

STATE OF MICHIGAN
DEPARTMENT OF TECHNOLOGY MANAGEMENT AND BUDGET
PURCHASING OPERATIONS
 P.O. BOX 30026, LANSING, MI 48909
 OR
 530 W. ALLEGAN, LANSING, MI 48933

May 10, 2011

CHANGE NOTICE NO. 108
TO
CONTRACT NO. _____
between
THE STATE OF MICHIGAN
and

071B4000144

Supersedes 0144

NAME & ADDRESS OF VENDOR IBM Global Services One Michigan Avenue Lansing, MI 48933 jeff.williams@us.ibm.com	TELEPHONE Jeff Williams (248) 552-4894
	VENDOR NUMBER
	BUYER/CA (517) 241-3215 Steve Motz
Contract Compliance Inspector Cindy Turben Michigan Administrative Information Network (MAIN) Technology Services -- Department of Management & Budget	
CONTRACT PERIOD From: December 1, 1993 To: December 31, 2011	
TERMS Net 45 Days	SHIPMENT As Required
F.O.B. Delivered	SHIPPED FROM N/A
MINIMUM DELIVERY REQUIREMENTS N/A	

NATURE OF CHANGE (S):

Effective immediately, Exhibit C (Software List) of the Contract is hereby updated per the attached. All other pricing, specifications, terms and conditions remain unchanged.

AUTHORITY/REASON:

Per Agency and Vendor concurrence.

TOTAL ESTIMATED CONTRACT VALUE REMAINS: \$227,453,431.00

EXHIBIT C

SOFTWARE LIST

Systems and Application Software

Current system and application software configuration and associated responsibilities.

Responsibilities

S = State of Michigan MAIN

I = IBM Global Services

Product Description	Product Number	Version	Vendor	Responsibilities			
				License Fees	Maintenance Fees	Installation	Support
CICS SYSTEM PRODUCTS							
Tivoli zSecure CICS Toolkit	5655-T05	1.9	IBM	S	S	I	I
CICS/TS	5655-M15	3.2	IBM	I	I	I	I
CICS Transaction Gateway	5655-R25	7.2	IBM	I	I	I	I
DB2 SOFTWARE PRODUCTS							
BMCDSN	V08-8253	2.3	BMC	I	I	I	I
Copy Plus for DB2	V55-4527	8.1	BMC	I**	I	I	I
DB2 SYSTEM PRODUCTS							
QMF for OS390	5635-DB2	8.1	IBM	I	I	I	I
DB2 UDB for OS/390	5635-DB2	8.1	IBM	I	I	I	I
DB2 Admin Tool	5697-L90	7.2	IBM	I	I	I	I
DB2 Utilities Suite	5655-N97	8.1	IBM	I	I	I	I
DB2 High Performance Unload	5697-N58	3.1	IBM	I	I	I	I
DB2 Object Comparison	5697-L40	7.2	IBM	I	I	I	I
DB2 Automation Tool for z/OS	5655-T59	3.1	IBM	I	I	I	I
z/OS SOFTWARE PRODUCTS							
Fault Analyzer for z/OS	5655-V51	9.1	IBM	I	I	I	I
Debug Tools and Advanced Functions for z/OS	5655-V50	9.1	IBM	I	I	I	I

Product Description	Product Number	Version	Vendor	Responsibilities			
				License Fees	Maintenance Fees	Installation	Support
File Manager for z/OS and DB2	5655-V52	9.1	IBM	I	I	I	I
Mainview SRM StopX37II	V40-1589	7.4	BMC	I*	I	I	I
ZEKE MVS	V74-7277	5.5.0	ASG	I	I	I	I
ZARA	V70-1540	1.7.0	ASG	I	I	I	I
ZEBB	V88-1260	3.3.0	ASG	I	I	I	I
OASIS for MVS	V70-1429	2.8.0	ASG	I	I	I	I
DRS	V83-0020	1.3.4	LRS	I*	I	I	I
Omegamon XE CICS	5698-A32	4.1	IBM	I	I	I	I
Omegamon XE z/OS	5698-A33	4.1	IBM	I	I	I	I
Omegamon XE DB2	5655-Q07	4.1	IBM	I	I	I	I
FOCUS (Basic Reporting System) – State supplied	V00-0001	7.2	IBI	S	S	I	I
VPS	V83-0001	1.8.0	LRS	I*	I	I	I
VPS/TCPIP	V83-0013	1.8.0	LRS	I*	I	I	I
CHANGE MAN/MVS (BASE)	V94-1170	5.6.0	Serena	I	I	I	I
CHANGE MAN (DB2 Option)	V94-1171	5.6.0	Serena	I	I	I	I
PKZIP – MVS	V97-6534	8.2	ASI	S	S	I	I
Automated Tape Allocation Manager	5698-A29	2.2	IBM	I	I	I	I
z/OS SYSTEM PRODUCTS							
Z/OS V1 Base	5694-A01	1.10	IBM	I	I	I	I
Z/OS SDSF	5694-A01	1.10	IBM	I	I	I	I
RMDS	5648-048	2.3	IBM	I	I	I	I
SAA AD Cycle PL/I	5688-235	1.1	IBM	I	I	I	I
COBOL for z/OS	5655-S71	4.1	IBM	I	I	I	I
Compiler for REXX/370	5695-013	1.4	IBM	I	I	I	I
Library for REXX/370	5695-014	1.4	IBM	I	I	I	I
Java 2 for z/OS	5655-R31	6.0	IBM	I	I	I	I

Product Description	Product Number	Version	Vendor	Responsibilities			
				License Fees	Maintenance Fees	Installation	Support
SYSTEM SOFTWARE							
Integrated Catalog Forward Recovery Utility (ICFRU)	5798-DXQ	1.1	IBM	I	I	I	I
JES2 for z/OS	5694-A01	1.10	IBM	I	I	I	I
System Automation z/OS	5698-SA3	3.2	IBM	I	I	I	I
AO Platform for z/OS	TMVS-001	5.1	IBM	I	I	I	I
System Modification Program Extend	5655-G44	3.5	IBM	I	I	I	I
Enterprise Interface	5655-R57	10B	IBM	I	I	I	I
Netview FTP/File Xfer	5685-108	2.1.1	IBM	I	I	I	I
WebSphere DataInterchange (WDI) z/OS	5655-I40	3.3	IBM	I	I	I	I
Tivoli Information Management	5698-A08	7.1	IBM	I	I	I	I
OTHER SOFTWARE							
Tivoli License Compliance Manager	5698-A86	4.2	IBM	I	I	I	I
Tivoli NETVIEW for z/OS	5697-ENV	5.3	IBM	I	I	I	I
Tivoli Monitoring Services	5698-A79	6.1	IBM	I	I	I	I
WDI Client	5655-I40	3.3.9	IBM	I	I	S	S

*Version upgrades may require a change order if the upgrade cost exceeds \$5K. Unless otherwise agreed, the State portion of the upgrade would be the software upgrade cost less \$5K.

**During the Term of this Contract, the Parties will evaluate IBM products having equal or greater functionality to replace the BMC products listed herein.

**STATE OF MICHIGAN
 DEPARTMENT OF TECHNOLOGY MANAGEMENT AND BUDGET
 PURCHASING OPERATIONS
 P.O. BOX 30026, LANSING, MI 48909
 OR
 530 W. ALLEGAN, LANSING, MI 48933**

April 27, 2011

**CHANGE NOTICE NO. 107
 TO
 CONTRACT NO. _____
 between
 THE STATE OF MICHIGAN
 and**

071B4000144
 Supersedes 0144

NAME & ADDRESS OF VENDOR IBM Global Services One Michigan Avenue Lansing, MI 48933 jeff.williams@us.ibm.com	TELEPHONE Jeff Williams (248) 552-4894
	VENDOR NUMBER
	BUYER/CA (517) 241-3215 Steve Motz
Contract Compliance Inspector Cindy Turben Michigan Administrative Information Network (MAIN) Technology Services -- Department of Management & Budget	
CONTRACT PERIOD From: December 1, 1993 To: December 31, 2011	
TERMS Net 45 Days	SHIPMENT As Required
F.O.B. Delivered	SHIPPED FROM N/A
MINIMUM DELIVERY REQUIREMENTS N/A	

NATURE OF CHANGE (S):

Effective immediately, the attached IBM Change Authorization Order #A53 is hereby incorporated into this contract. This Change Authorization Order provides for the replacement of the existing network connection between the IBM Boulder Center and the State of Michigan's FEDI bank, Comerica per the attached Change Authorization Order #A53. All other pricing, specifications, terms and conditions remain unchanged.

Please Note: The Contractor's Single Point of Contact has been changed to Jeff Williams.

AUTHORITY/REASON:

Per Agency and Vendor concurrence.

TOTAL ESTIMATED CONTRACT VALUE REMAINS: \$227,453,431.00

Change Authorization Form

Change Authorization Order for the Contract for Technology Services Contract Number 071B4000144

Change Authorization Order Number A53

I. Effect on Contract

This Change Authorization Order (the "Order") is subject to all Terms and Conditions of the Contract for Technology Services (the "Contract") between the State of Michigan and IBM dated December 1, 1993 and as amended and restated effective February 1, 2002, and is issued in accordance with Section 4.1 of the Contract. Except as expressly specified in this Order, all Terms and Conditions of the Contract shall remain in full force and effect upon execution of this Order. This Order is not valid until it is executed in accordance with Section 4.1 of the Contract. In the event of any inconsistency or ambiguity between the Terms and Conditions of this Order and the Terms and Conditions of the Contract, the Terms and Conditions of this Order shall control.

II. Description of Change

A. Scope of Work

IBM Global Services will replace the existing network connection between the IBM Boulder Center and the State of Michigan's FEDI bank, Comerica in accordance with the diagram provided in Attachment A – MAIN Comerica Connectivity.

IBM Global Services will be responsible for the following:

- Provide six (6) 512 bps MACs and six (6) 128 Kbps Network PVCs
- Provide routers and DSU/CSUs and end to end management of all network components (hardware and circuits)
- Provide POTS (plain old telephone service) lines for out-of-band management
- Provide and manage firewall at the IBM delivery center

The State of Michigan's responsibilities include the following:

- Coordinate the provisioning of Ethernet switches at the Comerica hosting centers in Auburn Hills and Livonia.

The requirements call for IBM Global Services to provide redundant WAN circuits between IBM Boulder, CO and Comerica Bank in Auburn Hills, MI. The solution addresses as many single points of failure as possible.

A standby circuit to be used in case of disaster at Boulder will be provided from the IBM BCRS facility in Gaithersburg, MD. A standby circuit to be used in case of a disaster at the Comerica primary location at Auburn Hills, MI, will be provided from Comerica DR facility in Livonia, MI.

As IBM's subcontractor, AT&T will supply all equipment except for the ethernet switches at Comerica premises.

Solution Description

IBM Boulder, Colorado Two AT&T eVPN circuits with 512Kbps MAC and 128 Kbps bandwidth in active standby configuration. Two Cisco routers with HSRP. POTS line and call director switch for out of band management.

A pair of Cisco ASA5520 firewalls will be installed. The firewall will filter and log traffic to and from the bank and the host. Comerica will maintain their own firewall at the bank side of the circuit.

Comerica – Auburn Hills, Michigan Two AT&T eVPN circuits with 512Kbps MAC and 128 Kbps bandwidth in active standby configuration. Two Cisco routers with HSRP. POTS line and call director switch for out of band management.

Comerica will provide the ethernet switch(es) to which the eVPN routers will connect on the LAN side interface.

Comerica – Livonia, Michigan One AT&T eVPN circuit with 512Kbps MAC and 128 Kbps bandwidth. One Cisco router and POTS line for out of band management.

Comerica will provide the ethernet switch to which the eVPN router will connect on the LAN side interface.

This circuit will be used in case of Comerica declaring a disaster at Auburn Hills location and activating it's Disaster Recovery site in Livonia, MI.

IBM Gaithersburg, Maryland One AT&T eVPN circuit with 512Kbps MAC and 128 Kbps bandwidth One Cisco router and POTS line for out of band management.

One Cisco ASA5520 firewall will be installed. The firewall will filter and log traffic to and from the bank and the host.

This component of the solution will be permanently based in Gaithersburg, MD but will only be activated in case of a disaster being declared at Boulder or a disaster recovery test being conducted. In such a scenario IBM Boulder, CO component of the solution will be deactivated.

Management

AT&T will provide eVPN as an end-to-end fully managed solution. AT&T will actively monitor the availability of the WAN circuit and components. Out of band management will be accomplished by using POTS line, modem and call activated switch.

B. Deliverables

The deliverable will be the circuit availability and working network.

Help Desk Support will be provided on a 24 hour a day basis, 7 days a week, 365 days per year.

Because this Change Order is for point-to-point circuits, no SLAs will be provided under this Change Order. Any network availability SLA considerations will be discussed under the constructs of our current Outsourcing Contract as outlined in Schedule B, Section I, Paragraph F.

C. Price

Please refer to the configuration in the diagram at the end of this document. The duration of this Change Order shall be seven months from targeted start date of June 2011. Prices do not include applicable taxes. No taxes are associated with this Change Order.

The One Time Charge will be billed to the State when the circuits have been installed and tested per the completion criteria as stated.

One Time Charge	\$22,600
Monthly Service Charge	\$11,300

Other Charges

At this time, no travel is anticipated or estimated for this Change Order. However, should the need arise, any travel expenses associated with this Change Order shall be billed to the State of Michigan according to the published State limitations for same.

Termination Charges

There are no termination provisions for this Change Order.

Termination Charges

N/A

D. Schedule

The effective date of this Change Order shall be the date that it is signed by the State and shall continue through the duration noted in the table in Section C above.

The term of this Change Order is targeted to begin June 1, 2011 and continue for 7 months, to end December 31, 2011. A modification to this Change Order will be executed to carry over this change order into Contract 071B1300188.

E. State Responsibilities

The State is responsible for all contractual obligations with Comerica Bank including, but not limited to, coordinating access to the Comerica site for installation and maintenance of the equipment.

The State is responsible for communicating and coordinating the overall project goals and project results to all affected parties.

Work will be performed under the direction of the State of Michigan.

The State will coordinate Ethernet switches at the Comerica premises and own the Ethernet switch maintenance agreement with Comerica.

F. Payment Schedule

Charges will be billed monthly in arrears beginning July 1, 2011 (month of June charges will have a July invoice date) to the State of Michigan. Invoices are due within 45 days of receipt.

G. Completion Criteria

IBM Global Services will have fulfilled its obligations under this Change Order when IBM provides the maximum number of months of services specified in the table in Section C. of this Change Order.

One Time Build Charge Completion Criteria

The circuits will be considered to be installed and implemented when IBM Global Services has demonstrated connectivity from the IBM Boulder mainframe hosts through the Cisco router located at the Comerica location.

H. Assumptions

1. Network traffic between MAIN host and Comerica servers will be secured using FTP/TLS. In z/OS V1R9 Communications Server, z/OS FTP can be configured to conform to either the draft level or to the RFC 4217 level of securing FTP with TLS.
2. A separate change order will be required to discontinue the existing disaster recovery circuit at the IBM BCRS facility in Gaithersburg, MD and update the Disaster Recovery Plan.
3. The State of Michigan understands and concurs that no SLAs will be modified under this Change Order.
4. The term of this solution is 7 months with a target start date of June 2011.
5. The State of Michigan will coordinate floor space, power, lighting and rack space for the AT&T equipment at the Comerica location.
6. The State's request for this service specified the circuit speeds used in the costing of this Change Order. These speeds were not determined or changed by the AT&T Global Network designer.
7. The State of Michigan will coordinate access to appropriate building and telecom facilities (i.e. telco, patch panels) at the Comerica location.
8. There will be no occupancy charges to AT&T at any IBM or State of Michigan facility. IBM pricing offered to the State of Michigan as part of this Change Order may not be re-used in other contracts or Change Orders.
9. Cost for growth is not included in this Change Order.
10. IBM Global Services reserves the right to replace any hardware products which may not pass the IBM Product Safety Review Board.
11. As IBM's subcontractor, AT&T will provide WAN/routers/DSUs/and all other network management equipment, including all POTS circuits.
12. IBM will provide the managed firewall in Boulder.
13. Only the IBM NOC can access and receive SNMP alerts, and only the IBM NOC can access the remote equipment via Telnet. This security will be configured on the firewall, the routers, as well as the physical network management workstation in the IBM NOC.
14. All equipment provided by IBM in this Change Order shall remain the property of IBM Global Services.
15. The State of Michigan will coordinate all private IP addresses.

III. State Authorization

Check One:

This order shall be performed for the benefit of the Technology Management and Budget department in the DTMB (the "Authorizing Agency") and all amounts to be paid to IBM pursuant to this order shall be paid solely from funds available to the Authorizing Agency. IBM hereby acknowledges that the Authorizing Agency is a Party to the Contract solely with respect to this Order and shall have the right to enforce the terms and conditions of this Order and the Contract (insofar as they apply to this Order) in its own name directly against IBM. This order is not valid until signed by an authorized representative of the Authorizing Agency and by the Purchasing Director, or by electronic issuance of a Change Notice from the Department of Management and Budget Acquisition Services.

This Order shall be performed for the benefit of the DMB and is not valid until signed by Acquisition Services or a designated representative or by electronic issuance of a Change Notice from the Department of Management and Budget Acquisition Services.

IBM Corporation

By: Jeffrey M. Williams
Title: Jeffrey M. Williams, Project Executive
Date: 4/13/11

Authorizing Agency Department Technology Management and Budget

By: Scott Thompson
Title: Scott Thompson, Information Officer
Date: 4/19/11

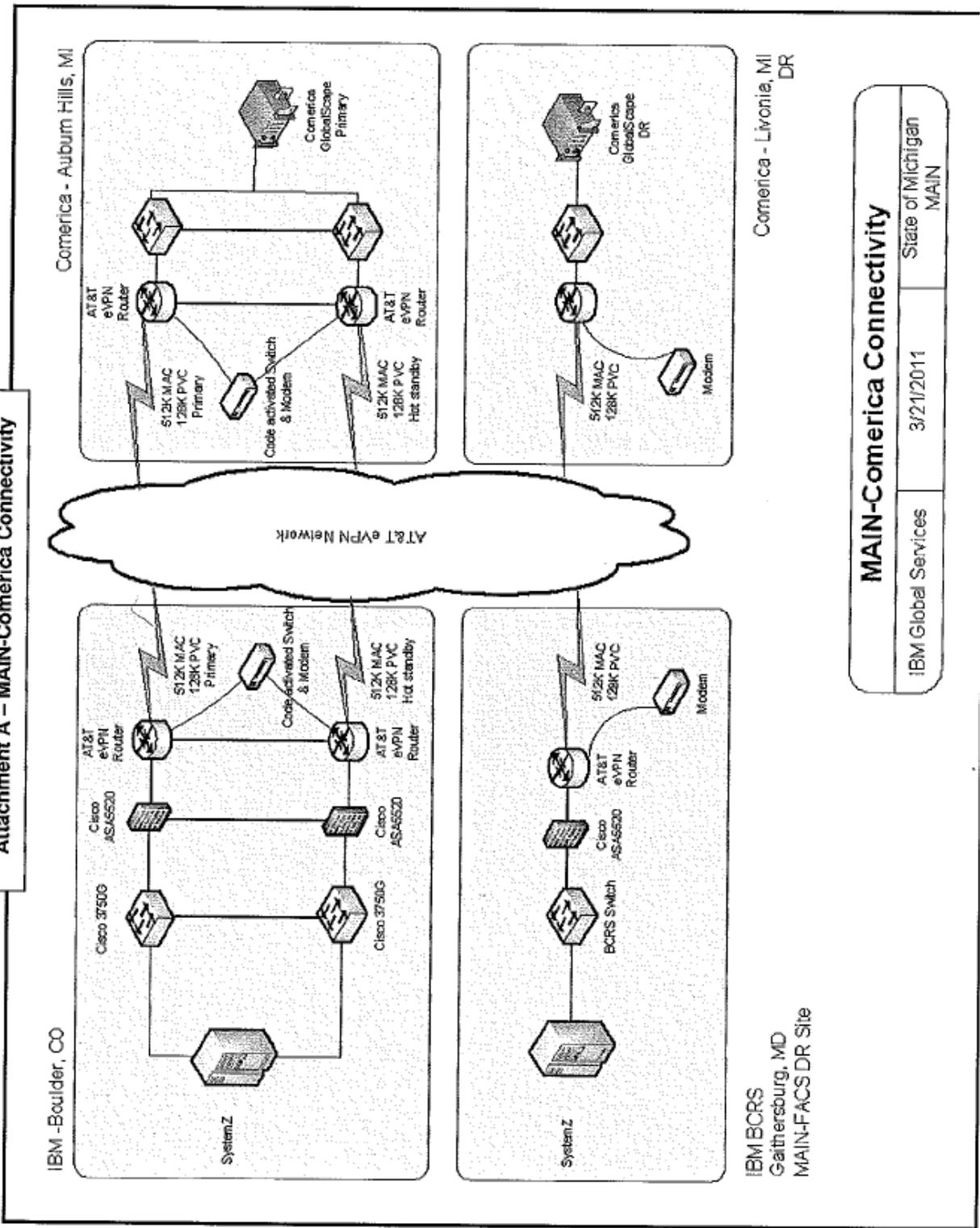
Department of Management and Budget (Acquisition Services)

By: Natalie Spanada
Title: Acting Purchasing Director
Date: 4-26-11

IV. Attachments

Attachment A – MAIN-Comerica Connectivity

Attachment A – MAIN-Comerica Connectivity



MAIN-Comerica Connectivity	
IBM Global Services	3/21/2011
State of Michigan MAIN	State of Michigan MAIN

**STATE OF MICHIGAN
 DEPARTMENT OF MANAGEMENT AND BUDGET
 ACQUISITION SERVICES
 P.O. BOX 30026, LANSING, MI 48909
 OR
 530 W. ALLEGAN, LANSING, MI 48933**

November 6, 2008

**CHANGE NOTICE NO. 106
 TO
 CONTRACT NO. 071B4000144
 between
 THE STATE OF MICHIGAN
 and
 Supersedes 0144**

NAME & ADDRESS OF VENDOR IBM Global Services One Michigan Avenue Lansing, MI 48933 wieber@us.ibm.com		TELEPHONE David Wieber (517) 241-5810
		VENDOR NUMBER
		BUYER/CA (517) 241-3215 Steve Motz
Contract Compliance Inspector Cindy Turben Michigan Administrative Information Network (MAIN) Technology Services -- Department of Management & Budget		
CONTRACT PERIOD From: December 1, 1993 To: December 31, 2011		
TERMS Net 45 Days	SHIPMENT As Required	
F.O.B. Delivered	SHIPPED FROM N/A	
MINIMUM DELIVERY REQUIREMENTS N/A		

NATURE OF CHANGE (S):

Effective immediately, the attached IBM Change Authorization Order #A46 is hereby incorporated into this contract. This Change Authorization Order provides 1200 hours of consultant services which include network analyst services (George Owen) for the State of Michigan Infrastructure Services Network Operation Center (NOC) during the States 2009 Fiscal Year. All other pricing, specifications, terms and conditions remain unchanged.

AUTHORITY/REASON:

Per Agency and Vendor concurrence.

TOTAL ESTIMATED CONTRACT VALUE REMAINS: \$227,453,431.00



IBM Global Services
George W Romney Building
111 S. Capitol – Ground Floor
Lansing, MI 48913
1-517-241-5810

August 5, 2008

Ms. Cindy Turben
Contract & Portfolio Management
Department of Information Technology
Constitution Hall
525 W. Allegan Street, South Atrium
Lansing, MI 48913

Dear Ms. Turben,

IBM Global Services is pleased to respond to the State's request to provide 1200 hours of consultant services through the MAIN Technology Contract. Such services will include network analyst services for the State of Michigan Infrastructure Services Network Operations Center (NOC) during the State's fiscal year 2009.

Attached is Change Order Number: A46.

This Change Order is open for acceptance until October 15, 2008.

Sincerely,

David Wieber

David C. Wieber
Project Executive

*(email)
wieber@us.ibm.com*

cc: Ann Newell
Jack Harris

Enclosure

AUG 26 2008

Change Authorization Form

Change Authorization Order for the Contract for Technology Services Contract Number 071B4000144

Change Authorization Order Number A46

I. Effect on Contract

This Change Authorization Order (the "Order") is subject to all terms and conditions of the Contract for Technology Services (the "Contract") between the State of Michigan and IBM Global Services dated December 1, 1993 and as amended and restated effective February 1, 2002, and is issued in accordance with Section 4.1 of the Contract. Except as expressly specified in this Order, all terms and conditions of the Contract shall remain in full force and effect upon execution of this Order. This Order is not valid until it is executed in accordance with Section 4.1 of the Contract. In the event of any inconsistency or ambiguity between the terms and conditions of this Order and the terms and conditions of the Contract, the terms and conditions of this Order shall control.

II. Description of Change

A. Scope of Work

IBM Global Services will provide a consultant to perform network analysis services for up to 1200 hours to support the State of Michigan Infrastructure Services Network Operations Center (NOC) during the State's Fiscal Year 2009, which runs from October 1, 2008 through September 30, 2009. The NOC has expressed a desire to retain George Owen of IBM Global Services to provide these services. IBM Global Services will use commercially reasonable efforts to provide this specific individual as a resource if the State accepts this Change Order on or before October 15, 2008.

Work will be performed at the State's location and under the direction of the State of Michigan.

B. Charges

The price for a consultant to provide these services, which includes network analysis, is \$205 per hour. The total Change Order value for 1200 hours of service is \$246,000.00 for the State's FY 2009.

C. State Responsibilities

The State is responsible for providing a workstation, suitable office space, supplies and a telephone for the resource noted above at no expense to IBM Global Services.

AUG 28 2008

The State is responsible for securing the cooperation and participation of Subject Matter Experts, as required, for their system knowledge throughout this effort to assist and resolve questions.

The State is responsible for communicating and coordinating the overall project goals and project results to all affected parties.

D. Schedule

The effective date of this Change Order shall be the date that it is signed by the State and shall continue through September 30, 2009.

E. Completion Criteria

IBM Global Services will have completed its obligations under this Change Order when one of the following first occurs:

1. IBM Global Services provides the maximum number of hours of services specified in the Charges section of this Change Order; or
2. The total price contained in the Charges section of this Change Order has been reached; or
3. The Change Order end date of September 30, 2009 has been reached; or
4. This Change Order is terminated in accordance with the provisions of the Contract.

F. Payment Schedule

The work effort contained herein will be performed on a time and materials basis. (IBM Global Services is providing skills and hours.) These charges will be billed to the State of Michigan monthly for the previous month's services. Payment is due within 45 days after receipt of a valid invoice from IBM Global Services.

Timesheets signed by the resource and the State's supervisor will be attached to the invoices.

AUG 28 2008

III. State Authorization

Check One:

 v This order shall be performed for the benefit of the Infrastructure Services Network Operations Center (NOC) in the Department of Information Technology (the "Authorizing Agency") and all amounts to be paid to IBM pursuant to this order shall be paid solely from funds available to the Authorizing Agency. IBM Global Services hereby acknowledges that the Authorizing Agency is a Party to the Contract solely with respect to this Order and shall have the right to enforce the terms and conditions of this Order and the Contract (insofar as they apply to this Order) in its own name directly against IBM Global Services. This order is not valid until signed by an authorized representative of the Authorizing Agency and by the Purchasing Director, or by electronic issuance of a Change Notice from the Department of Management and Budget Acquisition Services.

 This Order shall be performed for the benefit of the DMB and is not valid until signed by Acquisition Services or a designated representative or by electronic issuance of a Change Notice from the Department of Management and Budget Acquisition Services.

**IBM Corporation
IBM Global Services**

By: David Wieber
Title: David C. Wieber, Project Executive
Date: 8-5-2008

**Authorizing Agency
Infrastructure Services Network Operations Center (NOC)
Department of Information Technology**

Jack L. Harris

Jack L. Harris

8/28/08

Department of Management and Budget (Acquisition Services)

By: Steve Motz
Title: 2008.10.31
Date: 14:15:33 -04'00'

IV. Attachments

None.

AUG 26 2008

**STATE OF MICHIGAN
 DEPARTMENT OF MANAGEMENT AND BUDGET
 ACQUISITION SERVICES
 P.O. BOX 30026, LANSING, MI 48909
 OR
 530 W. ALLEGAN, LANSING, MI 48933**

October 28, 2008

**CHANGE NOTICE NO. 105
 TO
 CONTRACT NO. 071B4000144
 between
 THE STATE OF MICHIGAN
 and
 Supersedes 0144**

NAME & ADDRESS OF VENDOR IBM Global Services One Michigan Avenue Lansing, MI 48933 wieber@us.ibm.com	TELEPHONE David Wieber (517) 241-5810
	VENDOR NUMBER
	BUYER/CA (517) 241-3215 Steve Motz
Contract Compliance Inspector Cindy Turben Michigan Administrative Information Network (MAIN) Technology Services -- Department of Management & Budget	
CONTRACT PERIOD From: December 1, 1993 To: December 31, 2011	
TERMS Net 45 Days	SHIPMENT As Required
F.O.B. Delivered	SHIPPED FROM N/A
MINIMUM DELIVERY REQUIREMENTS N/A	

NATURE OF CHANGE (S):

Effective immediately, the attached IBM Change Authorization Order #A48 is hereby incorporated into this contract. This Change Authorization Order modifies the Key Personnel List (Exhibit E). All other pricing, specifications, terms and conditions remain unchanged.

AUTHORITY/REASON:

Per Agency and Vendor concurrence.

TOTAL ESTIMATED CONTRACT VALUE REMAINS: \$227,453,431.00



IBM Global Services
George W Romney Building
111 S. Capitol – Ground Floor
Lansing, MI 48913
Office: 517-241-5810

October 9, 2008

Ms. Cindy Turben
Contract & Portfolio Management
Department of Information Technology
Constitution Hall
525 W. Allegan Street, South Atrium
Lansing, MI 48913

Dear Ms. Turben,

IBM Global Services is pleased to present Change Order A48 to the MAIN Contract. In this Change Order, we are requesting the State's approval on a change to Key Personnel documented in the Contract Exhibit E.

Attached is Change Order Number: A48

We look forward to your positive response along with a signed copy of this Change Order. Thank you.

Sincerely,

A handwritten signature in black ink that reads "David Wieber".

David C. Wieber
IBM Project Executive

cc: Ann Newell

Enclosures

Change Authorization Form

Change Authorization Order for the Contract for Technology Services Contract Number 071B4000144

Change Authorization Order Number A48

I. Effect on Contract

This Change Authorization Order (the "Order") is subject to all terms and conditions of the Contract for Technology Services (the "Contract") between the State of Michigan and IBM Global Services dated December 1, 1993 and as amended and restated effective February 1, 2002, and is issued in accordance with Section 4.1 of the Contract. Except as expressly specified in this Order, all terms and conditions of the Contract shall remain in full force and effect upon execution of this Order. This Order is not valid until it is executed in accordance with Section 4.1 of the Contract. In the event of any inconsistency or ambiguity between the terms and conditions of this Order and the terms and conditions of the Contract, the terms and conditions of this Order shall control.

II. Description of Change

Per section 4.7.1.1 of the Contract:

"IBM Global Services and the State agree to reconsider from time to time and, as appropriate, to modify Exhibit E as necessary to reflect the replacement of any Key Personnel listed on Exhibit E or to add the names of any IBM Global Services or contractor personnel who have assumed significant responsibility for managing the provision of the Services or who have acquired a sufficient amount of technical knowledge about the Services and/or the State's operating and user environments that the removal or reassignment of such person would materially disrupt the ongoing provision of the Services."

As such, IBM is recommending the following Exhibit E modifications:

1. Remove MariAn Wiley as a Key Personnel as the Code Promotion Manager position is no longer considered as a Key Position by the State.
2. Add Bill Smith as a Key Personnel with a position description of Service Delivery Manager.
3. Add Mike Keating as a Key Personnel with a position description of On-site Operations Project Manager.

Attached is a copy of revised Exhibit E reflecting these changes.

III. State Authorization

Check One:

This order shall be performed for the benefit of Computing Services in the Department of Information Technology (the "Authorizing Agency") and all amounts to be paid to IBM pursuant to this order shall be paid solely from funds available to the Authorizing Agency. IBM Global Services hereby acknowledges that the Authorizing Agency is a Party to the Contract solely with respect to this Order and shall have the right to enforce the terms and conditions of this Order and the Contract (insofar as they apply to this Order) in its own name directly against IBM Global Services. This order is not valid until signed by an authorized representative of the Authorizing agency and by the Purchasing Director.

This Order shall be performed for the benefit of the DMB and is not valid until signed by the Acquisition Services Director or a designated representative.

IV. Attachments

Revised Exhibit E – Key Personnel List

IBM Global Services

By: David Wieber
Title: David C. Wieber, IBM Project Executive
Date: 10-9-2008

Authorizing Agency (Department of Information Technology)

By: Ann Newell
Title: Ann Newell, DMB Client Services Director, DIT
Date: 10-16-08

Department of Management and Budget (Acquisition Services)

By: Steve Motz
Title: Steve Motz 2008.10.28
Date: 13:27:48 -04'00'

EXHIBIT E

KEY PERSONNEL LIST

The following personnel are designated as Key Personnel:

David C. Wieber	Project Executive (PE)
Jerrold Struppler	Deliver Project Executive (DPE)
William (Bill) Smith	Service Delivery Manager (SDM)
Michael Keating	On-site Operations Project Manager
Chris Wan	Data Base Administrator (DBA)
Sharmila Patke	Application Development Project Manager

**STATE OF MICHIGAN
 DEPARTMENT OF MANAGEMENT AND BUDGET
 ACQUISITION SERVICES
 P.O. BOX 30026, LANSING, MI 48909
 OR
 530 W. ALLEGAN, LANSING, MI 48933**

September 10, 2008

**CHANGE NOTICE NO. 104
 TO
 CONTRACT NO. _____
 between
 THE STATE OF MICHIGAN
 and**

071B4000144
 Supersedes 0144

NAME & ADDRESS OF VENDOR IBM Global Services One Michigan Avenue Lansing, MI 48933 <p style="text-align: right;">wieber@us.ibm.com</p>	TELEPHONE David Wieber (517) 241-5810 VENDOR NUMBER BUYER/CA (517) 241-3215 Steve Motz
Contract Compliance Inspector Cindy Turben Michigan Administrative Information Network (MAIN) Technology Services -- Department of Management & Budget	
CONTRACT PERIOD From: December 1, 1993 To: December 31, 2011	
TERMS Net 45 Days	SHIPMENT As Required
F.O.B. Delivered	SHIPPED FROM N/A
MINIMUM DELIVERY REQUIREMENTS N/A	

NATURE OF CHANGE (S):

Effective immediately, the attached IBM Change Authorization Order #A41 is hereby incorporated into this contract. IBM Global Services will provide up to two (2) additional application developers to support the MAIN/FACS Application Development and Maintenance team through 12/31/20011. The total value for this project is \$1,568,250.

All other pricing, specifications, terms and conditions remain unchanged.

AUTHORITY/REASON:

Per agency request and vendor concurrence.

TOTAL ESTIMATED CONTRACT VALUE REMAINS: \$227,453,431.00



IBM Global Services
George W Romney Building
111 S. Capitol – Ground Floor
Lansing, MI 48913
Office: 517-241-5810

July 11, 2008

Ms. Cindy Turben
Contract & Portfolio Management
Department of Information Technology
Constitution Hall
525 W. Allegan Street, South Atrium
Lansing, MI 48913

Dear Ms. Turben,

IBM Global Services is pleased to respond to the State's request to provide up to two (2) additional application developers to support the MAIN/FACS Application Development and Maintenance team.

These services will be provided via the MAIN Technology Contract (per section 5.5) through 12/31/2011.

Attached is Change Order Number: A41.

This Change Order is open for acceptance until November 1, 2008.

Sincerely,

A handwritten signature in black ink that reads "David Wieber".

David C. Wieber
Project Executive

cc: Ann Newell
Jan Foster

Enclosure

Change Authorization Form

Change Authorization Order for the Contract for Technology Services Contract Number 071B4000144

Change Authorization Order Number A41

I. Effect on Contract

This Change Authorization Order (the "Order") is subject to all terms and conditions of the Contract for Technology Services (the "Contract") between the State of Michigan and IBM Global Services dated December 1, 1993 and as amended and restated effective February 1, 2002, and is issued in accordance with Section 4.1 of the Contract. Except as expressly specified in this Order, all terms and conditions of the Contract shall remain in full force and effect upon execution of this Order. This Order is not valid until it is executed in accordance with Section 4.1 of the Contract. In the event of any inconsistency or ambiguity between the terms and conditions of this Order and the terms and conditions of the Contract, the terms and conditions of this Order shall control.

II. Description of Change

A. Scope of Work

IBM Global Services will provide up to two (2) additional application developers as follows:

1. One (1) Senior Application Architect with J2EE/Java, Cobol, DB2, CICS and application development and maintenance experience to assist with the following MAIN/FACS ADPICS/R*STARS related projects:
 - a. Application Development
 - Multiple EFT Project
 - Web Application Middleware Upgrades for C&PE
 - Subsequent projects prioritized by MDIT and OFM
 - b. Application Maintenance
 - Various application problems and small enhancements
2. One (1) Senior Application Developer with Cobol, DB2, CICS and application development and maintenance experience to assist with the following MAIN/FACS ADPICS/R*STARS related projects:
 - a. Application Development for the Multiple EFT Project and subsequent projects which are prioritized by MDIT and OFM.
 - b. Application Maintenance for various application problems and small enhancements which are prioritized by MDIT and OFM.

B. Assumptions

On-call after hours support will not be required.

C. Charges

1. The rate for a Senior Application Architect to provide these services is \$130 per hour. The total charge for 6,970 hours of service at 170 hours per month for 41 months from 8/1/2008 – 12/31/2011 is \$906,100.
2. The rate for a Senior Application Developer to provide these services is \$95.00 per hour. The total charge for 6,970 hours of service at 170 hours per month for 41 months from 8/1/2008 – 12/31/2011 is \$662,150.

The Total Change Order amount is \$1,568,250.

D. State Responsibilities

The State is responsible for providing a workstation, suitable office space, supplies and a telephone for the resource noted above at no expense to IBM Global Services.

The State is responsible for securing the cooperation and participation of Subject Matter Experts, as required, for their system knowledge throughout this effort to assist and resolve questions.

The State is responsible for communicating and coordinating the overall project goals and project results to all affected parties.

E. Schedule

The effective date of this Change Order shall be the date that it is signed by the State and shall continue through the term of the Contract.

F. Completion Criteria

IBM Global Services will have completed its obligations under this Change Order when one of the following first occurs:

1. IBM Global Services provides the maximum number of hours of services specified in the Charges section of this Change Order; or
2. The total price contained in the Charges section of this Change Order has been reached; or
3. This Change Order is terminated in accordance with the provisions of the Contract.

G. Payment Schedule

The work effort contained herein will be performed on a time and materials basis. (IBM is providing skills and hours.) These charges will be billed to the State of Michigan monthly for the previous month's services. Payment is due within 45 days after receipt of a valid invoice from IBM.

Timesheets signed by the resource and the State's supervisor will be attached to the invoices.

III. State Authorization

Check One:

This order shall be performed for the benefit of the Infrastructure Services Network Operations Center (NOC) in the Department of Information Technology (the "Authorizing Agency") and all amounts to be paid to IBM pursuant to this order shall be paid solely from funds available to the Authorizing Agency. IBM Global Services hereby acknowledges that the Authorizing Agency is a Party to the Contract solely with respect to this Order and shall have the right to enforce the terms and conditions of this Order and the Contract (insofar as they apply to this Order) in its own name directly against IBM Global Services. This order is not valid until signed by an authorized representative of the Authorizing Agency and by the Purchasing Director, or by electronic issuance of a Change Notice from the Department of Management and Budget Acquisition Services.

This Order shall be performed for the benefit of the DMB and is not valid until signed by Acquisition Services or a designated representative or by electronic issuance of a Change Notice from the Department of Management and Budget Acquisition Services.

**IBM Corporation
IBM Global Services**

By: David Wieber
Title: David C. Wieber, Project Executive
Date: 7/11/2008

**Authorizing Agency
Department of Information Technology**

By: Ann Newell
Title: Ann Newell, Client Services Director for DMB
Date: _____

Department of Management and Budget (Acquisition Services)

By: Steve Motz
Title: 2008.09.10
Date: 16:15:23 -04'00'

IV. Attachments

Revised Exhibit H6-1

Revised EXHIBIT H6-1
Annual
Application and Development and Maintenance Pricing Table

Exhibit H6-1 - Core Support Resources		FTE	Hours	Rate
Core Resources	Resource**			
Project Manager	Sharmila Patke	1.00	1,829	\$118.76
Technical Lead/Analyst	Omkar Nakade	1.00	2,040	\$118.76
Senior Application Architect	TBD	1.00	2,040	\$130.00
Senior Application Developer	TBD	1.00	2,040	\$95.00
Total Core Team		4.00		

Inflation Sensitivity 100%