

EXHIBIT B

STATE OF CALIFORNIA
STANDARD AGREEMENT
 STD 213 (Rev 06/03)

Cleared *SE*
 CSG
 Dist *10/14/15*

AGREEMENT NUMBER

M6100352

REGISTRATION NUMBER

1. This Agreement is entered into between the State Agency and the Contractor named below:

STATE AGENCY'S NAME

Employment Development Department

CONTRACTOR'S NAME

Bank of America, NA

2. The term of this Agreement is: 8/1/2016 through 7/31/2021, or five (5) years from final approval. In addition, EDD has the option to renew for two (2) additional two (2) year terms.

3. The maximum amount of this Agreement is: \$0.00 No Dollars No Cents. The contract is no cost for the EDD. The Contractor is to provide revenue shares to the EDD in accordance with Attachment VI.1 of their Proposal.

4. The parties agree to comply with the terms and conditions of the following exhibits which are by this reference made a part of the Agreement.

Exhibit A – Scope of Work	2 Pages
Exhibit B * – General Terms and Conditions	GTC 610
Exhibit C – Request for Proposal (RFP) #65466 (Incorporated by reference)	
Exhibit D – Bank of America's response to RFP 65466 (Incorporated by reference)	
Exhibit E - Confidentiality Requirements	3 Pages

Items shown with an Asterisk (*), are hereby incorporated by reference and made part of this agreement as if attached hereto. These documents can be viewed at <http://www.dqs.ca.gov/ols/Resources/StandardContractLanguage.aspx>

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR

CONTRACTOR'S NAME (if other than an individual, state whether a corporation, partnership, etc.)

Bank of America, NA

BY (Authorized Signature)

[Signature]

DATE SIGNED (Do not type)

10/13/2015

PRINTED NAME AND TITLE OF PERSON SIGNING

Dawn Haddock, Director, Senior Treasury Solutions Officer

ADDRESS

555 Capitol Mall, Suite 765
 Sacramento, CA 95814-4503

STATE OF CALIFORNIA

AGENCY NAME

Employment Development Department

BY (Authorized Signature)

[Signature]

DATE SIGNED (Do not type)

10/13/15

PRINTED NAME AND TITLE OF PERSON SIGNING

Xochitl Montano, Manager, Contract Services Group

ADDRESS

800 Capitol Mall, MIC 62-C, Sacramento, CA 95814

California Department of General
 Services Use Only

☒ Exempt per:
 DGS Exemption Letter No. 54.4

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EDD/Bank of America
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EXHIBIT A

SCOPE OF WORK

1. This Agreement is entered into by and between the Employment Development Department, hereinafter referred to as EDD, and Bank of America, hereinafter referred to as Contractor, and is for the purpose of the Contractor establishing, operating and maintaining a comprehensive Electronic Benefit Payment (EBP) service for the EDD.
2. The project representatives during the term of this agreement shall be:

Employment Development Department

Cindy Kakutani
Information Technology Branch
751 N Street, Solar 4
Sacramento, CA 95814
(916) 654-9217

Natalie Mack
Disability Insurance Branch
800 Capitol Mall, MIC 29
Sacramento, CA 95814
(916) 654-7723

Regina Luster-Shaw
Disability Insurance Branch
800 Capitol Mall, MIC 29
Sacramento, CA 95814
(916) 657-3984

Michael Greenlow
Unemployment Insurance Branch
800 Capitol Mall, MIC 1
Sacramento, CA 95814
(916) 651-6187

Bank of America

Dawn Haddock
Director, Senior Treasury Sales Officer
555 Capitol Mall
Sacramento, CA 95814
(916) 326-7825

3. The services shall be provided in accordance with the following sections of the RFP and the Contractor's response to EDD's Request for Proposal #65466:
 - a. Section IV, Administrative Requirements, including Attachment IV.3, Staff Roles and Qualifications Matrix; Attachment IV.8, Employee Confidentiality Statement and IV-9, Indemnity Agreement.
 - b. Section V, EBP Service Requirements, including Attachment V.1, Statement of Work; Attachment V.2, Statement of Work EBP Service Requirements and V.3, Fee Schedule.

EXHIBIT B

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EXHIBIT A

- c. Section VI, Revenue Share Model, including VI.1, Revenue Share.
- d. Exhibit B, Confidentiality Requirements.

EXHIBIT B



Electronic Benefit Payments (EBP) REQUEST FOR PROPOSAL (RFP)

**EDD RFP #65466
Addendum 9**

August 14, 2015

State of California



**Employment Development Department
800 Capitol Mall
Sacramento, CA 95814**

EXHIBIT B



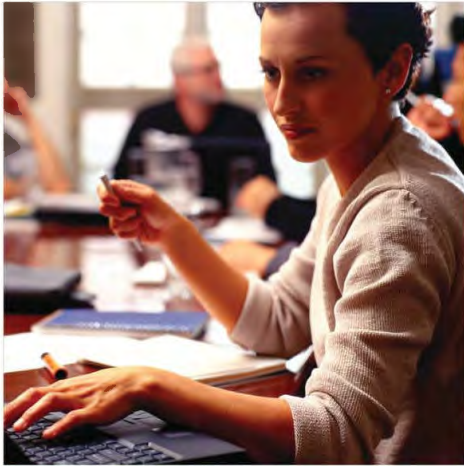
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REQ #	DESCRIPTION	CONTRACTOR AGREES (Y/N/)	COMMENT
321	The Contractor shall not place a limit on the number of replacement cards that may be issued to a cardholder.		
322	The Contractor shall send cardholders new and replacement debit cards using no less than U.S. Postal Service First-Class mail.		
323	The debit card shall contain no less than an ISO 7811-compliant high coercivity magnetic strip.		
324	The Contractor shall allow only one (1) active profile per claimant.		
325	The Contractor shall provide debit cards for each claimant or their authorized representative/heir in accordance with common commercial standards for Visa or MasterCard-branded cards.		
326	The Contractor shall follow standard commercial practices for debit card PIN specifications in conformance with federal and state laws, rules and regulations.		
327	The Contractor shall have in-network (non-surcharge) ATMs available for use by the cardholder in California and nationally outside of California.		
328	The Contractor shall conduct claimant outreach in California Metropolitan Statistical Areas (MSA) affected by a permanent ATM decrease of 5% or more.		
329	Contractor shall facilitate the following disbursement options: • Prepaid Debit card • Direct Deposit Transfer (until direct deposit option is established) • Direct Deposit		
330	Until direct deposit is implemented, the Contractor shall provide claimants the option of receiving benefits by prepaid debit card, or transferring all or any portion of their benefit payments from their debit card to their existing bank accounts at no cost to the claimants.		
331	The Contractor shall provide claimants who elect direct deposit transfer with a way to track deposits transfers to their account via the Contractor's website and via calls to Contractor's customer service call center.		



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Term/Acronym	Definition
Call Attempts	The total calls to the Toll Free Number dialed (a.k.a. Network attempts)
Calls Answered	Calls that are answered by the Customer Service Representative
CFR	Code of Federal Regulations
Configuration Items	Product Deliverables that are subject to configuration management.
Configuration management	Management of a system's performance and its functional and physical attributes by controlling the introduction of changes, i.e., defect corrections or system enhancements
Contractor's Trust Account	For the purpose of calculating revenue share, the average collected daily balance is the total of the daily collected balance on all funds held "in trust" (aggregated amount) for the cardholders each month divided by the number of days in the month. The contractor may maintain balances in individual accounts or one "trust account", but the average collected daily balance calculation is based on the combined total of all cardholder funds.
CPB	Continuity Plan for Business
CSC	Customer Service Center
CSI	Child Support Intercept
CSR	Customer Service Representative
CUIC	California Unemployment Insurance Code
DED	Deliverable Expectations Document
Defect	Issues found during development or testing
Deflected Call	A call that is routed to a deflect message that states, "All agents are busy" when estimated wait in queue exceeds defined level.
DI	Disability Insurance
Direct Deposit	An electronic transfer of a payment directly from the account of the payer to the recipient's account without first transferring funds of the debit card.
Direct Deposit Transfer	An electronic transfer of recipients' benefit payments from their debit card to their existing bank account.
DOL	United States Department Of Labor
EBP	Electronic Benefit Payment
ECN	EDD Client Number
EDD	Employment Development Department
EDD Client Number	A number assigned by the EDD in lieu of a SSN.
FDIC	Federal Deposit Insurance Corporation
Fee	A charge to claimants by the Contractor
FOMC	Federal Open Market Committee
FPO address	Fleet Post Office
FPTL	First Payment Time Lapse
IdM	Identity Management
IEEE	The Institute of Electrical and Electronics Engineers



Connecting California to Infinite Possibilities

Response to State of California Electronic Benefits Payments | Solicitation RFP No. 65466

Volume I – EPB Service Proposal | MASTER COPY

Submitted by:

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July 10, 2015

Bank of America
Merrill Lynch



EXHIBIT B

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REQ #	DESCRIPTION	CONTRACTOR AGREES (Y/N/)	COMMENT
	PINs/passwords.		
320	The Contractor shall not limit the number of times cardholders may change their PINs.	Y	
321	The Contractor shall not place a limit on the number of replacement cards that may be issued to a cardholder.	Y	
322	The Contractor shall send cardholders new and replacement debit cards using no less than U.S. Postal Service First-Class mail.	Y	
323	The debit card shall contain no less than an ISO 7811-compliant high coercivity magnetic strip.	Y	
324	The Contractor shall allow only one (1) active profile per claimant.	Y	
325	The Contractor shall provide debit cards for each claimant or their authorized representative/heir in accordance with common commercial standards for Visa or MasterCard-branded cards.	Y	
326	The Contractor shall follow standard commercial practices for debit card PIN specifications in conformance with federal and state laws, rules and regulations.	Y	
327	The Contractor shall have in-network (non- surcharge) ATMs available for use by the cardholder in California and nationally outside of California.	Y	
328	The Contractor shall conduct claimant outreach in California Metropolitan Statistical Areas (MSA) affected by a permanent ATM decrease of 5% or more.	Y	
329	Contractor shall facilitate the following • disbursement options: • Prepaid Debit card • Direct Deposit Transfer (until direct deposit option is established • Direct Deposit	Y	
330	Until direct deposit is implemented, the Contractor shall provide claimants the option of receiving benefits by prepaid debit card, or transferring all or any portion of their benefit payments from their debit card to their existing bank accounts at no cost to the claimants.	Y	
331	The Contractor shall provide claimants who elect direct deposit transfer with a way to track deposits transfers to their account via the Contractor's website and via calls to Contractor's customer service call center.	Y	
332	Until direct deposit is available, the Contractor shall allow claimants to change their payment disbursement type from	Y	