



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: 09-13-2022

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 5	Procurement Folder:	489735
Document Name:	Change Order 4	Reason for Modification:	Change Order 4 - To incorporate Merative as a Subcontractor to manage the data center services required to deliver under this 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: James W Atkins Requestor Phone: (304) 352-4319 Requestor Email: james.w.atkins@wv.gov <div style="text-align: center; font-size: 2em; font-weight: bold;">23</div> FILE LOCATION _____																				
Discount Details: <table border="1" style="width: 100%;"> <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			
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#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

JW 9/26/2022

Purchasing Division's File Copy

Total Order Amount:	Open End
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ENTERED

PURCHASING DIVISION AUTHORIZATION
 DATE: *Tara H 9/23/2022*
 ELECTRONIC SIGNATURE ON FILE

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

ENCUMBRANCE CERTIFICATION
 DATE: *9/29/2022*
 ELECTRONIC SIGNATURE ON FILE

9/28/2022

Extended Description:

Change Order No. 4 - To Incorporate Merative as a Subcontractor to manage the data center services required to deliver under this contract.

Effective Date: 07/01/2022

All provisions of the original contract and subsequent change orders not modified herein shall remain in full force and effect. 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.



Approved

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: James Atkins II *JAI*
BMS Procurement Services

DATE: September 9, 2022

RE: PF489735, CMA HHR21*02

The West Virginia Bureau for Medical Services (BMS) respectfully requests approval of Change Order No. 4 to the above referenced CMA with International Business Machines Corporation (IBM) under the same terms, conditions, pricing, and specifications in the original contract.

The vendor (IBM) is requesting the approval to use of Merative as a subcontractor to manage the data center services required to deliver under this contract. The effective start date for this subcontractor is 07/01/2022.

The purpose of this change order is being submitted now is due the timing of change orders and payments being processed.

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 304-352-4319 or James.w.Atkins@wv.gov.

Robert Price
Agree



Subject: IBM Subcontracting to Merative US L.P.
Contract Number(s) MED11015B, CMA 0511 2672 HHR210000002

Dear Mr. Charles:

As you are likely aware, on 21 January 2022, International Business Machines Corporation (“IBM”) and Francisco Partners Management, L.P. (“Buyer”), announced that the companies have signed a definitive agreement under which Buyer will acquire IBM technology assets associated with IBM’s Watson Health business (such sale, the “Transaction”) to form a standalone technology company, Merative US L.P. The Transaction is targeted to close in June 2022 (the “Closing Date”), subject to governmental regulatory approvals and other customary closing conditions. Additional information about the Transaction can be found at [Francisco Partners to Acquire IBM’s HealthCare Data and Analytics Assets](#).

For your contract/s listed above, IBM recognizes its obligation as the prime contractor to be responsible for its subcontractors. We seek the agency’s consent to use Merative as a subcontractor, however, so that IBM can continue providing your agency with the products, licenses and services that will be transferring to Merative. Relative to the services provided under your contract, Merative will now own and manage the data center services required to deliver the contract. Merative has also acquired the intellectual property rights to Advantage Suite, Flexible Analytics, and RED BOOK.

Accordingly, you will have active entitlements for (i) cloud services (data center services, Advantage Suite, and RED BOOK) (ii) licenses and/or subscription and support (Flexible Analytics), and (iii) professional services for one or more of the products included in this Transaction. As part of the Transaction, applicable portions of your contract, including ancillary agreements (which may include without limitation, Business Associate Agreements, Data Processing Addendums, Quality Agreements and Confidentiality Agreements) are being flowed down to Merative to assure maintenance of current security and contractual requirements.

Thank you for your partnership. If you consent to the addition of Merative as a subcontractor, please document your consent by signing this letter and returning a scanned copy to WH-Questions@ibm.com. If you have any questions or concerns, please contact David Losin (678-457-8794, david.losin@ibm.com) or Amy Wenmoth (304-550-7482, awenmoth@us.ibm.com). We would appreciate hearing from you by June 30, 2022.

Sincerely,

Steve Robinson
General Manager, IBM Software

Consent to Subcontract Given by:

S. Brandon Lewis

Name



Signature

7/8/2023

Date

Robert Price
Agree




STATE OF WEST VIRGINIA
DEPARTMENT OF ADMINISTRATION
OFFICE OF TECHNOLOGY
State Capitol
Charleston, West Virginia 25305

Mark D. Scott
Cabinet Secretary

Joshua D. Spence
Chief Information Officer

M E M O R A N D U M

TO: Ron Courtney, Procurement Associate
Departmentt of Health and Human Resources

FROM: Joshua D. Spence, Chief Information Officer
Office of Technology 

SUBJECT: INFORMATION TECHNOLOGY PROCUREMENT
HR003328 CMA HHR21*02 IS&C NUMBER: 2022-9129

DATE: August 25, 2022

West Virginia Code §5A-6-4(a)(3) permits the Chief Technology Officer to "evaluate the economic justification, system design and suitability of information equipment and related services, and review and make recommendations on the purchase, lease or acquisition of information equipment and contracts for related services by the state spending units."

West Virginia Code §5A-6-4c requires that the Chief Technology Officer review and approve "a major information technology project."

West Virginia Code §5A-6-5 requires that "any state spending unit that pursues an information technology purchase that does not meet the definition of a 'major technology project' and that is required to submit a request for proposal to the State Purchasing Division prior to purchasing goods or services shall obtain the approval of the Chief Technology Officer, in writing, of any proposed purchase of goods or services related to its information technology and telecommunication systems.

After conducting a review of your request for Medicaid Enterprise Data Solutions (Modify Contract), the Office of Technology has determined:

X That your request is approved.

That your request is not subject to the review and approval provisions contained in Chapter 5A, Article 6 of the Code, therefore, it does not need approval by the Office of Technology.

This memorandum constitutes this office's official review and a copy should be attached to your purchase order and any other correspondence related to this request.

If you have questions, or need additional information, please contact Consulting Services at Consulting.Services@wv.gov.