AMENDMENT 1
TO
PARTICIPATING ADDENDUM
NASPO ValuePoint COOPERATIVE PURCHASING PROGRAM
Computer Equipment
Administered by the State of Minnesota (hereinafter “Lead State”)

MASTER AGREEMENT
Master Agreement No: MNWNC-116
IBM Corporation
(hereinafter “Contractor”)
And
State of Tennessee
(hereinafter “Participating State/Entity”)

(Participating State/Entity Contract #52902)

This Amendment is made and entered by and between the State of Tennessee,
Department of General Services, Central Procurement Office, hereinafter referred to as the “State” and
IBM Corporation, hereinafter referred to as the “Contractor.” For good and valuable consideration, the
sufficiency of which is hereby acknowledged, it is mutually understood and agreed by and between said,
undersigned contracting parties that the subject contract is hereby amended as follows:

1. The following modification will amend the Participating Addendum to read as follows:

   6. Partner Utilization:
   Each state represented by NASPO ValuePoint participating in this Master Agreement
   independently has the option of utilizing partners. Only partners approved by this Participating
   State may be deployed. The Participating State/Entity chooses to utilize the following Contractor’s
   partners to perform under this Participating Addendum.

   [Reserved]

   The participating State will define the process to add and remove partners and may define the
   partner’s role in their participating addendum. Upon request of the Participating State/Entity or
   upon recommendation by the Contractor the Participating State/Entity reserves the right to add
   and/or remove Partners, without the need for an amendment to the Participating Addendum,
   throughout the term of the Participating Addendum.

   The Contractor’s Authorized Partners’ participation will be in accordance with the terms and
   conditions set forth in the aforementioned Master Agreement and this Participating Addendum.
   Additionally, in accordance with the Master Agreement, the Contractor shall be fully responsible
   as the prime Contractor for its Partners’ performance under this Participating Addendum and shall
   be responsible for any terms and conditions with its Partners. Each Contractor’s approved
   Partners are shown on the Contractor’s dedicated website for the Participating Entity and its
   respective eligible Purchasing Entities.

   Required Approvals. The State is not bound by this Amendment until it is signed by the contract parties
   and approved by appropriate officials in accordance with applicable Tennessee laws and regulations
   (depending upon the specifics of this contract, said officials may include, but are not limited to, the
   Commissioner of Finance and Administration, the Commissioner of Human Resources, and the
   Comptroller of the Treasury).

   Amendment Effective Date. The revisions set forth herein shall be effective 3/19/2019. All other terms
   and conditions of this Contract not expressly amended herein shall remain in full force and effect.
IN WITNESS WHEREOF,

International Business Machines Inc:

[Signature]

March 14, 2019

SIGNATURE          DATE

Karen Schneider    NASPO NAT'L PSY Mgr

PRINTED NAME AND TITLE OF SIGNATORY (above)

STATE OF TENNESSEE DEPARTMENT OF GENERAL SERVICES, CENTRAL PROCUREMENT OFFICE:

[Signature]

[Printed Name]

MICHAEL F. PERRY, CHIEF PROCUREMENT OFFICER          DATE

Digitally signed by Mike Perry
DN: cn=Mike Perry, ou=Chief Procurement Officer,
a=Department of General Services,
email=mike.perry@tn.gov, c=US
Date: 2019.03.14 08:54:41 -05'00'