

**PARTICIPATING ADDENDUM**  
**WSCA-NASPO COOPERATIVE PURCHASING ORGANIZATION**  
**COPIERS, PRINTERS & RELATED DEVICES 14-19**  
**Administered by the State of Nevada (hereinafter "Lead State")**

MASTER AGREEMENT  
Konica Minolta Business Solutions USA, Inc  
Nevada RFP 3091  
(hereinafter "Contractor")

And

State of Rhode Island  
(hereinafter "Participating State")

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1. **Scope:** This addendum covers the Copiers, Printers & Related Devices 14-19 lead by the State of Nevada for use by state agencies and other entities located in the Participating **State/Entity** authorized by that state's statutes to utilize **state/entity** contracts with the prior approval of the state's chief procurement official.

Contractor has been awarded devices and services in the following categories:

Group A - Convenience Copiers  
Group B - Production Copiers  
Group D - Printers

2. **Participation:** Use of specific WSCA-NASPO cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use **state/entity** contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

The Participating State includes all Executive Agencies of the State of Rhode Island. Additionally, the same terms and conditions of the Participating Addendum shall be offered to the Legislative and Judicial Branches of Rhode Island, the Board of Governors for Higher Education (including the University of Rhode Island, Rhode Island College and the Community College of Rhode Island), municipalities (including cities, towns and school districts), and quasi-public agencies.

3. **Participating State Modifications or Additions to Master Agreement:**

(These modifications or additions apply only to actions and relationships within the Participating Entity.)

The terms and conditions set forth as Exhibit A and entitled "State of Rhode Island Procurement Regulations -- Appendix A General Conditions of Purchase" are hereby incorporated by reference into this Participating Addendum. Exhibit A contains general conditions of purchasing which are promulgated state regulations that are incorporated into this Participating Addendum for the purpose of governing terms and conditions that are not addressed through the Master Agreement or otherwise expressly addressed

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in this Participating Addendum. To the extent of an express conflict between the terms and conditions of the Master Agreement for Copiers, Printers & Related Devices 14-19 ("Master Agreement") and those set forth in Exhibit A, the terms and conditions of the Master Agreement shall take precedence.

Notwithstanding the above, the Master Agreement and this Participating Addendum shall be governed by and shall be interpreted in accordance with the laws of the State of Rhode Island; venue of any action brought with regard to this engagement shall be in Providence County, Providence, Rhode Island, and Contractor accepts the personal jurisdiction of such courts

**4. Leases**

**[Complete information about leasing as applicable to each Contractor]**

5. Primary Contacts: The primary contact individuals for this participating addendum are as follows (or their named successors):

<u>Contractor</u>	
Name	Konica Minolta, Kristen McKenna, State Contract Manager
Address	1595 Spring Hill Road, Ste 410, Vienna, VA 22182
Telephone	813-207-8276
Fax	
E-mail	kmckenna@kmbs.konicaminolta.us

<u>Participating Entity</u>	
Name	State of Rhode Island, Lisa Hill, Chief Buyer
Address	One Capitol Hill, Providence, RI 02908
Telephone	401-574-8118
Fax	401-574-8387
E-mail	Lisa.hill@purchasing.ri.gov

6. Subcontractors:

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All [contactor] dealers and resellers authorized in the State of Rhode Island, as shown on the dedicated-]Konica Minolta (cooperative contract) website <http://kmbs.konicaminolta.us/naspo3091>, are approved to provide invoicing, sales and service support to participants in the NASPO Master Price Agreement. Konica Minolta Business Solutions authorized dealer's participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.

**7. Purchase Order Instructions:**

All orders should contain the following (1) Mandatory Language "PO is subject to WSCA-NASPO Contract # 3091 (2) Your Name, Address, Contact, & Phone-Number (3) Purchase order amount. Please channel your PO through one of our authorized resellers so they can arrange for proper ordering and installation of your unit.

**8. Price Agreement Number:**

All purchase orders issued by purchasing entities within the jurisdiction of this participating addendum shall include the Participating State contract number: RI MPA 337 and the Lead State price agreement number: 3091.

**9. Individual Customer:**

Each State agency and political subdivision, as a Participating Entity, that purchases products/services will be treated as if they were Individual Customers. Except to the extent modified by a Participating Addendum, each agency and political subdivision will be responsible to follow the terms and conditions of the Master Agreement; and they will have the same rights and responsibilities for their purchases as the Lead State has in the Master Agreement. Each agency and political subdivision will be responsible for their own charges, fees, and liabilities. Each agency and political subdivision will have the same rights to any indemnity or to recover any costs allowed in the contract for their purchases. The Contractor will apply the charges to each Participating Entity individually.

This Participating Addendum and the Master Agreement number 3091 (administered by the State of Nevada) together with its exhibits, 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

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Addendum and the Master Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Master 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 Addendum and the Master Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms within the Participating State.

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

Participating State: <i>State of Rhode Island</i>	Contractor: Konica Minolta Business Solutions USA, Inc
By: <i>Nancy R. McIntyre</i>	By: <i>Kristen McKenna</i>
Name: Nancy R. McIntyre	Name: Kristen McKenna
Title: Purchasing Agent	Title: State Contract Manager
Date: <i>1/4/16</i>	Date: <i>12/30/2015</i>

[Additional signatures as required by Participating State]

If you have questions about this Participating Addendum or the participation process, please contact:

WSCA-NASPO COOPERATIVE PURCHASING ORGANIZATION	
Name	Paul Stembler, Cooperative Development Coordinator

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Telephone	651-206-3858
E-mail	<a href="mailto:paul.stembler@wsca-naspo.org">paul.stembler@wsca-naspo.org</a>

[Fully executed PDF copy of this document should be emailed to [PA@wsca-naspo.org](mailto:PA@wsca-naspo.org) to support documentation of participation and posting in appropriate data bases]