

PARTICIPATING ADDENDUM
WSCA-NASPO COOPERATIVE PURCHASING ORGANIZATION
DATA COMMUNICATIONS PRODUCTS AND SERVICES 14-19
Administered by the State of Utah (hereinafter "Lead State")
MASTER AGREEMENT No: AR214

Brocade (hereinafter "Contractor")

And

State of Iowa (hereinafter "Participating State" or "State of Iowa")

1. Scope: This addendum covers the Data Communications Products and Services 14-19 contracts led by the State of Utah 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.

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.

Within the State of Iowa, all state agencies, state facilities, cities, counties or education entities or any entity funded in part with state tax dollars, are eligible purchasers and authorized to purchase Products and Services under the terms of this Participating Addendum in lieu of a separate competitive selection process.

3. Participating State Modifications or Additions to Master Agreement:

3.1 Reports: The Contractor shall submit quarterly reports to the Participating State Contract Administrator showing all sales made quarterly against this Participating Addendum within the State of Iowa. Such reports will show the quantities and dollar volume of purchases by each Purchaser.

3.2 Administrative Fee: Without affecting the approved Product or Service prices or discounts specified in the Master Agreement and this Participating Addendum, the State of Iowa shall be entitled to receive a one percent (1.00%) administrative fee on all sales made within the State of Iowa against this agreement. The administration fee due to the State of Iowa shall be paid quarterly by Contractor directly to the Participating State, made payable to the "Iowa Department of Administrative Services".

Send to:

State of Iowa – DAS/Central Procurement Enterprise

Attention: DAS – CPE COO

1305 E. Walnut St.

Des Moines, IA 50319

Schedule:

<u>Quarter Ending</u>	<u>Report Due</u>
March 31	April 30
June 30	July 31
September 30	October 31
December 31	January 31

3.3 **Discounts:** Contractor's stated prices on the Contractor's approved State of Iowa WSCA Master Agreement web site shall be discounted using the discounts and price lists approved and agreed to with WSCA Master Price Agreement and by Participating State by signing this Participating Addendum. The stated discounts are considered to be the minimum discount offered. The Contractor and/or its Fulfillment Partners may offer, within written quotes, a higher discount than the approved minimum discount for volume purchases or for competitive reasons.

4. **Acquisition Options:** Lease financing is an allowable payment option. Equipment lease agreement terms and conditions have been approved in the Master Agreement.

4.1 **Terms and Conditions of the Financing Arrangement.** The terms and conditions of the lease financing arrangement will be set forth between the purchasing agency and the financing entity.

4.2 **No Obligation to use Leasing or Brocade Network Subscription (BNS).** There are no obligations for any WSCA-NASPO entity to use leasing or BNS to acquire equipment under this agreement.

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

Contractor

Name	Tania Craythorne
Address	130 Holger Way, San Jose, CA 95134
Telephone	(408) 333-6226
Fax	
E-mail	SLEDTeam@brocade.com

Participating Entity

Name	Karl Wendt
Address	1305 E. Walnut, Des Moines, IA 50319
Telephone	515.281.7073
Fax	
E-mail	karl.wendt@iowa.gov


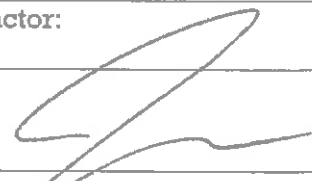
6. **Subcontractors:** Subject to approval of the State of Iowa, all [contractor] dealers and resellers authorized in the State of Iowa, as shown on the dedicated [contractor] (cooperative contract) website, are approved to provide sales and service support to participants in the WSCA-NASPO Master Price Agreement. The [contractors] dealer's participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.

7. **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.

Purchasers may place orders directly only through Contractor's approved Fulfillment Partners or through Contractor for products or services as authorized under this Participating Addendum. Only those Fulfillment Partners approved and listed during the term of Participating Addendum at Contractor's website are authorized to directly provide quotes, receive purchase orders, invoice

Customers, and receive payment from purchasers on Contractor's behalf.

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

Participating State:	Contractor:
By: 	By: 
Name: <u>Karl Wendt</u>	Name: <u>Mark Nasiff</u>
Title: <u>Purchasing Agent</u>	Title: <u>VP, WW Sales Operations</u>
Date: <u>7/16/14</u>	Date: <u>7/15/2014</u>

BROCADE LEGAL

By AR

Date 7-9-14

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