On the suitability and operating effectiveness of its controls relevant to security, availability and confidentiality of Visier’s Analytics and Planning Solution throughout the period February 1, 2017 to January 31, 2018

Independent Service Auditor’s Report on controls relevant to Security, Availability and Confidentiality

February 1, 2018 to January 31, 2019
SECTION 1
INDEPENDENT SERVICE AUDITOR’S REPORT
To the Management and Board of Directors of Visier Solutions Inc.

Scope

We have examined Visier Solutions Inc.’s (“Visier’s”) accompanying assertion titled "Assertion of Visier Solutions Inc. Management" (assertion) that the controls within Visier’s Analytics and Planning Solution (“Solution”) were effective throughout the period February 1, 2018, to January 31, 2019, to provide reasonable assurance that Visier’s service commitments and system requirements were achieved based on the trust services criteria relevant to security, availability and confidentiality (applicable trust services criteria) set forth in TSP Section 100, 2017 Trust Services Criteria for Security, Availability, Processing Integrity, Confidentiality, and Privacy (AICPA, Trust Services Criteria).

Service Organization’s Responsibilities

Visier is responsible for its service commitments and system requirements and for designing, implementing, and operating effective controls within the system to provide reasonable assurance that Visier’s service commitments and system requirements were achieved. Visier has also provided the accompanying assertion about the effectiveness of controls within the system. When preparing its assertion, Visier is responsible for selecting, and identifying in its assertion, the applicable trust service criteria and for having a reasonable basis for its assertion by performing an assessment of the effectiveness of the controls within the system.

Service Auditor’s Responsibilities

Our responsibility is to express an opinion, based on our examination, on whether management’s assertion that controls within the system were effective throughout the period to provide reasonable assurance that the service organization’s service commitments and system requirements were achieved based on the applicable trust services criteria. Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform our examination to obtain reasonable assurance about whether management’s assertion is fairly stated, in all material respects. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

Our examination included:

- Obtaining an understanding of the system and the service organization’s service commitments and system requirements
- Assessing the risks that controls were not effective to achieve Visier’s service commitments and system requirements based on the applicable trust services criteria
- Performing procedures to obtain evidence about whether controls within the system were effective to achieve Visier’s service commitments and system requirements based the applicable trust services criteria

Our examination also included performing such other procedures as we considered necessary in the circumstances.
We have complied with the relevant rules of professional conduct / code of ethics applicable to the practice of public accounting and related to assurance engagements, issued by various professional accounting bodies, which are founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The firm applies Canadian Standard on Quality Control 1, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

**Inherent Limitations**

There are inherent limitations in the effectiveness of any system of internal control, including the possibility of human error and the circumvention of controls.

Because of their nature, controls may not always operate effectively to provide reasonable assurance that the service organization’s service commitments and system requirements were achieved based on the applicable trust services criteria. Also, the projection to the future of any conclusions about the effectiveness of controls is subject to the risk that controls may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, management’s assertion that the controls within Visier’s Solution were effective throughout the period February 1, 2018, to January 31, 2019, to provide reasonable assurance that Visier’s service commitments and system requirements were achieved based on the applicable trust services criteria is fairly stated, in all material respects.

Vancouver, BC
March 1, 2019
SECTION 2
MANAGEMENT OF VISIER SOLUTIONS
INC'S ASSERTION
Management of Visier Solutions Inc.’s Assertion

We are responsible for designing, implementing, operating, and maintaining effective controls within Visier Solutions Inc.’s (Visier’s) Analytics and Planning Solution (Solution) throughout the period February 1, 2018, to January 31, 2019, to provide reasonable assurance that Visier’s service commitments and system requirements relevant to security, availability and confidentiality were achieved. Our description of the boundaries of the system is presented in Section 3 and identifies the aspects of the system covered by our assertion.

We have performed an evaluation of the effectiveness of the controls within the system throughout the period February 1, 2018, to January 31, 2019, to provide reasonable assurance that Visier’s service commitments and system requirements were achieved based on the trust services criteria relevant to security, availability and confidentiality (applicable trust services criteria) set forth in TSP section 100 2017 Trust Services Criteria for Security, Availability, Processing Integrity, Confidentiality, and Privacy (AICPA, Trust Services Criteria). Visier’s objectives for the system in applying the applicable trust services criteria are embodied in its service commitments and system requirements relevant to the applicable trust services criteria. The principal service commitments and system requirements related to the applicable trust services criteria are presented in Section 3.

There are inherent limitations in any system of internal control, including the possibility of human error and the circumvention of controls. Because of these inherent limitations, a service organization may achieve reasonable, but not absolute, assurance that its service commitments and system requirements are achieved.

We assert that the controls within the system were effective throughout the period February 1, 2018, to January 31, 2019, to provide reasonable assurance that Visier’s service commitments and system requirements were achieved based on the applicable trust services criteria.

On behalf of Management of Visier Solutions Inc.

March 1, 2019
SECTION 3
VISIER’S DESCRIPTION OF ANALYTICS
AND PLANNING SOLUTION
A. COMPANY BACKGROUND

Visier Solutions Inc. (Visier) delivers innovative analytic applications to over a hundred customers managing millions of employee records. Visier’s applied big data cloud-based solution enables professionals to rapidly make data-driven business decisions to enhance their organization’s performance and plan for their future needs.

Visier’s Analytics and Planning Solution (also referred to as “the solution”) gives Human Resources (HR) professionals the insights they need to reduce costs, improve productivity, attract and retain top talent, improve the quality of the hiring process, and plan for and implement workforce strategies to support key business objectives. The sophisticated pre-built analytics are presented in an easy-to-use interface, allowing HR professionals to develop accurate workforce plans, analyze and monitor actuals against plan, compare “what-if” scenarios, and refine plans when needed.

Visier is a privately held company with offices in Vancouver (Canada), San Jose (USA) and London (UK) and was founded in 2010 by business intelligence visionaries including former Business Objects Chief Executive Officer (CEO), John Schwarz, and Chief Technology Officer (CTO) Ryan Wong. The leadership team has a proven and consistent track record of technical, operational and strategic management success with companies including Business Objects, Crystal Decisions, SAP, IBM, Symantec, and Tableau.
B. OVERVIEW OF SERVICES PROVIDED

Analytics and Planning Solution Overview

The Analytics and Planning Solution (also referred to as “the solution”) is a complete service that comprises the Visier application, customer success services, data management and infrastructure services.

Visier operates in the SaaS (Software as a Service) space and provides comprehensive and diversified modules for the Visier application:

<table>
<thead>
<tr>
<th>Module Name</th>
<th>Description</th>
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<tbody>
<tr>
<td>Visier People</td>
<td><strong>Visier People</strong>, the people analytics and workforce planning solution, is a cloud-based people strategy platform that provides answers to hundreds of pre-built, best practice questions, across a range of HR and business topics. Offering unmatched people insights, Visier People also enables continuous, collaborative, data-driven planning that lets HR professionals make more informed investments and mitigate workforce risks.</td>
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<tr>
<td>Visier People: Planning</td>
<td><strong>Visier People: Planning</strong> transforms your workforce planning process and its effectiveness, by enabling continuous, collaborative, data-driven planning. Helping you make more-informed investments, optimize workforce costs, and eliminate surprises, Planning helps HR partners with Finance to reduce risk and maximize results.</td>
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<tr>
<td>Visier People: Talent</td>
<td><strong>Visier People: Talent</strong> answers all your important talent questions, such as employee retention and movement, performance and engagement, leave management, compensation, leadership succession, risk management, and how talent decisions impact business results.</td>
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<tr>
<td>Visier People: Talent</td>
<td><strong>Visier People: Talent Acquisition</strong> connects your recruiting and workforce data, providing you with deep insights into your recruitment processes, programs, and results. From questions about your applicant pipeline and sourcing, to the quality of hire and candidate diversity, to hiring process and recruiter capacity, Talent Acquisition answers all your important recruitment questions.</td>
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<tr>
<td>Visier People: Learning</td>
<td><strong>Visier People: Learning</strong> provides answers to pre-built, learning and development questions, letting you translate these insights into improved HR and business results. Learning connects your learning and development data to other HR and business system data so you can see which programs, activities, and content have the most impact. From questions about learning impact, to learning engagement and operations, to compliance learning, new hire programs, and leadership development, Learning answers critical questions your Learning Management Systems cannot answer.</td>
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<td>Module Name</td>
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<td>Visier People: Organization</td>
<td><strong>Visier People: Organization</strong> provides the foundation for your people analytics and planning rollout. Including an initial set of HR metrics and analytics, Organization answers questions about employee retention and retirement, starts and exits, demographics, and diversity. Further, you will be able to see how workforce laws impact your organization, and leverage blueprint features for workforce diversity.</td>
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<tr>
<td>Visier Benchmarks</td>
<td><strong>Visier Benchmarks</strong> is sourced from Visier’s aggregated customer data and complement government-published measures — adding even more relevant context and timeliness. Available on demand, these Benchmarks include the workforce metrics which may be the most relevant to your organization.</td>
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<tr>
<td>Predictive Analytics</td>
<td><strong>Predictive Analytics</strong> uses advanced machine learning to provide predictions and insights into exits, promotions, internal movement, and more within your organization.</td>
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Visier Workforce Analytics (WFA) is the core solution initially launched by Visier. Visier People (VP), the solution that supersedes WFA, is Visier’s next generation people analytics and workforce planning solution. VP is based on Visier’s new patented business analytics technology and development platform. The solution enables us to integrate data, and create and innovate analytics and planning applications for the customer. The key goals with Visier People were to provide a single integrated experience from planning to analysis and back again, to build a more productive and powerful platform, and to achieve a technology transition to a full HTML environment.

VP was launched in the summer of 2018. All existing customers will transition over based on their own timelines and discussions with Visier’s Customer Success team. New customers who join after the launch of VP will automatically be operating in the new solution.

**Customer Success Services**

Visier is dedicated to establishing programs and operations to set customers up for a positive experience and optimize their adoption of the application. The Customer Success team assists customers with every key step during the onboarding process. Customers provide Visier with source data from their internal or outsourced HR and ERP systems, where Visier then transforms it into a standard format used by Visier’s application. The Customer Success team collaborate with customers to configure the base application to meet their requirements, train customers on technical aspects and administration of the solutions and provide updates on new and upcoming releases and changes. The Customer Success team communicates directly with new customers via regular calls, webinars and emails during this process. Customers can also obtain self-serve guidance through articles and application guides posted on Visier’s Customer Community website. Visier also provides ongoing customer support to assist with regular data loads, configuration of new data extraction sources, and correction of data related issues within the Visier application.

Visier’s Customer Success services also include key onboarding and support services as described below.
Customer Value Services

The Customer Value team partners with customers to ensure they are receiving value from their Visier solution, focusing on business outcomes that can be achieved from a successful implementation. A Customer Value Manager (CVM) is assigned to each customer as part of the Visier implementation team to assist in establishing deployment goals, objectives, and a plan to rollout and help realize value from using the solution in their organization. This includes initial content creation/curation support, create a plan for application training, and develop guidance on rolling out the solution within customer organizations.

Application Training

The Customer Education team provides application training to users via eLearning, remote and/or blended formats, along with training support materials such as presentation slides and job aids.

Visier People: Planning Implementation

Customers who purchase Visier People: Planning (VPP) are assigned a Workforce Planning Consultant to guide and support the successful deployment of the VPP application in their organization. This also includes consultation on VPP process design/re-engineering, stakeholder/change management guidance, on-site workshops, including advanced VPP application training, if needed.

Data Management Services

Customer data may take form in various data formats and will need to be transformed into a structure that is readable by the application. The Data Management team assists customers with this process as part of the data upload process.

Each customer determines the amount and type of data to be uploaded and is responsible for ensuring the accuracy and integrity of the data prior to upload.

People

Visier has an established organization structure with defined roles, authority, and responsibilities, as well as appropriate lines of reporting as described below.

Board of Directors

Visier’s Board of Directors (the “Board”) govern the organization’s direction and provide strategic guidance for achieving business objectives. The Board has independent members outside of Visier’s Management. The Board is comprised of internal and external leaders who possess a diverse portfolio of skills, knowledge and expertise. To ensure the Board possess the vision and competency to effectively guide and contribute to Visier's continued growth, the Board include members with Executive leadership and background in human resources, business, finance and technology.

Executive Management

Visier has an experienced Executive Management team. Executive Management is organized to oversee all activities of Visier, such as developing the company strategy and to direct operational activities towards the achievement of the organization’s tactical and strategic objectives. Executive Management assesses the overall Visier environment and remove obstacles in achieving the strategic, contractual and regulatory obligations of the organization.
Human Resources (HR)

The HR team is responsible for the entire employee lifecycle: recruitment, employee relations, engagement, learning and development, compensation and benefits, and employee exits. At an organizational level, the HR team is responsible for organizational design and development and supporting business functions in meeting strategic objectives.

Visier’s HR team ensures that qualified employees are onboarded to perform their roles and responsibilities in supporting Visier’s organizational objectives. This includes performing mandatory pre-hiring background screening procedures to verify whether candidates possess the necessary skills and qualifications to perform their job responsibilities.

Governance, Risk and Compliance (GRC)

The GRC team is responsible for establishing, communicating, training and monitoring employee adoption and compliance with corporate policies and internal controls, and reporting key results to Executive Management. Additionally, this team is responsible for performing regular risk assessments to include the areas of control effectiveness, information security, vendor management and data privacy. The GRC team are members of professional associations, including ISACA, CPA Canada.

Privacy and Data Protection

The Privacy team is responsible for overseeing a comprehensive privacy and data protection program, with policies, procedures and guidelines, to ensure Visier appropriately handles personal data under its control as well as the data Visier processes on behalf of its customers. Additionally, the program is responsible for conducting privacy risk and impact assessments, data breach response, and privacy training and awareness.

Information Security

The Information Security (InfoSec) team is responsible for setting and monitoring security controls, processes and standards. The team is also responsible for managing penetration testing, vulnerability assessments, threat monitoring, incident response, crisis management and facilitating security awareness across the organization.

Site Reliability Engineering (SRE)

The SRE team is a multi-disciplinary group comprised primarily of software developers, system administrators who are responsible for hosting Visier’s infrastructure and innovating how Visier hosts software in the cloud. Their responsibilities include 24/7 systems administration, operations and monitoring of servers, storage, networking, applications, security devices and the deployment of tenant instances.

Customer Success

The Customer Success team is responsible for customer onboarding, training, rollout and adoption of the Analytics and Planning Solution in the customer’s organization and providing ongoing customer support.

Data Management

The Data Management team works with the customer to configure a new customer’s application, to upload historical data, and to troubleshoot and fix any data issues.
Product Management

The Product Management team coordinates enhancements to Visier’s portfolio of products by receiving change requests for new functionality from customers and internal teams, as well as through research into industry practices and trends.

Development

The Development team is responsible for the development of product consistent with product requirements set by Product Management, Quality Assurance, and Release Management to build the product to be installed in production environments.

Quality Assurance (QA)

The QA team is responsible for setting product quality requirements and functional test plans and performing various tests throughout the development process and prior to product release.

Release Management

The Release Management team is responsible for the delivery of the solution as planned, and for meeting the requirements of release approval cycles.
C. VISIER’S SERVICE COMMITMENTS AND SYSTEM REQUIREMENTS

Visier Solutions Inc.’s (“Visier’s”) designs its processes and procedures related to security, availability and confidentiality to meet its objectives for Visier’s Analytics and Planning Solution (“Solution”). Those objectives are based on the service commitments that Visier makes to user entities, the laws and regulations that govern the provision of the Solution and the financial, operational and compliance requirements that Visier has established for the services. Visier’s Solution is subject to the security, availability and confidentiality commitments as listed in Visier’s agreements with its customers.

Visier establishes operational requirements that support the achievement of security, availability and confidentiality commitments, relevant laws and regulations, and other system requirements. Such requirements are communicated in Visier’s system policies and procedures, system design documentation, and agreements with customers. Information security policies define an organization-wide approach to how systems and data are protected. These include policies around how the service is designed and developed, how the system is operated, how the internal business systems and networks are managed, and how employees are hired and trained. In addition to these policies, standard operating procedures have been documented on how to carry out specific manual and automated processes required in the operation and development of the solution.