

STANDARD AGREEMENT AMENDMENT

TECH 213A (rev. 06/2020)

REGISTRATION NUMBER

AGREEMENT NUMBER
C4-LEG-12-10-TS-03

AMENDMENT NUMBER
01

☒ **CHECK HERE IS ADDITIONAL PAGES ARE ATTACHED 180 PAGES**

1. This Agreement is entered into between the Contracting Agency and the Contractor named below:

CONTRACTING AGENCY NAME

California Department of Technology

CONTRACTOR NAME

Qwest Government Services, Inc. dba CenturyLink QGS

2. The term of this Agreement is: January 22, 2019, through January 21, 2024, with five (5) one-year options to extend.

3. The maximum amount of this Agreement after this Amendment is: \$0.00 (Zero Dollars and Zero Cents)

4. The parties agree to comply with the terms and conditions of this Agreement Amendment. All documents and/or actions noted below are by this reference made part of the Agreement and incorporated herein:

ATTACHMENTS

PAGES

Attachment 0201

ACTION(S)

Changes were made to the Volumes identified within Attachment 02 and the change log is incorporated within.

Part 1 – General Instructions

Appendix D, Authorization to Order (ATO Form)

Appendix E, Individual Price Reduction Agreement (IPRA)

Business Requirements

All other Terms and Conditions of the original award shall remain the same

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR

CONTRACTOR NAME (If other than an individual, state whether a corporation, partnership, etc.)

Qwest Government Services, Inc. dba CenturyLink QGS

CONTRACTOR AUTHORIZED SIGNATURE

 Dennis Fisher
Dennis Fisher (Jan 6, 2021 15:22 MST)

DATE SIGNED

01/06/2021

PRINTED NAME AND TITLE OF PERSON SIGNING

Dennis Fisher

ADDRESS

2377 Gold Meadow Way Suite, 200, Gold River, CA 95670

STATE OF CALIFORNIA

CONTRACTING AGENCY NAME

California Department of Technology

CONTRACTING AGENCY AUTHORIZED SIGNATURE

 Sam Wangnoo

DATE SIGNED

01/06/2021

PRINTED NAME AND TITLE OF PERSON SIGNING

Sam Wangnoo, Statewide Technology Procurement Branch Chief

CONTRACTING AGENCY ADDRESS

P.O. Box 1810, MS Y-12, Rancho Cordova, CA 95741-1810

Department of Technology (CDT),
Statewide Technology Procurement (STP)
Use Only



☐ EXEMPT PER:

**STATE OF CALIFORNIA
CALIFORNIA DEPARTMENT OF TECHNOLOGY
AGREEMENT NUMBER: C4-LEG-12-10-TS-03, Amendment 1
Qwest Government Services, Inc. dba CenturyLink QGS**

ATTACHMENT 2 – LIST OF AMENDED CONTRACT DOCUMENTS

This Attachment 2 dated October 15, 2020, contains a list of revised contract documents hereby incorporated into this Contract.

Replaces the Contractor's Response for the following documents in their entirety:

3. Part 1 - General Instructions - Telecommunications (77 pages)
6. Business Requirements (92 pages)
10. Appendix D, Authorization to Order (ATO Form) (7 pages)

Revises the following IFB Documents originally incorporated by reference:

15. Appendix E, Individual Price Reduction Agreement (IPRA) (4 pages)

AMENDMENT No. 1 SUMMARY OF CHANGES: C4- LEG-12-10-TS-03

This Amendment No. 1 ("Amendment") by and between CenturyLink ("Contractor") and the State of California ("State") is effective upon execution by the parties ("Effective Date").

WHEREAS, CenturyLink and State entered into the Agreement for CALNET Legacy Voice and Data Services ("Agreement") on January 22, 2109.

WHEREAS, the parties now desire to amend the Agreement.

NOW THEREFORE, the parties, in consideration of the mutual covenants contained herein and intending to be legally bound, agree that the Agreement is amended as follows:

Part 1 – General Instructions is here by amended to include the following items and is attached:

Back of Cover Page

- Added Amendment Log where page was "INTENTIONAL BLANK PAGE"

Pages i - iv

- Updated Table of Contents in its entirety

Pages i - 71

- Footer, deleted "Addendum 7"
- Footer, deleted date, "06/21/2018"

Page 4, Section 1.3, Background

- Deleted "the Bidder's Library"
- Added "Appendix D"

Page 7, Section 2.1.5, Bidders'/Contractors' Library

- Deleted in its entirety

Page 8, Section 2.2, Key Action Dates

- Step 2. Deleted "(required for Bidders'/Contractors' Library Access)"

Pages 19 - 20, Section 2.3.30, Authorization to Order (M)

- Added "Section 2.3.30, Authorization to Order, (M), "The Authorization to Order (ATO) form shall be incorporated within the Contracts awarded as a result of this IFB C4A1LEG18. The ATO is provided in this IFB C4A1LEG18's SOW, Appendix D (Categories 15-18 Appendix D). The Bidders shall agree to the ATO without exception. This form may be modified by the CDT after award without requiring a Contract amendment. Prior to any modifications, CDT shall present the revised ATO to the Contractor and CDT shall consider any Contractor suggested changes to the revised ATO."

Page 22, Section 2.4.7, Alternative Protest Process

- Deleted Last paragraph "Refer to Procedures for Conducting Protests Under the Alternative Protest Process in the Bidder's Library for more details."

Page 66, Section 6, Attachments

- Deleted Attachment 4, Individual Price Reduction Notification (IPRN) in its entirety
- Renumbered "Attachment 5", to "Attachment 4"
- Deleted "Refer to Section 2.1.5, Bidder's/Contractors' Library."

Page 71, ATTACHMENT 4 – INDIVIDUAL PRICE REDUCTION NOTIFICATION (IPRN) FORM

- Deleted Attachment 4 in its entirety. IPRN is referenced in Appendix E, Individual Price Reduction Agreement (IPRA)
- Renumbered "Attachment 5" to "Attachment 4"
- Deleted "Refer to Section 2.1.5, Bidders'/Contractors' Library

Page 71, ATTACHMENT 4 – CONTENTS OF BIDDERS'/CONTRACTORS' LIBRARY

- Added, "The contents of the Bidders' Contractors' Library have been moved to the following locations with Amendment 1".

Item 1

- Added, "CALNET website ordering page"

Item 2

- Added, "CALNET website ordering page"

Item 3

- Deleted, "Reporting"
- Added, "Data"
- Added, ", Appendix C"

Item 4

- Deleted, item 4 in its entirety

Statement of Work (SOW), Business Requirements is hereby amended to include the following items and is attached:

Back of Cover Page

- Added Amendment Log where page was "INTENTIONAL BLANK PAGE"

Pages i - 85

- Updated Table of Contents in its entirety
- Footer, added "Page" to Table of Contents footer
- Footer, deleted "Addendum 8"
- Footer, deleted date, "8/01/2018"

Page 24, Section L.4.1, CUSTOMER NAMING CONVENTIONS

- Deleted "Bidders'/Contractors' Library"
- Added "CALNET Data Guidelines, Appendix C"

Page 25, Section L.4.4, DATA FIELDS

- Added ", Appendix C"

Page 25, Section L.4.5, CALNET DATA GUIDELINES

Paragraph 1

- Added ", Appendix C"
- Deleted "The CALNET Data Guidelines are provided in the Bidders'/Contractors' Library"

Paragraph 2

- Added ", Appendix C" two times
- Deleted "twice"

Pages 25 – 26, Section L.4.6, DATA REPORTING REQUIREMENTS

Paragraph 1

- Added ", Appendix C"

Item 10

- Deleted item 10 in its entirety
- Renumbered subsequent items "11-15" to "10-14"
- New Item 10; Added ", Appendix C"

Page 27, Section L.4.9, SERVICE CATALOG DATA

- Added ", Appendix C"

Page 28, Section L.4.9.1, Initial Service Catalog Data

- Added ", Appendix C"
- Deleted "located in the Bidders'/Contractors' Library"

Page 28, Section L.4.9.2, Service Catalog Revisions Data

- Added “, Appendix C”
- Deleted “located in the Bidders’ Library”

Page 28, Section L.4.10, MANAGEMENT AND OVERSIGHT COMPLIANCE DATA

- Added “, Appendix C”

Page 28, Section L.4.10.1, Order Data

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Page 29, Section L.4.10.2, Inventory Data

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Page 29, Section L.4.10.3, Location Data

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Page 29, Section L.4.10.4, Services Billed Data

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Page 30, Section L.4.10.5, Services Billed Tax Detail Data

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Page 30, Section L.4.10.6, Administrative Fees by Service Data
Heading

- Added “State Associated”

Paragraph 1

- Changed “an” to “a”
- Added “State Associated”
- Added “(SAAF)”

Paragraph 2

- Added “State Associated”
- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Page 30, Section L.4.10.7, Summary of Expenditures by Service Report
Paragraph 2

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Pages 30 - 31, Section L.4.10.8, Summary of Customer Expenditures Report

- Added “, Appendix C”
- Deleted “located in the Bidders’/Contractors’ Library”

Pages 32 - 33, Section L.6.1, BILLING AND INVOICING REQUIREMENTS

Item 3

- Added "version"

Item 17

Deleted "and,"

Item 18

- Added "The Contractor shall not apply SAAF to non-CALNET contracted charges; and,"

Item 19

- Added, "The Contractor shall apply the SAAF rate to identified items as a surcharge that shall appear separately on the Customers invoice in the Itemized Taxes, Fees and Surcharges section or within a location on the invoice mutually agreed to by the CALNET CMO and the Contractor."

Pages 41-42, Section L.7, STATE ASSOCIATED ADMINISTRATIVE FEE (SAAF)

Paragraph 1

- Added, "State Associated Administrative Fee"
- Added parenthesis to "SAAF"

Item 3

- Deleted "Administrative Fees"
- Added "the SAAF"
- Deleted "Contractor's"
- Added "A"
- Added "only"
- Inserted carriage return to create a new Item 4 and renumbered subsequent numbers

Item 4

- Added "SAAF shall not be calculated on or applied to any"
- Deleted "Service"
- Deleted "shall not be imposed in the State's Administrative Fee"

Item 5

- Deleted "period of performance of this"
- Changed "contract" to "Contract"
- Added "Term as determined by the CALNET CMO"

Item 6

- Deleted "30"
- Added "60 calendar"
- Added "SAAF"

Item 8

- Deleted "an"
- Added "a single monthly"
- Inserted carriage return to create a new Item 9 and renumbered subsequent numbers

Item 9

- Inserted "The Contractor shall remit the total SAAF collected for

each month to the California Department of Technology no later than 60 calendar days after the billing cycle;"

Item 10b

- Added "/Subcategory"

Item 11

- Added "The Contractor shall document and report"
- Changed "Adjustments" to "adjustments"
- Changed "Associated Administrative Fee" to "SAAF"
- Deleted "shall be included and documented"

Item 12

- Added "The Contractor shall not apply any taxes, fees, surcharges, and surcredits to the SAAF; and,"

Item 13

- Added "The Contractor shall not apply SAAF to non-CALNET products or services."

Paragraph 2

- Changed "Associated Administrative Fee" to "SAAF"

Paragraph 3

- Changed "Administrative Fee" to "SAAF"

Pages 46 - 47, Section L.9.1. IPR General Provisions

Paragraph 1

- Added "or the CALNET CMO"
- Added "with a Customer for"
- Deleted "a) on"
- Changed "service(s)" to "services"
- Deleted "b) for one (1) or more Customers at a time; and/or c)"
- Deleted "geographic area or"
- Added "The Contractor may also enter into an Individual Price Reduction (IPR) with the CALNET CMO, on behalf of CALNET Customers, which shall establish lower CALNET rates based upon, but not limited to: a) geographic area or location(s); b) for one (1) or more Customers; and/or c) by service quantity thresholds"

Paragraph 2

- Deleted “three” inserted “two”
- Deleted “3” inserted “2”
- Deleted “Individual Price Reduction (“
- Deleted, “)”
- Deleted “,”
- Added “or”
- Deleted “, and Non Exemption IPR”

Paragraph 3

- Added “Contractor shall apply the”
- Deleted “apply”
- Deleted “all”
- Added “both Standard and Duration”

Item 1

- Added “signed”
- Deleted “Notification”
- Added “Agreement”
- Changed “IPRN” to “IPRA”
- Deleted “Part 1, Attachment 4”
- Added “Appendix E”
- Changed “IPRN” to “IPRA”
- Added “within five (5) Business Days of Customer signature;”

Item 2

- Deleted existing Item 2
- Inserted “The Contractor shall complete an Appendix E, Individual Price Reduction Agreement when offering Customers pricing below the CALNET catalog rates;”

Item 3

- Deleted existing Item 3
- Inserted “An IPRA must be signed by the Contractor and Customer. The IPRA becomes effective on the date that it is signed by both parties, unless otherwise noted for a future date in the IPRA document;”

Item 4

- Deleted existing Item 4
- Inserted “All Contract requirements, terms and conditions, including Service Level Agreements, will remain unchanged. The Contractor shall not include additional requirements or terms and conditions within the IPRA;”

Item 6

- Deleted “an”
- Added “a Standard or Duration”
- Changed “IPRN” to “IPRA”
- Deleted “CALNET CMO”
- Added “Contractor and the Customer”

- Added “the reduced”
 - Deleted “any”
 - Added “(s)” to “service”
 - Changed “IPRN” to “IPRA”
 - Deleted “, this includes Duration IPRs;”
- Item 7
- Changed “IPRs” to “IPRAs”
- Item 8
- Changed “IPRs” to “IPRAs”
- Item 9
- Changed “IPRN” to “IPRA”
 - Deleted “and”
- Item 10
- Changed “IPR” to “IPRA”
 - Deleted, “and PMAC General Provisions – Telecommunications, Section 30, *Additional Rights*.”
 - Added “amended and”
 - Changed “reduced” to “reduce”
 - Deleted “and Executive Branch IPRs;”
- Item 11
- Added “The Contractor shall obtain CALNET CMO approval to automate the IPRA form before implementing any changes; and,”
- Item 12
- Added “The CALNET CMO shall require the Contractor to correct any IPRAs that do not comply with the requirements of this contract. Corrections shall be completed within 30 calendar days of CALNET CMO written notification.”

Page 47, Section L.9.2, Standard IPRs (M)

- Item 1
- Changed “Contracted” to “contracted”
 - Added “duration of the”
 - Deleted “Term”
- Item 2
- Added “Standard”
 - Deleted “All other Contract terms and conditions, including Service Level Agreements, will remain unchanged”
- Item 3
- Added “The”
- Item 4
- Deleted “of”
 - Added “the Standard”
 - Added “is signed by both the Customer and Contractor,”
 - Deleted “approval by the CALNET CMO”
 - Added “duration of the”

- Deleted "Term"
- Added "services are"
- Added "the"
- Deleted ",or if Section L.9.1, #6, IPR, *General Provisions*, applies."

Pages 47- 48, Section L.9.3, Duration IPRs (M)

Item 1

- Changed "term" to "duration"
- Added "Duration IPRs shall be used to reduce pricing and establish Customer duration commitments;"

Item 3

- Deleted in its entirety
- Subsequent items renumbered from "4-5" to "3-4"

Item 3

- Deleted "of"
- Added "the Duration"
- Deleted "approval"
- Added "is signed"
- Deleted "CALNET CMO"
- Added "both the Customer and Contractor"
- Added ";
- Deleted "unless terminated earlier by Customer or CALNET CMO in accordance with the terms and conditions of the Contract."

Item 4

- Added "Customer's"
- Deleted "of a Duration IPR"
- Added "commitment"
- Deleted "Term"
- Added "expiration"

Item 5

- Changed "IPR" to "IPRA"
- Deleted "term"
- Added "duration"
- Added "Customer's"
- Deleted "term"
- Added "duration"
- Deleted "charge"
- Added "of the Duration IPRA"
- Deleted "This charge"
- Added "The amount owed"

Item 5a

- Changed "monthly" to "Monthly"
- Changed "contract" to "Contract"
- Changed "rate" to "Rate"

Item 5b

- Added "Ten percent ("
- Added ")"

Item 5c

- Changed "any" to "Any"

Page 48, Section L.9.4, NON-EXEMPTION IPRs

- Deleted section in its entirety

Page 73, Section L.11.2.4 Migration-In Plan

Item 9

- Deleted "(located in the Bidders'/Contractors' Library) under CALNET 3 contract provisions."

Appendix D – Authorization to Order Form (ATO) is hereby amended to include the following items and is attached:

Back of Cover Page

- Added Amendment Log where page was "INTENTIONAL BLANK PAGE"

Page 1

- Reformatted document to meet ADA compliance

Paragraph 1

- Added, "multi-year"
- Deleted, "CALNET"
- Deleted "state"
- Added, "CDT"
- Deleted, "additional periods of one (1) year each as indicated below"
- Added, "years as indicated in the Contract"

Paragraph 2

- Added "eligible"

Paragraph 3

- Added, "To establish CALNET eligibility,"
- Changed "The" to "the"
- Changed "shall" to "will"
- Deleted "complete"
- Added "have"
- Added "(NESPA) on file with the CDT CALNET Program,"
- Deleted "The CDT, CALNET Program must approve both documents prior to Non-State Entity ordering Services. Service catalogs, rates and Contract terms are available at <https://cdt.ca.gov/services/calnet/>."

Paragraph 4

- Deleted paragraph, "The NON-STATE ENTITY NAME desires to order Services, and Contractor agrees to provide such Services"

pursuant to the terms and conditions and rates contained in the Contract.”

Paragraph 6

- Changed “services” to “Service(s)”
- Deleted “and the Contractor agrees to provide the selected services,”
- Added “Service catalogs, rates and Contract terms are available at the CALNET website.”
- Deleted “The State may, at its sole discretion, revoke any applicable previously approved ATO”

Paragraph 7

- Changed, “Services” to “Service(s)”

Paragraph 8

- Added, “The ATO shall not exceed the term of the Contract and shall remain in effect for the duration of the contract unless:”

First Bullet

- Added bullet, “The CDT, at its sole discretion, revokes the approved ATO; or”

Second Bullet

- Added bullet
- Deleted, “may”
- Changed, “terminate” to “terminates”
- Changed, “this” to “the”
- Deleted, “thirty”
- Added, “a”
- Changed “(30)” to “30”
- Changed, “days” to “days”
- Deleted “of”
- Added, “prior”
- Deleted, “This ATO shall not exceed the term of the Contract.”

Paragraph 9

- Changed, “this” to “the”
- Added, “.”
- Changed format from paragraphs to bullets

First Bullet

- Changed, “t” to “T”
- Added, “the” before Contractor

Second Bullet

- Deleted, “upon execution of this ATO, certifies that it”

Third Bullet

- Deleted, “, upon execution of this ATO, certifies the Non-State Entity”

Forth Bullet

- Deleted “a”

- Added, “an authorized
- Deleted, “likewise”
- Added, “the” before changes

Sixth Bullet

- Deleted, “upon execution of this ATO, certifies the Non-State Entity”

Seventh Bullet

- Deleted, “may, by placing Service orders issued by its duly authorized representative with Contractor, order any of the Service(s) listed in the Contract and selected below.”
- Added, “understands that, the”
- Added “the” before Contractor

Appendix E – Individual Price Reduction Agreement (IPRA) is hereby amended to include the following items and is attached:

Back of Cover Page

- Added Amendment Log where page was “INTENTIONAL BLANK PAGE”

Page 1, Row 4 in Table

- Deleted “Agency”
- Added “Entity”

Row 5, Column 3 in Table

- Deleted IPRA

Page 2, paragraph 1

- Added “received,”
- Added “concurs to the IPRA”
- Deleted “the Contractor agrees to provide services at the”

Signature line

- Deleted “Agency”
- Added “Entity Name”