

CONTRACT BETWEEN
COMMONWEALTH OF PENNSYLVANIA
GOVERNOR'S OFFICE OF ADMINISTRATION

AND

MCI Communications Services Inc. d/b/a
VERIZON BUSINESS SERVICES

Contract No. _____

THIS Contract is made and entered into in Harrisburg, Pennsylvania, in the County of Dauphin, Commonwealth of Pennsylvania, by and between the Governor's Office of Administration ("OA") and MCI Communications Services Inc. d/b/a Verizon Business Services ("Contractor") this _____ day of _____, _____.

WHEREAS, Department of General Services, on behalf of OA, issued a request for proposal (RFP) for telecommunication services for the Commonwealth's agencies, boards and commissions under the Governor's jurisdiction ("Project"); and

WHEREAS, pursuant to the RFP, OA awarded this Contract to Contractor.

NOW, THEREFORE, for, and in consideration of, the following is set forth in this Contract, and the Parties intending to be legally bound, mutually understand and agree that:

1. This Contract shall be effective commencing on the Effective Date as defined in Paragraph 1(a) of the IT Terms and Conditions and shall terminate seven years after the Effective Date, unless extended by the Commonwealth Project Office prior to that date.
2. This Contract shall be governed by the laws of the Commonwealth of Pennsylvania and, for all purposes, shall be construed in accordance with those laws and the decisions of the courts of the Commonwealth of Pennsylvania, and shall be binding upon the parties and their respective successors and assigns. No amendment, or modification, of this Contract shall have any force or effect unless it is in writing and signed by the Parties.
3. The following attachments are incorporated by reference and made a part of this Contract:

Attachment A: IT Terms and Conditions
Attachment B: RFP, including all addenda issued related thereto.
Attachment C:

C-1: Contractor's original technical submittal, dated 3 March 2009;
C-2: Contractor's clarifications dated 6 April 2009.
C-3: Contractor's BAFO technical submittal, dated 15 May 2009.

Attachment D: Disadvantaged Business Submittal BAFO, dated 16 October 2009.
4. The Parties agree that all notices pursuant to this Contract shall be in writing and mailed by certified mail, return receipt requested, and all other communications shall be in writing and mailed, prepaid first-calls, to the following addresses of the respective Parties, or to such other address as may be designated from time to time by the Parties:

a. To OA:

Deputy Secretary for IT
209 Finance Building

Harrisburg, PA 17120

With copy to:

Deputy Chief Counsel for IT
405 Finance Building
Harrisburg, PA 17120

b. To Contractor:

303 Walnut Street
8th Floor
Harrisburg, PA 17101

Attn: Joann Fake

IN WITNESS WHEREOF, the Parties to this Contract have executed it, through their respective duly-authorized representatives, as of the dates written below. Execution by OA will be through the issuance of a Purchase Order as described in Paragraph 2 of the IT Terms and Conditions.

**MCI Communications Services Inc. d/b/a
VERIZON BUSINESS SERVICES**

**Commonwealth of Pennsylvania
Governor's Office of Administration**

Signature

Date

Date

47-0751768

FEIN

165236
SAP Vendor Number

Approved For Form and Legality

Certification of Funds

Office of Chief Counsel – OA

Comptroller

Fund: 5006400007 Cost Center: 8166026700

Office of General Counsel

Office of Attorney General