

**PARTICIPATING ADDENDUM  
WESTERN STATES CONTRACTING ALLIANCE and  
NATIONAL ASSOCIATION OF STATE PROCUREMENT OFFICIALS  
MAIL ROOM EQUIPMENT, SERVICES AND SUPPORT  
Administered by the State of Arizona (hereinafter "Lead State")**

MASTER PRICE AGREEMENT  
Neopost USA, Inc  
ADSP011-00000411-4  
(hereinafter "Contractor")

And

State of South Dakota  
(hereinafter "Participating State")

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1. **Scope:** This addendum covers the WSCA/NASPO Mail Room Equipment, Services and Support contract lead by the State of Arizona for use by state agencies and other entities located in the Participating **State/Entity** authorized by that state's statutes to utilize **state/entity** contracts.

2. **Participation:** Use of specific WSCA/NASPO 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 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.

3. **Participating State Modifications or Additions to Master Price Agreement:** No Changes Are Required

4. **Lease Agreements:** As part of this participation addendum no lease agreement terms are authorized for use by South Dakota state government agencies and all political subdivisions of the state. The South Dakota Bureau of Administration will review any requested lease arrangements on a case by case basis. Counties, municipalities and public schools can authorize lease arrangements in accordance with their established policies and procedures.

5. **Primary Contacts:** The primary contact individual for this participating addendum are as follows (or their named successors):

Lead State

Name	Stacy Ingalls, Senior Procurement Officer
Address	Arizona DOA-SPO, 100 N. 15 <sup>th</sup> Ave, Suite 201, Phoenix, AZ 85007
Telephone	602-542-9134
Fax	602-542-5508
E-mail	<a href="mailto:stacy.ingalls@azdoa.gov">stacy.ingalls@azdoa.gov</a>

Contractor

Name	David Nagel
Address	478 Wheelers Farms Rd.
Telephone	573-489-8860
Fax	203-876-5459
E-mail	<a href="mailto:d.nagel@neopost.com">d.nagel@neopost.com</a>

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Participating Entity

Name	Steven Berg
Address	523 East Capitol, Pierre, SD 57501-3182
Telephone	605-773-3405
Fax	605-773-4840
E-mail	Steven.Berg@state.sd.us

**6. Subcontractors:**

All Neopost dealers and resellers authorized in the State of South Dakota, as shown on the dedicated Neopost website, are approved to provide sales and service support to participants in the NASPO Master Price Agreement. The Neopost dealer's participation will be in accordance with the terms and conditions set forth in the aforementioned Master Price Agreement.

**7. Purchase Order Instructions:**

All orders should contain the following (1) Mandatory Language "PO is subject to WSCA/NASPO Contract # ADSP011-00000411-4" (2) Your Name, Address, Contact, & Phone-Number.

Orders can be made out to either (a) Neopost, or (b) to an AUTHORIZED reseller depending upon the preference of the Participating State or other participating legal entity, or (c) leasing company as set forth in leasing terms and conditions. Please refer to Attachment A for instructions.

**8. Price Agreement Number:**

All purchase orders issued by purchasing entities within the jurisdiction of this participating addendum shall include the Participating State contract number: **16251** and the Lead State price agreement number: ADSP011-00000411-4.

**9. Compliance with reporting requirements of the "American Recovery and Reinvestment Act of 2009"**

**("ARRA"):** If or when contractor is notified by ordering entity that a specific purchase or purchases are being made with ARRA funds, contractor agrees to comply with the data element and reporting requirements as currently defined in Federal Register Vol 74 #61, Pages 14824-14829 (or subsequent changes or modifications to these requirements as published by the Federal OMB). Ordering entity is responsible for informing contractor as soon as the ordering entity is aware that ARRA funds are being used for a purchase or purchases. Contractor will provide the required report to the ordering entity with the invoice presented to the ordering entity for payment. The contractor, as it relates to purchases under this contract, is not a subcontractor or subgrantee, but simply a provider of goods and related services.

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**10. Individual Customer:**

Each State agency and political subdivision, as a Participating Entity, that purchases products/services will be treated as if they were Individual Customers. Except to the extent modified by a Participating Addendum, each agency and political subdivision will be responsible to follow the terms and conditions of the Master Agreement; and they will have the same rights and responsibilities for their purchases as the Lead State has in the Master Agreement. Each agency and political subdivision will be responsible for their own charges, fees, and liabilities. Each agency and political subdivision will have the same rights to any indemnity or to recover any costs allowed in the contract for their purchases. The Contractor will apply the charges to each Participating Entity individually.

This Participating Addendum and the Master Price Agreement number ADSP0---00000411-x (administered by the State of Arizona) together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Price Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Price Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Addendum and the Price Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms within the Participating State.

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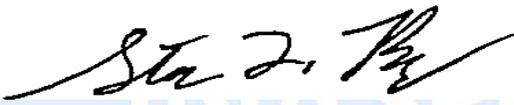
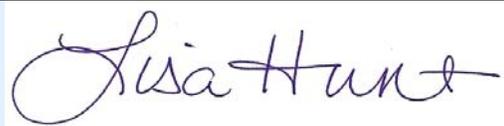
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IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Participating State: State of South Dakota	Contractor: Neopost USA, Inc.
By: 	By: 
Name: Steven L. Berg	Name: Lisa Hunt
Title: Director, Office of Procurement	Title: Director, National and Government
Date: 1/3/2012	Date: 1/3/2012



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**ATTACHMENT A  
PURCHASE ORDER INFORMATION**

1. Notwithstanding any provision in the Participating Addendum the following shall set forth the Instructions for Purchase Order completion.

- Purchase Order for Equipment purchases must be made payable to:  
Neopost USA, Inc.  
478 Wheelers Farms Rd.  
Milford, CT 06461

Note: Authorized dealers are not allowed to accept purchase orders for equipment purchases or leases.

- Purchase Orders for Leases must be made payable to:  
MailFinance Inc.  
478 Wheelers Farms Rd.  
Milford, CT 06461
- Purchase Orders for year two Maintenance can be made payable to Neopost USA, Inc, or to any authorized Neopost dealer

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