participation of the NWG member in the project, the Manager cannot divert this person's time or tasks responsibilities in such a way as it would impede the person from completing their agreed upon tasks and meeting their deadlines for the initiative as outlined in the Business and Design Requirements (BDR). The only exception to this is if the NWG member's Manager obtains the approval of the Operations Project Manager and the CS Director, in which case if the loss of this NWG member compromises the deliverables of the initiative, a substitute NWG may be chosen by Operations to complete the necessary tasks.

The following are the expectations that the Operations Team has of the NWG members when working with Operations on initiatives:

- NWG members are required to attend all scheduled meetings indicated mandatory to them.
- NWG members report to the Operations Project Manager as the lead.
- NWG members are required to complete their assigned tasks within the timeframes agreed upon in the BDR.
- NWG members will be released from their responsibilities to the initiative by the Operations Project Manager upon completion of their required tasks.
- Operations reserves the right to release any NWG members prematurely if deemed necessary due to the change of scope of the initiative, change in the required skill sets or if the NWG member does not comply with the BDR and their outlined responsibilities and tasks.

Project Proposal Approval - Each project proposal will require signed approval from the CS Director. Operations will cease all actions on the project until the proposal is approved. A copy of the signed document will be filed away for archival.

1.0.4 Business and Design Requirements (BDR) – *See attached Form C*

Once the project proposal document is signed and approved, the Operations Team will be responsible for writing the BDR document. The BDR will specifically define how the project should function, what existing builds it affects, how it should function with regards to the affected builds, what technical work/programming will be required and an estimated time of delivery. In addition, a rough timeline will be attached outlining the different levels of the project's life cycle, as well as a high level testing plan. The BDR will be written by Operations, however, the intention is to have it be a result of collaborative discussions between the NWG, the third-party supplier and the Operations Team. The BDR will also require a signed approval from the CS Director, the Operations Team Project Manager, the third-party supplier and all of the members of the NWG. Development of the project will not commence until all parties sign the document in approval. Once the BDR is signed, it will be the binding contract between all parties with regards to the physical commitment of labor, functionality/features of the build and delivery timelines. *Expectations specific to the third-party supplier as it pertains to the working relationship with the Operations Team on initiatives is outlined in Appendix A.*

1.0.5 Change Request Form (CRF) – *See attached Form D*

Any changes that need to be made which would affect the BDR will need to be requested via a "Change Request Form" (CRF). The person initiating the change would be responsible for filling out this form and submitting it to Operations for review. Operations would then be required to do a "Scope Change Analysis" with regards to the project that is being affected. This stands especially true if the requests come from personnel outside of the Operations Team, Senior Management or the third-party supplier.

Specific to Creative Services

Requesting new initiatives and changes to existing initiatives by Creative Services personnel will need to be done via the CRF (located on surveymonkey.com??). Operations will review the CRF and determine if the request is viable, if resources are available, what the scope of the request is, and if the necessary approvals been obtained using SCF. Operations will then be responsible for communicating the status and next steps to the requestor within a timely manner.

1.0.6 Scope Change Analysis Form (SCF) – *See attached Form E*

Operations will fill out a Scope Change Analysis Form (SCF) based on the information in the CRF. The SCF will define the effects that the request will have on technical resources, labor committed and delivery timelines. All changes will also be categorized as "Small Scope" or "Large Scope." All "Large Scope" changes will require a signed approval of the Scope Change Analysis Form. All "Small Scope" changes will require signed approval from the Operations Team Project Manager. The Scope Change Analysis Forms will require all original background
paperwork (i.e., project proposal, BDR) be attached, and then the whole packet to be archived.

Large Scope

- If 30 days of additional programming, development and testing are required (this includes third-party supplier [AdSystems] and Operations Team).
- If an additional programmer or Operations Team member is necessary to complete the project. Operations retains the right on "Large Scope" changes to recommend accepting, rejecting or scheduling for future development based on the initial project's timelines and available resources for Senior Management approval.

Small Scope

- If seven days of additional programming, development and testing are required (this includes third-party supplier [AdSystems] and Operations Team), Operations retains the right on "Small Scope" changes to accept, reject or schedule for future development based on the initial project's timelines and available resources.

Operations will also record all requested changes in the "Transibility Matrix" for reference and to plan test cases for Environmental and User Acceptance Testing.

1.0.7 Development and Testing – *See attached Form F*

Once the BDR and/or changes are approved, the Operations Team will start conducting meetings with the NWG to develop and flesh out the specifics of the project. In addition, the Operations Team will be responsible for creating and implementing a testing plan for both Environmental and User Acceptance Testing.

Environmental Testing - Testing of the functionality of the new build as it functions within the larger system. This is an attempt to eliminate any technical issues or errors that may linger or be a result of the new build. The testing needs to cover all possible scenarios and situations, including changing bandwidth due to user activity levels.

User Acceptance Testing - Testing of the functionality of the new build and its features by a group of actual users who will be utilizing the system once it is rolled out completely. The group usually represents the larger group of users and is very instrumental in giving feedback on and testing of the build to make sure it meets the larger group's needs.

In addition, a log will be created to report and archive any technical issues and the resulting solutions that are encountered throughout the testing phases. The issue log *(see attached Form H)* will be maintained by Operations and will carry through implementation of the project along with post-implementation as a way of tracking any remaining glitches that may arise once the project has been rolled out.

1.0.8 Communication Plans – *See Attached Form G*

While Operations is conducting testing of the new build, they will also be responsible for creating the Internal and External Communications Plans in order to inform appropriate parties about the progress, functionality and implementation of the new build. The plans should include delivery deadlines for whichever media are chosen. Operations reserves the right to decide what the appropriate media, are as well as the timeframes based on the Development and Testing progress of the build.

External Communication Plan – This outlines the media and timeframes that will be used to communicate about a new build to the overall end-users. Typically the end-users will be the Business Partners that are within DFS who work with Creative Services as a service provider or the users may be actual Creative Services' team members depending on the build. The media used may include the following: signage, posters, direct mail, e-mail marketing, newsletter, advertising and collateral.

Internal Communication Plan – This outlines the media and timeframes that will be used to communicate about a new build to the management within Creative Services. Typically an overview/status will be given to the Operations Manager (Susan) at the Operations weekly touchpoint meetings. The role of the Operations Manager is to disseminate the information to the remainder of the managers in whatever form is most appropriate.

1.0.9 Training and New Initiative Implementation (LAUNCH)

The Training and Implementation Plans will be created concurrently with the Communication Plans. The training and planned physical launch of the new initiative usually coincides and is interdependent of the communications. Operations determines the correct Training Plan and procedure based on the User Acceptance Testing of the build. The Training Plan and Launch Plan should outline the exact manner in which the new build will be implemented to all of the users. The training could require one-on-one training sessions, group training, hands-on training, training over the Internet, training via CD, training manual, presentations, etc. Operations is also responsible for managing the creation of the training materials (as deemed necessary) that will be supplementary to the actual training, as well as the format of the launch of the project. Operations retains the right to decide what training materials will be created and what additional resources would be necessary to develop all of the training materials.

Once Operations creates the Training and Implementation Plans, a copy of each will be supplied to Senior Management as an FYI. The plans will include the estimated costs associated with the training and implementation as well as the deliverable timelines. Operations will determine training approach and obtain feedback from the Manager/Project Manager as it relates to large builds and the associated training.

1.0.10 Maintenance

After the project is launched, Operations is still responsible for maintaining the issue log and monitoring general status of the project/build. Any technical issues and further enhancements that may have arisen through feedback during testing or as a result of "Small Scope" changes requested in the CRF, will be reviewed for possible implementation in the next phase of the build.

2.0. Enhancements on Existing Initiatives

Existing initiatives can be defined as any build projects that have already gone through an initial build and that have not changed significantly in scope since their first inception. Enhancements to existing initiatives can be requested by the Operations Team or by other members of the Creative Services Department through a CRF approved by the Operations Team or CS Director/Senior Management when necessary.

2.0.1 Concepting Meeting–Operations Team ONLY

Upon receiving a request for enhancements to an existing initiative, the Operations Team will meet to discuss the general objective and logistics of the enhancements.

2.0.2 Scope Change Analysis Form (SCF)

In addition, Operations will fill out a Scope Change Analysis Form to determine the technical and labor resources that these enhancements would require. The enhancements would be categorized as "Small Scope" or "Large Scope" (see 1.0.6. for details and definitions).

Large Scope – If the enhancements are categorized as "Large Scope", the procedure would follow the processes outlined above (1.0.3–1.0.10).

Small Scope – If the enhancements are categorized as "Small Scope", the procedure would follow the processes outlined above (1.0.4, 1.0.7–1.0.10).

Once the enhancements are fully developed, all of the associated documents would be attached to the original build documents for archival purposes and to trace the evolution of the affected build.

APPENDIX A

SUPPLIER RELATIONS

The following document is a supplement to the CS Operations SOP that further defines the expectations Operations has with respect to the working relationship between third-party suppliers and Operations when working on initiatives.

Business and Design Requirements (BDR) – *See 1.0.4 of SOP and Form C*

The third-party supplier will be responsible for actively completing the designated technical portion of the BDR including all necessary software/hardware purchase and labor resource estimates. In addition, the supplier will be responsible for outlining a timeline of when the technical portions of the development and testing would be due based on the scope of the initiative and the technical resources available.

In cases of a project classified as "Large Scope" an in-person meeting may be necessary to facilitate the development of the technical requirements and completion of the BDR. The third-party supplier is required to send a representative to the meeting which will be scheduled by Operations. The representative should have the authority to approve all of the technical requirements outlined in the BDR and should have an understanding of the labor resources available that can be assigned to the initiative at hand. The representative should also come prepared to the meeting with any necessary information on the technical side which will need to be communicated to the Operations Team and NWG such as storage/bandwidth limitations, architectural limitations and any additional information which would affect the ability of the NWG members to perform their tasks effectively (design, copy, etc.).

Development and Testing – *See 1.0.7 of SOP and Form F*

During the development and testing phase of an initiative, the third-party supplier will also be responsible for collaborative communication and effort with the Operations Team. In particular:

1) When questions are forwarded to the supplier a response is expected within 24 hours of the request.

2) Regular status and updates will be provided by the supplier to update Operations with progress. Operations reserves the right to determine the frequency of the updates, and the Operations Project Manager or determined lead/sponsor will be the main contact for those updates.

3) The supplier will be responsible for testing all functionality of each component that is created for the larger initiative as well as the effects of introducing new components to the greater system before full implementation. The testing efforts of the supplier will be prior and independent to those being performed by the Operations team. Operations will not begin their testing until the supplier notifies Operations that all testing has been completed on their end.

4) If issues are encountered during the testing performed by the supplier, the supplier is to stop all further development until those issues are resolved.

5) Operations will also be responsible for doing Environmental and User Acceptance Testing. Any issues encountered by Operations will be recorded in an issue log. A copy of the issue log will be provided to the supplier to aide in troubleshooting and resolving issues. In turn, the supplier is to stop all further development until those issues are resolved. Plus, the supplier will be required to notify Operations of the actual solutions to issues to record in the issue log for future reference.

CS OPERATIONS STANDARD OPERATING PROCEDURE (SOP)

The following document outlines the standard procedures to be used by the Creative Services Department when working together on any new software build.

New Initiatives
New initiatives can be defined as brand new build projects or as existing projects that have changed in scope significantly since their first inception. New initiatives for the most part are usually initiated by the Operations Team, however they can be initiated by other members of the Creative Services Department with a "Change Request Form" (CRF) approved by the Operations Team or when necessary the CS Director/Senior Management. Please refer to CRF section below for additional information.

Initial Research Plan/Execution
The Operations Team will put together a research plan (if deemed necessary) that will need to be approved by the CS Director before further action is taken. Senior Management will be granted a defined time period to approve and/or make all necessary revisions.

Project Proposal (PPF) – See attached Form B
When the initial research is complete, the Operations Team will put together a project proposal in light of the information that was gathered. The project proposal will define the Natural Work Group (NWG), objective, high-level business requirements and scope of the project.

Specific to Creative Services
The Operations Project Manager will be responsible for ensuring that any NWG member from the Creative Services Department has his/her Manager's approval for his/her participation in the NWG. Once the Manager is aware and approves the participation of the NWG member in the project, the Manager cannot divert this person's time or tasks responsibilities in such a way as it would impede the person from completing their agreed upon tasks and meeting their deadlines for the initiative as outlined in the Business and Design Requirements (BDR). The only exception to this is if the NWG member's Manager obtains the approval of the Operations Project Manager and the CS Director, in which case if the loss of this NWG member compromises the deliverables of the initiative, a substitute NWG may be chosen by Operations to complete the necessary tasks.

The following are the expectations that the Operations Team has of the NWG members when working with Operations on initiatives:
- NWG members are required to attend all scheduled meetings indicated mandatory.
- NWG members report to the Operations Project Manager as the lead.
- NWG members are required to complete their assigned tasks within the timeframes agreed upon in the BDR.
- NWG members will be released from their responsibilities by the Operations Project Manager upon completion of their required tasks.
- Operations reserves the right to release any NWG members prematurely if deemed necessary due to the change of scope of the initiative, change in the required skill sets or if the NWG member does not comply with the BDR and their outlined responsibilities and tasks.

Change Request Form (CRF) – See attached Form D
Any changes that need to be made which would affect the BDR will need to be requested via a CRF. The person initiating the change would be responsible for filling out this form and submitting it to Operations for review.

Specific to Creative Services
Requesting new initiatives and changes to existing initiatives by Creative Services personnel will need to be done via the CRF (located on surveymonkey.com??). Operations will then be responsible for communicating the status and next steps to the requestor within a timely manner.

Development and Testing – See attached Form F
The Operations Team will be responsible for creating and implementing a test plan. As part of the test plan, the Creative Services Department may be required to perform User Acceptance testing when appropriate.

User Acceptance Testing- Testing of the functionality of the new build and its features by a group of actual users who will be utilizing the system once it is rolled out completely. The group usually represents the larger group of users and is very instrumental in giving feedback on and testing of the build to make sure it meets the larger group's needs.

Training and New Initiative Implementation (LAUNCH)
Operations determines the correct Training Plan and procedure based on the User Acceptance Testing of the build. The training could require one-on-one training sessions, group training, hands-on training, training over the Internet, training via CD, training manual, presentations, etc.

Enhancements on Existing Initiatives
Existing initiatives can be defined as any build projects that have already gone through an initial build and that have not changed significantly in scope since their first inception. Enhancements to existing initiatives can be requested by the Operations Team or by other members of the Creative Services Department through a CRF approved by the Operations Team or when necessary the CS Director/Senior Management.