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| Texas Department of Information Resources |
| Bulk Purchase Agreement BP2022-036 Oracle IAAS/PAAS |
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DIR Bulk Purchase Initiative #BP2022-036

# Summary

For certain Oracle services as described herein, the Department of Information Resources (“DIR”) is establishing this Bulk Purchase Agreement (“BPA”) with Oracle America, Inc. (“Oracle” or “Vendor”) pursuant to TGC 2157.068 and DIR Cooperative Contract No. DIR-TSO-4158 (“DIR Contract”). This BPA is not bound by competitive requirements or dollar thresholds otherwise required of state agencies when making IT commodity purchases. The offerings under this BPA will be available for DIR or Rackspace US, Inc. (“Rackspace”) to purchase on behalf of DIR Shared Technology Services (“STS”) Data Center Services customers (“STS Customers”) for use within the STS program. Capitalized terms used and not defined in this BPA shall have the meaning given to those terms in the DIR Contract.

Orders may be placed on behalf of STS Customers for available Cloud Services through the term of this BPA. Orders placed pursuant to this BPA shall incorporate and be subject to the terms and conditions of the DIR Contract.

# Term of BPA

The initial term of this BPA shall be up to August 31, 2023, commencing on the date of the last signature hereto (the “Initial Term”), and will automatically renew for an additional eleven-month term, unless DIR or Vendor gives notice to the other party at least 30 days prior to the end of the Initial Term that this BPA will not be automatically renewed. DIR or Vendor may terminate this BPA for convenience by giving the other party 30 days written notice. An Order Form (as defined in the DIR Contract) and corresponding PO will survive the expiration or termination of this BPA and the DIR Contract for the then-effective term of such Order Form or PO.

# Service Offering

Services available for purchase through this BPA will be Infrastructure as a Service (“IaaS”) Cloud Services and Platform as a Service (“PaaS”) Cloud Services to be provisioned in an Oracle “U.S. Government” Data Center Region (the “Offerings”). The Offerings will be made available by DIR through the STS Catalog and may be limited based on program requirements (e.g., security).

Use and Access of Cloud Services: Any access and use of IaaS and PaaS Cloud Services acquired under the BPA shall be pursuant to the terms and conditions of the DIR Contract applicable to Cloud Services and the applicable ordering document.

# Pricing

There is no minimum order quantity under this BPA. Regardless of the number of items purchased, Offerings procured under this initiative will be at the bulk rates listed in the attached Exhibit A – Pricing.

# Instructions for ordering

1. **Order Process**
	1. **Rackspace.** Under this BPA, DIR hereby authorizes Rackspace to place orders on behalf of STS Customers as follows:
		1. Rackspace may place an order on behalf of an STS Customer upon receipt of the STS Customer’s request for services under this BPA for use within the STS program. For this type of order, Rackspace shall be the bill-to, ship-to, and service-to entity on the order, and the STS Customer shall be a User (as defined in Appendix M of the DIR Contract) of ordered Oracle services and may be referred to as the “Specified End User” in such order. Any such procurement by Rackspace shall be solely for the purpose of providing services to STS Customers pursuant to Contract No. DIR-PCM-MSA-436 between DIR and Rackspace.
		2. Upon request by an eligible STS Customer, Rackspace may place an order with Oracle and execute an applicable Order Form.
	2. DIR may also place an order on behalf of an STS Customer upon receipt of an STS Customer’s request for such services under this BPA for use within the STS program. For this type of order, DIR shall be the bill-to, ship-to, and service-to entity on the order, and the STS Customer shall be a User of ordered Oracle services and may be referred to as the “Specified End User” in such order. Upon request by an eligible STS Customer, DIR may place an order with Oracle and execute an applicable Order Form.
	3. Each order placed under this BPA shall comply with Cloud Services order requirements set forth in the DIR Contract, including but not limited to the requirement to execute an Order Form and issue a PO for each order.
	4. Any order under this BPA must include the DIR Contract number DIR-TSO-4158 on the applicable PO as well as the following statement, “**DIR Bulk Purchase Initiative BP2022-036.”** Failure to do so may result in the purchase not being considered a Bulk Purchase and as such be subject to state competitive procurement laws. Entity placing the order under this BPA shall submit each PO directly to Vendor and for reporting purposes forward a copy of PO to DIR at bulk.purchase@dir.texas.gov.
2. **Reporting.** Vendor is required to report sales under this BPA in accordance with the reporting requirements of the DIR Contract, with the following modifications:
	1. Vendors are required to insert “yes” in column AA on sales report for all sales made through this BPA.
	2. The reporting of monthly invoiced data will reflect the STS Customer name in each order placed through this BPA.

**Please note:** In accordance with Texas Government Code 2157.068, state agencies making purchases under DIR bulk purchase agreements are not bound by competitive requirements or dollar thresholds otherwise required when making IT commodity purchases for hardware, software, and technology services. If the state agency is unable to utilize the options provided under a DIR bulk purchase agreement, the state agency must follow dollar threshold and competitive requirements. For more information on threshold requirements please visit DIR’s web page, [Procurement Thresholds](https://dir.texas.gov/View-Contracts-And-Services/Pages/Content.aspx?id=43).

# Additional Terms and Conditions

1. Vendor shall maintain Texas Risk and Authorization Management Program (“TX-RAMP”) certification of any Offerings purchased under this BPA throughout the term of any order for such Offerings, as provided by 1 TAC §§ 202.27 and the TX-RAMP Program Manual. Vendor shall immediately (within a reasonable time under the circumstances) notify DIR (in accordance with the notice provisions of the DIR Agreement) and the STS Customer point(s) of contact identified in the applicable order if a risk and management authorization program certification that is the basis for the TX-RAMP certification of any Offering purchased under this BPA is revoked or otherwise removed for any reason within the term of an order for such purchased Offering.
2. Vendor represents, as of the effective date of this BPA:
	1. in accordance with Section 2252.152, Texas Government Code, it is not identified on a list prepared and maintained under Section 2270.0201 (previously 806.051) or Section 2252.153, Texas Government Code as made available on the Texas Comptroller’s internet website;
	2. if Vendor is required to make a verification pursuant to Section 2274.002, Texas Government Code, that it does not boycott energy companies and will not boycott energy companies during the term of this BPA;
	3. if Vendor is required to make a verification pursuant to Section 2274.002, Texas Government Code, that it (A) does not have a practice, policy, guidance, or directive that discriminates against a firearm entity or firearm trade association and (B) will not discriminate during the term of this BPA against a firearm entity or firearm trade association; and
	4. if Vendor is required to make a certification pursuant to Section 2274.0102, Texas Government Code, (A) to its knowledge, the majority of shares of Oracle Corporation’s common stock traded on the New York Stock Exchange are not owned by (i) individuals who are citizens of China, Iran, North Korea, Russia, or a country designated by the Governor as a threat to critical infrastructure; or (ii) a company or other entity, including a governmental entity, that is owned or controlled by citizens of or is directly controlled by the government of China, Iran, North Korea, Russia, or a country designated by the Governor as a threat to critical infrastructure; and (B) Oracle Corporation and Vendor are not headquartered in China, Iran, North Korea, Russia, or a country designated by the Governor as a threat to critical infrastructure; and (C) Vendor is an indirect wholly owned subsidiary of Oracle Corporation, a publicly traded company. The foregoing representation is given based on the assumption, after inquiry, that the Governor has not designated any country other than China, Iran, North Korea, or Russia as a threat to critical infrastructure as of the date of this BPA.

# DIR Contact Information

For questions regarding the DIR’s Bulk Purchase Initiative, please contact:

Hershel Becker

Chief Procurement Officer

hershel.becker@dir.texas.gov | (512) 475-4617

This BPA is executed to be effective as of the date of last signature.

**ORACLE AMERICA, INC.**

**Authorized By:** /Signature on File/

**Name:** Elizabeth Hwang

**Title:** Director, Public Sector Contracts

**Date:** 6/14/2022

**The State of Texas, acting by and through the Department of Information Resources**

**Authorized By:**  /Signature on File/

**Name**: Hershel Becker

**Title:** Chief Procurement Officer

**Date**: 6/14/2022

**DIR Office of General Counsel:** /Initials on File/ 6/14/2022