STATE OF CALIFORNIA
STANDARD AGREEMENT
STD. 213 (NEW 02/98)

	AGREEMENT NUMBER
	DGS-OFA-03-FC-1

1. This Agreement is entered into between the State Agency and the Contractor named below
   STATE AGENCY'S NAME
   Department of General Services, Office of Fleet Administration
   CONTRACTOR'S NAME
   U.S. Bank Voyager Fleet Systems Inc.
2. The term of this Agreement is: July 1, 2003 through June 30, 2005
3. The maximum amount of this Agreement is: $ 0

The State of California, Department of General Services (DGS), Office of Fleet Administration (OFA) is the agency awarding this Agreement. U.S. Bank Voyager Fleet Systems Inc. (Voyager) is the contractor that will provide services for the State of California's Fuel Card Program.

Voyager agrees to provide services as set forth in the terms & conditions of this Agreement and in any and all documents referenced. The following documents are incorporated by reference, hereby made part of this Agreement, and are on file with the Department of General Services, Office of Fleet Administration:

- RFP-DGS-OFA-03-FC-1 (as modified in accordance with Addendum 1 thereto which is incorporated herein by this reference);
- U.S. Bank Voyager Fleet Systems Inc. response to RFP-DGS-OFA-03-FC-1.

The General Terms and Conditions (GTC 103) are hereby incorporated by reference and made part of this Agreement. The GTC 103 can be found at www.dgs.ca.gov/contracts.

The following ten (10) items are incorporated into this Agreement and are listed on the following 2 pages.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR		CALIFORNIA Department of General Services Use Only
CONTRACTOR'S NAME *(If other than an individual, state whether a corporation, partnership, etc.)* U.S. Bank Voyager Fleet Systems Inc.		DB
BY *(Authorized Signature)* Robert L Meyer	DATE SIGNED *(Do not type)* 5-1-03	APPROVED MAY 15 2003 DEPT OF GENERAL SERVICES
PRINTED NAME AND TITLE OF PERSON SIGNING Robert L. Meyer, Vice President		
ADDRESS 738 Highway 6 South, Suite 600 Houston, TX 77079		
STATE OF CALIFORNIA		
AGENCY NAME Department of General Services, Office of Fleet Administration		
BY *(Authorized Signature)* Jacqueline R. Wilson	DATE SIGNED *(Do not type)* 5/14/03	
PRINTED NAME AND TITLE OF PERSON SIGNING Jacqueline R. Wilson, Deputy Director		
ADDRESS 802 Q Street, Sacramento, CA 95814		

1. **Term**
   This Agreement shall be for a two-year term beginning July 1, 2003 through June 30, 2005. In addition, the DGS reserves the right to renew the contract for one additional year. A written and approved amendment to extend the contract is required and the renewal period will commence at the conclusion of the present contract term.

2. **Purpose**
   Voyager Fleet Systems Inc. will provide and maintain the State of California's Fuel Card Program. The Voyager Fuel Card is for official state business only and can only be used by a state employee for a state vehicle. The Voyager Fuel Card cannot be used for a private vehicle or personal use. Pursuant to the Voyager Fuel Card Program and while conducting official state business, state employees may use the Voyager Fuel Card statewide to purchase fuel, alternative fuels, fluids and lubricants. In addition, the Voyager Fuel Card can be used for car washes, oil changes, emergency roadside assistance and emergency purchases such as wiper blades, a fan belt, a tire, etc.

3. **Establishment of Accounts**
   Voyager will provide all the necessary forms for state agencies to establish an account. State agencies will designate persons authorized to request and receive cards and provide vehicle information to Voyager. Each state agency shall provide Voyager with billing information (mailing address, contact person, etc.) on their own account and are responsible for payment on that account.

4. **Official Contact Persons for the Fuel Card Program**
   Any reports and notices required under this Agreement shall be in writing and delivered to the appropriate addresses below. Voyager is responsible for notifying all subscribing agencies in the form of a written letter of any changes to a contact person, address, phone number, or any other information deemed important to the day-to-day operation of the fuel card program.

   Sue Gutierrez
   Department of General Services
   Office of Fleet Administration
   802 Q Street
   Sacramento, CA 95814

   E-mail: sue.gutierrez@dgs.ca.gov
   Phone: (916) 327-0074
   Fax: (916) 327-2076

   Monica Fallo
   Voyager Fleet Systems Inc.
   2130 N. Elizabeth Drive
   Pueblo, CO 81003

   E-mail: monica.fallo@usbank.com
   Phone: (719) 546-1689
   Fax: (719) 546-1690

5. **State Liability**
   Each individual state agency is responsible for managing and monitoring its own fuel card account. The State of California will not accept any liability or financial responsibility for charges that have been incorrectly authorized and/or exceed any of the expenditure limits specified to Voyager by a state agency. The State of California will not accept any liability or financial responsibility for charges that have not been authorized pursuant to the terms of this contract. The State of California will not accept liability or financial responsibility for charges made on individual, city/county or political subdivision accounts.

6. **Severability**
   If any provisions of this Agreement are held by a court of competent jurisdiction to be void or unenforceable, the remainder of this Agreement shall remain in full force and effect.

7. **Lost or Stolen Cards**
As soon as a card is reported lost or stolen, the state agency is no longer liable for the charges made on that card. A card can be canceled by calling Voyager's toll-free customer client services number at 800-987-6591.

8. **Subscribers**
The Executive Branch, Legislative Branch, Judicial Branch, Constitutional Officers, California State Universities, University of California, Political Subdivisions, and local agencies of the State, such as city and county governments and community college districts may request services from Voyager according to the terms of this contract. The State will not accept liability for charges made on non State of California accounts.

9. **Participation Retailers**
The Voyager Fuel Card is accepted by more then 18,000 fueling sites in California and the adjoining states. The following is a list of the major oil companies that accept the Voyager Fuel Card:

- BP
- CHEVRON
- EXXON
- MOBIL
- PHILLIPS 66
- SHELL
- TEXACO
- UNION 76

10. **Expenditure Limits and Purchase Restrictions**
Management of participating agencies may limit usage of their cards in order to prevent fraud and other misuse of the cards as long as said limitation is consistent with the terms and conditions of this Agreement between Voyager and the Department of General Services, Office of Fleet Administration. Authorizations may include purchase limits for fuel cards, transaction limits, and purchase restrictions which may be specified by the agency and set up in the agency's fuel card account.