



DATE: August 11, 2011

TO: All Short-Listed Proposers following the Initial Technical Evaluation

FROM: Valerie Rolandelli

RE: MEEC Learning Management System(s) and Associated Implementation Services RFP 90936
ADDENDUM #4 dated 08/11/11

The following amends the above referenced RFP documents and is issued to all Proposers who were shortlisted following the Initial Technical Evaluation of the procurement. Receipt of this addendum is to be acknowledged by completing the enclosed "Acknowledgement of Receipt of Addendum Form" and enclosing it with the Proposer's Best and Final Technical Proposal.

- 1. Per Addendum 3 issued August 1, 2011, the USM/MEEC has determined that it is in its best interest to request a Best and Final Technical Proposal.** (Refer to Section IV. Paragraph 4. Best and Final Offers.) The requirements of this Best and Final Technical Proposal are below.

The due date and time for the Best and Final Technical Proposal is Monday, August 22, 2011 on or before 4:00 pm to the Issuing Office.

Best and Final Technical Proposals may be submitted electronically to Valerie Rolandelli at vrolandelli@umuc.edu.

If providing hard copies, one original and five (5) copies are to be provided. Refer to the solicitation documents, page 5, Section I-General Information, Paragraph 2. Issuing Office for the delivery instructions.

Late Best and Final Technical Proposals cannot be accepted. If a Proposing Firm fails to provide a Best and Final Technical Proposal by the established due date and time, the original Technical Proposal already submitted to the Issuing Office will be considered the firm's "Best and Final Technical Proposal" and responsiveness to the RFP will be determined accordingly.

2. **In order to be considered responsive to the RFP** and therefore to be considered for an award of a Master Agreement, the Proposer is to provide the following:

2.1 **A Transmittal Letter, signed by an authorized party (refer to the RFP, Section III, Article 1, Paragraph 1.2 regarding signatures), that the Best and Final Proposal, and all prior submittals from the Proposer, are a formal and firm offer to the Maryland Educational Enterprise Consortium (MEEC) for consideration of an award in accordance with the solicitation documents RFP 90936 as may have been amended from time to time.**

2.2 The Transmittal Letter is also to include **a statement that the Proposer understands that Proposals (Technical Proposal, Best and Final Technical Proposals, and, when and if applicable, the Price Proposal) submitted in response to the solicitation are irrevocable for 120 days following the closing date of the Price Proposal due date.** (Refer to Section V, Paragraph 5.4 of the RFP.)

2.3 Attached please find “Appendix C – Revised, MEEC/University Master Agreement” with the mandatory contract terms and conditions (the “Attachment”). This contract form REPLACES IN ITS ENTIRETY the Agreement that was in Appendix C of the RFP document. Please review this Attachment carefully as it is a total rewrite of Appendix C in the original RFP documents. This Attachment is now to be considered “Appendix C-Revised”.

2.4 As a result of 2.3 above, Section I, Paragraph 8. Contractual Agreement, of the Solicitation, RFP 90936 is therefore REVISED as follows. Revisions are **bold underlined**:

“The Contract to be entered into as a result of this RFP (the “Master Agreement” or Agreement”) shall be by and between the proposer as Contractor and MEEC in the form of a MEEC/University Master Agreement and shall contain the mandatory provisions included herein in **Appendix C-revised** as well as any additional terms required by MEEC, the University or the State of Maryland. By submitting an offer, the Contractor warrants that they have reviewed **Appendix C-revised** and will execute a contract a) in substantially the same form and b) with these mandatory terms and conditions upon request by MEEC/USM.

The terms and conditions of the Master Agreement shall apply to all subsequent task order, unless, the buying MEEC member, at its sole discretion, allows negotiation of terms and conditions in the Master Agreement for a specific task order. The awarded Master Contractors should not assume that any term and condition of the Master Agreement is

negotiable at the task order level.

Subsequent to the signing of the Master Agreement, the buying MEEC member may also require the signing of a Task Order Contract or Agreement (TOC or TOA) that is specific to the LMS product and/or related services to be provided by the Contractor for the buying MEEC member as well as contain specific mandatory terms and conditions applicable to the specific task order scope of work and/or to the specific buying MEEC Member's institutional requirements.

For accounting purposes only, the buying MEEC member may also issue a purchase order to the awarded firm. “

- 2.5 Section III, Article 2, Technical Proposal Requirements, Paragraph 2.5 requested the Proposer to provide to MEEC/USM the firm's license agreement (or agreements) for **all** offered products. It is the intent of the USM/MEEC to include such contractor license agreement(s), as may be finally negotiated as an exhibit(s) to any resulting Master Agreements. Therefore, buying MEEC members will NOT be signing such licenses. As stated in the Appendix C-revised, attached to this Addendum, the terms and conditions of the Master Agreement will take precedent over any and all contractor's license agreement(s) that may be included as exhibits to the Master Agreement.

Firms are to provide such license agreements, if not already provided in the initial Technical Proposal, for all products and services offered for MEEC's evaluation and consideration in the initial Technical Proposal.

Notes:

2.5.1 If no such licenses are provided for consideration in either the initial Technical Proposal OR in the Best and Final Proposal, than MEEC's Master Agreement (attached herein as Appendix C – revised) will be the sole Agreement if the Proposer is awarded a Master Agreement.

2.5.2 If all licenses to be considered by MEEC were included in the initial Technical Proposal, the transmittal letter for the firm's Best and Final Technical Proposal to MEEC needs to state this.

- 2.6 Refer to page 25 of the solicitation, RFP 90936, Section III, Article 2, Paragraph 2.5 Proposing Firm's License Agreement regarding the agreement(s) that are to be provided by the Proposer as well as USM/s intent regarding such license agreements.

- 2.7 Exceptions taken by Proposing Firm's to Appendix C-revised attached to this addendum, or to this Addendum 4 dated August 11, 2011 may result, at the Procurement Officer's sole discretion, the Proposer being found non-responsive. If such a determination is made, the Proposer will be notified by the Procurement Officer that the submitted proposal will not be considered further for the award of a Master Agreement and will be so notified.

As stated in the solicitation, all questions, concerns, and inquiries are to continue to be directed solely to the Strategic Contracting Office. Please direct these to me at vrolandelli@umuc.edu and cc Vera Jones at vjones@umuc.edu.

Attachment: Appendix C-Revised – IT Software and Professional Services Agreement
for the MEEC LMS
Acknowledgement of Receipt of Addenda Form

END OF ADDENDUM #4 DATED 08/11/11

This addendum e-mailed to all proposing firms who were shortlisted following the Initial Technical Evaluation. Original will not follow in the mail.

ACKNOWLEDGEMENT OF RECEIPT OF ADDENDA FORM

RFP NO.: 90936

RFP FOR: MEEC LMS

BEST AND FINAL TECHNICAL PROPOSAL DUE DATE: Monday, August 22, 2011, on or before 4:00 pm.

NAME OF PROPOSER: _____

ACKNOWLEDGEMENT OF RECEIPT OF ADDENDA

The undersigned, hereby acknowledges the receipt of the following addenda:

Addendum No. <u> 1 </u>	dated <u> 06/08/2011 </u>
Addendum No. <u> 2 </u>	dated <u> 07/25/2011 </u>
Addendum No. <u> 3 </u>	dated <u> 08/01/2011 </u> (superseded Addendum <u> 2 </u>)
Addendum No. <u> 4 </u>	dated <u> 08/11/2011 </u>
Addendum No. <u> </u>	dated <u> </u>
Addendum No. <u> </u>	dated <u> </u>

As stated in Addendum 3 dated 08-01-2011, we are returning this form to Valerie Rolandelli at vrolandelli@umuc.edu of the Issuing Office.

Signature

Name Printed

Title

Date

END OF FORM