

AMENDMENT NO. 1 TO CONTRACT NO. MNWNC-104

THIS AMENDMENT is by and between the State of Minnesota, acting through its commissioner of Administration ("State"), and CIARA Technologies USA, Inc., 10601 N Frank Lloyd Wright Blvd, Suite 100, Scottsdale, AZ 85259 ("Contract Vendor").

WHEREAS, the State has a Contract with the Contract Vendor identified as Contract No. MNWNC-104, April 1, 2015, through March 31, 2017 ("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.

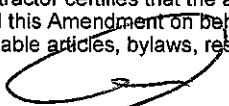

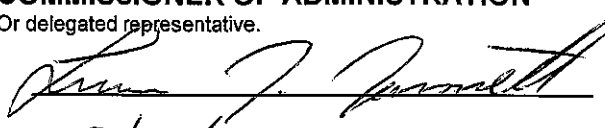
NOW, THEREFORE, it is agreed by the parties to amend the Contract as follows:

1. That Contract No. MNWNC-104 is extended through March 31, 2020, at the same terms and conditions.
2. The Contract Vendor shall provide Computer Equipment: (Desktops, Servers, and Storage including Related Peripherals and Services) at the prices set forth on the attached Exhibit B, Pricing Schedule.

This Amendment is effective beginning April 1, 2017, 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.

<p>1. CIARA TECHNOLOGIES USA, INC. The Contractor certifies that the appropriate person(s) have executed this Amendment on behalf of the Contractor as required by applicable articles, bylaws, resolutions, or ordinances.</p> <p>By:  Signature Mike Marracino Printed Name</p> <p>Title: Sr. VP & GM</p> <p>Date: 2/16/2017</p> <p>By: _____ Signature</p> <p>Printed Name</p> <p>Title: _____</p> <p>Date: _____</p>	<p>2. OFFICE OF STATE PROCUREMENT In accordance with Minn. Stat. § 16C.03, subd. 3.</p> <p>By:  Title: Acquisition Management Specialist</p> <p>Date: 2/21/17</p> <p>3. COMMISSIONER OF ADMINISTRATION Or delegated representative.</p> <p>By:  Date: 2/21/2017</p>
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MINNESOTA WSCA-NASPO MASTER AGREEMENT AWARD

EXHIBIT B – PRICING SCHEDULE

1. BASELINE PRICE LIST: Ciara Standard Price List		POSTED ON WEBSITE	
2. BAND DISCOUNTS			
		CATEGORY	MINIMUM DISCOUNT
BAND 1 DESKTOP		CT1	23%
BAND 2 LAPTOP		CT2	23%
BAND 3 TABLET		CT3	23%
BAND 4 SERVER		CT4	23%
IMPORTANT: The minimum discount is provided, refer to Contract Vendor's Website for any additional discounts and request a quote for bulk/volume discounts. All prices shall be FOB Destination, prepaid and allowed (with freight included in the price). If there is a special case where inside delivery fee must be charged, the Contract Vendor will notify the customer in advance.			
3. THIRD PARTY PRODUCTS - APPLICABLE IN ALL BANDS			
		3P1 3P2 3P3 3P4	7.5%
4. SERVICES – 9%			
Services are at the option of Participating States. Participating Addendums by each State may address service agreement terms and related travel. Ciara published service rates will be discounted 9%. States may negotiate additional services. The majority of Ciara Branded hardware includes a one year warranty. Customer may purchase warranty upgrades for certain hardware as offered.			
5. LEASING			
Participating Addendum may identify if and how leasing agreement terms will be conducted.			
6. ADDITIONAL DISCOUNTS – Request a quote for discounts on bulk/volume purchases.			
a. Per Transaction Multiple Unit: This discount may be extended to future purchases of at least 50% of the original volume made within 90 days of the original purchase.			
		CIARA PRODUCTS:	THIRD PARTY PRODUCTS:
QTY	ADDL	QTY	ADDL
50	.75%	50	.50%
100	1.25%	100	.75%
250	2.50%	250	1.5%
500	4.00%	500	2.0%
1000	5.00%	1000	3.0%
b. Special pricing and factory rebate opportunities will be provided to customers.			

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: Ciara Technologies USA, Inc. Date 2/16/2017
Authorized Signature:  Telephone number: 844-231-1277
Printed Name: Mike Marracino Title: Sr. VP & GM

For assistance with this form, contact:

Minnesota Department of Human Rights, Compliance Services

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

TC Metro: 651-539-1095

Toll Free: 800-657-3704

Email: compliance.mdhr@state.mn.us

TTY: 651-296-1283