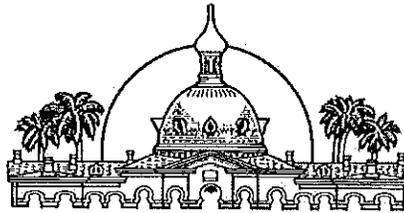


BOARD OF COUNTY COMMISSIONERS

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Hillsborough County
Florida

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Bonnie M. Wise

DEPUTY COUNTY ADMINISTRATORS
Lucia E. Garsys
Sharon D. Subadan

March 28, 2014

VIA FACSIMILE
Fax Number: (404) 532-3484
Original by Mail

Glenna Thompson
FIA Card Services, N.A., A Bank of America Company
101 E. Kennedy Blvd.
Tampa, FL 33609

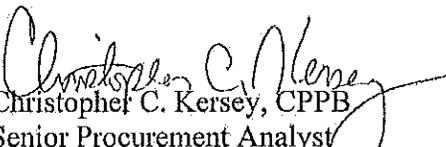
RE: Renewal of File No. S-0001-09(JSW), PURCHASING CARD PROGRAM SERVICES

Dear Ms Thompson:

This is to advise you that on March 19, 2014, the County exercised the option to renew the above referenced contract, at the same terms and conditions. The effective date of the renewal period is August 17, 2014 and continues through August 16, 2019.

If you have any questions, please contact me at (813) 301-7066.

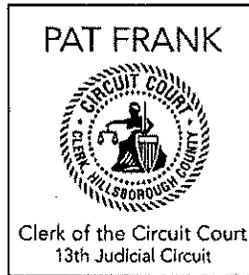
Sincerely,


Christopher C. Kersey, CPPB
Senior Procurement Analyst
Business and Support Services (Procurement)

CCK/ckk

cc: J. Thomas Fesler, Director, Business and Support Services
Julia Poupart, Director, BOCC Records Department

G:\WPFF\Kersey\Correspondence\S-0001-09renewaltr03282014.doc
Revised: 08/03/12



MEMORANDUM

DATE: March 27, 2014

TO: Linda Wheat, PC Program Supervisor, Procurement Services

FROM: *KLR* Kimberly Richards, Associate Director, BOCC Records/VAB

SUBJECT: Fourth Modification to Agreement (09-0810) with FIA Card Services, National Association, a Bank of America Company – Purchasing Card Program Services - Bid No. S-0001-09 (JSW)

Attached is an executed original of subject agreement, Document 14-0219, approved by the Board on March 19, 2014.

We are returning the paper original to you for your files.

md

Attachment

cc: Board files (orig.)
FIA Card Services, National Association, a Bank of America Company via
Procurement Services
James S. Wunderle, Fiscal and Support Services
Merrie Allen, BOCC Finance



Agenda Item Cover Sheet

Agenda Item No. A-4

Meeting Date March 19, 2014

- Consent Section
- Regular Section
- Public Hearing

Subject:
 Approve Modification No. Four (4) to RFP No. S-0001-09(JSW), Purchasing Card Services with FIA Card Services, National Association, a subsidiary of Bank of America Corporation (BOA).

Department Name: Business and Support Services

Contact Person: Tom Fesler Contact Phone: 276-8282

Sign-Off Approvals:

Bonnie Wise <small>Assistant County Administrator</small> <u>03/10/2014</u> <small>Date</small>	Tom Fesler <small>Departmental Director</small> <u>03/07/2014</u> <small>Date</small>
Tom Fesler <small>Management and Budget - Approved as to Financial Impact Accuracy</small> <u>03/07/2014</u> <small>Date</small>	Sacha Brown-Taylor <small>County Attorney - Approved as to Legal Sufficiency</small> <u>03/07/2014</u> <small>Date</small>

Staff's Recommended Board Motion:
 Approve Modification No. Four (4) to the revenue producing RFP No. S-0001-09(JSW), Purchasing Card Program Services with FIA Card Services, National Association, a subsidiary of Bank of America Corporation (BOA) that expands the Rebate Multiplier Table maximum net transaction volume. This modification has the potential to increase the number of participating entities utilizing the contract, which in turn has the potential to increase revenue to the County by approximately \$19,143.00, from \$327,599.00 (revenue projected based on Hillsborough County Consortium expenditures in the \$200,000,000 + tier which provided a 1.51% rebate) to \$346,742.00 at the new rate of 1.60%. No additional County funds are required.

Financial Impact Statement:
 This Modification increases the potential revenue projections for FY14 by approximately \$19,143.00, from \$327,599.00 (revenue projected based on Hillsborough County Consortium expenditures in the \$200,000,000 + tier which provided a 1.51% rebate) to \$346,742.00 at the new rate of 1.60%. No additional County funds are required.

Background:
 The Board awarded revenue producing RFP No. S-0001-09(JSW), Purchasing Card Program Services at their regular meeting on August 5, 2009. At the Budget Workshop on August 20, 2009, the Board

14-0219 (1orig)

approved Modification One (1) to the Agreement that increased the percentage of rebate and potential revenue to the County. At the regular meeting on September 2, 2009, the Board approved Modification Two (2) that replaced language for late fees to be in accordance with Chapter 218, Part VII, Florida Statutes known as the Local Government Prompt Payment Act. At the regular meeting on September 21, 2011, the Board approved Modification Three (3) that replaced language in Part D, Agreement, Item 12, pertaining to the venue for issues relating to participating entities outside Hillsborough County.

List Attachments:

Modification Agreement No. Four (4)



SCANNED Agenda Item Cover Sheet

Agenda Item No. 49745

Meeting Date March 19, 2014

Consent Section Regular Section Public Hearing

Subject: Approve Modification No. Four (4) to RFP No. S-0001-09(JSW), Purchasing Card Services with FIA Card Services, National Association, a subsidiary of Bank of America Corporation (BOA).

Department Name: Business & Support Services - Procurement

Contact Person: Tom Fesler Contact Phone: 276-8282

Sign-Off Approvals

Assistant County Administrator _____ Date _____	Department Director  _____ Date _____
Management and Budget - Approved as to Financial Impact Accuracy _____ Date _____	County Attorney - Approved as to Legal Sufficiency _____ Date _____

Staff's Recommended Board Motion: Approve Modification No. Four (4) to the revenue producing RFP No. S-0001-09(JSW), Purchasing Card Program Services with FIA Card Services, National Association, a subsidiary of Bank of America Corporation (BOA) that expands the Rebate Multiplier Table maximum net transaction volume. This modification has the potential to increase the number of participating entities utilizing the contract, which in turn has the potential to increase revenue to the County by approximately \$19,143.00, from \$327,599.00 (revenue projected based on Hillsborough County Consortium expenditures in the \$200,000,000 + tier which provided a 1.51% rebate) to \$346,742.00 at the new rate of 1.60%. No additional County funds are required.

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Background:
 The Board awarded revenue producing RFP No. S-0001-09(JSW), Purchasing Card Program Services at their regular meeting on August 5, 2009. At the Budget Workshop on August 20, 2009, the Board approved Modification One (1) to the Agreement that increased the percentage of rebate and potential revenue to the County. At the regular meeting on September 2, 2009, the Board approved Modification Two (2) that replaced language for late fees to be in accordance with Chapter 218, Part VII, Florida Statutes known as the Local Government Prompt Payment Act. At the regular meeting on September 21, 2011, the Board approved Modification Three (3) that replaced language in Part D, Agreement, Item 12, pertaining to the venue for issues relating to participating entities outside Hillsborough County.

THE BOARD
CLERK

List Attachments:
 Modification Agreement No. Four (4)

2014 MAR 12 PM 2:01

RECEIVED

FOURTH MODIFICATION AGREEMENT

THIS FOURTH MODIFICATION AGREEMENT, dated this 19th day of March, 2014, is entered into by and between **HILLSBOROUGH COUNTY**, a political subdivision of the State of Florida, hereinafter referred to as "COUNTY"; and **FIA CARD SERVICES, NATIONAL ASSOCIATION, A SUBSIDIARY OF BANK OF AMERICA CORPORATION** hereinafter referred to as "CONTRACTOR."

WITNESSETH

WHEREAS, the COUNTY and CONTRACTOR entered into an Agreement dated August 5, 2009 concerning the COUNTY'S RFP No. S-0001-09(JSW), entitled Purchasing Card Program Services, Board of County Commissioners (BOCC) Document Number 09-0810 for Hillsborough County; and

WHEREAS, Modification No. One (1) was approved by the Board of County Commissioners (BOCC) on August 20, 2009 that primarily changed the rebate tier structure and allowed any local government entity to utilize the contract under a Linking Authorization structure whereby the rebate percentage is determined by the combined spend of all the entities utilizing the contract; and

WHEREAS, Modification No. Two (2) was approved by the Board of County Commissioners on September 2, 2009 that replaced language for late fees to be in accordance with Chapter 218, Part VII, Florida Statutes known as the Local Government Prompt Payment Act; and

WHEREAS, Modification No. Three (3) was approved by the Board of County Commissioners on September 21, 2011 that replaced language in Part D, Agreement, Item 12, pertaining to the venue for issues relating to participating entities outside Hillsborough County.

WHEREAS, the Agreement, Part B, General Condition, Page GC-4, Article 8, "Changes In The Work" permits the modification of the terms and conditions thereof; and

WHEREAS, the parties wish to modify certain terms of the Agreement, and

WHEREAS, the parties have determined that modifying the Agreement would inure to their mutual benefit.

NOW, THEREFORE, in consideration of the mutual covenants and provisions contained herein, additional to those heretofore made, the Agreement is hereby modified as follows effective upon BOCC approval:

Delete in its entirety the Standard Transaction Rebate Multiplier Table within Exhibit I, Schedule of Fees and Charges, and replace with the Standard Transaction Rebate Multiplier Table attached as Exhibit I to this Modification Agreement.

All other terms and conditions of the Agreement which do not conflict with this FOURTH MODIFICATION are hereby reaffirmed in their entirety. In the event of a conflict between the terms of this modification and the Agreement, the terms of this modification shall control.

REMAINDER OF PAGE INTENTIONALLY LEFT BLANK

IN WITNESS WHEREOF, the COUNTY and the CONTRACTOR have caused this FOURTH MODIFICATION to be executed below by their duly authorized representatives.

ATTEST: Pat Frank
Clerk of the Circuit Court

COUNTY: Hillsborough County, Florida

BY: *Michelle K. Di...*
Deputy Clerk

BY: *[Signature]*
Chairman,
Board of County Commissioners



ATTEST: CONTRACTOR: FIA CARD SERVICES, NATIONAL ASSOCIATION, A SUBSIDIARY OF BANK OF AMERICA CORPORATION

1st witness to signature

Printed name of 1st witness

2nd witness to signature

Printed name of 2nd witness

By: *[Signature]*
Authorized signature
EVAN TULLOS
(Printed name of signer)
Director
(Printed title of signer)
101 E. Kennedy Blvd
(Business address of Contractor)
239.691.4500
(Phone number of signer)
3/12/14
Date

File# S-0001-09(JSW)	Approval	Date
Department <u><i>[Signature]</i></u>	<u>TF</u>	<u>3/5/14</u>
Procurement Services <u><i>[Signature]</i></u>	<u>TF</u>	<u>3/5/14</u>
County Attorney <u><i>[Signature]</i></u>	<u>SBT</u>	<u>3/7/14</u>

BOARD OF COUNTY COMMISSIONERS
HILLSBOROUGH COUNTY FLORIDA
DOCUMENT NO. 14-0219

ACKNOWLEDGEMENT FOR CORPORATION

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH)

On this 12th of March, 2014, before me the undersigned authority, personally appeared Evan Tullon, to me known to be the individual described in and who executed the foregoing instrument as Director of FIA Card Services, a National Association, a subsidiary of Bank of America Corporation, a Delaware corporation, and who severally and duly acknowledged the execution of such instrument as such officer aforesaid, for and on behalf of and as the act and deed of said corporation, pursuant to the powers conferred upon said officer by the corporation's Board of Directors or other appropriate authority of said corporation, and who, having knowledge of the several matters stated in said foregoing instrument, certified the same to be true in all respects. He/she is personally known to me or has produced FLDL as identification.

A. West

(Official Notary Signature and Notary Seal)

Aurelie West

(Name of Notary typed, printed, or stamped)

EE 53982

(Commission Number)

January 9th 2015

(Commission Expiration Date)

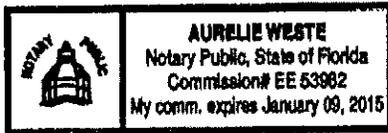


EXHIBIT I

STANDARD TRANSACTION REBATE MULTIPLIER TABLE

S-0001-09(JSW) – PURCHASING CARD PROGRAM SERVICES, FOURTH MODIFICATION

Hillsborough Consortium Annual USD Card Volume Tiers Excludes Large Ticket		Cycle days	7	14	14	30	30	30	30	30
		Grace days	3	3	7	3	7	14	20	25
		REBATE BASIS POINTS								
\$1,000,000	\$9,999,999		92	91	89	87	85	81	73	76
\$10,000,000	\$14,999,999		112	111	109	107	105	101	93	96
\$15,000,000	\$19,999,999		132	131	129	127	125	121	113	116
\$20,000,000	\$39,999,999		147	146	144	142	140	136	128	131
\$40,000,000	\$49,999,999		149	148	146	144	142	138	130	133
\$50,000,000	\$59,999,999		152	151	149	147	145	141	133	136
\$60,000,000	\$69,999,999		153	152	150	148	146	142	134	137
\$70,000,000	\$79,999,999		154	153	151	149	147	143	135	138
\$80,000,000	\$89,999,999		155	154	152	150	148	144	136	139
\$90,000,000	\$99,999,999		156	155	153	151	149	145	137	140
\$100,000,000	\$114,999,999		157	156	154	152	150	146	138	141
\$115,000,000	\$129,999,999		158	157	155	153	151	147	139	142
\$130,000,000	\$149,999,999		159	158	156	154	152	148	140	143
\$150,000,000	\$174,999,999		160	159	157	155	153	149	141	144
\$175,000,000	\$199,999,999		161	160	158	156	154	150	142	145
\$200,000,000	\$249,999,999		162	161	159	157	155	151	143	146
\$250,000,000	\$299,999,999		163	162	160	158	156	152	144	147
\$300,000,000	\$349,999,999		165	164	162	160	158	154	146	149
\$350,000,000	\$399,999,999		169	168	166	164	162	158	150	153
\$400,000,000	+		171	170	168	166	164	160	152	155

LARGE TICKET INTERCHANGE TRANSACTIONS REBATE MULTIPLIER TABLE

Large Ticket Interchange Qualified Transactions		Cycle days	7	14	14	30	30	30	30	30
		Grace days	3	3	7	3	7	14	20	25
Annual Volume		REBATE BASIS POINTS								
\$0	\$1,499,999		44	39	35	31	27	20	15	10
\$1,500,000	\$4,999,999		54	49	45	41	37	30	25	20
\$5,000,000	\$19,999,999		64	59	55	51	47	40	35	30
\$20,000,000	+		74	69	65	61	57	50	45	40