



Department of Administration
 Purchasing Division
 2019 Washington Street East
 Post Office Box 50130
 Charleston, WV 25305-0130

State of West Virginia Master Agreement

Order Date: 04-11-2022

CORRECT ORDER NUMBER MUST
 APPEAR ON ALL PACKAGES, INVOICES,
 AND SHIPPING PAPERS. QUESTIONS
 CONCERNING THIS ORDER SHOULD BE
 DIRECTED TO THE DEPARTMENT
 CONTACT.

Order Number:	CMA 0511 2672 HHR2100000002 3	Procurement Folder:	489735
Document Name:	Change Order 2	Reason for Modification:	Change Order 2 to incorporate AMA Rider to contract.
Document Description:	Medicaid Enterprise Data Solutions		
Procurement Type:	Central Master Agreement		
Buyer Name:			
Telephone:			
Email:			
Shipping Method:	Best Way	Effective Start Date:	2021-04-01
Free on Board:	FOB Dest, Freight Prepaid	Effective End Date:	2026-03-31

VENDOR	DEPARTMENT CONTACT																				
Vendor Customer Code: 000000103433 INTERNATIONAL BUSINESS MACHINES CORPORATION NEW ORCHARD RD ARMONK NY 10504 US Vendor Contact Phone: 999-999-9999 Extension:	Requestor Name: Kelly (Jimmy) Dowden Requestor Phone: (304) 356-4861 Requestor Email: jimmy.k.dowden@wv.gov																				
Discount Details: <table border="1"> <thead> <tr> <th></th> <th>Discount Allowed</th> <th>Discount Percentage</th> <th>Discount Days</th> </tr> </thead> <tbody> <tr> <td>#1</td> <td>No</td> <td>0.0000</td> <td>0</td> </tr> <tr> <td>#2</td> <td>No</td> <td></td> <td></td> </tr> <tr> <td>#3</td> <td>No</td> <td></td> <td></td> </tr> <tr> <td>#4</td> <td>No</td> <td></td> <td></td> </tr> </tbody> </table>		Discount Allowed	Discount Percentage	Discount Days	#1	No	0.0000	0	#2	No			#3	No			#4	No			<h1>22</h1> <p>FILE LOCATION _____</p>
	Discount Allowed	Discount Percentage	Discount Days																		
#1	No	0.0000	0																		
#2	No																				
#3	No																				
#4	No																				

INVOICE TO	SHIP TO
VARIOUS AGENCY LOCATIONS AS INDICATED BY ORDER No City WV 99999 US	VARIOUS AGENCY LOCATIONS AS INDICATED BY ORDER No City WV 99999 US

4-19-22 Box

Purchasing Division's File Copy

Total Order Amount:	Open End
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ENTERED

PURCHASING DIVISION AUTHORIZATION
Linda Harper
 DATE: 4-19-2022
 ELECTRONIC SIGNATURE ON FILE

ATTORNEY GENERAL APPROVAL AS TO FORM
John S. Gray
 DATE:
 ELECTRONIC SIGNATURE ON FILE

ENCUMBRANCE CERTIFICATION
Beverly Toler
 DATE: 4-26-2022
 ELECTRONIC SIGNATURE ON FILE

4/21/2022

Extended Description:

Change Order No. 2 is issued as a cost neutral change order to incorporate the American Medical Association (AMA) Rider to the contract.

Effective Date: 04/01/2022

No other changes.

Line	Commodity Code	Manufacturer	Model No	Unit	Unit Price
1	80101606				0.000000
	Service From	Service To			
	2021-04-01	2026-03-31			

Commodity Line Description: Project monitoring and evaluation

Extended Description:

Project monitoring and evaluation

See attached pricing pages.



April 1, 2022

Jimmy Dowden
Director, Procurement Services
Bureau for Medical Services
West Virginia Department of Health and Human Resources
350 Capitol Street, RM 251
Charleston, WV 25301-3707

Dear Mr. Dowden,

International Business Machines Corporation ("IBM") agrees to the terms in the attached AMA Rider and requests a change order to the Medicaid Enterprise Data Solution Master Agreement CMA 0511 2672 HHR2100000002 to execute the change.

Should you have any questions, please do not hesitate to contact me at (304) 550-7482 or awenmoth@us.ibm.com.

Sincerely,

Amy Wenmoth
Account Executive
Data & Technology Transformation
Public Markets, Government Health and Human Services
IBM Consulting

Attachment: WV EDS AMA CPT Code Flow Down Terms 10.28.21 IBM Signed.pdf

cc: Brandon Lewis, Bureau for Medical Services

Agree

Rider to Master Agreement

This rider ("Rider") is dated as of the date of the last signature hereto and made by and between International Business Machines Corporation ("IBM") and the State of West Virginia Department of Health and Human Resources ("WVDHHR") in connection with the Master Agreement for Medicaid Enterprise Data Solutions, Order No. CMA 0511 2672 HHR210000002, dated March 11, 2021 (the "Master Agreement").

The parties hereby agree to the following flow down requirements in connection with the Master Agreement:

AMA CPT Code Flow Downs/Notice Requirements:

End Users Agreement Flow Downs:

- (a) Definitions:
- i. "End User" means, WVDHHR, the end user client of the Licensed Product.
 - ii. "Licensed Content" means the Current Procedural Terminology ("CPT®") Data File, which means content from the print publication *Current Procedural Terminology, Fourth Edition* and CPT Standard data file published by the AMA.
 - iii. "Licensed Product" means the IBM product or offering that incorporates the Licensed Content being licensed or made available to the End User under the Master Agreement.
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- (b) The Licensed Content is copyrighted by the American Medical Association ("AMA") and CPT is a registered trademark of the AMA.
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- (g) End User is required to keep records and submit reports including information necessary for the calculation of royalties payable to the AMA by the IBM, of the same type as required of IBM under its Agreement with the AMA. All records and reports required under this Section shall be subject to audit by AMA.
- (h) For *U.S. Government End Users* the below notice applies:
- U.S. Government End Users.** CPT is commercial technical data, which was developed exclusively at private expense by the American Medical Association (AMA), 330 North Wabash Avenue, Chicago, Illinois 60611. This agreement does not grant the Federal Government a direct license to use CPT based on FAR 52.227-14 (Data Rights - General) and DFARS 252.227-7015 (Technical Data - Commercial Items).
- (i) End User must ensure that anyone with authorized access to the Licensed Product(s) will comply with the provisions contained in this Rider.
- (j) To the extent necessary to enforce its intellectual property rights that arise as a result of material breaches of the End User Agreement, the AMA shall be named as a third-party beneficiary of the End User Agreement.
- (k) End User expressly consents to the release of its name to the AMA for the sole purpose of compliance with the license agreement executed between IBM and AMA and under confidentiality terms.

Agreed to:

Agreed to:

State of West Virginia

International Business Machines Corporation

Department of Health and Human Resources

By Brendan Lewis

By Amy Wemmeth

Authorized signature

Authorized signature

Title: Medicaid Enterprise Office Director

Title: ACCOUNT EXECUTIVE

Name (type or print): Brendan Lewis

Name (type or print): AMY WEMMETH

Date: 4/1/2022

Date: 4/1/2022

Client number:

Agreement number:

7907354

CMA 0511 2672 HHR2100000002

Enterprise number: 9642000

Client address:

IBM address:

350 Capitol Street, Room 251

New Orchard Road

Charleston, WV 25301

Armonk, NY 10504



STATE OF WEST VIRGINIA
DEPARTMENT OF HEALTH AND HUMAN RESOURCES
BUREAU FOR MEDICAL SERVICES

Bill J. Crouch
Cabinet Secretary

Procurement Services
350 Capitol Street, Room 251
Charleston, West Virginia 25301-3712
Telephone: (304) 558-1700 Fax: (304) 558-4398

Cynthia E. Beane
Commissioner

TO: Robert L. Price, CPPB, CPPO, NIGP-CPP
Administrative Services Manager II

FROM: Kelly J. Dowden, WVPBC
Director, BMS Procurement Services

DATE: April 5, 2022

RE: PF489735, CMA HHR21*02-Change Order 2

OK
Linda Harper
4-19-2022

The West Virginia Bureau for Medical Services (BMS) respectfully requests approval of the above-referenced Change Order 2 to the above-referenced CMA with INTERNATIONAL BUSINESS MACHINES CORPORATION (IBM) for Medicaid Enterprise Data Solutions. This change order is a cost neutral change order issued to incorporate the American Medical Association (AMA) Rider to the contract. The change order is needed, as it is critical to the success of the overall EDS project that AMA and the American Dental Association (ADA) data, i.e. medical and dental codes and descriptions included in the enterprise system. Both the AMA and the ADA require that IBM include language in their respective contracts that grant access to this data. The effective date of this change order, per the attached documentation, is the date of the last signature, which was 04/01/2022.

The change order packet was submitted for MIS/OT approval on 04/01/2022, and approved documents were received by the BMS office on 04/05/2022.

Thank you for your time and consideration in this matter. If you have questions or need additional information, please feel free to contact me at 304-352-4286 or jimmy.k.dowden@wv.gov.

Agree
Robert Price