

State of California
**MASTER SERVICE AGREEMENT
USER INSTRUCTIONS
NON-MANDATORY**

Supplement *3* [2]
(Incorporates Supplement 1 – 2)

Effective Date: ***11/15/2022* [06/01/2022]**

TITLE	DESCRIPTION
CONTRACT NUMBER:	5-22-70-25-001 through 359
DESCRIPTION:	Technology, Digital and Data Consulting
CONTRACTORS:	Refer to the MSA Contractor List, under the User Agencies Documents section, on the Technology, Digital and Data Consulting webpage.
CONTRACT DOCUMENTS:	Cal eProcure website (https://caleprocure.ca.gov/pages/index.aspx)
MSA TERM:	April 21, 2022, through April *20* [18] , 2025
SINGLE ORDER LIMIT:	\$1,500,000.00, including amendments, unless otherwise specified by approved delegated purchasing authority. Each state agency's purchasing authority is listed by acquisition type and method on their Purchasing Authority Approval Letter (PAAL). To review a State Agency's PAAL, please refer to the DGS-PD List of State Agencies with Approved Purchasing Authority (https://www.dgs.ca.gov/PD/Resources/Page-Content/Procurement-Division-Resources-List-Folder/List-of-State-Departments-with-Approved-Purchasing-Authority).
USER AGENCIES:	State of California and Local
WEBPAGE:	Department of General Services, Procurement Division, Technology, Digital and Data Consulting (https://www.dgs.ca.gov/PD/Resources/Page-Content/Procurement-Division-Resources-List-Folder/IT-Consulting-MSA-5167010/TDDC-MSA).

REMINDER TO STATE AGENCIES:

Prior to using this MSA, state agencies are reminded to have obtained all required approvals (e.g., IT Project, GC 19130), and followed all applicable state statutes, regulations, policies and procedures including but not limited to Public Contract Codes (PCC) and relevant California Codes, California Code of Regulations (CCR), State Administrative Manual (SAM), Department of General Services (DGS) Management Memos (MM), State Contracting Manuals (SCM), DGS Broadcast Bulletins (BB), California Department of Technology (CDT) Technology Letters, Department of Finance (DOF) Budget Letters, and Statewide Information Management Manual

(SIMM). Agencies/state entities requesting the use of Agile Classifications for Non-Delegated IT Projects must seek approval from California Department of Technology (CDT) prior to use. Contact adpq@state.ca.gov with any requests.

Please carefully review the User Instructions in its entirety. If further assistance is necessary, please refer to the webpages above or ***email DGSITConsultingMSA@dgs.ca.gov and/or*** call (916) 375-4365.

***ORIGINAL ON FILE* [SIGNED _____ *06/01/2022* [05/16/2022]**
***Tina Larios* [~~Tom Simonin~~], State Contract Administrator [Date]**

SUMMARY OF CHANGES

The Summary of Changes page shall describe how changes to the UI and/or attachments will be identified. Current supplement changes made to the UI and attachments shall be shown in bold red italic. For ADA purposes, new or changed language shall be enclosed in asterisks; deleted language shall be enclosed in brackets. Previous supplement changes shall return to normal font in future supplements and ADA markers removed.

Supplement Number	Description/Sections	Supplement Effective Date
3	<i>*Supplement 3 incorporates the following changes:</i> <i>1. Corrected the MSA term.</i> <i>2. Added contact email address.</i> <i>3. Updated the State Contract Administrator.</i> <i>4. Deleted a paragraph in Section 9.C.</i> <i>5. Formatted the number list on the Summary of Changes table.*</i>	<i>*11/15/2022*</i>
2	Supplement 2 incorporates the following changes: <i>*1.*</i> Changed contract end number from 358 to 359 <i>*2.*</i> Section 5 changed total contractors eligible to respond Up to \$1,500,000.00 from 328 to 330 and Up to \$5,000,000.00 from 182 to 183* <i>*3.*</i> Revised Summary of Changes language and added table of contents. <i>*4.*</i> Formatted UI language for ADA purposes.	06/01/2022
1	Supplement 1 incorporates the following changes: <i>*1.*</i> Section 4 updated non-agile classifications and agile classifications <i>*2.*</i> Added Section 10 (CERTIFICATION OF PAYMENT OPTIONS – MILITARY & VETERANS CODE §999.5 and 999.7(a) (SB 588)	05/16/2022
N/A	Original User Instructions posted	04/21/2022

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1. OVERVIEW

- A. This statewide, non-mandatory MSA provides Technology, Digital and Data Consulting Services at contracted pricing to the State of California, and is authorized by Public Contract Code (PCC) § 10298 and § 12100 et seq.
- B. While the State of California makes this MSA available to local governmental agencies and government agencies in other States, each local agency shall make its own determination as to whether using this MSA is consistent with its procurement policies and regulations. A local governmental agency includes any city, county, city and county, district or other governmental body or corporation, including the California State Universities (CSU) and University of California (UC) systems, K-12 schools and community colleges empowered to expend public funds.

2. TERM

- A. The term of the MSA is for three (3) years, with two (2) optional two-year extensions (upon mutual agreement of contractor and State) for a maximum cumulative term of seven (7) years, with the start and end date noted on the attached Std. 213 (the "Effective" term). Extensions will be made by amendment (Std. 213A) to the MSA at the same terms and conditions. All rates shall be firm fixed for the MSA term, including any optional year extensions.
- B. Proposers agree that purchase orders executed before the end of the MSA term, including any extensions, may continue beyond the expiration date of the MSA for up to five (5) years.
- C. State Agencies may amend a purchase order for time and/or money provided that:
 - 1. The MSA is active at the time the amendment is executed. An amendment cannot be executed if the underlying MSA is expired.
 - 2. The purchase order is active at the time the amendment is executed. An expired purchase order cannot be amended.
 - 3. Amendments for time do not exceed five (5) years beyond the expiration date of the MSA.
 - 4. Amendments for money do not exceed the Tier value in which the purchase order was originally awarded.

3. ORDER LIMIT

- A. A one million five hundred thousand dollars (\$1,500,000.00) per transaction dollar threshold applies, including amendments unless otherwise specified in the state agency's Purchasing Authority Approval Letter.

- B. State agencies may submit a purchasing authority change request (PACR) to seek a higher purchasing authority up to ten million dollars (\$10,000,000.00) for each contract, including amendments in accordance with SCM Volume 2, Chapter 1 and 16. You may submit your request or questions to PAMS@dgs.ca.gov.
- C. This order limit does not apply to local agencies.
- D. This order limit does not apply to contracts executed by DGS Procurement Division (PD), One-Time Acquisitions (OTA). OTA has authority to conduct procurements and issue contracts that exceed a state agency's purchasing authority.

4. MSA STATEMENT OF WORK (SOW)

The MSA SOW includes forty-two (42) classifications. MSA contractors agreed to comply with the requirements of the MSA SOW and to provide staff meeting the education and experience required for each classification awarded. For more detailed information, please refer to [ITN 5-22-70-25](https://caleprocure.ca.gov/event/77601/5227025) (<https://caleprocure.ca.gov/event/77601/5227025>) on the Cal eProcure website.

The non-agile classifications are listed below:

- Senior Project Manager
- Project Manager
- Senior Technical Lead
- Technical Lead
- Business Solutions Analyst
- Senior Software Engineer
- Software Engineer
- Technical Writer
- Information Security Specialist
- Senior Enterprise Architect
- Enterprise Architect
- Technical Architect
- Visual Designer
- Front End Web Developer/Engineer
- Back End Web Developer/Engineer
- DevOps Engineer
- Security Engineer
- Delivery Manager
- Digital Performance Analyst
- Data Analyst
- Senior Data Analyst
- Geospatial Engineer
- Geospatial Application Developer
- Business Intelligence Analyst
- Data Scientist
- Senior Data Scientist
- Data Engineer
- Senior Data Engineer
- Data Modeler
- Data Warehouse Architect
- Product Lead
- Product Manager
- Content Strategist
- Content Designer
- User Experience Researcher
- Usability Tester
- UX/Interaction Designer
- Customer Experience Architect
- Customer Experience Analyst
- Information Technology Expert

Agencies/state entities requesting the use of Agile Classifications for Non-Delegated IT Projects must seek approval from California Department of Technology (CDT) prior to use. Contact adpq@state.ca.gov with any requests.

The agile classifications are listed below:

- Agile Coach
- Analyst

5. REQUEST FOR OFFER (RFO) PROCESS

A. SCM policy requires that a minimum of three (3) offers from eligible contractors shall be solicited including one (1) from SB and/or DVBE when available. Due to the increased dollar threshold available through this MSA, additional offers must be solicited as commensurate to RFO project dollar values. The table below defines by project dollar value:

1. The minimum number of eligible contractors' users must solicit (i.e., email RFO).
2. The minimum number of responses or non-responses users must document; and
3. The minimum number of final offers required for users to execute an RFO award.

RFO Project Dollar value	Total MSA contractors eligible to respond	Minimum # users must solicit (i.e., email RFO)	Minimum # of responses or non-responses users must document*	Minimum # of final offers required for RFO award
Up to \$500,000.00	330	3	3	1
Up to \$1,500,000.00	283	3	3	1
Up to \$5,000,000.00	183	9	3	1
Up to \$10,000,000.00	87	15	3	1

**Can consist of phone call to inquire why contractor did not respond to an RFO.*

DGS encourages soliciting and documenting more than the minimum required.

- B. State agencies must contact MSA contractors to determine and document why they did not respond. The rationale for proceeding with less than the minimum responses must be documented in the procurement file.
- C. State agencies cannot seek offers from contractors for classifications they were not awarded. RFOs must be sent to only those MSA contractors that offer the classifications that are required to fulfill the obligations set forth in the user agency's project SOW.
- D. RFOs must be sent only to the MSA contractors found on the Contractor List for MSA 5-22-70-25. The MSA Contractor List can be found in the User Agencies Documents

section of the [Technology, Digital and Data Consulting](https://www.dgs.ca.gov/PD/Resources/Page-Content/Procurement-Division-Resources-List-Folder/IT-Consulting-MSA-5167010) (<https://www.dgs.ca.gov/PD/Resources/Page-Content/Procurement-Division-Resources-List-Folder/IT-Consulting-MSA-5167010>). State Agencies cannot accept responses from any other MSA. Each MSA is a separate and distinct contract with different classifications, terms, and conditions.

- E. Hourly rates specified in each MSA are guaranteed for the entire MSA term as the maximum hourly rates to be charged. State agencies are encouraged to seek lower rates during the RFO process.
- F. Projects can be performed on a Fixed Price Per Deliverable (FP/D). Fixed Price; FP/D: A defined service, or set of services, performed by Contractor in response to a defined task, or set of tasks, at a specific fixed price, and delivered per a specific schedule. Note: When using FP/D the Statement of Work must describe in detail the particular project and the work that the selected Qualified Contractor will be required to perform.
- G. Qualifying experience may be substituted for the required education where identified in the SOW on a year-for-year basis:
 - 1. Four (4) years of experience can be substituted for a Bachelor's Degree.
 - 2. The substituted experience must be in addition to the required years of experience.
 - a. Example: If the Experience requirement is five (5) years, and the individual is substituting four (4) years of experience for a Bachelor's Degree, a total of nine (9) years of experience is required.

6. PURCHASE EXECUTION

A. Purchase Documents

State departments must use the Std. 213 and Std. 215 for purchase execution.

The Std. 213 must contain the following:

- 1. Agency Order Number (Purchase Order Number)
- 2. Ordering Agency Name
- 3. Agency Billing Code
- 4. Purchasing Authority Number
- 5. Master Agreement Number (Contract Number)
- 6. Supplier Information (Contract Name, Address, Phone Number, Fax, E-mail)
- 7. Classifications, Hourly Rates, and Hours Billed

B. FI\$CAL Purchase Documents

State departments transacting in FI\$CAL will follow the FI\$CAL procurement and contracting procedures.

- C. A Std. 213 executed before the end of the MSA term, including any extensions, may continue beyond the expiration date of the MSA for up to five (5) years.

7. AMENDMENTS TO CONTRACTS

Provided that the original contract included options for changes that were assessed and considered in the selection for award during the RFO process, State Agencies may amend a purchase order for time and/or money provided that:

1. The MSA is active at the time the amendment is executed. An amendment cannot be executed if the underlying MSA is expired.
2. The purchase order is active at the time the amendment is executed. An expired purchase order cannot be amended.
3. Amendments for time do not exceed five (5) years beyond the expiration date of the MSA.
4. Amendments for money do not exceed the Tier value in which the purchase order was originally awarded.
5. Amendments are conducted in accordance with SCM Volume 2, Chapter 16.

User agencies shall not amend contracts to add classifications that were not evaluated in the original RFO.

8. TRAVEL COSTS

Travel costs shall not be included in a proposal. If a User Agency purchase allows for travel costs, reimbursement for contractor's personnel for travel, per diem, lodging, meals and incidentals shall not exceed State rates current at the time of purchase as defined in the California Department of Human Resources Rules 599.615 to 599.635. User Agencies can access [Travel Reimbursements](https://www.calhr.ca.gov/employees/pages/travel-reimbursements.aspx) (<https://www.calhr.ca.gov/employees/pages/travel-reimbursements.aspx>) for further information. Travel costs allowed by the User Agency shall be itemized separately on the User Agreement.

9. ADMINISTRATIVE

- A. For current and up-to-date information including State Contract Administrator contact, please use the webpages provided in page 1 of this document.
- B. DGS will bill each state agency an administrative fee to use this MSA. The administrative fee should NOT be included by the user agency in the order total, nor remitted before an invoice is received from DGS. Current fees (rates) are available online in the [DGS Price Book](https://www.dgs.ca.gov/OFS/Price-Book) (<https://www.dgs.ca.gov/OFS/Price-Book>). Refer to the Table of Contents heading titled "Procurement Division", subheading titled "Purchasing".

- C. Advisory – ~~**[For all local governmental agency transactions issued against this MSA, contractor remits to DGS/PD an Incentive Fee of an amount equal to one percent (1%) of the total purchase contract amount including amendments, excluding taxes and freight. Local agencies should monitor their offer(s) and subsequent contract(s) to ensure the *one percent* (1%) fee has not been included in the user agency's purchase price nor invoiced separately to the purchasing entity (user agency). All prices offered to a local governmental agency by the contractor shall reflect its awarded MSA rates.]**~~ For all local government agency transactions issued against the awarded MSA, the Contractor is required to remit DGS-PD an incentive fee of an amount equal to one point twenty-five (1.25) percent of the total contract amount (e.g., If the net Local Governmental Agency sales for a quarter is one million dollars (\$100,000.00), the incentive fee due to DGS-PD is one-thousand two-hundred, fifty dollars (\$1,250.00)).
- D. This incentive fee shall not be included in the User Agency's purchase price, nor invoiced separately to the User Agency. All prices quoted to a local governmental agency shall reflect MSA contract pricing, including any and all applicable discounts, and shall not include add-on fees.
- E. Contractor payment of the local agency incentive fee to DGS-PD is due irrespective of whether or not the Local Governmental Agency has paid the Contractor for services.
- F. Contractor payment may be made in the form of an electronic payment using PD EPAY or by submitting a check payable to the State of California, Department of General Services. Along with each payment, a Contract Usage Report, filtered in Excel to include only local government agency sales, shall be submitted to the State Contract Administrator.
- G. To submit Incentive Fees through PD EPAY, users must register on the [DGS-PD LPA Payment Portal](https://www.dgs.ca.gov/PD/Services/Page-Content/Procurement-Division-Services-List-Folder/Access-LPA-Payment-Portal) (<https://www.dgs.ca.gov/PD/Services/Page-Content/Procurement-Division-Services-List-Folder/Access-LPA-Payment-Portal>).
- H. Incentive Fee payments made by check shall be submitted to the following address:
- Department of General Services
MAPS Payments Processing
707 3rd Street, 2nd Floor
West Sacramento, CA 95605
- I. If a Contractor provided services for different Local Governmental agencies, the Contractor may submit one (1) check per month covering the DGS-PD incentive fee for the total of all Local Governmental Agency purchases. In this case, a separate report is still required for each contract and a list of the total Local Governmental Agency sales for each contract must be included with the check.
- J. Ordering agencies should inform DGS-PD of contractor or contracting issues in a timely manner.

- K. Post Evaluation Form for IT Services Contracts – Per Broadcast Bulletin #: [P-15-19](https://www.dgs.ca.gov/-/media/Divisions/PD/PTCS/Broadcast-Bulletins/2019/P-15-19-NEW--Post-Evaluation-Form-for-IT-Services-Contracts.pdf?la=en&hash=A6204BB0FFCDCBE1E429F945CE0B377E33DF8D61) (<https://www.dgs.ca.gov/-/media/Divisions/PD/PTCS/Broadcast-Bulletins/2019/P-15-19-NEW--Post-Evaluation-Form-for-IT-Services-Contracts.pdf?la=en&hash=A6204BB0FFCDCBE1E429F945CE0B377E33DF8D61>) and pursuant to Public Code (PCC) Section 12102.3, a post evaluation standard form [Std. 971](https://forms.dgs.ca.gov/content/DGSFormsPortal/california-state-forms-directory.html) (<https://forms.dgs.ca.gov/content/DGSFormsPortal/california-state-forms-directory.html>) must be completed for all IT services contracts five hundred thousand (\$500,000.00) and over related to an IT project (both delegated and non-delegated IT projects as defined in the State Administrative Manual (SAM) Section 4819.2). A copy of the post evaluation and subsequent comments from the contractor must be sent to Form971@state.ca.gov.

10. CERTIFICATION OF PAYMENT OPTIONS – MILITARY & VETERANS CODE §999.5 and §999.7(a) (SB 588)

- A. Certification of Payments to DVBE Subcontractors and Withhold to be enforced by ordering agency:

In accordance with the State Contracting Manual, Volume 2, Section 1203.1, State departments shall require the Contractor to submit a complete and accurate Prime Contractor's Certification – DVBE Subcontracting Report ([Std. 817](http://www.documents.dgs.ca.gov/dgs/fmc/pdf/std817.pdf)) (<http://www.documents.dgs.ca.gov/dgs/fmc/pdf/std817.pdf>) upon acceptance of ordered goods or services for which the Contractor committed to DVBE subcontractor participation.

Upon delivery or completion of ordered goods or services, State departments shall do the following:

1. Provide proper withhold notification to prime contractors.
2. Withhold ten thousand dollars (\$10,000.00) or the full amount of the final invoice if less than ten thousand dollars (\$10,000.00) pending receipt of the complete and accurate Std. 817.
3. Review the Std. 817. If it is determined to be complete and accurate, authorize payment of the withhold.
4. If the Std. 817 is late or incomplete, department must send the prime contractor a cure notice allowing at least fifteen (15) days, but not more than thirty (30) days, to meet the Certification of Payments to DVBE Subcontractors requirements.
5. If the prime contractor does not comply by the identified deadline, permanently deduct the withhold.
6. Retain all records for a minimum of six (6) years.