



Texas Department of Motor Vehicles
Business Unit # 60800
Purchase Order # 0000014104

Page: 1 of 2

Payment Terms: NET30 **Freight Terms:** FOB Destination **Ship Via:** US MAIL **PCC:** Q **PO Date:** 03/24/2024 **PO End Date:** 03/23/2025 **PO Method:** PS **Dispatch:** Dispatch Via Print **Rev Dt:**

PLEASE NOTE: ADDITIONAL TERMS AND CONDITIONS MAY BE LISTED AT THE END OF THE PURCHASE ORDER.

Vendor: EPIGNOSIS LLC
1209 N ORANGE ST
WILMINGTON DE 19801-1120
United States

Ship To: 1P00 - TxDMV Warehouse
4000 Jackson Avenue
Austin TX 78731
United States

Ship To Attention: Adale Jean Bishop
Bill To: 4000 Jackson Avenue
Austin TX 78731
United States

Vendor ID: 1455130982 7 001

Purchaser: Quynh-Nhi Ge
Phone: 512/465-4193
Fax: 512/465-5641

Bill To Fax:

Email: Nhi.Ge@txdmv.gov

Bill To Email: DMV_FIN-INVOICES@TxDMV.gov

PO Information:

Notwithstanding anything to the contrary herein, the provision, access, and use of the TalentLMS Services is subject to and governed by the TalentLMS Terms of Service (21 Dec 2023), currently available at <https://www.talentlms.com/terms>, which prevail, govern, and control over any additional or conflicting terms referenced in this Purchase Order, to the extent permitted by Constitution and laws of the State of Texas. For the avoidance of doubt, to the extent any term or condition in the TalentLMS Terms of Service (21 Dec 2023) conflicts with any applicable Texas and/or United States laws or regulations, such term or condition is void and unenforceable. By its acceptance of this Purchase Order, Epignosis acknowledges and agrees TxDMV makes no representations or warranties regarding the enforceability of such term or condition and TxDMV does not waive the applicable Texas and/or United States laws or regulations which conflict with the TalentLMS Terms of Service including, but not limited to, Attorneys Fees, Penalties, and Liquidated Damages, Confidentiality, Conflicting Terms, Governing Law and Venue, Sovereign Immunity, Indemnity, Insurance, No Debt, Pre-Payment / Prompt Payment, Right to Audit, Taxes, and Travel.

Change Orders:

Change orders will be allowed only if unforeseen conditions arise such as, but not limited to, increasing or decreasing quantities or if the department needs dictate changes. All changes shall be in the scope of original work. No verbal change orders shall be permitted. All change orders must be in writing with a Purchase Order Change Notice (POCN) issued by TxDMV Purchasing Section.

Payment:

Payment will be made in accordance with the Texas Prompt Payment Act, TGC, Subtitle F, Chapter 2251. Vendor shall submit one copy of a correct itemized invoice showing the purchase order number, payee ID., remit to address, and phone number on invoice. Vendors may submit an electronic invoice. All electronic invoices shall be sent to DMV_FIN-INVOICES@txdmv.gov (note: There is an underscore "_" between DMV and FIN). All invoices received at the email address will be filed for future reference and you will receive a receipt confirmation email. To avoid the confusion of duplicate invoices, please do not send other copies of this invoice via regular mail, fax or other means. On emails for electronic invoices, include the company name (as it appears on the invoice) and the purchase order number in the subject line to assist in identifying and processing your invoices in a timely manner. TxDMV will not incur any penalty for late payment if payment is made in 30 days or less from receipt of goods or services and a correct invoice, whichever is later.

Note: Warrants will not be issued to a vendor without a current Texas Identification Number.

Special Payment Notes: Pre-payment allowed. Vendor requires payment before start date of 3/24/2023.

Quantity(ies):

Quantities are estimated: TxDMV does not guarantee to purchase any minimum or maximum quantity. TxDMV reserves the right to increase or decrease the quantity(ies) of the purchase order at the same original terms and conditions. The vendor will be notified in writing by purchase order change notice of any requirements for any increased or decreased quantity(ies).

Delivery:

Delivery of goods shall be in accordance with the delivery requirements of this purchase order, any underlying or associated contract for the goods being purchased and any other requirements set for by TxDMV or state law. Upon delivery, the bill of lading shall include at a minimum the following information: TxDMV Division and Contact Name, TxDMV Purchase Order number, Delivery Address, Vendor contact information and return address. If the vendor has an updated delivery schedule or more accurate delivery date, the vendor shall notify the TxDMV contact immediately. Enter any other special delivery requirements.

Authorized Signature

03/15/2024



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Page: 2 of 2

Additionally, this Purchase Order is governed by the current TxDMV Contract Affirmations and TxDMV Contract Terms and Conditions, unless modified by Supplemental Conditions approved and provided by TxDMV. These documents can be found at: <http://www.txdmv.gov/contractors-vendors>. For the avoidance of doubt, unless expressly stated otherwise in this Purchase Order or a TxDMV signature document, in the event of a conflict, ambiguity, or inconsistency between or among any Purchase Order documents, all TxDMV documents take precedence over the Contractors documents, if any.

Invitation for Bid 608-24-11482

Term: 3/24/2024 - 3/23/2025

TxDMV Contact:

Juan Gomez
juan.gomez@txdmv.gov
Phone #(512) 465-1439

Vendor Contact:

Izabela Menga
imenga@epignosishq.com

Line-Sch:	Line Description:	PCA:	Class/Item:	Quantity:	UOM:	Unit Price:	Extended Amt:	Due Date:
1-1	TalentLMS Enterprise Standard plan (5000 Registered users) subscription service for 1 year	30101	956/35	1.0000	YR	\$20,250.00000	\$20,250.00	03/18/2024

Term: 3/24/2024 -
3/23/2025

Contract ID:
0000014104

ReqID:
0000014730

Schedule Total

Item Total for Line # 1

Total PO Amount

All Shipments, Shipping papers, invoices and correspondence must be identified with our Purchase Order Number. Over shipments will not be accepted unless authorized by Purchaser prior to Shipment.

Texas Department of Motor Vehicles Standard Terms and Conditions can be found at: <http://www.txdmv.gov/contractors-vendors>

Authorized Signature

03/15/2024