



2014-2019
MN NASPO ValuePoint COMPUTER EQUIPMENT

(Desktops, Laptops, Tablets, Servers, and Storage
including Related Peripherals & Services)

PARTICIPATING ADDENDUM
NASPO ValuePoint COOPERATIVE PURCHASING PROGRAM
Computer Equipment
Administered by the State of Minnesota (hereinafter "Lead State")

MASTER AGREEMENT
Master Agreement No: MNWNC-123
Oracle America, Inc.
(hereinafter "Contractor" or "Contract Vendor")
And
State of Alaska
(hereinafter "Participating State")
Participating State Contract Number 2015PC0023
Oracle Contract Number US-GMA-5540058 (MNWNC-123)_PA_AK

1. **Scope:** This Participating Addendum ("PA") covers the above-referenced NASPO ValuePoint Cooperative Procurement Program Master Agreement for Computer Equipment (Servers and Storage including Related Peripherals and Services), led by the State of Minnesota (the "Master Agreement") along with a multi-state sourcing team for use by state agencies and other entities located in the Participating State/Entity that is authorized by that state's statutes to utilize state/entity contracts, and which receives prior written approval of the state's chief procurement official.

Capitalized terms not defined in this Participating Addendum shall have the meanings set forth in the Master Agreement.

The original solicitation contains the requirements and definitions establishing the following Product Bands allowed on the Master Agreement. The Master Agreement identifies the bands awarded to the Contract Vendor.

Services may be purchased through this Participating Addendum only when such services are applied to hardware that was purchased under this Participating Addendum.

2. **Participation:** Use of specific NASPO ValuePoint cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use state/entity contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official. Unless otherwise specified, all State of Alaska governmental entities, including cities, boroughs, school districts, the Legislative Branch, the Alaska Court System, the University of Alaska and all other political subdivisions and local public procurement units of the State of Alaska are eligible to make purchases under this Participating Addendum.

3. **Order of Precedence:**

1. A Participating Entity's Participating Addendum; A Participating Entity's Participating Addendum shall not diminish, change, or impact the rights of the Lead State with regard to the Lead State's contractual relationship with the Contract Vendor under the Terms of Minnesota NASPO ValuePoint Master Agreement
2. Minnesota NASPO ValuePoint Master Agreement (includes negotiated Terms & Conditions)
3. The Solicitation including all Addendums; and
4. Contract Vendor's response to the Solicitation

These documents shall be read to be consistent and complementary. Any conflict among these documents shall be resolved by giving priority to these documents in the order listed above. Contract Vendor terms and conditions that apply to the Master Agreement are only those that are expressly accepted by the Lead State and must be in writing and attached to the Master Agreement as an Exhibit or Attachment. No other terms and conditions shall apply, including terms and conditions listed in the Contract Vendor's response to the Solicitation, or terms listed or referenced on the Contract Vendor's website, in the Contract Vendor quotation/sales order or in similar documents subsequently provided by the Contract Vendor. The solicitation language prevails unless a mutually agreed exception has been negotiated.

4. Participating State Modifications or Additions to Master Agreement:

Required Reports:

Contractor must submit quarterly reports to the Contracting Officer assigned by the State to manage this contract. Contractor shall provide the State of Alaska with an electronic usage report (Excel) which will list the following information at the minimum: purchasing entity, description of items purchased, date of purchase, contract price, retail price, and the extended price for each transaction. Contractor may use the NASPO ValuePoint Computer Equipment Master Agreement's 2015-2020 Detailed Sales Report Template to satisfy this reporting requirement. These reports are due 30 days after the end of the quarter.

First Quarter:	July 1 through September 30
Second Quarter:	October 1 through December 31
Third Quarter:	January 1 through March 31
Fourth Quarter:	April 1 through June 30

Administrative Fee:

Contractor agrees to provide an Administrative Fee to the State of Alaska.

- a) Contractor shall submit a check, payable to the State of Alaska, remitted to the Department of Administration, Division of General Services for the calculated amount equal to 1.5% of the net sales invoiced for the quarterly period.
- b) Contractor must include the PA Number on the check. Those checks submitted to the State without the PA Number will be returned to Contractor for additional identifying information.
- c) Administrative fee checks shall be submitted to:

ATTN: Purchasing Section
State of Alaska
Department of Administration
Division of General Services
PO Box 110210
Juneau, AK 99811-0210

- d) The administrative fee shall not be included as an adjustment to Contractor's Master Agreement pricing and shall not be invoiced or charged to the ordering agency.

e) Administrative fee checks are due for each quarter as follows:

<u>Reporting Period</u>	<u>Due Date</u>
State Fiscal Quarter 1 (Jul 1 - Sept 30):	Oct 31
State Fiscal Quarter 2 (Oct 1 - Dec 31):	Jan 31
State Fiscal Quarter 3 (Jan 1 - Mar 31):	Apr 30
State Fiscal Quarter 4 (Apr 1 - Jun 30):	Jul 31

f) Any quarter with zero sales must be reported as zero sales. This may be done electronically via email to the State of Alaska contact listed in this PA.

5. Primary Contacts: The primary contact individuals for this Participating Addendum are as follows (or their named successors):

Contractor

Name	Andrea Archie, Deal Manager
Address	One Glenlake Parkway, Suite 300, Atlanta, GA 30328
Telephone	770-351-3797
Fax	770-351-3797
E-mail	andrea.archie@oracle.com

Participating Entity

Name	Matthew L. Pegues, Contracting Officer
Address	State of Alaska - Department of Administration Division of General Services 333 Willoughby Ave. Suite 700 Juneau, AK 99811
Telephone	907 465-5681
Fax	907 465-2189
E-mail	matthew.pegues@alaska.gov

6. Partner Utilization: Each state represented by NASPO ValuePoint participating in this Master Agreement independently has the option of utilizing partners. The Contractor's partners' participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement. Approved partners are: all Contractor-authorized partners listed on the Participating State's landing page on the following website <<http://www.oracle.com/us/corporate/pricing/wsca-2409218.html>>.

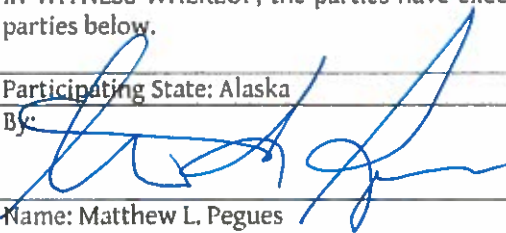

7. Terms. The Participating State/Entity is agreeing to the terms of the Master Agreement only to the extent the terms are not in conflict with applicable law.

8. Orders: Any Order placed by a Participating Entity or Purchasing Entity for a Product and/or Service available from this Master Agreement shall be deemed to be a sale under (and governed by the prices and other terms and conditions) of the Master Agreement unless the parties to the Order agree in writing that another contract or agreement applies to such Order.

Any additional hardware and services terms and conditions for specific orders, which are mutually agreed upon in writing by the Purchasing Entity and Contractor (or its authorized reseller), will be set forth in the ordering document and purchase order for each Order. Terms and conditions that are materially inconsistent with this Participating Addendum or the Master Agreement are hereby

rejected, unless the Purchasing Entity determines that any such terms and conditions are to its own benefit.

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Participating State: Alaska	Contractor: Oracle America, Inc
By: 	By: 
Name: Matthew L. Pegues	Name: Andrea Archie
Title: Contracting Officer	Title: Deal Manager
Date: 7/11/16	Date: 5/17/8, 2016

For questions on executing a participating addendum, please contact:

NASPO ValuePoint

Cooperative Development Coordinator	Tim Hay
Telephone	503-428-5705
E-mail	thay@wsca-naspo.org

[Please email fully executed PDF copy of this document to PA@wsca-naspo.org to support documentation of participation and posting in appropriate databases]

