

**PARTICIPATING ADDENDUM**



**OFFICE FURNITURE (2023-2028)**

Led by the State of Utah

Master Agreement #: MA3964

Contractor: **EXEMPLIS LLC**

Participating Entity: **STATE OF SOUTH DAKOTA – CONTRACT 17724**

The following products or services are included in this contract portfolio:

- All products and accessories listed on the Contractor page of the NASPO ValuePoint website.

**Master Agreement Terms and Conditions:**

1. Scope: This addendum covers the **Office Furniture and Related Services (2023-2028)** led by the State of Utah for use by state agencies and other entities located in the Participating State of South Dakota authorized by that State's statutes to utilize State contracts with the prior approval of the State's Chief Procurement Official.
2. Participation: This NASPO ValuePoint Master Agreement may be used by all state agencies, institutions of higher institution, political subdivisions and other entities authorized to use statewide contracts in the **State of South Dakota**. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

The Contractor may, at the Contractor's discretion, extend pricing from this agreement to Indian tribal governments and non-profit organizations in South Dakota. Any sales made to Indian tribes and non-profit organizations from this agreement shall be included in any required reports and shall be subject to the NASPO VALUEPOINT administrative fee.

3. Primary Contacts: The primary contact individuals for this Participating Addendum are as follows (or their named successors):

Contractor

|            |                                        |
|------------|----------------------------------------|
| Name:      | Derek Cairo                            |
| Address:   | 6415 Katella Avenue, Cypress, CA 90630 |
| Telephone: | 714-995-4800                           |
| Fax:       | 714-995-4855                           |
| Email:     | dcairo@exemplis.com                    |

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## Participating Entity

|            |                                                                                           |
|------------|-------------------------------------------------------------------------------------------|
| Name:      | Heather King                                                                              |
| Address:   | Office of Procurement Management<br>523 East Capitol Avenue<br>Pierre, South Dakota 57501 |
| Telephone: | (605) 773-2162                                                                            |
| Fax:       | (605) 773-4840                                                                            |
| Email:     | heather.king@state.sd.us                                                                  |

#### **4. PARTICIPATING ENTITY MODIFICATIONS OR ADDITIONS TO THE MASTER AGREEMENT**

[XX] The following changes are modifying or supplementing the Master Agreement terms and conditions.

**Controlling Law of Venue.** The laws of the state of South Dakota and applicable federal laws and regulations of the United States apply to any dispute arising out of this Participating Addendum, its subject matter, or its formation. The parties shall bring any dispute or claim, arising out of or related to this Participating Addendum, before a federal or Circuit Court, Sixth Judicial Circuit, Hughes County, South Dakota.

**Restriction of Boycott of Israel.** Pursuant to Executive Order 2020-01, for contractors, vendors, suppliers, or subcontractors with five (5) or more employees who enter into a contract with the State of South Dakota that involves the expenditure of one hundred thousand dollars (\$100,000.00) or more, by signing this Agreement vendor/contractor certifies and agrees that it has not refused to transact business activities, has not terminated business activities, and has not taken other similar actions intended to limit its commercial relations, related to the subject matter of this Agreement, with a person or entity that is either the State of Israel, or a company doing business in or with Israel or authorized by, licensed by, or organized under the laws of the State of Israel to do business, or doing business in the State of Israel, with the specific intent to accomplish a boycott or divestment of Israel in a discriminatory manner. It is understood and agreed that, if this certification is false, such false certification will constitute grounds for the State to terminate this Agreement. Vendor/contractor further agrees to provide immediate written notice to the State if during the term of this Agreement it no longer complies with this certification and agrees such noncompliance may be grounds for termination of this Agreement.

5. Lease Agreements: **Reserved**

6. Subcontractors: All contractors, dealers, and resellers authorized in the **State of South Dakota**, as shown on the dedicated Contractor (cooperative contract) website, are approved to provide sales and service support to participants in the NASPO ValuePoint Master Agreement. The contractor's dealer participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.

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7. Orders: Any order placed by a Participating Entity or Purchasing Entity for a product and/or service available from this Master Agreement shall be deemed to be a sale under (and governed by the prices and other terms and conditions) of the Master Agreement unless the parties to the order agree in writing that another contract or agreement applies to such order.

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

|                                                                                                 |                                                                                                  |
|-------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|
| Participating Entity: <b>State of South Dakota</b>                                              | Contractor: <b>Exemplis LLC</b>                                                                  |
| Signature:<br> | Signature:<br> |
| Name:<br><b>Steven L. Berg</b>                                                                  | Name:<br><b>Patrick Sommerfield</b>                                                              |
| Title:<br><b>Director of Procurement Management</b>                                             | Title:<br><b>Vice President of Finance</b>                                                       |
| Date:<br><b>1/10/23</b>                                                                         | Date:<br><b>12/28/2022</b>                                                                       |

For questions on executing a participating addendum, please contact:  
NASPO ValuePoint

|                                |                                                                                  |
|--------------------------------|----------------------------------------------------------------------------------|
| Cooperative Portfolio Manager: | Joel E. Atkinson                                                                 |
| Telephone:                     | 850-848-1250                                                                     |
| Email:                         | <a href="mailto:jatkinson@naspovaluepoint.org">jatkinson@naspovaluepoint.org</a> |

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to support documentation of participation and posting in appropriate data bases.]***