

STATE OF CALIFORNIA
STANDARD AGREEMENT AMENDMENT
 STD 213A (Rev 2/12)

CHECK HERE IF ADDITIONAL PAGES ARE ATTACHED

971 Pages

AGREEMENT NUMBER	AMENDMENT NUMBER
IFB STPD 12-001-A, C3-A-13-02-TS-08	1
REGISTRATION NUMBER	

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

<small>STATE AGENCY'S NAME</small>	California Department of Technology
<small>CONTRACTOR'S NAME</small>	VERIZON BUSINESS NETWORK SERVICES INC. (VBNSI) ON BEHALF OF AND AS AGENT FOR MCI COMMUNICATIONS SERVICES, INC AND OTHER VERIZON AND MCI COMPANIES

2. The term of this Agreement is 11/15/2013 through 6/30/2018

3. The maximum amount of this agreement after this amendment is: \$0.00

4. The parties mutually agree to this amendment as follows. All actions noted below are by this reference made a part of the Agreement and incorporated herein:
 - A. This amendment incorporates the following changes, Subject CALNET 3, IFB STPD 12-001-A Category 1: Voice and Data Services, Subcategory 1.1 Dedicated Transport, Subcategory 1.2 MPLS, VPN and Converged VOIP, Subcategory 1.3 Standalone Voice over Internet Protocol (VOIP) and Subcategory 1.5 Toll-Free Calling (Verizon):
 - 1) Changes the Term of CALNET 3, Subcategory 1.1-1.3 and 1.5 to begin November 15, 2013 and shall end no later than June 30, 2018. State has discretion to implement two (2) one-year (1) options to extend.
 - 2) Changes State signature on original STD 213 A dated (November 15, 2013) from Gregg Fukuhara – Statewide Technology Procurement Division (STPD), to Steve Rushing – Statewide Telecommunications and Network Division (STND)
 - 3) Attachment 1: Revisions to Volume 1, General Instructions
 - 4) Attachment 2: Revisions to Volume 2, Response to Unique Subcategory Requirements
 - 5) Attachment 3: Revisions to Volume 3, Cost Information.

Continued on the next page.

This Agreement is effective upon the start date, or California Department of Technology approval, whichever is later. All other terms and conditions of the original agreement shall remain the same.

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

CONTRACTOR		CALIFORNIA DEPARTMENT OF TECHNOLOGY Use Only
<small>CONTRACTOR'S NAME (If other than an individual, state whether a corporation, partnership, etc.)</small> MCI Network Services, Inc. or MCI Financial Management Corp. on behalf of MCI Communications Services, Inc. d/b/a Verizon Business Services and other Verizon Companies		<div style="font-size: 2em; color: blue;"> Gregg Fukuhara 6/19/14 </div>
<small>BY (Authorized Signature)</small> 	<small>DATE SIGNED (Do not type)</small> 5/22/14	
<small>PRINTED NAME AND TITLE OF PERSON SIGNING</small> Patricia L. Myers Manager Pricing/Contract Management		
<small>ADDRESS</small> 11080 White Rock Road, Suite 200 Rancho Cordova, CA 95670		
STATE OF CALIFORNIA		
<small>AGENCY NAME</small> California Department of Technology		
<small>BY (Authorized Signature)</small> 	<small>DATE SIGNED (Do not type)</small> 5/27/14	
<small>PRINTED NAME AND TITLE OF PERSON SIGNING</small> Steve Rushing, Deputy Director, Office of Technology Services - STND		<input type="checkbox"/> Exempt per
<small>ADDRESS</small> P.O. Box 1810, MS Y-13, Rancho Cordova, CA 95741-1810		

**Continuation STD 213A Standard Agreement
Amendment, CALNET 3, Amendment #1
(C3-A-13-02-TS-08) (Verizon)**

IFB STPD 12-001-A, Volume 1 - Response to common Requirements, Part 1 – General Instructions has been amended with the following changes:

- 1) The IFB Cover Page Title has been edited with the following description;

STATEMENT OF WORK (SOW),

VOLUME #1, RESPONSE TO COMMON REQUIREMENTS,

PART 1 – GENERAL INSTRUCTIONS

Amendment #1

Rev. February 21, 2014

- 2) Volume #1, Response to Common Requirements, has new footer information to reflect Amendment #1 and the revision date to the document.
- 3) Volume #1, Part 1 - General Instructions, edited page 73, **6. ATTACHMENTS** a description has been added for **Attachment #11 - Individual Price Reduction Notification (IPRN)**.
- 4) Volume #1, Part 1, General Instructions, Inserted an Intentional Blank Page on pages 86 and 93.
- 5) Volume #1, Part 1, General Instructions, inserted Attachment #11 - Individual Price Reduction Notification (IPRN) form to pages 87 – 92
- 6) Volume #1, Table of Contents in Part 1 - General Instructions, page vi, has been edited to reflect the new pagination as a result of inserting a blank page to pages 86 and 93, and inserting Attachment #11 to pages 87 – 92.
- 7) Volume #1 Response to Common Requirements, The Part 2 – Bidders Response has moved from pages 86 – 91 to pages 94 – 96
- 8) The Volume #1, Table of Contents in Part 1 – General Instructions, page vi, has been edited to reflect the new pagination to Part 2 - Bidders Response, pages 94 – 96.

**Continuation STD 213A Standard Agreement
Amendment, CALNET 3, Amendment #1
(C3-A-13-02-TS-08) (Verizon)**

CALIFORNIA INTEGRATED INFORMATION NETWORK 3 (CALNET 3),
CATEGORY 1 AMENDMENT No. 1
FOR VOICE AND DATA SERVICES
BETWEEN STATE OF CALIFORNIA
AND

VERIZON BUSINESS NETWORK SERVICES INC. (VBNSI) ON BEHALF OF AND AS AGENT FOR MCI
COMMUNICATIONS SERVICES, INC., MCIMETRO ACCESS TRANSMISSION SERVICES, LLC, VERIZON
CALIFORNIA, INC., AND VERIZON SELECT SERVICES, INC. ("VERIZON")

This Modification No. 1 ("Modification") by and between Verizon Business Network Services Inc. (VBNSI) on behalf of and as agent for MCI Communications Services, Inc., MCIMETRO Access Transmission Services, LLC, Verizon California, Inc., and Verizon Select Services, Inc. ("Verizon"), the successor in interest to MCI Telecommunications Corporation ("MCI"), and the State of California ("State") is effective upon execution by the parties ("Effective Date").

WHEREAS, Verizon and State entered into the Agreement for Voice and Data Services ("Agreement") on November 15, 2013;

WHEREAS, the parties now desire to modify 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 modified as follows:

This amendment is to remove two product identifiers, and to include the IFB and contract agreement numbers, and miscellaneous formatting for clarification as follows:

1. Subcategory 1.1 Dedicated Transport,
Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
 - Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.1, Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
 - Contents, page 1
 - Contents repagination
 - Header, pages 1-42
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 2 - Technical Response, Subcategory 1.1 Dedicated Transport
 - Footer, pages 1-42
 - Updated to include Amendment 1 and revision date
 - Required IFB Exhibits, page 2
 - Updated to include Exhibit 9: Service, Taxes, Fees, Surcharges and Surcredits as an embedded document
 - Preference/Incentive Exhibits, page 3
 - Added Preference/Incentive page to include Exhibit 10: Bidding Preferences and Incentives; Exhibit 11: STD 843, DVBE Declarations; and Exhibit 12: GSPD 05-105, Bidder Declaration as embedded documents
 - SOW Technical Requirements, pages 4-42
 - Removed "with Tracked Changes" from SOW Technical Requirements subheading
 - Removed "with Tracked Changes" in the header
 - Table 1.1.3.2.b. Unsolicited Extended Demarcation Wiring Services, page 23

**Continuation STD 213A Standard Agreement
Amendment, CALNET 3, Amendment #1
(C3-A-13-02-TS-08) (Verizon)**

- Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T
 - SOW Catalog A (without costs) with Tracked Changes, pages 43-58
 - Removed SOW Catalog A (SOW Catalog A is now Volume 3 – Cost Information)
2. Subcategory 1.1 Dedicated Transport,
Volume 3 – Cost Information, SOW Catalog A
- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.1, Volume 3 – Cost Information, SOW Catalog A
 - Header, pages 1-17
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 3 – Catalog A, Subcategory 1.1 Dedicated Transport
 - Footer, pages 1-17
 - Updated to include Amendment 1 and revision date
 - Table 1.1.3.2 Extended Demarcation Wiring Services, page 13
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T
3. Subcategory 1.2 MPLS, VPN and Converged VoIP,
Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.2, Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
 - Contents, page 1
 - Contents repagination
 - Header, pages 1-355
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 2 - Technical Response, Subcategory 1.2 MPLS, VPN and Converged VoIP
 - Footer, pages 1-355
 - Updated to include Amendment 1 and revision date
 - Required IFB Exhibits, page 2
 - Updated to include Exhibit 9: Service, Taxes, Fees, Surcharges and Surcredits as an embedded document
 - Preference/Incentive Exhibits, page 3
 - Added Preference/Incentive page to include Exhibit 10: Bidding Preferences and Incentives; Exhibit 11: STD 843, DVBE Declarations; and Exhibit 12: GSPD 05-105, Bidder Declaration as embedded documents
 - SOW Technical Requirements, pages 4-355
 - Removed “with Tracked Changes” from SOW Technical Requirements subheading
 - Removed “with Tracked Changes” in the header
 - Table 1.2.8.2.b. Unsolicited Extended Demarcation Wiring Services, page 325
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000

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Amendment, CALNET 3, Amendment #1
(C3-A-13-02-TS-08) (Verizon)**

- Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T
 - SOW Catalog A (without costs) with Tracked Changes, pages 356-683
 - Removed SOW Catalog A (SOW Catalog A is now Volume 3 – Cost Information)
4. Subcategory 1.2 MPLS, VPN and Converged VoIP, Volume 3 – Cost Information, SOW Catalog A
- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.2, Volume 3 – Cost Information, SOW Catalog A
 - Header, pages 1-188
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 3 – Catalog A, Subcategory 1.2 MPLS, VPN and Converged VoIP
 - Footer, pages 1-188
 - Updated to include Amendment 1 and revision date
 - Table 1.2.8.2 Extended Demarcation Wiring Services, page 184
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T
5. Subcategory 1.3 Standalone VoIP, Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.3, Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
 - Contents, page 1
 - Contents repagination
 - Header, pages 1-122
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 2 - Technical Response, Subcategory 1.3 Standalone VoIP
 - Footer, pages 1-122
 - Updated to include Amendment 1 and revision date
 - Required IFB Exhibits, page 2
 - Updated to include Exhibit 9: Service, Taxes, Fees, Surcharges and Surcredits as an embedded document
 - Preference/Incentive Exhibits, page 3
 - Added Preference/Incentive page to include Exhibit 10: Bidding Preferences and Incentives; Exhibit 11: STD 843, DVBE Declarations; and Exhibit 12: GSPD 05-105, Bidder Declaration as embedded documents
 - SOW Technical Requirements, pages 4-122
 - Removed “with Tracked Changes” from SOW Technical Requirements subheading
 - Removed “with Tracked Changes” in the header
 - Table 1.3.3.2.b Unsolicited Extended Demarcation Wiring Services, page 98
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T

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Amendment, CALNET 3, Amendment #1
(C3-A-13-02-TS-08) (Verizon)**

- SOW Catalog A (without costs) with Tracked Changes, pages 123-171
 - Removed SOW Catalog A (SOW Catalog A is now Volume 3 – Cost Information)
6. Subcategory 1.3 Standalone VoIP,
Volume 3 – Cost Information, SOW Catalog A
- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.3, Volume 3 – Cost Information, SOW Catalog A
 - Header, pages 1-58
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 3 – Catalog A, Subcategory 1.3 Standalone VoIP
 - Footer, pages 1-58
 - Updated to include Amendment 1 and revision date
 - Table 1.3.3.2 Extended Demarcation Wiring Services, page 54
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T
7. Subcategory 1.5 Toll-Free Calling,
Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.5, Volume 2 – Response to Unique Subcategory Requirements, SOW Technical Requirements Response
 - Contents, page 1
 - Contents repagination
 - Header, pages 1-46
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 2 - Technical Response, Subcategory 1.5 Toll-Free Calling
 - Footer, pages 1-46
 - Updated to include Amendment 1 and revision date
 - Required IFB Exhibits, page 2
 - Updated to include Exhibit 9: Service, Taxes, Fees, Surcharges and Surcredits as an embedded document
 - Preference/Incentive Exhibits, page 3
 - Added Preference/Incentive page to include Exhibit 10: Bidding Preferences and Incentives as an embedded document
 - SOW Technical Requirements, pages 4-46
 - Removed “with Tracked Changes” from SOW Technical Requirements subheading
 - Removed “with Tracked Changes” in the header
 - Table 1.5.3.1.b. Unsolicited Extended Demarcation Wiring Services, pages 26-27
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T
 - SOW Catalog A (without costs), pages 47-70
 - Removed SOW Catalog A (SOW Catalog A is now Volume 3 – Cost Information)

**Continuation STD 213A Standard Agreement
Amendment, CALNET 3, Amendment #1
(C3-A-13-02-TS-08) (Verizon)**

8. Subcategory 1.5 Toll-Free Calling,
Volume 3 – Cost Information, SOW Catalog A

- Front Cover
 - Updated cover to include Agreement #C3-A-13-02-TS-08, Amendment 1 reference, Revision date, Subcategory 1.5, Volume 3 – Cost Information, SOW Catalog A
- Header, pages 1-27
 - Updated to include Agreement #C3-A-13-02-TS-08, Volume 3 – Catalog A, Subcategory 1.5 Toll-Free Calling
- Footer, pages 1-27
 - Updated to include Amendment 1 and revision date
- Catalog A with Prices, page 2
 - Deleted "costs" and added "Prices" in subheading
- Table 1.5.3.2 Extended Demarcation Wiring Services, page 23
 - Removed Station Cabling Installer, Inside Wiring Regular Time, Item 1, Product Identifier CIOT0000
 - Removed Station Cabling Installer, Inside Wiring Over Time, Item 2, Product Identifier CIOT000T

Except as modified by this Amendment, all of the terms and conditions of the Agreement shall remain unchanged and in full force and effect in accordance with their terms.