

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

THIS FIFTH MODIFICATION is made as of this 19 of June 2015 by and between ConnectYourCare, LLC, and the State of Maryland, acting through the Department of Budget and Management.

IN CONSIDERATION of the promises and the covenants herein contained, the parties agree to modify the Contract (defined below) as follows:

1. Definitions

In this Modification, the following words have the meanings indicated:

- 1.1 "Contract" means the Contract for Third Party Administrative (TPA) Services for Flexible Spending Accounts (FSAs)-Healthcare and Dependent Care, between the Contractor and the State of Maryland acting through the Department of Budget and Management dated 21st of January, 2010 as amended by a First Modification dated May 5, 2012, Second Modification dated May 10, 2014, Third Modification dated October 15, 2013, and Fourth Modification dated May 26, 2015.
- 1.2 "Contract Year 6" means to the period January 1, 2016 through December 31, 2016 with an eight (8) month run-out administration period extending through August 31, 2017.
- 1.3 "Contractor" means ConnectYourCare, LLC.
- 1.4 "Financial Proposal" means Contractor's Best and Final Proposal dated December 14, 2009.
- 1.5 "Modification" means this Modification Agreement.
- 1.6 "RFP" means the Request for Proposals for F10B9200027 dated June 30, 2009 including attachments and Excel worksheets and as amended.

2. Scope of Modification

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.



3. Term of the Contract

Section 3 of the Contract shall be amended to extend the Contract end date from December 31, 2015 to December 31, 2016 with an eight (8) month run-out administration period extending through August 31, 2017. Provisions regarding run-out, audit rights, dispute resolution, and record retention shall survive the expiration of the Contract.


4. Consideration and Payment; Contract Terms

4.1 The Contract Year 5 pricing as provided in Financial Proposal for Contract Year 5 shall apply without increase for Contract Year 6.

4.2 All provisions in the RFP, Contract, and all documents incorporated therein specific to Contract Year 5, including but not limited to Open Enrollment Services, Performance Guarantees and Reporting Requirements, shall apply to Contract Year 6.

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

Contractor:
ConnectYourCare, LLC


By: _____

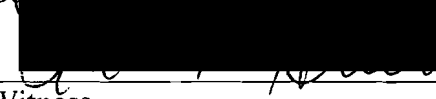
6/19/2015
D _____

W  _____

State Of Maryland:
Department Of Budget and Management



By: David R. Brinkley, Secretary

9/2/15
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W  _____
Witness

Approved for form and legal sufficiency

This 30th day of June, 2015.


Assistant Attorney General

APPROVED BY BPW: 8/26/2015 16-5 Mod
(Date) (BPW Item#)

