

PARTICIPATING ADDENDUM
WSCA-NASPO COOPERATIVE PURCHASING ORGANIZATION
DISCOUNTED AIR FARES
Administered by the State of Oregon (hereinafter "Lead State")

DISCOUNT AGREEMENT
Southwest Airlines
Oregon Contract Number: PA-2624
(hereinafter "Contractor")

And

The State of New York(hereinafter "Participating State/Entity")

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1. **Scope:** This addendum covers the WSCA-NASPO Discounted Air Fare contract lead by the State of Oregon for use by state agencies and other authorized entities located in the Participating **State/Entity** authorized by that state's statutes to utilize **state/entity** contracts with the prior approval of the state's chief procurement official.

2. **Participation:** Use of specific WSCA-NASPO cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use **state/entity** contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

INDIVIDUAL CUSTOMER: Each State agency and political subdivision, as a Participating Entity, that purchases products/services will be treated as if they were Individual Customers. Except to the extent modified by this Participating Addendum, each agency and political subdivision will be responsible to follow the terms and conditions of the Discount Agreement; and they will have the same rights and responsibilities for their purchases as the Lead State has in the Discount Agreement. Each agency and political subdivision will be responsible for their own charges, fees, and liabilities. Each agency and political subdivision will have the same rights to any indemnity or to recover any costs allowed in the contract for their purchases. The Contractor will apply the charges to each Participating Entity individually.

3. **Participating State Modifications or Additions to Discount Agreement:**
New York State "Piggyback Agreement" attached.

4. **Participating Agreement Discount Terms and Attached Promotional Letter of Agreement Customer to Receive:**

- Point of sale discounts:
 - Discount amounts and segment commitments as defined in CHART 1
 - 15% discount in Business Select (K)
 - 10% discount in Anytime (Y)
 - 8% discount on select Wanna Get Away fares beyond 7 day Advance Purchase

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- Southwest Airlines fare classes: Point of sale discounts applicable to base fare before taxes and fees
 - *Discount on Southwest Airlines applies to the fare classes "Business Select" (K), "Anytime" (Y) and Public "Wanna Get Away" within 0-7 day(s) advance purchase from the departure date. Fare classification subject to change.*
- Southwest Airlines Markets: ALB-ALL, BUF-ALL, EWR-ALL, LGA-ALL, ISP-ALL, ROC-ALL, MDW-ALL
- One month status match with OAL elite status during the first 30 days of the promotion
- Dedicated Distribution channels as defined in EXHIBIT A
 - SWABIZ, SABRE, APOLLO or other travel agency Global Distribution System (GDS)
- Training, marketing, and communication support to State of New York Travel program

Carriers to Receive:

- Designation of Southwest Airlines as a Preferred Carrier within Customer's travel program and policy
- Goal Requirements: 30% growth over full year 2012 Southwest business based on Southwest Airlines flown data and State travel agency data.
- Screen shots of communication to be shared with Southwest Airlines. Copy and screenshots of communication to be provided.
- The State of New York through the contracted travel management contractor(s) will provide quarterly travel reports to evaluate performance measures.
- Minimum quarterly joint sales initiatives intended to promote and grow the states travel program

initials

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- Quarterly performance reviews to ensure success of the agreement

CHART 1

(Initials)	DISCOUNT	FARE CLASS	CITY PAIRS
	15%	WN: Business Select (K)	ALB-ALL, BUF-ALL, EWR-ALL, LGA-ALL, ISP-ALL, ROC-ALL, MDW-ALL
	10%	WN: Anytime (Y)	ALB-ALL, BUF-ALL, EWR-ALL, LGA-ALL, ISP-ALL, ROC-ALL, MDW-ALL
	8%	Select Wanna Get Away 0-7AP	ALB-ALL, BUF-ALL, EWR-ALL, LGA-ALL, ISP-ALL, ROC-ALL, MDW-ALL

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5. Primary Contacts: The primary contact individuals for this participating addendum are as follows (or their named successors):

Lead State

Name	Gail L. Carter, State Procurement Analyst Oregon Department of Administration, State Procurement Office
Address	1225 Ferry St SE U140 Salem, OR 97301-4285
Telephone	503-378-5501
Fax	503-373-1626
E-mail	Gail.l.carter@state.or.us

WSCA/NASPO

Name	Tim Hay
Address	201 East Main Street, Suite 1405, Lexington, Kentucky 40607
Telephone	503-931-2345
Fax	
E-mail	thay@amrms.com

Contractor

Name	Jeff Haag, Southwest Airlines
Address	PO Box 36611, HDQ-5MD 2702 Love Field Drive Dallas, TX 75235
Telephone	866-569-5793
Fax	
E-mail	jeffrey.haag@wnco.com

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Participating Entity

Name	Mark Milstein
Address	New York State Procurement (NYSPRO) The Office of General Services (OGS), 38 th Floor Corning Tower, Albany, NY 12242
Telephone	518-402-5005
Fax	
E-mail	mark.milstein@ogs.ny.gov

6. Authorized Travel Management Contractor: To access the discounts under this Participating Addendum, Participating State / Entity MUST have an existing Travel Management Contractor (Travel Agency) or MUST use the WSCA-NASPO Travel Center. Participating State / Entity must indicate this below.

Must select one:

WSCA- NASPO Travel Center. Participating State / Entity will access the discounts using the WSCA / NASPO Travel Center. Participating State / Entity has executed a separate Participating Addendum with the US Travel to access the airfares in the WSCA- NASPO Travel Center Booking Tool. Contractor already has valid ARC and Psuedo City Code on file.

Existing Contracted Travel Agency. Participating State / Entity will access the discounts using an existing contracted Travel Management Contractor. Participating State / Entity shall enter the valid and dedicated ARC and dedicated Pseudo City Code in Exhibit H.1 (below). The pseudo city code shall be dedicated for use by the Participating State / Entity only.

7. [Purposely left blank]

8. Discount Agreement Number:

All purchase orders issued by purchasing entities within the jurisdiction of this participating addendum must include the Participating State contract number: PGB 22751 and the Lead State discount agreement number: PA-2624.

**THE DISCOUNT AGREEMENT NUMBER PA-2624 MUST BE SHOWN ON ALL
ORDER DOCUMENTS ISSUED AGAINST THIS PARTICIPATING ADDENDUM**

This Participating Addendum and the Discount Agreement number MA-2624 (administered by the State of Oregon) together with its exhibits, set forth the entire agreement between

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the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Discount Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Discount Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Addendum and the Discount Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms within the Participating State.

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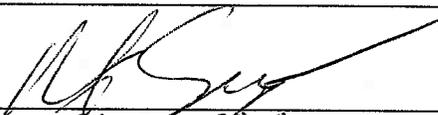
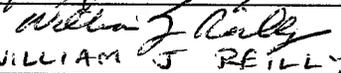
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IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Participating State\Entity:	Contractor:
By: 	By: 
Name:  WILLIAM J REILLY	Name: Richard Sweet
Title: ASSISTANT DIRECTOR, NYS P10 STATEWIDE PROCUREMENT	Title: Sr Director
Date: 11/12/2013	Date: 10/23/13

[Additional signatures as required by Participating State\Entity]

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EXHIBIT A.

AUTHORIZED ARC/IATA* TICKETING LOCATIONS

Participating State/ Entity shall provide the following information to the Contractor. Participating State/Entity shall provide a valid and dedicated ARC and dedicated pseudo city code. The pseudo city code shall be dedicated for use by the Participating State / Entity only.

ARC/IATA	Country	Agency Name	GDS	PCC	Acct. Code/ Corp ID	Redistribution/ Branch Access Yes/No**?	Begin Date	End Date

* Unless otherwise specified, ARC's/IATA's are valid for Travel Validity outlined above.

Redistribution/Branch Access (Home Office Location "HOL") is used in instances where an agency prices and/or views a discount under one Pseudo City Code (PCC) and actually issues the ticket under another PCC (HOL). Typically, when an agency has multiple PCC's for the same ARC/IATA location, they will need "Redistribution" (Apollo/Galileo) or for Sabre "Branch Access" users this is **ONLY for the "Home Office Location" PCC.