

GILBERT CONSULTING SERVICES, INC.

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Partner Program Search Agreement

{Your Company Name} hereinafter referred to as CLIENT, agrees to all of the following terms and conditions of the Partner Program provided by GILBERT CONSULTING SERVICES, INC. (hereinafter referred to as GCSI):

GCSI agrees to provide CLIENT with 3-5 qualified candidates for any position (Senior Level Individual Contributor to Vice President) requested by client each month that this agreement is in effect. CLIENT requests shall be in writing. (Note: If CLIENT does not request candidates in any given month, those candidate requests can NOT be carried over to future months).

1. Our service charge consists of two parts:
 - a. A Quarterly Retainer Fee of \$7,500/Quarter for the term of this agreement.
 - b. A Contingency Service Charge of \$20,000 per placement.
2. If CLIENT hires one of our referrals, GCSI has earned the Contingency Fee of \$20,000 for that placement.
3. The Retainer Fees will be billed in four (4) equal payments of \$7,500 every 90-days. The "BEGINNING DATE" is the date when we receive a signed and approved Partner Agreement AND GCSI has received payment of the first quarterly \$7,500 Retainer Fee.
4. Either party may cancel this agreement at any time but the balance of the Quarterly Retainer Fees for the remainder of the agreement term shall be due and payable by CLIENT. In the event that any candidate that was referred to CLIENT by GCSI is hired within 1 year from the date of that referral the Contingency Fee shall be due and payable by CLIENT.
5. Initial Term of the Partner Program Search Agreement is for 12-months from the beginning date of this agreement. This Partner Agreement may be renewed if both CLIENT and GCSI agree to do so at the end on the initial 12-month term.
6. Our Contingency Service Fee will be invoiced when you and the candidate agree to enter into the service relationship. **OUR TERMS ARE NET DUE ON THE DATE THE CANDIDATE BEGINS THE SERVICE RELATIONSHIP WITH YOU.** Our candidate replacement guarantee is valid only if we receive payment of our Contingency Service Fee in full within 15 days from the date the service relationship starts and payment of the Quarterly Retainer Fees have been on-time and are up-to-date.

