

STATE OF OHIO
DEPARTMENT OF ADMINISTRATIVE SERVICES
GENERAL SERVICES DIVISION
OFFICE OF PROCUREMENT SERVICES
4200 SURFACE ROAD, COLUMBUS, OH 43228-1395

OPTIONAL USE CONTRACT FOR: Pharmaceutical Distribution

CONTRACT No.: OT907211

EFFECTIVE DATES: 04/01/11 to 05/31/12

The State of Ohio Department of Administrative Services (DAS) agreed to participate in a cooperative contract for pharmaceutical distribution services, pharmacy supplies and equipment with McKesson Corporation, which is administered by the Commonwealth of Pennsylvania, Department of General Services, Bureau of Procurement. The Commonwealth of Pennsylvania accepted bids submitted in response to its Invitation for Bid No. 6100009341 that opened on 03/04/09. The Commonwealth of Pennsylvania completed the evaluation of the bid response(s). The bidder(s) listed herein were determined to be the lowest responsive and responsible bidder(s) and were awarded a contract under the Commonwealth of Pennsylvania's Contract Number 4400004561. The respective bid response, including the incorporated contract terms and conditions, standard contract terms and conditions, special contract terms & conditions, any bid addenda, specifications, pricing schedules and any attachments incorporated by reference and accepted by DAS, and the State of Ohio Standard Contract Terms and Conditions, and Supplemental Contract Terms and Conditions (Rev. 02/2011), become a part of this Optional Use Requirements Contract.

This Requirements Contract is effective beginning and ending on the dates noted above unless, prior to the expiration date, the Contract is renewed, terminated or cancelled in accordance with the Contract Terms and Conditions.

This Requirements Contract is available to the Department of Mental Health, Office of Support Services, 2150 W. Broad Street, Columbus, OH 43223, as applicable.

Agencies are eligible to make purchases of the listed supplies and/or services in any amount and at any time as determined by the agency. The State makes no representation or guarantee that agencies will purchase any volume of supplies and/or services.

SPECIAL NOTE: State agencies may make purchases under this Requirements Contract up to \$2500.00 using the state of Ohio payment card. Any purchase that exceeds \$2500.00 will be made using the official state of Ohio purchase order (ADM-0523). Any non-state agency, institution of higher education or Cooperative Purchasing member will use forms applicable to their respective agency.

Questions regarding this and/or the Requirements Contract may be directed to:

Terry Spiropoulos
terry.spiropoulos@das.state.oh.us

This Requirements Contract and any Amendments thereto are available from the DAS Web site at the following address:

<http://www.ohio.gov/procure>

Signed: _____
Robert Blair, Director Date

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STATE OF OHIO
PARTICIPATING CONTRACT
FOR
PHARMACEUTICAL DISTRIBUTION
STATE OF OHIO CONTRACT NUMBER OT907211

MASTER CONTRACT NUMBER: 4400004561

AS ISSUED BY THE COMMONWEALTH OF PENNSYLVANIA CAN BE FOUND AT:

<http://www.emarketplace.state.pa.us/BidContracts.aspx>

(SEARCH FOR: CONTRACT NUMBER, 4400004561)

I. SCOPE:

The purpose of this Requirements Contract/Participating Addendum is to establish a participating agreement to purchase pharmaceuticals as described in the Master Agreement, Contract No. 4400004561, which is administered by the Commonwealth of Pennsylvania Department of General Services Bureau of Procurement. The term of this State of Ohio DAS Optional Use Requirements Contract, pursuant to the Commonwealth of Pennsylvania's Bid No. 6100009341, Contract No. 4400004561, and corresponding Participating Addendum agreement with McKesson Corporation shall be for approximately fourteen (14) months, from April 1, 2011 to May 31, 2012, unless renewed, terminated, or funding expires, in accordance with the Instructions, Terms, and Conditions for Bidding, Standard Contract Terms and Conditions, and Supplemental Contract Terms and Conditions, Rev. 10-01-07, and as set forth in the Master Agreement.

II. TERMS AND CONDITIONS:

The following documents contain terms and conditions which will apply to the state of Ohio for this Requirements Contract.

- A. The Commonwealth of Pennsylvania's Contract Number 4400004561, pursuant to the Commonwealth of Pennsylvania's Bid No. 6100009341, for pharmaceutical distribution services, pharmacy supplies and equipment with McKesson Drug Company, which is administered by the Commonwealth of Pennsylvania Department of General Services Bureau of Procurement, including the incorporated contract terms and conditions, standard contract terms and conditions, special contract terms & conditions, any bid addenda, specifications, pricing schedules and any attachments incorporated by reference and accepted by DAS. This contract document may be accessed through the following Web address:

<http://www.emarketplace.state.pa.us/BidContracts.aspx>

- B. The State of Ohio DAS Instructions, Terms and Conditions for Bidding, Standard Contract Terms and Conditions, and Supplemental Contract Terms and Conditions (Rev. 10-01-07). This document may be accessed through the following Web address:

<http://www.procure.ohio.gov/pdf/iandt13.pdf>

- C. The Participating Addendum agreement with the McKesson Drug Co. which corresponds to the above Commonwealth of Pennsylvania Contract Number 4400004561 and State of Ohio DAS Terms and Conditions. A reference copy of this document is provided on the following page.

Participating Addendum

This Participating Addendum documents the agreement between the State of Ohio ("Customer") and McKesson Corporation ("McKesson"). The Participating Addendum shall be effective as of the earliest date on which both McKesson and Customer have executed it (the "Effective Date").

1. Customer's GPO. Customer is an eligible member of Purchasing Alliance for Clinical Therapeutics, LLC ("PACT") and, further, has received approval from the Commonwealth of Pennsylvania to participate as a COSTARS Purchaser, as that term is defined in the contract resulting from Invitation to Bid Number 6100009341 between the Commonwealth of Pennsylvania and McKesson (as the same may be further amended, modified, supplemented, renewed, replaced, restated or extended) (collectively, the "PA Agreement").
2. Terms and conditions. The terms and conditions of the PA Agreement are incorporated into this Participating Addendum, and McKesson agrees to certain modified or additional terms, beyond those available to Customer under the PA Agreement. The terms and conditions of the State of Ohio Department of Administrative Services, General Services Division, Office of Procurement Services, Standard Contract Terms and Conditions and Supplemental Contract Terms and Conditions (Rev. 02-2011) are incorporated into this Participating Addendum ("OH Terms").
3. Order of Priority. If there is any conflict between the PA Agreement and the OH Terms, the terms and conditions of the PA Agreement will prevail. However, the following Sections of the OH Terms shall govern: Section IV.C (Indemnity), Section IV.D (Limitation of Liability), Section I.C (Termination/Suspension) and Section V.K (Governing Law). Notwithstanding anything to the contrary, all pricing shall be governed solely by the terms of the PA Agreement.
4. Term. The term of this Participating Addendum shall commence on the Effective Date and last until terminated by the parties pursuant to its terms or until earlier superseded by amendment, extension or a new agreement regarding the distribution of pharmaceutical products.
5. Deliveries. For Customer and no other COSTARS Purchaser, the following delivery schedule shall apply:

McKesson will make five deliveries per week, Monday through Friday (excluding holidays), to Customer's warehouse location in Columbus, OH.
6. Entire Agreement. This Participating Addendum constitutes the entire agreement between the parties with regard to the subject matter hereof and supersedes all prior agreements, understandings and representations, with the exception of any promissory note, security agreement or customer application document provided by McKesson's credit department or other credit or financially related document(s) executed by Customer or between Customer and McKesson (and whether executed before or after the date of this Participating Addendum).

III. PRIMARY CONTACT:

The primary participating entity contact for this participating addendum is as follows:

Terry Spiropoulos – Purchasing Standards Analyst
Office of procurement Services – State of Ohio
4200 Surface Road, Columbus, OH 43228
(614) 644-6764 office
(614) 644-1785 fax
E-mail: terry.spiropoulos@das.state.oh.us

IV. CONTRACTOR INDEX:

CONTRACTOR AND TERMS:

91760
McKesson Corporation
One Post Street
San Francisco, CA 94104

BID CONTRACT NO.: OT907211-01 (05/31/12)

DELIVERY: Next/Req'd. Bus. Day A.R.O.

TERMS: Net 30 Days

CONTRACTOR'S CONTACT: John Campbell

Telephone: (757) 345-5787

FAX: (413) 581-4705

E-Mail: john.campbell@mckesson.com

ITEM ID NO.: 19072 - Freight charges on orders totaling less than \$500.00.