A. SCOPE**:** This Engagement Addendum between Contractor and Using Agency/Entity (the “Parties”) covers the use of the Participating Addendum Number F50B4400073 between Contractor and the Participating State/Entity for the State of Utah State Cooperative Contract for PUBLIC CLOUD HOSTING SERVICES Contract lead by the State of Utah.

B. INDIVIDUAL CUSTOMER:  Under this Engagement Addendum, Using Agency/Entity will be treated as if they are an Individual Customer.  Except to the extent modified below, each agency and political subdivision will be responsible to follow the terms and conditions of the Contract and the Participating Addendum; and they will have the same rights and responsibilities for their purchases as the Lead State has in the Contract and the Maryland Department of Information Technology has in the Participating Addendum.  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 Using Agency/Entity individually.

C. DESCRIPTION OF ENGAGEMENT: This engagement covers all products and services offered by the Contractor that may be procured by the Using Agency/Entity (Department of Information Technology for itself and by other Maryland state agencies). Further, each Using Agency/Entity may complete its own Engagement Addendum and Statements of Work that will define individual project scope and deliverables, and will be issued on an as-needed basis. Each Engagement Addendum and Statement of Work must be signed for approval by the Department of Information Technology. This engagement is not a purchase order, nor does it guarantee any purchases will be made.

D. USING STATE/ENTITY MODIFICATIONS OR ADDITIONS – THESE APPLY ONLY TO THE SPECIFIC USE OF THE CONTRACT AUTHORIZED BY THIS ENGAGEMENT ADDENDUM:

(These modifications or additions apply only to actions and relationships within the Using Agency/Entity.)

No changes are required.

E. PRIMARY CONTACTS: The primary contact individuals for this engagement addendum are as follows (or their named successors):

 Lead State

|  |  |
| --- | --- |
| Name | Spencer Hall |
| Address | Utah Department of Administrative ServicesDivision of Purchasing and General ServicesCapitol Hill3150 State Office Building(Mail: Purchasing and General ServicesPO Box 141061Salt Lake City, UT 84114-1061) |
| Telephone | 801-538-3307 |
| Fax | 801-538-3882 |
| E-mail | spencerh@utah.gov  |

 Contractor

|  |  |
| --- | --- |
| Name | Sean Wilson |
| Address | Day1 Solutions, Inc.1751 Pinnacle Dr. Suite 425McLean, VA 22102 |
| Telephone | **C**   757.729.4352   |  **O**  703.646.DAY1 ext. 414   |
| Fax |  |
| E-mail | sean@day1solutions.com |

 Participating Entity

|  |  |
| --- | --- |
|  Name | Michael Meinl, Assistant Director of Procurement |
| Address | Maryland Department of Information Technology45 Calvert StreetAnnapolis, MD 21401 |
| Telephone | (410) 260-7179 |
| Fax | N/A |
| E-mail | Michael.Meinl@maryland.gov |

 Engaging Entity

|  |  |
| --- | --- |
|  Name | Dave Delgaudio, Server and Storage Services Manager |
| Address | Maryland Department of Information Technology45 Calvert StreetAnnapolis, MD 21401 |
| Telephone | (410) 260-6289 |
| Fax | N/A |
| E-mail | dave.delgaudio@maryland.gov |

 Engaging Entity Billing Contact Information

|  |  |
| --- | --- |
|  Name | James Appel, Executive Financial Officer |
| Address | Maryland Department of Information Technology45 Calvert StreetAnnapolis, MD 21401 |
| Telephone | (410) 260-7919 |
| Fax | N/A |
| E-mail | doitfiscal.invoiceservice@maryland.gov |

F. SUBCONTRACTORS:

The Contractor may use subcontractors; however, the Contractor will be responsible for any agreements with the subcontractors. The Using Agency/Entity is not agreeing to and is not responsible for any terms and conditions with a subcontractor.

G. PURCHASE ORDER INSTRUCTIONS:

The form of “engagement” and required information on the invoice related to services provided under the Contract have been determined by WSCA-NASPO and agreed to by the Contractor. Any additional information requirements should be detailed in Paragraph 3 (above).

 H. PRICE AGREEMENT NUMBER

:

 All purchase orders issued by purchasing entities within the jurisdiction of this Engagement Addendum shall include the Participating Addendum number: F50B4400073, the Engagement Addendum number and the Contract number: MA265**.**

This Engagement Addendum, the cited Participating Addendum and the Contract number MA265 (administered by the State of Utah ) 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 Engagement Addendum, the cited Participating Addendum and the Contract, together with its exhibits, shall not be added to or incorporated into this Engagement Addendum, the cited Participating Addendum or the Contract 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 Engagement Addendum, the cited Participating Addendum and the Contract 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.

|  |  |
| --- | --- |
| **Using Agency/Entity Individual with Authority to Execute Contracts:** | Contractor: Day1 Solutions, Inc. |
| By: | By: |
| Name: Albert G. Bullock | Name: Jon Hepner |
| Title: Chief of Staff, Dept. of Information Technology | Title: Day1 Solutions, Inc. |
| Date: | Date:  |
| **Participating State Chief Information Official:** |
| By: |
| Name: David A. Garcia |
| Title: Secretary, Dept. of Information Technology |
| Date: |