



Texas Department of Motor Vehicles
 Business Unit # 60800
 Purchase Order # 0000012958

Payment Terms: NET30 **Freight Terms:** FOB Destination **Ship Via:** US MAIL **PCC:** I **PO Date:** 07/20/2023 **PO End Date:** 08/31/2024 **PO Method:** DG **Dispatch:** Dispatch Via Print **Rev Dt:**

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

Vendor: OPEN TEXT INC C/O JP MORGAN
 C/O J P MORGAN LOCKBOX
 24685 NETWORK PL
 CHICAGO IL 60673-1246
 United States

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

Ship To Attention: Lance A Petri
Bill To: 4000 Jackson Avenue
 Austin TX 78731
 United States

Vendor ID: 1460525483 9 000

Purchaser: Jason K Adams
Phone: 512/465-4181
Fax: 512/465-5641

Bill To Fax:

Email: jason.adams@txdmv.gov

Bill To Email: DMV_FIN-INVOICES@TxDMV.gov

PO Information:

DIR Contract - DIR-CPO-4409

The contract between TxDMV and Open Text, Inc. consists of the documents listed below, which are incorporated into this Purchase Order. In the event of any conflicts between the documents, the documents will control in the following order of precedence:

- * The DIR contract (DIR-CPO-4409);
- * The modified Statement of Work dated 9/4/20 as agreed by the parties, including the TxDMV response to vendor questions under the SOW, and including all attachments except for the following attachments:
 - o Attachment A FY 20 Document Volumes;
 - o Attachment J Non-Disclosure Agreement; and
 - o Attachment K - TxDMV Terms and Conditions.
- * The modified TxDMV Terms and Conditions dated 9/18/20 as agreed by the parties;
- * Contractor's modified proposal dated 9/18/20 in which Contractor modified the confidentiality notice as agreed by the parties. However, the Contractor's exceptions to the TxDMV Terms and Conditions and SOW are not incorporated into this contract; and
- * TxDMV Purchase Order, including any Purchase Order Change Notices, but excluding any legal terms and conditions that are posted on the TxDMV website and incorporated into the Purchase Order by reference.

The initial term of the contract will begin on the later of September 1, 2020, or the date listed in the Purchase Order through August 31, 2021.

TxDMV reserves the right to renew the contract for up to four years and 90 days in four or more increments to the extent the DIR contract under which the Purchase Order is issued is in existence at the time of renewal.

Initial Service/Contract Term: September 1, 2020 to August 31, 2021 under PO #0000008662.

First Renewal Service Term: September 1, 2021 to August 31, 2022 under PO #0000008662.

Second Renewal Service Term: September 1, 2022 to August 31, 2023 under PO #0000011413.

Third Renewal Service Term: September 1, 2023 to August 31, 2024 under PO #0000012958.

Fourth/Final Renewal Service Term: September 1, 2024 to August 31, 2025.

Renewals: TxDMV reserves the right to renew the contract for up to four years and 90 days in four or more increments to the extent the DIR contract under which the Purchase Order is issued is in existence at the time of renewal.

Should TxDMV have the need for additional services covered under the Statement of Work (attached) or included in the DIR contract, TxDMV reserves the right to negotiate with the vendor for those needed service(s) with OpenText.

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.

Authorized Signature

07/24/2023



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 (Advance Payment, Payment Type, etc.)

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.

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

TxDMV Contract Monitor:

Lance Petri
lance.petri@txdmv.gov

Vendor Contact:

Vinod Conikee
Client Director | Public Sector | Professional Services
Email: vconikee@opentext.com
Mobile: 346-242-0325
Website: www.opentext.com
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Descriptions

Titles 7.3.1 Certificate of Title Applications
Titles 7.3.1 Certificate of Title Images Form VTR-34
7.3.2 Certified Copy of Original Title
Miscellaneous Documents 7.3.3
Data Extraction Validation Entry 7.7 Images for Audit
Data Extraction Validation Entry 7.7 Junk Titles
Data Extraction Validation Entry 7.7 Surrendered Titles
Data Extraction Validation Entry 7.7 Address Changes
Data Extraction Validation Entry 7.7 Vehicle Transfers (VTNs)
Data Extraction Validation Entry 7.7 Rejections/Acknowledgments
Data Extraction Validation Entry 7.7 Images for Audit

Authorized Signature

07/24/2023



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| Line-Sch: | Line Description: | PCA: | Class/Item: | Quantity: | UOM: | Unit Price: | Extended Amt: | Due Date: |
|--|--------------------------|-------|-------------|------------------|-----------------------------|-------------|--------------------------------|---|
| 1-1 | Digital Imaging Services | 30101 | 920/30 | 2800000.0 000 | EA | \$1.00000 | \$2,800,000.00 | 09/01/2023 |
| | | | | | | | Schedule Total | <input type="text" value="\$2,800,000.00"/> |
| Contract ID: 608-20-9314 | | | | | ReqID: 0000013484 | | | |
| Term: September 1, 2023 to August 31, 2024 | | | | | | | Item Total for Line # 1 | <input type="text" value="\$2,800,000.00"/> |

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.

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Authorized Signature

Louis Adams, MS, CTCM, CTCO

07/24/2023