

AMENDMENT NO. 2 TO CONTRACT NO. MNWNC-116

THIS AMENDMENT is by and between the State of Minnesota, acting through its commissioner of Administration ("State"), and IBM Corporation, 4660 La Jolla Village Dr, Ste 300, San Diego, CA 92122 ("Contract Vendor").

WHEREAS, the State has a Contract with the Contract Vendor identified as Contract No. MNWNC-116, April 1, 2015, through March 31, 2018 ("Contract"), to provide Computer Equipment: (Desktops, Servers, and Storage including Related Peripherals and Services); and

WHEREAS, Minn. Stat. § 16C.03, subd. 5, affords the commissioner of Administration, or delegate pursuant to Minn. Stat. § 16C.03, subd. 16, the authority to amend contracts; and

WHEREAS, the terms of the Contract allow the State to amend the Contract as specified herein, upon the mutual agreement of the Materials Management Division and the Contract Vendor in a fully executed amendment to the Contract.

NOW, THEREFORE, it is agreed by the parties to amend the Contract as follows:

- 1. That Contract No. MNWNC-116 is extended through March 31, 2019, at the same prices.
2. The following clause is hereby incorporated as the last clause of Exhibit A to the Notification of Award:

Certification of Nondiscrimination (in accordance with Minn. Stat. § 16C.053). The following term applies to any contract for which the value, including all extensions, is \$50,000 or more: Contractor certifies it does not engage in and has no present plans to engage in discrimination against Israel, or against persons or entities doing business in Israel, when making decisions related to the operation of the vendor's business.

This Amendment is effective beginning April 1, 2018, or upon the date that the final required signatures are obtained, whichever occurs later, and shall remain in effect through contract expiration, or until the Contract is canceled, whichever occurs first.

Except as herein amended, the provisions of the Contract between the parties hereto are expressly reaffirmed and remain in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Amendment to be duly executed intending to be bound thereby.

Signature blocks for IBM CORPORATION, OFFICE OF STATE PROCUREMENT, and COMMISSIONER OF ADMINISTRATION. Includes fields for By, Title, and Date with handwritten entries.

DELEGATION OF AUTHORITY

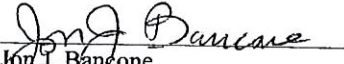
I, Jon J. Bancone, Vice President, Assistant General Counsel, IBM North America Sales & Distribution, do hereby certify that said Vice President, Assistant General Counsel, in accordance with and pursuant to resolutions of the Board of Directors of International Business Machines Corporation ("IBM") duly adopted at a meeting duly held and called on April 25, 1994, and those certain Letters of Authority dated November 15, 1995, and May 6, 2011, has been duly authorized to execute and deliver in the name of and on behalf of IBM any contract or other document or instrument necessary or appropriate in the ordinary course of IBM's business, including, but not limited, to bid documents for the sale of IBM products and services to federal, state and local governments and agencies, purchase orders and sales agreements, and the like, and to delegate this authorization within the IBM organization in the United States, including Puerto Rico; and that said authorization has not been modified, amended or rescinded and continues in full force and effect. So authorized, I hereby delegate said authority to execute and deliver in the name of and on behalf of IBM any such contract or other document or instrument reasonably related to, or performed in accordance with, the job duties, and/or responsibilities of the persons holding the below listed positions in the IBM organization in the United States, including Puerto Rico:

President
Treasurer
Vice President
General Manager
Chief Financial Officer

Position titles that include the words:

Attorney
Business Operations Manager
Client Manager
Client Relationship Representative
Contract Administrator
Contract Professional
Contracts & Negotiations
Counsel
Customer Fulfillment Manager; Customer Fulfillment Professional
Deal Maker
Director
Executive
IT Architect
IT Consultant
IT Specialist
Operations Manager
Operations Specialist
Partner
Portfolio Specialist
Practice Leader
Practice Manager
Program Manager
Project Manager
Quality Assurance Manager; Quality Assurance Representative
RFS Operations Specialist
RFS Portfolio Specialist
Sales Manager
Sales Representative
Sales Specialist
Software Client Leader (SCL)
Service Delivery Manager
Software Engineer
Solution Representative
System Service Representative

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said International Business Machines Corporation on this 4th day of February, 2016.


Jon J. Bancone
Vice President, Assistant General Counsel
IBM North America Sales and Distribution

STATE OF MINNESOTA – WORKFORCE CERTIFICATE INFORMATION

Required by state law for ALL bids or proposals that could exceed \$100,000

Complete this form and return it with your bid or proposal. The State of Minnesota is under no obligation to delay proceeding with a contract until a company becomes compliant with the Workforce Certification requirements in Minn. Stat. §363A.36.

BOX A – MINNESOTA COMPANIES that have employed more than 40 full-time employees within this state on any single working day during the previous 12 months, check one option below:

- Attached is our current Workforce Certificate issued by the Minnesota Department of Human Rights (MDHR).
- Attached is confirmation that MDHR received our application for a Minnesota Workforce Certificate on _____ (date).

BOX B – NON-MINNESOTA COMPANIES that have employed more than 40 full-time employees on a single working day during the previous 12 months in the state where it has its primary place of business, check one option below:

- Attached is our current Workforce Certificate issued by MDHR.
- We certify we are in compliance with federal affirmative action requirements. Upon notification of contract award, you must send your federal or municipal certificate to MDHR at compliance.MDHR@state.mn.us. If you are unable to send either certificate, MDHR may contact you to request evidence of federal compliance. The inability to provide sufficient documentation may prohibit contract execution.

BOX C – EXEMPT COMPANIES that have not employed more than 40 full-time employees on a single working day in any state during the previous 12 months, check option below if applicable:

- We attest we are exempt. If our company is awarded a contract, we will submit to MDHR within 5 business days after the contract is fully signed, the names of our employees during the previous 12 months, the date of separation, if applicable, and the state in which the persons were employed. Send to compliance.MDHR@state.mn.us.

By signing this statement, you certify that the information provided is accurate and that you are authorized to sign on behalf of your company.

Name of Company: IBM Date: 1/26/2018
Authorized Signature: [Signature] Telephone number: 651-272-8502
Printed Name: MATTHEW J. BAILEY Title: CLIENT EXECUTIVE

For assistance with this form, contact:

Minnesota Department of Human Rights, Compliance Services

Web: <http://mn.gov/mdhr/>

Email: compliance.mdhr@state.mn.us

TC Metro: 651-539-1095

Toll Free: 800-657-3704

TTY: 651-296-1283



Minnesota Department of
HUMAN RIGHTS

September 28, 2015

IBM CORPORATION (105) SYSTEMS GROUP DEVELOPMENT
3039 CORNWALLIS RD
BLDG 002
RESEARCH TRIANGLE PK, NC 27709
ATTN: Colleen Burgess

RE: Workforce Certificate of Compliance

Congratulations, the Minnesota Department of Human Rights has reviewed and approved your business's application for a Workforce Certificate of Compliance. This Certificate allows you to execute contracts with the State of Minnesota; state agencies, state departments and metropolitan agencies, that are likely to exceed \$100,000.

Please be aware that the Department will periodically request information from you to ensure compliance with equal employment opportunity laws and your good faith efforts to implement your Affirmative Action Plan.

For information regarding the reports and forms the Department will periodically request from you on a monthly or yearly basis, go to the Department's website at www.mn.gov/mdhr/compliance. If you have any questions or need additional information, please contact Compliance Services at 651-539-1095 or Compliance.MDHR@state.mn.us.

Sincerely,

A handwritten signature in black ink, appearing to read "Kevin M. Lindsey".

Kevin M. Lindsey, Commissioner
Minnesota Department of Human Rights

Enclosures: Certificate of Compliance
Posters (2)

AN EQUAL OPPORTUNITY EMPLOYER



Minnesota Department of
HUMAN RIGHTS

WORKFORCE CERTIFICATE OF COMPLIANCE

The Commissioner of the Minnesota Department of Human Rights by the signature below attests that IBM CORPORATION (105) SYSTEMS GROUP DEVELOPMENT is hereby certified as a contractor under the Minnesota Human Rights Act, §363A, for the time period between 9/28/2015 and 9/27/2019.

Minnesota Department of Human Rights

FOR THE DEPARTMENT BY:

A handwritten signature in black ink, appearing to read "Kevin M. Lindsey".

Kevin M. Lindsey, Commissioner

AN EQUAL OPPORTUNITY EMPLOYER