

**NASPO VALUEPOINT
PARTICIPATING ADDENDUM (PA)
FOR SMALL PACKAGE DELIVERY SERVICES
Between
The State of Arkansas and United Parcel Service, Inc.**

Contractor: United Parcel Service, Inc. ("UPS" or "Contractor")
Participating State: State of Arkansas ("Participating State")
Master Agreement Number: 065
Effective Date(s): January 7, 2017 – November 27, 2021

This Participating Addendum between Contractor and Participating State, effective as of January 7, 2017 ("Participating Addendum"), is issued pursuant to that certain Master Agreement #MA065, executed between the Contractor and the State of Utah, effective January 7, 2017 ("NASPO Master Agreement"), the terms and conditions of which are incorporated herein by reference.

1. Scope: This Participating Addendum covers Small Package Delivery Services for State Agencies, political subdivisions and entities.
2. Changes: Effective date of rates: 01/07/2017
Type of rates selected: **MBG**.
3. Primary Contact: The primary state government contact for this Participating Addendum is as follows:
Contact: Angela Allman
State/Political Entity: Arkansas: Office of State Procurement
Address: 1509 West 7th, Room 300
City, State, Zip: Little Rock, AR 72201
Phone: 501-371-3156
Fax: 501-324-9311
Email: angela.allman@dfa.arkansas.gov
4. Contract Number: The contract number for the Participating State is 4600039313.
All purchase orders issued by purchasing entities within the jurisdiction of this Participating Addendum shall include the Participating State contract number 4600039313 and the NASPO Master Agreement Number, MA065.

This Participating Addendum and the NASPO Master Agreement, Number MA 065 , (administered by the State of Utah) together with its exhibits (including UPS's response to the NASPO solicitation attached thereto as Attachment D), set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Participating Addendum and the NASPO Master Agreement, together with its exhibits, shall not be added to or incorporated into this Participating Addendum or the NASPO Master Price Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Participating Addendum and the NASPO Master Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms.

5. RECORD RETENTION & ACCESS: Contractor must maintain all pertinent financial and accounting records and evidence pertaining to the Participating Addendum in accordance with generally accepted principles of accounting and other procedures specified by the State of Arkansas. Access will be granted upon request, to State or Federal Government entities or its designated officials, or any of their duly authorized representatives. Financial and accounting records must be available, upon request, to the State of Arkansas' designee(s) at any time during the contract period and any extension thereof, and for five (5) years from expiration date and final payment on the contract or extension thereof.
6. PAYMENTS: Payments shall be submitted to the Contractor at the address shown on the invoice. Payment shall be tendered to the Contractor within thirty (30) days of the date of invoice. After the sixtieth (60th) day

from the date of the invoice, unless mutually agreed to, interest shall be paid on the unpaid balance due to the Contractor at the rate of one half of one percent per month in accordance with Arkansas Code Annotated §19-11-224. The procuring agency shall make a good-faith effort to pay within thirty (30) days after date of invoice.

7. REPORTS: The Contractor shall submit quarterly reports to the contract administrator, showing the quantities and dollar volume of purchases made by each Purchasing Entity.

IN WITNESS WHEREOF, the parties have executed this Participating Addendum as of the date of execution by both parties below.

State of: Arkansas
By: Edward R. Armstrong
Name: Edward R. Armstrong
Title: State Procurement Director
Date: 12/16/2016

United Parcel Service, Inc.
By: Cindy Chace
Name: Cindy Chace
Title: Director of Sales
Date: 12-12-2016