

**FIFTH MODIFICATION TO
THIRD PARTY ADMINISTRATIVE SERVICES FOR FLEXIBLE SPENDING ACCOUNTS
HEALTHCARE AND DEPENDENT DAYCARE
CONTRACT No. F10B6400004**

THIS FIFTH MODIFICATION is made as of this 10th day of December, by and between P&A Administrative Services Inc. ("P&A" or the "Contractor") and the STATE OF MARYLAND, acting through the Department of Budget and Management, Office of Personnel Service and Benefits, Employee and Labor Relations Division (the "Department").

WHEREAS, on July 6, 2016, the Department entered into a contract with the Contractor for Third Party Administrator (TPA) Services for Flexible Spending Accounts —Healthcare and Dependent Daycare, Project No. F10B6400004, (the "Contract") pursuant to the Request for Proposals for Third Party Administrator (TPA) Services for Flexible Spending Accounts — Healthcare and Dependent Daycare, Project No. F10B6400004 dated October 19, 2015, and all amendments thereto issued in writing by the State (the "RFP").

WHEREAS, the Department and Contractor modified the Contract on December 16, 2016 ("Modification 1") to revise Section 3.9 of the RFP (SOC 2 Type II Audit Report);

WHEREAS, the Department and Contractor again modified the Contract on December 21, 2016 ("Modification 2") to revise RFP Attachment Q-3, Current FSA Plan Design for the Healthcare FSA;

WHEREAS, the Department and Contractor again modified the Contract on August 31, 2021 ("Modification 3") to extend the Contract through December 31, 2022; and

WHEREAS, the Department and Contractor again modified the Contract on May 27, 2022 ("Modification 4") to amend the Contractor's MBE Utilization and Fair Solicitation Affidavit & MBE Participation Schedule and Certified MBE Subcontractor Participation Certification; and

WHEREAS, the parties desire to extend the Contract, while the Department conducts a new procurement for services and awards a new contract, to ensure continuity of the Employee Benefits Division's Third Party Administrator (TPA) Services Program.

NOW THEREFORE, IN CONSIDERATION of the recitals which are hereby made a substantive part hereof, and the promises and the covenants herein contained, the receipt and sufficiency of which are hereby acknowledged, the Department and Contractor agree as follows:

1. **Defined Terms.** All capitalized terms used in this Fifth Modification shall have the same meaning as provided in the Contract.
2. **Duration of Contract.** The Contract term under Contract Section 3, Period of Performance, as previously extended, is hereby extended twelve months, from January 1, 2023 through December 31, 2023, unless terminated earlier as provided in the Contract.

3. **Consideration and Payment.** Payment to the Contractor for the services under the Contract shall remain the same as stated in Contract Option Year Four of the Contractor's Financial Proposal, RFP Attachment F, dated May 2, 2016, and shall not exceed \$551,883.16 for the Contract Extension.
4. **Scope of Fifth Modification.** This Fifth Modification amends the Contract specifically as described herein. Except as specifically revised by the terms of this Fifth Modification, all of the terms of the Contract shall remain in full force and effect and shall apply to this Fifth Modification.

IN WITNESS THEREOF, the parties have executed this Fifth Modification as of the date hereinabove set forth.

CONTRACTOR:

P & A ADMINISTRATIVE SERVICES, INC.

STATE OF MARYLAND:

DEPARTMENT OF BUDGET AND MANAGEMENT

By:

[Redacted Signature]

Print Name and Title

Michael Rizzo, President

Date: November 15, 2022

[Redacted Signature]

Marc Nicole (Dec 10, 2022 23:49 EST)

By: Marc Nicole / DBM Deputy Secretary

Dec 10, 2022

Date

Approved for form and legal sufficiency

this 15th day of November, 2022.

[Redacted Signature]

Assistant Attorney General