

SCIQUEST, INC. CONTRACT AMENDMENT

Amendment # 1	Original Contract CMS (CLIN) # Master Contract CMS #: 92004YYY01M/WSCA (the "Contract")	Amendment CMS # 1 <div style="font-size: 1.2em; text-align: center;">48558</div>
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1) PARTIES

This Amendment to the above-referenced Original Contract (hereinafter called the Contract) is entered into by and between SciQuest, Inc. (hereinafter called "Contractor"), and the STATE OF COLORADO (hereinafter called the "State") acting by and through the Department of Personnel and Administration, State Purchasing Office, (hereinafter called the "DPA").

2) EFFECTIVE DATE AND ENFORCEABILITY

This Amendment shall not be effective or enforceable until it is approved and signed by the Colorado State Controller or designee (hereinafter called the "Effective Date"). The State shall not be liable to pay or reimburse Contractor for any performance hereunder including, but not limited to, costs or expenses incurred, or be bound by any provision hereof prior to the Effective Date.

3) FACTUAL RECITALS

The Parties entered into the Contract for eProcurement Services (Hosted Software-as-a-Service) provided by SciQuest, Inc. to the State of Colorado.

4) CONSIDERATION-COLORADO SPECIAL PROVISIONS

The Parties acknowledge that the mutual promises and covenants contained herein and other good and valuable consideration are sufficient and adequate to support this Amendment. The Parties agree to replacing the Colorado Special Provisions with the most recent version (if such have been updated since the Contract and any modification thereto were effective) as part consideration for this Amendment. If applicable, such Special Provisions are attached hereto and incorporated by reference herein as in **Exhibit I (new)**.

5) LIMITS OF EFFECT

This Amendment is incorporated by reference into the Contract, and the Contract and all prior amendments thereto, if any, remain in full force and effect except as specifically modified herein.

6) MODIFICATIONS.

The Contract and all prior amendments thereto, if any, are modified as follows: changing the original **Exhibit I** in the Master Agreement and agreeing to the new terms set forth in **Exhibit I (new)** in accordance with Section IX(A)(ii) of the Contract.

a. Total Supplier Manager

Decoupled, TSM- On-Boarding- as add-on

b. TrueLocator Unlimited Use

Removed, product sunset

c. TrueLocator 2 Users

Removed, product sunset

d. TrueMatch

Removed, product sunset

e. Supplier Data Services- TrueMatch- per record fee

Removed, product sunset

f. Consortium Supplier Pack

NV, OR, WA, CO included 5 Consortium Supplier Packs for free as the Core States for RFP

**g. Integration Kit- First Year Software License and associated Integration Kit
Maintenance fees**

No discounting as this offering has 3rd party dependencies

h. ERP Integration as a Service (IaaS)

No discounting as this offering has 3rd party dependencies

i. Multi Business Unit License Add-On

Add-on to Spend Director Enterprise

j. AP Director Offerings

Added new offerings

k. Sourcing offerings reordered for clarity

Order change only

l. K-12 Annual Operating Budget

Added to the non-States Schedule

m. Definition of State inserted

Added to the State Schedule for clarity

This Amendment also reflects the increase in rates which became effective July 1, 2012, in accordance with Section IX(A)(ii) of the Master Agreement.

7) START DATE

This Amendment shall take effect on the later of its Effective Date or July 1, 2012.

8) ORDER OF PRECEDENCE

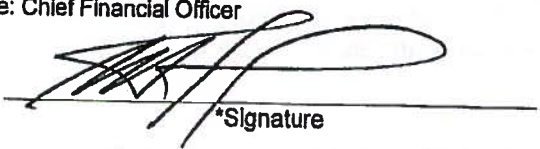
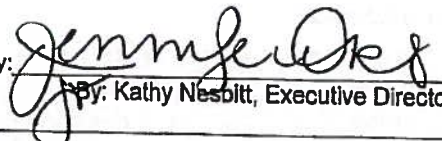
Except for the Special Provisions, in the event of any conflict, inconsistency, variance, or contradiction between the provisions of this Amendment and any of the provisions of the Contract, the provisions of this Amendment shall in all respects supersede, govern, and control. The most recent version of the Special Provisions incorporated into the Contract or any amendment shall always control other provisions in the Contract or any amendments.

9) AVAILABLE FUNDS


Financial obligations of the state payable after the current fiscal year are contingent upon funds for that purpose being appropriated, budgeted, or otherwise made available.

THE PARTIES HERETO HAVE EXECUTED THIS AMENDMENT

* Persons signing for Contractor hereby swear and affirm that they are authorized to act on Contractor's behalf and acknowledge that the State is relying on their representations to that effect.

<p>CONTRACTOR SciQuest, Inc.</p> <p>By: Rudy Howard Title: Chief Financial Officer</p> <p> *Signature</p>	<p>STATE OF COLORADO John W. Hickenlooper. GOVERNOR Department of Personnel & Administration, Division of Finance and Procurement</p> <p>By:  By: Kathy Nesbitt, Executive Director</p>
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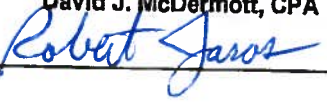
WSCA/NASPO

JACK GALLT
Name: WSCA/NASPO CONTRACT ADMINISTRATOR
Title:
Signature: 
Date: 8/27/12 AS ASST
FOR NASPO

ALL CONTRACTS REQUIRE APPROVAL BY THE STATE CONTROLLER

CRS §24-30-202 requires the State Controller to approve all State Contracts. This Contract is not valid until signed and dated below by the State Controller or delegate. Contractor is not authorized to begin performance until such time. If Contractor begins performing prior thereto, the State of Colorado is not obligated to pay Contractor for such performance or for any goods and/or services provided hereunder.

STATE CONTROLLER
David J. McDermott, CPA

By: 

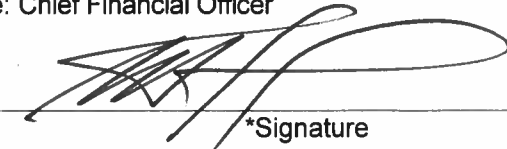
Date: 9-6-12

THE PARTIES HERETO HAVE EXECUTED THIS AMENDMENT

*** Persons signing for Contractor hereby swear and affirm that they are authorized to act on Contractor's behalf and acknowledge that the State is relying on their representations to that effect.**

**CONTRACTOR
SciQuest, Inc.**

By: Rudy Howard
Title: Chief Financial Officer



*Signature

STATE OF COLORADO

John W. Hickenlooper. GOVERNOR
Department of Personnel & Administration, Division of
Finance and Procurement

By: _____
By: Kathy Nesbitt, Executive Director

WSCA/NASPO

Name: _____
Title: _____

Signature

Date: _____

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CRS §24-30-202 requires the State Controller to approve all State Contracts. This Contract is not valid until signed and dated below by the State Controller or delegate. Contractor is not authorized to begin performance until such time. If Contractor begins performing prior thereto, the State of Colorado is not obligated to pay Contractor for such performance or for any goods and/or services provided hereunder.

**STATE CONTROLLER
David J. McDermott, CPA**

By: _____

Date: _____

CONTRACT 33252
EXHIBIT I

WCSA SciQuest E-Procurement Solutions - List Pricing Schedules For Other Local Public Entities (effective July 1, 2012)

Annual subscription pricing, not including professional services which are applicable to all categories								
List of States State Tiers subject to change if the State desires to license entities outside the state (i.e. Higher Education, K-12, Cities and Counties).	Wyoming	Oklahoma	New Mexico	Oregon	New Jersey	Illinois	Texas	New York
	Montana	Nebraska	Kansas	Kentucky	Maryland	Michigan	Florida	California
	Delaware	Rhode Island	Arizona	Missouri	Louisiana	North Carolina	Pennsylvania	
	South Dakota	Idaho	Alaska	South Carolina	Washington	Georgia	Ohio	
	North Dakota	Vermont	Utah	Mississippi	Wisconsin	Virginia		
		New Hampshire	Hawaii	Connecticut	Minnesota			
			Maine	Colorado	Massachusetts			
			Iowa	West Virginia	Tennessee			
			Nevada		Alabama			
					Indiana			
				Arkansas				
State Pricing Tier	1	2	3	4	5	6	7	8

Core eProcurement Modules - Enterprise								
Spend Director Enterprise (includes 1 Premium Supplier Pack)	\$ 226,276	\$ 288,760	\$ 364,686	\$ 456,226	\$ 660,176	\$ 721,876	\$ 1,016,400	\$ 1,264,726
MBU License (add on to Spend Director Enterprise)	\$ 67,760	\$ 72,460	\$ 87,180	\$ 112,360	\$ 138,600	\$ 180,600	\$ 268,300	\$ 336,000
Spend Director (includes 1 Premium Supplier Pack) (for renewal only)	\$ 163,300	\$ 196,300	\$ 228,376	\$ 311,860	\$ 381,160	\$ 496,660	\$ 669,900	\$ 808,600
Upgrade to Spend Director Enterprise (formerly Contract Manager)	\$ 72,976	\$ 92,400	\$ 110,260	\$ 144,376	\$ 179,026	\$ 226,226	\$ 346,600	\$ 466,226
Requisition Manager	\$ 67,200	\$ 67,200	\$ 70,466	\$ 92,400	\$ 116,600	\$ 160,160	\$ 242,660	\$ 334,660
Order Manager	\$ 93,976	\$ 127,050	\$ 167,080	\$ 203,280	\$ 248,326	\$ 329,176	\$ 462,000	\$ 636,260
Settlement Manager	\$ 84,000	\$ 96,076	\$ 124,740	\$ 160,160	\$ 184,800	\$ 219,460	\$ 288,760	\$ 462,000
AP Director Upgrade from Settlement Manager	\$ 33,600	\$ 38,430	\$ 48,896	\$ 60,060	\$ 73,920	\$ 87,760	\$ 116,600	\$ 164,800
Accounts Payable Director	\$ 117,600	\$ 134,606	\$ 174,836	\$ 210,210	\$ 268,720	\$ 307,230	\$ 404,260	\$ 648,600
Accounts Payable: Receiving & eInvoicing	\$ 74,026	\$ 84,000	\$ 107,620	\$ 131,093	\$ 167,080	\$ 188,843	\$ 236,776	\$ 376,376
Accounts Payable: eInvoicing-Only	\$ 64,060	\$ 71,926	\$ 90,300	\$ 112,036	\$ 129,360	\$ 168,236	\$ 184,800	\$ 288,760
Accounts Payable: Receiving-Only	\$ 32,026	\$ 36,226	\$ 46,200	\$ 66,836	\$ 83,160	\$ 112,036	\$ 127,050	\$ 207,900
Accounts Payable Director - Stand Alone (incl. 1 Premium Supplier Pack)	\$ 141,120	\$ 161,406	\$ 209,663	\$ 262,262	\$ 310,464	\$ 368,676	\$ 486,100	\$ 776,160
Sourcing Director (includes RFx and RA)	\$ 94,600	\$ 110,260	\$ 128,000	\$ 126,000	\$ 126,000	\$ 161,200	\$ 161,200	\$ 161,200
Supplier Contract Management & Authoring - add-on to Sourcing Director	\$ 66,700	\$ 63,000	\$ 73,600	\$ 73,600	\$ 73,600	\$ 88,200	\$ 88,200	\$ 88,200
Sourcing Director - eSourcing RFx (stand alone)	\$ 63,000	\$ 73,600	\$ 84,000	\$ 84,000	\$ 84,000	\$ 100,800	\$ 100,800	\$ 100,800
Sourcing Director - Reverse Auctions (stand alone)	\$ 31,600	\$ 36,760	\$ 42,000	\$ 42,000	\$ 42,000	\$ 60,400	\$ 60,400	\$ 60,400
Total Supplier Manager (includes Diversity functionality from SDM)	\$ 38,326	\$ 47,260	\$ 67,760	\$ 67,760	\$ 67,760	\$ 69,300	\$ 69,300	\$ 69,300
TSM - On-Boarding - add-on	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 18,900	\$ 18,900	\$ 18,900
TSM - Supplier ScoreCard & Performance Management - add-on	\$ 26,200	\$ 26,200	\$ 26,200	\$ 26,200	\$ 26,200	\$ 30,240	\$ 30,240	\$ 30,240
TSM - Dynamic Qualification & Risk Compliance - add-on	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 18,900	\$ 18,900	\$ 18,900
TSM - 2nd-Tier Reporting Module - add-on	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 18,900	\$ 18,900	\$ 18,900
TSM - Total Spend Reporting (Tier 1 level) - add-on	\$ 31,600	\$ 31,600	\$ 31,600	\$ 31,600	\$ 31,600	\$ 37,800	\$ 37,800	\$ 37,800
Supplier Diversity Manager	\$ 26,260	\$ 31,600	\$ 36,760	\$ 36,760	\$ 36,760	\$ 44,100	\$ 44,100	\$ 44,100
SDM - 2nd-Tier Reporting Module - add-on	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 18,900	\$ 18,900	\$ 18,900
SDM - MWBE Spend Reporting (Tier 1 level) - add-on	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 16,760	\$ 18,900	\$ 18,900	\$ 18,900
Supplies Manager - Enterprise (includes 1 Replenishment Pack of 10 Single Licenses)	\$ 68,260	\$ 79,800	\$ 92,400	\$ 92,400	\$ 92,400	\$ 110,860	\$ 110,860	\$ 110,860
Procureview (Binary Fountain)	\$ 204,760	\$ 204,760	\$ 204,760	\$ 204,760	\$ 204,760	\$ 273,000	\$ 341,260	\$ 409,600
Supplier Enablement / Content Services								
Premium Supplier Pack (10 licenses)	\$ 33,076	\$ 33,076	\$ 34,660	\$ 40,426	\$ 40,426	\$ 46,200	\$ 61,976	\$ 67,760
Basic Supplier Pack (10 licenses)	\$ 8,190	\$ 8,190	\$ 8,190	\$ 11,660	\$ 11,660	\$ 11,660	\$ 14,438	\$ 14,438
Supplies Manager Replenishment Pack of 10 Single Premium Supplier Licenses	\$ 34,660	\$ 34,660	\$ 34,660	\$ 34,660	\$ 34,660	\$ 34,660	\$ 34,660	\$ 34,660

Integration Software								
Integration Kit - First Year Software License ** (3rd party dependencies / no discounting applied)	\$ 44,468	\$ 44,468	\$ 44,468	\$ 44,468	\$ 44,468	\$ 44,468	\$ 44,468	\$ 44,468
Integration Kit Maintenance (Years 1-6) ** (3rd party dependencies / no discounting applied)	\$ 8,926	\$ 8,926	\$ 8,926	\$ 8,926	\$ 8,926	\$ 8,926	\$ 8,926	\$ 8,926
ERP Integration as a Service (IaaS) ** (3rd party dependencies / no discounting applied)	\$ 17,326	\$ 17,326	\$ 17,326	\$ 17,326	\$ 17,326	\$ 17,326	\$ 17,326	\$ 17,326
Invoice Integration Adapter - Banner Finance	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200
Multi Chart Adapter - Banner Finance	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200	\$ 4,200
Additional Instance	\$ 11,026	\$ 11,026	\$ 11,026	\$ 11,026	\$ 11,026	\$ 11,026	\$ 11,026	\$ 11,026

SciQuest E-Procurement Consortium Community Solution								
Consortium Community Base Solution (Spend Director Enterprise at No Charge)	-	-	-	-	-	-	-	-
Consortium Supplier Pack (10 licenses to connect member site to 10 consortium suppliers)	\$ 6,776	\$ 6,776	\$ 6,776	\$ 6,776	\$ 6,776	\$ 6,776	\$ 6,776	\$ 6,776
Single Consortium Supplier License	\$ 662	\$ 662	\$ 662	\$ 662	\$ 662	\$ 662	\$ 662	\$ 662
pCard Marketplace	Custom	Custom	Custom	Custom	Custom	Custom	Custom	Custom

* The above pricing is subject to the following discounts:
 All annual Subscription Fees set forth above shall be subject to a 42% discount
 The annual Subscription Fees for the first twelve (12) months of any Initial Term shall be subject to an additional 2.5% discount (after giving effect to the 42% discount referenced above).
 All Services set forth above shall be subject to a 30% discount

** Integration Software, no discounting can be applied due to 3rd party dependencies

CONTRACT '53858
EXHIBIT I

WCSA SolQuest E-Procurement Solutions - List Pricing Schedules For Other Local Public Entities (effective July 1, 2012)¹

Annual subscription pricing, not including profit or local services which are applicable to all categories

Price Tier	1	2	3	4	5	6	7	8	9	10
Annual Operating Budget (in thousands)	\$1,000	75,000	150,000	200,000	300,000	700,000	1,000,000	1,500,000	2,000,000	> 2,000,000
1612 - Annual Operating Budget (in thousands)	44,000	128,000	268,000	460,000	890,000	1,260,000	1,700,000	2,300,000	3,000,000	> 3,000,000

Category	1	2	3	4	5	6	7	8	9	10
Core e-Procurement Modules - Integrations										
Special Director Integrations (includes 1 Premium Supplier Pack)	\$ 44,000	\$ 71,000	\$ 84,000	\$ 147,000	\$ 187,000	\$ 213,100	\$ 271,000	\$ 345,000	\$ 446,000	Custom
MSU License (add-on to Special Director Integrations)	\$ 11,000	\$ 17,000	\$ 21,100	\$ 32,000	\$ 43,000	\$ 55,000	\$ 63,000	\$ 87,100	\$ 97,000	Custom
Special Director (includes 1 Premium Supplier Pack) (for residential only)	\$ 26,000	\$ 41,000	\$ 60,700	\$ 77,700	\$ 100,000	\$ 145,000	\$ 123,700	\$ 216,000	\$ 224,000	Custom
Upgrade to Special Director Integrations (formerly Contract Manager)	\$ 24,100	\$ 25,200	\$ 27,500	\$ 30,000	\$ 31,000	\$ 34,000	\$ 34,000	\$ 37,100	\$ 37,000	Custom
Requisition Manager	\$ 18,000	\$ 25,000	\$ 40,000	\$ 66,700	\$ 71,000	\$ 78,000	\$ 82,100	\$ 84,000	\$ 89,000	Custom
Order Manager	\$ 11,000	\$ 21,000	\$ 29,000	\$ 43,000	\$ 47,000	\$ 50,000	\$ 52,100	\$ 54,000	\$ 56,000	Custom
Settlement Manager	\$ 34,000	\$ 37,000	\$ 42,000	\$ 53,000	\$ 57,000	\$ 60,000	\$ 62,100	\$ 64,000	\$ 66,000	Custom
AP Director Upgrade from Settlement Manager	\$ 13,000	\$ 17,000	\$ 18,000	\$ 21,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	Custom
Accounts Payable Director	\$ 48,000	\$ 61,000	\$ 69,000	\$ 73,000	\$ 73,000	\$ 87,100	\$ 120,000	\$ 141,000	\$ 151,000	Custom
Accounts Payable: Purchasing & Invoicing	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	\$ 30,000	Custom
Accounts Payable: Invoicing Only	\$ 20,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	Custom
Accounts Payable: Purchasing Only	\$ 18,000	\$ 17,000	\$ 17,000	\$ 17,000	\$ 17,000	\$ 17,000	\$ 17,000	\$ 17,000	\$ 17,000	Custom
Accounts Payable Director - Stand Alone (incl. 1 Premium Supplier Pack)	\$ 48,000	\$ 61,000	\$ 70,000	\$ 73,000	\$ 73,000	\$ 87,100	\$ 120,000	\$ 141,000	\$ 151,000	Custom
Sourcing Director (includes RF's and RF's)	\$ 64,000	\$ 80,000	\$ 84,000	\$ 93,000	\$ 96,100	\$ 100,000	\$ 103,000	\$ 106,000	\$ 109,000	Custom
Supplier Contract Management & Archiving - add-on to Sourcing Director	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	Custom
Sourcing Director - Security RF's	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	Custom
Sourcing Director - Reverse Auctions	\$ 18,000	\$ 18,000	\$ 18,000	\$ 18,000	\$ 18,000	\$ 18,000	\$ 18,000	\$ 18,000	\$ 18,000	Custom
Total Supplier Manager (includes a 3rd party dependency from MSU)	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	Custom
TSM - On-Sourcing - add-on	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	Custom
TSM - Supplier Score Card & Performance Management - add-on	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	\$ 21,000	Custom
TSM - Quality Qualification & Risk Compliance - add-on	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	Custom
TSM - 2nd-Tier Reporting Module - add-on	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	Custom
TSM - Total Spend Reporting (for 1 level) - add-on	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	\$ 37,000	Custom
Supplier Diversity Manager	\$ 26,000	\$ 26,000	\$ 26,000	\$ 26,000	\$ 26,000	\$ 26,000	\$ 26,000	\$ 26,000	\$ 26,000	Custom
SDM - 2nd-Tier Reporting Module - add-on	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	Custom
SDM - MVAE Spend Reporting (for 1 level) - add-on	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000	Custom
Supplier Manager - Integrations (includes 1 Premium Supplier Pack of 10 Single Licenses)	\$ 18,000	\$ 21,000	\$ 24,000	\$ 30,000	\$ 30,000	\$ 37,000	\$ 41,000	\$ 46,000	\$ 46,000	Custom
Procurement (Binary Package)	\$ 177,000	\$ 177,000	\$ 177,000	\$ 177,000	\$ 177,000	\$ 177,000	\$ 177,000	\$ 177,000	\$ 177,000	Custom

Category	1	2	3	4	5	6	7	8	9	10
Supplier Enablement / Cost/Mgmt Services										
Business Catalog - US	\$ 8,000	\$ 13,000	\$ 17,000	\$ 24,000	\$ 31,000	\$ 42,000	\$ 49,000	\$ 67,000	\$ 68,000	Custom
Premium Supplier Pack (10 licenses)	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	\$ 24,000	Custom
Basic Supplier Pack (10 licenses)	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	Custom
Supplier Manager Premium Pack of 10 Single Licenses	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	\$ 28,000	Custom
Integrations Software										
Integrations SW - First Year Software License ** (3rd party dependencies / no discounting applies)	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	\$ 44,000	Custom
Integrations SW Maintenance (Years 1-5) ** (3rd party dependencies / no discounting applies)	\$ 9,000	\$ 9,000	\$ 9,000	\$ 9,000	\$ 9,000	\$ 9,000	\$ 9,000	\$ 9,000	\$ 9,000	Custom
ERP Integration as a Service (SaaS) ** (3rd party dependencies / no discounting applies)	\$ 11,000	\$ 11,000	\$ 11,000	\$ 11,000	\$ 11,000	\$ 11,000	\$ 11,000	\$ 11,000	\$ 11,000	Custom
Invoice Integration Adapter - Banner Finance	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	Custom
Web Chart Adapter - Banner Finance	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	\$ 4,000	Custom
Additional Licenses	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	Custom

Category	1	2	3	4	5	6	7	8	9	10
EdQuest e-Procurement Cost/Run Community Solution										
Contract Cost Community Base Solution (Special Director Integrations at No Charge)	-	-	-	-	-	-	-	-	-	-
Contract Cost Supplier Pack (10 licenses to connect members to 10 contract run suppliers)	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,775	\$ 6,500
Single Contract Supplier License	\$ 661	\$ 661	\$ 661	\$ 661	\$ 661	\$ 661	\$ 661	\$ 661	\$ 661	\$ 630
Card Mark License	Custom	Custom	Custom	Custom	Custom	Custom	Custom	Custom	Custom	Custom

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 All annual Subscription Fees set forth above shall be subject to a 42% discount
 The annual Subscription Fees for the first twelve (12) months of any Initial Term shall be subject to an additional 2.5% discount (after giving effect to the 42% discount referenced above).
 All Services set forth above shall be subject to a 30% discount
 ** Integration Software, no discounting can be applied due to 3rd party dependencies

August 23, 2012

Carol Pfarr
Director Finance and Procurement
Department of Personnel and Administration
633 17th Street, Suite 1600
Denver, CO 80202

Dear Carol:

Enclosed are the partially executed original agreements between SciQuest and State of Colorado signed by Rudy Howard, SciQuest CFO. Please have Kathy Nesbitt, Exec Director, and David McDermott, State Controller, sign and then forward to Jack Gallt, WSCA/NASPO, for final signature. Please scan a copy of the fully executed agreement and email to John Lawlor at jlawlor@sciquest.com and to Sloan Carroll at scarroll@sciquest.com. We appreciate your help in getting this Amendment executed.

If you have any questions/concerns, please feel free to contact me at 919.659.2406. Thank you.

Sincerely,



E. Sloan Carroll
Contracts Manager
SciQuest, Inc.
scarroll@sciquest.com

THE PARTIES HERETO HAVE EXECUTED THIS AMENDMENT

*** Persons signing for Contractor hereby swear and affirm that they are authorized to act on Contractor's behalf and acknowledge that the State is relying on their representations to that effect.**

**CONTRACTOR
SciQuest, Inc.**

By: Rudy Howard
Title: Chief Financial Officer



*Signature

STATE OF COLORADO

John W. Hickenlooper. GOVERNOR
Department of Personnel & Administration, Division of
Finance and Procurement

By: _____
By: Kathy Nesbitt, Executive Director

WSCA/NASPO

Name: _____
Title: _____

Signature

Date: _____

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CRS §24-30-202 requires the State Controller to approve all State Contracts. This Contract is not valid until signed and dated below by the State Controller or delegate. Contractor is not authorized to begin performance until such time. If Contractor begins performing prior thereto, the State of Colorado is not obligated to pay Contractor for such performance or for any goods and/or services provided hereunder.

**STATE CONTROLLER
David J. McDermott, CPA**

By: _____

Date: _____