

PARTICIPATING ADDENDUM
WSCA-NASPO COOPERATIVE PURCHASING ORGANIZATION
COPIERS, PRINTERS & RELATED DEVICES 14-19
Administered by the State of Nevada (hereinafter "Lead State")

MASTER AGREEMENT
Xerox Corporation
Nevada RFP 3091
(hereinafter "Contractor")
And
State of South Dakota
(hereinafter "Participating State")
State Contract #16795

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1. Scope: This addendum covers the Copiers, Printers & Related Devices 14-19 lead by the State of Nevada for use by state agencies and other entities located in the Participating State authorized by that state's statutes to utilize **state** contracts with the prior approval of the state's chief procurement official.

Contractor has been awarded devices and services in the following categories:

Group A – Convenience Copiers
Group B – Production Copiers
Group D - Printers

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** 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.

3. Participating State Modifications or Additions to Master Agreement:
(These modifications or additions apply only to actions and relationships within the Participating Entity.)

Eligible participants in this agreement include all agencies, institutions, officers, boards, commissions and public universities of the State of South Dakota, and all political subdivisions of the State, including counties, municipalities and public school corporations within the State of South Dakota.

All state agency purchases or leases must be routed through the Bureau of Administrations, Office of Procurement Management (OPM). Moratorium exemption approval from the Bureau of Information and Telecommunications (BIT) is required. A purchase order issued by OPM will authorize state agency purchases or leases from this agreement.

Institutions under the control of the Board of Regents may make direct purchases from this agreement using their own procurement guidelines.

Political subdivisions of the State of South Dakota may purchase directly from the Contractor according to their own procurement procedures.

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The Contractor may, at the Contractor's discretion, extend pricing from this agreement to Indian tribal governments and non-profit organizations in South Dakota. Any sales made to Indian tribes and non-profit organizations from this agreement shall be included in any required reports and shall be subject to the NASPO Valuepoint administrative fee.

4. Leases

Any lease entered into by a state agency, institution, public university, officer, board or commission through this agreement shall utilize the lease agreement form attached to this participating addendum, which must be processed through the Office of Procurement Management. Political subdivisions may utilize either the State lease agreement form or the Xerox Corporation lease terms included in Master Price Agreement #3901, at their own discretion.

Notwithstanding the foregoing, when entity (whether a state agency or political subdivision) utilizes the lease agreement form attached to this participating addendum, the Xerox Corporation lease terms included in the Master Price Agreement #3901 shall also apply to that transaction.

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

Xerox National Contract Manager for Master and Participating Addendums

| | |
|-----------|--|
| Name | Annie Van Gilder, WSCA National Contract Manager for Xerox Corporation |
| Address | 6120 E. Roland Street Mesa, AZ 85215 |
| Telephone | 480-588-8313 |
| E-mail | annie.vangilder@xerox.com |

Xerox Local Contract Support

| | |
|-----------|--|
| Name | |
| Address | |
| Telephone | |
| E-mail | |

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Participating Entity

| | |
|-----------|--|
| Name | Kathy Stasch, Purchasing Specialist |
| Address | 523 East Capitol Ave, Pierre, SD 57501 |
| Telephone | 605-773-6877 |
| Fax | 605-773-4840 |
| E-mail | kathy.stasch@state.sd.us |

6. Subcontractors:

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

7. Purchase Order Instructions:

All orders should contain the following (1) Mandatory Language "PO is subject to WSCA-NASPO Contract # 3091 (2) Your Name, Address, Contact, & Phone-Number (3) Purchase order amount. Please channel your PO through one of our authorized resellers so they can arrange for proper ordering and installation of your unit.

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: #16795 and the Lead State price agreement number: 3091.

9. 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 Agreement number 3091 (administered by

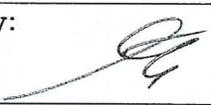
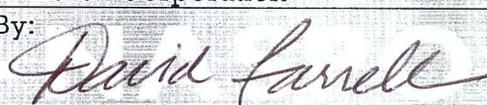
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the State of Nevada) together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Master Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Master 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 Master Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms within the Participating State.

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: Xerox Corporation |
| By:  | By:  |
| Name: Steven L. Berg | Name: <i>David Farrell</i> |
| Title: Director of Procurement | Title: <i>Finance Director</i> |
| Date: 08/03/2015 | Date: <i>8-11-15</i> |

[Additional signatures as required by Participating State]

If you have questions about this Participating Addendum or the participation process, please contact:

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|--|--|
| WSCA-NASPO COOPERATIVE PURCHASING ORGANIZATION | |
| Name | Paul Stembler, Cooperative Development Coordinator |
| Telephone | 651-206-3858 |
| E-mail | paul.stembler@wsca-naspo.org |

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[Fully executed PDF copy of this document should be emailed to PA@wsca-naspo.org to support documentation of participation and posting in appropriate data bases]

