

**PARTICIPATING ADDENDUM
WESTERN STATES CONTRACTING ALLIANCE
TELEPHONE BASED INTERPRETER
SERVICES CONTRACTS
Administered by the State of Washington (hereinafter "Lead State")**

MASTER PRICE AGREEMENT

CTS LanguageLink

Washington Contract Number: 03508

(hereinafter "Contractor")

And

State of South Dakota

Contract Number: 16097

(hereinafter "Participating Entity")

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1. **Scope:** This addendum covers the WSCA Telephone Based Interpreter Services Contracts lead by the State of Washington, for members of WSCA or NASPO, for use by agencies and other entities located in the Participating Entity authorized by that state's statutes to utilize its contracts.
2. **Participation:** Use of specific WSCA or NASPO cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use state contracts are subject to the 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.

Eligible participants in this agreement include all agencies, institutions, officers, boards, commissions and public universities of the State of South Dakota, and all political subdivisions of the State, including counties, municipalities and public school corporations within the State of South Dakota.

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 WSCA administrative fee.

3. **Participating Entity Modifications or Additions to Master Price Agreement:**
 - 3.1. **Assignment of Anti-trust Claims:** The contractor hereby agrees to convey, assign and transfer to the State of South Dakota all rights, title and interest in and to all causes of action it may now or hereafter acquire under the antitrust laws of the United States, 15 U.S.C.A. §1, et seq. (1973), and under the antitrust laws of the State of South Dakota, SDCL 37-1, and amendments thereto, relating to the particular goods, services and materials purchased by the State of South Dakota in connection with this contract.
4. **Lease Agreements:** Leasing is NOT authorized or permitted under this Master Price Agreement or Participating Addendum

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

Lead State Contract Administrator

Name: Jeri Brown, Contract Consultant
Address: Department of General Administration, Office of State Procurement
210 11th Ave SW Rm 201, PO Box 41017
Olympia, WA 98504-1017
Voice: (360) 902.7436
Fax: (360) 586.2426
E-mail: jbrown@ga.wa.gov

Contractor

Name: Laurie Dumm
Address: 911 Main Street, Suite 10
Vancouver, WA 98660
Voice: (360) 433-0441
Fax: (360) 693-9292
E-mail: laurie.dumm@ctslanguagelink.com

Participating Entity

Name: Steven Berg
Address: 523 E. Capitol Avenue, Pierre, SD 57501
Telephone: 605-773-5270
Fax: 605-773-4840
E-mail: Steven.Berg@state.sd.us

Subcontractors: *NO subcontractors are authorized to provide goods and/or services under this contract.*

6. Purchase Order Instructions: All orders should contain the following (1) Mandatory Language "PO is subject to WSCA Contract #03508" (2) Your Name, Address, Contact, & Phone-Number (3) Purchase order amount, monthly payment (if appropriate), itemized list of items being purchased, & rates of the service being used

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7. Price Agreement Number: All purchase orders issued by purchasing entities within the jurisdiction of this participating addendum shall include the Participating State contract number: 16097 and the Lead State price agreement number: 03508.

This Participating Addendum and the Master Price Agreement number 03508 (administered by the State of Washington) 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 Addendum and the Price Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the 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 Addendum and the Price 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 Entity: State of South Dakota

Contractor: CTS LanguageLink

By: 

By: 

Name: Jeff T. Holden

Name: Pamela Ballard

Title: Director, Office of Procurement Mgt

Title: Chief Operations Officer

Date: March 16, 2011

Date: March 17, 2011

Acknowledgement by WSCA/NASPO:

By:

Name: **Kathryn Offerdahl or Paul Stembler**

Date: