State of California • Governor Edmund G. Brown Jr.
State and Consumer Services Agency

DEPARTMENT OF GENERAL SERVICES

Procurement Division

MASTER SERVICES AGREEMENT (MSA)
ELECTRONIC LIBRARY SERVICES
User Instructions

CONTRACTOR:	West Publishing Corporation dba West, a Thomson Reuters business
CONTRACT NUMBER:	5-11-99-02
CONTRACT TERM:	July 1, 2011 through June 30, 2014
SERVICE:	Electronic Library Services
DISTRIBUTION CODE:	All Contracting Offices; Local Agency List, MSA Contractor, PD Central Records *NOTE: Electronic version of all documents associated with this MSA can be found on the DGS/PD Internet web page: www.dgs.ca.gov/pd*
USER INSTRUCTIONS ISSUE DATE AND EFFECTIVE DATE:	July 1, 2011

Any questions regarding this MSA shall be directed to the contract administrator:

Department of General Services
Procurement Division, Multiple Award Program
Steve Lower, Contract Administrator
707 Third Street, 2ND Floor, West Sacramento, CA 95605
PHONE (916) 375-4539 FAX (916) 375-4663
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Peggy Adams

Peggy Adams, Supervisor, Multiple Award Program

SECTION I

INTRODUCTION AND GENERAL INFORMATION

The Electronic Library Services Master Service Agreement (MSA) provides State and Local Agencies with access to firms that specialize in database research. These firms provide electronic access, via modem, Internet or CD-ROM, to their Legal, Public Records or Business/News databases.

This MSA offers the following benefits to State and Local Agencies:

1. Ability to download most current legal, public records and business/news information to the desktop of legal and professional staff within minutes.
2. Elimination of time and expense associated with the establishment and maintenance of hard copies of important reference materials.
3. Reduced rates (monthly or hourly) based on aggregated statewide volumes.
4. Elimination of extensive bidding and contracting procedures by using the standardized MSA ordering process.
5. Fixed Pricing.
6. DGS online Suppliers Catalog.

DGS/PD, MULTIPLE AWARD PROGRAM SECTION (MAPS)
CONTRACT ADMINISTRATOR
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BILLING/INVOICING QUESTIONS
Contact: West State Customer Support
Email: State_support@thomson.com
Phone: 1 (800) 328-4880
West Customer Service Information: http://west.thomson.com/support/customer-service/

TERM OF MSA
The term of this agreement for this service category is July 1, 2011 through June 30, 2014. Ordering agencies may NOT execute contracts/orders after this date, nor shall the contract term end date of a contract/order executed by an ordering agency, extend beyond June 30, 2014.

RESTRICTIONS

State ordering agencies must have DGS/PD Purchasing Authority for this category to utilize this MSA.

PRICING

Prices under this MSA shall be a firm fixed price for one (1) year starting July 1, 2011 through June 30, 2012. Prices will escalate by 2% per year starting July 1, 2012, and only one price escalation shall be allowed within any twelve (12) month period after the first year of this MSA. Ordering agencies will pay at or below the rates specified on the DGS eProcurement website: http://www.bidsync.com. Rates may not exceed the published MSA contract rate; contractor may agree to reduce their rates on an individual project/contract basis. Ordering agencies are responsible for verifying that the rates are at or lower than those published on the price list noted above for this service category for this MSA.

CONTRACTOR COLLECTION AND PAYMENT OF THE DGS ADMINISTRATIVE FEE

This administrative fee of 2% shall be added to the total contract amount and the contractor will recover this fee from the ordering agencies when invoicing for services utilized under this MSA. The Contractor is required to pay to DGS the recovered administrative fee at no additional charge to DGS or ordering agencies.

DGS shall annually set the percentage for the administrative fee. Contractor shall show the administrative fee as a separate line item on each invoice to ordering agency. DGS represents that it may at its discretion make separate arrangements with any ordering agency for recovery of the administrative fee on a direct payment method.

REPORTING REQUIREMENTS

Ordering agencies shall provide the Department of General Services (DGS) - Procurement Division (PD), Contract Administrator, a copy of the executed Std. 213 and Std. 215. For local government agencies, a copy of a comparable contract/ordering document must be submitted for each executed contract/order.

DISABLED VETERAN BUSINESS ENTERPRISE

There are no subcontracting possibilities for Disabled Veteran Business Enterprise (DVBE) participation goals and, therefore, DVBE responses were not included as a requirement for this MSA. DVBE participation does not apply to contracts/orders placed against this MSA.

CALIFORNIA CERTIFIED SMALL BUSINESS

This contractor is not a certified California Small Businesses.

SECTION II

ORDERING PROCEDURES FOR STATE AGENCIES

These User Instructions are designed to help the ordering agency execute a contract/order under this MSA contract. In addition to procedures found in these User Instructions, the DGS/PD Purchasing Authority Manual (PAM), the DGS/OLS State Contracting Manual (SCM) Volume 1, and the ordering agency's internal contract procedures must also be followed.

A. Authority to Use the MSAs

Departments/agencies must have approved purchasing authority for Master Agreement Orders: Non-IT Services, to utilize this MSA. Contracts executed under this MSA may not exceed the approved dollar threshold noted in the department/agency purchasing authority.

B. Outsourcing Justification (GC19130)

Not applicable.

C. Pre-Procurement/Contract Reviews and Approvals

Not applicable. These requirements are noted in Chapter 2 of the PAM and Chapter 3 of the SCM. See letter I of this document for contract execution requirement.

D. Competition & Advertising

Ordering agencies are not required to solicit multiple offers nor post an advertisement in the State Contracts Register when executing contracts under this MSA.

E. Solicitation Document - Request For Offer (RFO)

Although a solicitation document is not required, ordering agencies are encouraged to negotiate the best cost and best value from each MSA contractor. The costs can always be lower than those provided under the MSA, however, they shall NOT exceed the agreed upon rates.

F. Contract Award (Evaluation and Selection –Lowest Cost)

Not applicable.

G. Order Limits/Dollar Thresholds

1) As a result of special approval for this particular MSA, contracts/orders MAY exceed the department/agency purchasing authority dollar threshold of $500,000.

H. Preparation of Ordering Agency Contract

1) Contract Form

Following your individual department/agency contracting procedures, use the State Standard Agreement (Std.213) and Agreement Summary (Std. 215), regardless of dollar amount, to initiate and execute a contract under this MSA. The ordering agency's DGS billing code must be listed in item 5 of the Std. 215 and the MSA number must be noted in section 13 of the Std. 215.

2) Contract Language

Incorporate the MSA by reference on the Std.213 contract form. The contract language for each MSA contract executed with DGS is not to be attached to the ordering agency's contract. Do not change or repeat the terms and conditions of each MSA.

See the OLS website at the link noted below for the Model Standard Agreement Package, sample language, and instructions on how to complete the Std 213 and Std 215: http://www.dgs.ca.gov/Default.aspx?alias=www.dgs.ca.gov/ols

GENERAL TERMS AND CONDITIONS
Contractor signed and agreed to the General Terms and Conditions (GTC - 610) and is already included in the agreement. There is no need to incorporate the document as the version noted above has already been included in the individual MSA contract with DGS.

CONTRACTOR CERTIFICATION CLAUSES
Contractor has already signed and agreed to the contractor Certification Clauses (CCC - 307). There is no need to incorporate the current CCC as these have already been included in the MSA contract with DGS.

3) Scope of Work
Ordering agencies must include a Scope of Work as Exhibit A for each contract. The Scope of Work should identify the specific services that are to be rendered to the ordering agency by the MSA contractor. A contract manager/project representative should be identified in this Exhibit as well.

4) Budget, Invoice, and Payment Provisions
Ordering agencies must include Budget, Invoice, and Payment Provisions as Exhibit B. Again, there is no need to duplicate the MSA contract language on this topic. Include those details specific to the contract between the ordering agency and the MSA contractor. The budget must show the costs/rates for the services identified in the scope of work. Ordering agencies must ensure that the costs/rates identified in their budget are at or less than those costs/rates noted on price lists for these MSA contracts. This Exhibit should also include information on where, to whom, and how often the invoices should be submitted.

The contractor will charge the ordering agency the 2% DGS administrative fee. This fee must be included as a line item in the contract budget and included in the total cost of the contract.

See letter J of this section for information regarding payment by Cal-Card.

5) Agency/Department Special Terms and Conditions or Additional Provisions
Special Terms and Conditions or Additional Provisions that are unique and specific to the ordering agency may be included in the contract between the MSA contractor and the ordering agency.

I. Approval of Contracts Executed by an Ordering Agency

1) Contracts <$50,000 are exempt from DGS/OLS Review & Approval. Ordering agencies shall follow their individual department/agency's procedure for contract approval and distribution of approved/executed contracts.
2) Contracts ≥$50,000 are subject to DGS/OLS Review & Approval regardless of the department/agency's exemption from DGS/OLS. Ordering agencies shall follow the existing process for approval of non-IT service contracts with the DGS/OLS.
3) Splitting contracts/orders to circumvent the DGS/OLS review and approval is prohibited.
4) Amendments to contracts to add more money where the original dollar amount did not require DGS/OLS review and approval, and where the cumulative dollar amount (old contract amount + new contract amount) is ≥$50,000, REQUIRE DGS/OLS review and approval.
5) The contract executed between the ordering agency and the MSA contractor should be completely approved and executed (including DGS/OLS approval if required) prior to the start date of the contract. Allow ample processing time to avoid late contracts.

6) Departments/agencies may not authorize work/services under an MSA until the department/agency contract with the MSA contractor is fully approved and executed (including DGS/OLS approval if required).

J. Cal-Card as a Payment Mechanism

Payment by Cal-Card is permissible at the discretion of the MSA contractor. A Std. 213 and Std. 215 are required regardless of the dollar amount of the contract and/or the amount payable to the contractor. The Exhibit B, Budget, of executed contracts with ordering agencies MUST include the Cal-Card language found in the State Contracting Manual (SCM).

K. Amendments

1) As noted previously in this section, the DGS/OLS review dollar threshold must be adhered to at all times and amendments to add money must take this into consideration.
2) The MSAs for this service category are exempt from further competition.
3) Amendments must be executed in accordance with the SCM.

L. MSA Contract

Ordering agencies shall read and become familiar with the contract terms for each MSA to be utilized. This will eliminate duplication of language and provide a clear understanding of the responsibilities of each party.

SECTION III

ORDERING PROCEDURES FOR LOCAL AGENCIES

These User Instructions are designed to help the ordering agency execute a contract/order. In addition to procedures found in these User Instructions and the DGS/OLS State Contracting Manual, the ordering agency's internal contract procedures also must be followed.

A. Internal Approval

Local agencies must have obtained internal approval prior to issuing an order against this MSA. Local agencies must agree to all the terms and conditions of the MSA when issuing orders against an MSA.

B. Contract/Order Form

Local agencies may use their own contract forms but must include all pertinent information as required by State ordering agencies—the data elements must match those found in the Std. 213 and Std. 215 contract forms.

C. Administrative Fee

DGS charges the users of this MSA an administrative fee. Local agencies must agree to the State's administrative fee. The contractor will charge the ordering agency this fee through the invoice for services. When originating a contract under this MSA, this fee must be included as a line item in the contract budget and included in the total cost of the contract.

SECTION IV

FORMS

A. **Std. 213 Standard Agreement**
http://www.documents.dgs.ca.gov/ols/CONTRACTING%20info/STD213- JUNE%2003.doc

B. **Std. 215 Agreement Summary**
http://www.documents.dgs.ca.gov/ols/CONTRACTING%20INFO/STD215%20Rev%204-2002.doc.

C. **LPA File Documentation Checklist**
http://www.documents.dgs.ca.gov/pd/poliproc/v2Chapt06_10_0730.doc#_Toc295467236