

FOURTH MODIFICATION TO THIRD PARTY ADMINISTRATIVE (TPA)
SERVICES FOR FLEXIBLE SPENDING ACCOUNTS
(FSAs) – HEALTHCARE AND DEPENDENT CARE

THIS FOURTH MODIFICATION is made this 11th of May 2015 by and between ConnectYourCare, LLC (Contractor) and the State of Maryland, acting through the Department of Budget and Management.

WHEREAS, the Contractor, Express Scripts, Inc. (Guarantor) and the State of Maryland acting through the Department of Budget and Management executed a contract dated 21st of January, 2010 for Third Party Administrative (TPA) Services for Flexible Spending Accounts (FSAs) – Healthcare and Dependent Care as modified by Modification No. 1 dated May 5, 2012, Modification No. 2 dated April 30, 2013 and Modification No. 3 dated October 15, 2013 (collectively, the “Contract”) relating to Request for Proposals for Third Party Administrative (TPA) Services for Flexible Spending Accounts (FSAs) – Healthcare and Dependent Care, Project No. F10B9200027 issued June 30, 2009 as amended; and

WHEREAS, Section 25 of the Contract requires the Contractor to obtain the prior written approval of the State before subcontracting any portion of the services provided under this Contract and requires that the Contractor’s subcontracts with its subcontractors shall include the terms of Sections 5 through 9 and 11 through 24 of the Contract and any other terms and conditions that the State deems necessary to protect its interests; and

WHEREAS, the Contractor desires to change the subcontractors working on the Contract and the parties desire to modify the Contract so that Contractor can successfully continue to perform the Services.

NOW THEREFORE, IN CONSIDERATION of the promises and the covenants herein contained, the parties agree to modify the Contract as follows:

1. The following subcontractor is no longer working on the Contract:
 - a. [REDACTED], provided a primary data center.
2. The following new subcontractors (collectively referred to as the “New Subcontractors”) are added to the Contract:
 - a. [REDACTED], to provide open enrollment flyers.
 - b. [REDACTED] to provide a primary data center
 - c. [REDACTED], to provide a call center infrastructure for CYC call center staff as well as cross trained representatives for overflow and peak calls.

d. [REDACTED] to provide check printing services.

3. Contractor has completed an Attachment G-7 Subcontractor Questionnaire for each of the New Subcontractors. The four Attachment G-7 Subcontractor Questionnaires are attached hereto as Exhibit A and incorporated by reference herein.

4. Contractor confirms that Contractor's subcontracts with the New Subcontractors include the terms of:

a. Sections 5 through 9 and 11 through 24 of the Contract in accordance with Contract §25 (Subcontracting; Assignment);

b. Attachment G-5:

i. §CC-22: In connection with the HCFSA, [Contractor] agrees to comply with HIPAA security regulations, 45 CFR Part 164, subpart C, including the following: (d) Offeror agrees to ensure that any agent, including a subcontractor, to whom the Offeror provides electronic PHI agrees to implement reasonable and appropriate safeguards;

ii. §CC-23: In connection with the HCFSA, [Contractor] agrees to comply with HIPAA privacy standards, 45 CFR Parts 160 and 164, subpart C, including the following: (f) Offeror shall ensure that any agents, including subcontractors, to whom it provides PHI agree in writing to the same restrictions and conditions that apply to the Offeror with respect to such PHI;

iii. §CC-26: [Contractor] requires any agents/subcontractors it brings onto the project(s) covered by this RFP to comply with the HIPAA standards for EDI; and

c. any other terms and conditions that the State deems necessary to protect its interests.

5. This Modification amends the Contract specifically as described herein. Except as specifically revised by the terms of this Modification, all of the terms of the Contract shall remain in full force and effect and shall apply to this Modification.

IN WITNESS THEREOF, the parties have executed this Fourth Modification.

CONNECTYOURCARE, LLC.
CONTRACTOR

[Redacted Signature Line]

By: *Harrison Stone*

5/11/2015

Date: [Redacted]

Witness/Attest

STATE OF MARYLAND, DEPARTMENT OF
BUDGET AND MANAGEMENT

[Redacted Signature Line]

By: David R. Brinkley
Secretary

May 26, 2015

Date: [Redacted]

Witness

Approved for form and legal

Sufficiency this *14th* day *May*, 2015

[Redacted Signature Line]

Assistant Attorney General