



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: 10-31-2023

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 0210 0210 ISC2300000006 2	Procurement Folder:	1213409
Document Name:	CO1: Emergency Contract for Mainframe as a Service (OT24033)	Reason for Modification:	Change Order 1 is issued to incorporate three (3) SOWs that were inadvertently missed in the Original Contract.
Document Description:	CO1: Emergency Contract for Mainframe as a Service (OT24033)		
Procurement Type:	Central Master Agreement		
Buyer Name:			
Telephone:			
Email:			
Shipping Method:	Best Way	Effective Start Date:	2022-08-24
Free on Board:	FOB Dest, Freight Prepaid	Effective End Date:	2026-09-15

VENDOR		DEPARTMENT CONTACT	
Vendor Customer Code:	VC0000123446	Requestor Name:	Andrew C Lore
ENSONO LLC 3333 FINLEY RD		Requestor Phone:	304-352-4944
DOWNERS GROVE IL 60515 US		Requestor Email:	andrew.c.lore@wv.gov
Vendor Contact Phone:	6367515656	<div style="font-size: 48px; font-weight: bold;">24</div> <div style="font-weight: bold;">FILE LOCATION _____</div>	
Extension:			
Discount Details:			
#1	No	0.0000	0
#2	No		
#3	No		
#4	No		

INVOICE TO	SHIP TO
DEPARTMENT OF ADMINISTRATION OFFICE OF TECHNOLOGY 1900 KANAWHA BLVD E, BLDG 5 10TH FLOOR CHARLESTON WV 25305 US	WV OFFICE OF TECHNOLOGY BLDG 5, 10TH FLOOR 1900 KANAWHA BLVD E CHARLESTON WV 25305 US

Total Order Amount: _____ **Open End**

Purchasing Division's File Copy

ENTERED

TLW 11/2/23
PURCHASING DIVISION AUTHORIZATION
 DATE: _____
 ELECTRONIC SIGNATURE ON FILE

ATTORNEY GENERAL APPROVAL AS TO FORM
 DATE: _____
 ELECTRONIC SIGNATURE ON FILE

ENCUMBRANCE CERTIFICATION
 DATE: _____
 ELECTRONIC SIGNATURE ON FILE

11/7/2023

Extended Description:

Change Order 1

Change Order 1 is issued to incorporate three (3) Statements of Work that were inadvertently left out of the Original Contract.

No other changes.

Line	Commodity Code	Manufacturer	Model No	Unit	Unit Price
1	81111802			EA	0.000000
	Service From	Service To		Service Contract Amount	
				0.00	

Commodity Line Description: Mainframe as a Service - See attached proposal

Extended Description:



Version:	1.0
Ensono Reference:	US/NA
Opportunity ID:	202304-50817

SOW Change Order – Mainframe Managed Services

1. Introduction

This Change Order (“**Change Order**”) to the Statement of Work - Mainframe Managed Services having a SOW Effective Date of August 24, 2022 (the “**SOW**”) and governed by that certain Participating Addendum having an Effective Date of August 24, 2022 (the, “**Agreement**”), is entered into as of July 1, 2023 (“**Change Order Effective Date**”), by and between State of West Virginia (“**Client**”) and Ensono, LLC (“**Ensono**”). This Change Order sets forth the scope of work and terms and conditions applicable to the Services to be provided to Client by Ensono (for purposes of this Change Order, the “**Services**”).

2. Summary of Changes

The parties agree that upon the Change Order Effective Date, the SOW shall be amended as follows:

- i. Ensono shall license and provide the mainframe z/OS software product, PACE - KOMAND FMS (Financial Management System) (the “**Product**”) to Client as part of the Services. The Product will include the following functions:
 - a. DAS - DATA CENTER ACCOUNTING SYSTEM
 - b. CCS - CICS CHARGING SYSTEM
 - c. DBCS - DB2 CHARGING SYSTEM
 - d. FMS - FINANCIAL MANAGEMENT SYSTEM
 - e. DIS - DATA INQUIRY SYSTEM
 - f. UCS - UNIVERSAL CHARGING SYSTEM
- ii. The Product is hereby added to the SOW as Ensono licensed software by appending the table “Mainframe Software” in Section 3.1(a) (Ensono-Licensed Software) in Exhibit A (Hardware & Software Schedule) with the following additional row:

SOFTWARE MANUFACTURER	PRODUCT NAME	LOCATION*	OWNER	MAINTENANCE FINANCIAL	MAINTENANCE OPERATIONAL
PACE	KOMAND FMS – with functions: DAS CCS DBCS FMS DIS UCS	Downers Grove, IL	Ensono	Ensono	Ensono

3. Service Term

The Services under this Change Order will commence on the Change Order Effective Date and will be coterminous with the Service Term of the SOW.

4. Scope of Work

- i. Setup and Installation
 - a. Build and make available the KOMAND products for The State.



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- b. Obtain High Level Qualifier for the KOMAND libraries and data files (flat and VSAM naming).
 - c. Unload the files producing basic libraries for the installation.
 - d. Obtain the parameter values for building and running PACE's Install Macro which creates JCL for building files and tables and basic test jobs for the licensed products and run the Macro job.
 - e. Define the USERDATA account code structure to be used to relate charges back to Agencies
 - f. Obtain DSNs for inputs to KOMAND install test jobs and run test jobs to complete installation
- ii. Charging/billing Implementation
- a. Obtain a USERID and network access. Required for editing JCL, Read/Write of KOMAND files, Read only of input files for SMF and any additional inputs.
 - b. Obtain charging options and resource rates and run the jobs to build files and tables.
 - c. Prepare the JCL Procedures with correct parameter and options values.
 - d. Prepare the control statements for options necessary to run each charging product.
 - e. Build UCS DDTs for files to be used for Storage accounting:
 - i. For DASD storage charging
 - ii. For Tape storage charging
 - iii. For HSM storage charging
- iii. Initial testing with production options
- a. Set up for comparison test jobs of a monthly cycle.
 - b. Obtain approval of reporting results
- iv. Final review for production
- a. Prepare for Production system turnover.

5. Service Charges

- (i) Client shall pay Ensono the following Service fees for all work performed under this Change Order which shall be payable in accordance with the invoice and payment schedule described in the Agreement.

SERVICE	NRC	MRC
PACE KOMAND – license & maintenance fees, and steady state support	n/a	\$10,340
Installation and configuration, to client current stated specifications, of KOMAND FMS on 1 - z/OS LPAR (LPAR to be determined)	\$41,618*	n/a
Note: - Labor hours included as follows: PACE Consulting (installation/configuration) – 80 hours Project Management – 41 hours Mainframe Systems Programming – 15 hours		

*All NRC's contained in this Change Order will be invoiced upon completion of Setup and Installation work.

- (ii) Early Termination. In the event this Change Order is terminated by Client for convenience, or by Ensono for cause, prior to the conclusion of the Service Term, Client will provide 90 days' notice to Ensono and pay one hundred (100%) of any remaining unpaid NRCs and the MRC amount in the table above multiplied by the remaining months of the Service Term.

6. Assumptions

- i. Client will provision mainframe USERID's and connectivity for PACE consultant prior to engagement.
- ii. Work effort will begin at a mutually agreed upon time following contract signature.
- iii. The estimated project length is 4 weeks.



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iv. Client will respond to requests for information in a timely manner.

7. Miscellaneous

Unless specified to the contrary in this Change Order, all capitalized terms are as defined within the SOW. Except as amended by this document, all the other terms and conditions of the SOW shall remain in full force and effect and shall apply equally to this Change Order. This Change Order may be executed in one or more counterparts, which may include the use of electronic signature tools, all of which collectively comprise the final executed and binding Change Order.

IN WITNESS WHEREOF, Client and Ensono have agreed to this Change Order as of the Change Order Effective Date.

Ensono, LLC.

DocuSigned by:
Sumit Kumar
Signature

Sumit Kumar

Printed Name

Legal Counsel

Title
14 July 2023

State of West Virginia

Jamison S Mitchell
Signature

Jamison S Mitchell

Printed Name

Chief Digital Officer

Title



Version:	Final
Ensono Reference:	US/NA
Opportunity ID:	202304-50817

SOW Change Order – Mainframe Managed Services

1. Introduction

This Change Order (“**Change Order**”) to the Statement of Work - Mainframe Managed Services having a SOW Effective Date of August 24, 2022 (the “**SOW**”) and governed by that certain Participating Addendum having an Effective Date of August 24, 2022 (the, “**Agreement**”), is entered into as of June 30, 2023 (“**Change Order Effective Date**”), by and between State of West Virginia (“**Client**”) and Ensono, LLC (“**Ensono**”). This Change Order sets forth the scope of work and terms and conditions applicable to the Services to be provided to Client by Ensono (for purposes of this Change Order, the “**Services**”).

2. Summary of Changes

The parties agree that upon the Change Order Effective Date, the SOW shall be amended as follows:

- i. Ensono shall license and provide the mainframe z/OS software product, Microfocus – Comparex (the “**Product**”) to Client as part of the Services.
- ii. Ensono shall provide software installation services for the Product on one (1) z/OS LPAR (to be determined by the parties).
- iii. The Product is hereby added to the SOW as Ensono licensed software by appending the table “Mainframe Software” in Section 3.1(a) (Ensono-Licensed Software) in Exhibit A (Hardware & Software Schedule) with the following additional row:

SOFTWARE MANUFACTURER	PRODUCT NAME	LOCATION*	OWNER	MAINTENANCE FINANCIAL	MAINTENANCE OPERATIONAL
Microfocus	Comparex for z/OS	Downers Grove, IL	Ensono	Ensono	Ensono

3. Service Term

The Services under this Change Order will commence on the Change Order Effective Date and will continue for a period of 12 months (“**Initial Term**”), at the conclusion of which, the Services may be extended at Client’s option by providing Ensono with at least 90 days advance written notice for an additional 12 months (“**Extended Term**”, the Initial Term and Extended Term together, the “**Service Term**”).



Version:	Final
Ensono Reference:	US/NA
Opportunity ID:	202304-50817

4. Service Charges

- (i) Client shall pay Ensono the following Service fees for all work performed under this Change Order which shall be payable in accordance with the invoice and payment schedule described in the Agreement.

TERM	SERVICE	NRC	MRC
Initial Term	Microfocus Comparex for z/OS – license & maintenance fees	n/a	\$34,793
	Installation of Comparex on 1 - z/OS LPAR (LPAR to be determined)	\$10,289*	n/a
Extended Term	Microfocus Comparex for z/OS – maintenance fees	N/A	\$10,422

*All NRC's contained in this Change Order will be invoiced upon execution of this Change Order.

- (ii) **Early Termination.** In the event this Change Order is terminated by Client for convenience, or by Ensono for cause, prior to the conclusion of the Service Term, Client will provide at least 90 days' advance written notice to Ensono and pay one hundred (100%) of any remaining unpaid NRCs and the MRC amount multiplied by the remaining months of the Service Term.

5. Miscellaneous

Unless specified to the contrary in this Change Order, all capitalized terms are as defined within the SOW. Except as amended by this document, all the other terms and conditions of the SOW shall remain in full force and effect and shall apply equally to this Change Order. This Change Order may be executed in one or more counterparts, which may include the use of electronic signature tools, all of which collectively comprise the final executed and binding Change Order.

IN WITNESS WHEREOF, Client and Ensono have agreed to this Change Order as of the Change Order Effective Date.

Ensono, LLC.

DocuSigned by:

Chait Kamireddy
08CFFF46BE3746B

Signature

Chait Kamireddy

Printed Name

corporate counsel

Title

State of West Virginia

Jamison S Mitchell

Signature

Jamison S Mitchell

Printed Name

Chief Digital Officer

Title

SOW Change Order – Statement of Work for Mainframe Managed Services (Addition of IBM Db2 Utility Suite)

1. Introduction and Summary of Changes

This Change Order (“**Change Order**”) to the Statement of Work for Mainframe Managed Services having a SOW Effective Date of August 24, 2022 (the “**SOW**”) and governed by that certain State of West VA - NASPO Participating Addendum Led by the State of Utah having an Effective Date of August 24, 2022 (the, “**Agreement**”), is entered into as of November 1, 2023 or two weeks after the last signature of this Change Order whichever occurs first (“**Change Order Effective Date**”), by and between State of West Virginia (“**Client**”) and Ensono, Incf/k/a Ensono, LP (“**Ensono**”). This Change Order sets forth the scope of work and terms and conditions applicable to the Services to be provided to Client by Ensono (for purposes of this Change Order, the “**Services**”).

2. Summary of Changes

The parties agree that upon the Change Order Effective Date, the SOW shall be amended as follows:

- i. Ensono shall license and provide the mainframe z/OS software product, Db2 Utilities Suite for z/OS (the “**Product**”) to Client as part of the Services.
- ii. Now therefore, below row for the Product is hereby added to the table under Section 3.1(a) [Mainframe Software] under Section 3.1 [Ensono-Licensed Software] in Exhibit A [Hardware & Software Schedule]:

SOFTWARE MANUFACTURER	PRODUCT NAME	LOCATION*	OWNER	MAINTENANCE FINANCIAL	MAINTENANCE OPERATIONAL
IBM	Db2 Utilities Suite	Downers Grove, IL	Ensono	Ensono	Ensono

3. Service Term

The Services under this Change Order will commence on the Change Order Effective Date and shall be co-terminus with the SOW.

4. Service Charges

Client shall pay Ensono the following Service fees for all work performed under this Change Order which shall be payable upon the Change Order Effective Date.

SERVICE	NRC	MRC
IBM Db2 Utilities Suite for z/OS – license & maintenance fees	\$20,915	n/a

5. Miscellaneous



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Ensono Reference:	US/NA
Opportunity ID:	202304-50817


- iv. Client will respond to requests for information in a timely manner.

7. Miscellaneous

Unless specified to the contrary in this Change Order, all capitalized terms are as defined within the SOW. Except as amended by this document, all the other terms and conditions of the SOW shall remain in full force and effect and shall apply equally to this Change Order. This Change Order may be executed in one or more counterparts, which may include the use of electronic signature tools, all of which collectively comprise the final executed and binding Change Order.

IN WITNESS WHEREOF, Client and Ensono have agreed to this Change Order as of the Change Order Effective Date.

Ensono, LLC.

DocuSigned by:

 Signature

Sumit Kumar

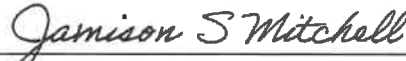
Printed Name

Legal Counsel

Title

14 July 2023

State of West Virginia


 Signature

Jamison S Mitchell

Printed Name

Chief Digital Officer

Title



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

Mark D. Scott
Cabinet Secretary

Heather Abbott
Chief Information Officer

TO: Toby Welch
Senior Buyer, Purchasing Division

FROM: Andrew Lore *AL*
IT Procurement & Business Services Manager/ISMIII, West Virginia Office of
Technology

SUBJECT: Agency Request Memo – CMA ISC23*06 Change Order 1 – Mainframe
Emergency Contract (OT24033)

DATE: October 31, 2023

The WVOT's Leadership is requesting the above Change Order be approved for CMA ISC23*06 to incorporate three SOWs that were inadvertently missed in the original contract.

When the initial emergency contract was awarded, and in the rush to resolve the statewide outage caused by the mainframe's failure, the WVOT was not fully aware of all of the elements needed for the hosted mainframe – just getting a mainframe that worked was the chief goal. Now, as time has gone by, it has become clear that certain components of the mainframe were not cared for but should have been for the solution to be fully functional; these three SOWs seek to help alleviate some of that.

Lastly, the WVOT recognizes these SOWs are late; however, the Vendor and Spending Unit did not provide a signed copy to the WVOT's Finance/Procurement Team until recently. Because these SOWs should have been included in the original scope of the initial award, the WVOT's Leadership is requesting this Change Order be approved.

Please let me know if you need anything further to support this request.