AMENDMENT OF SOLICITATION/MODIF	FICATION OF CONTRACT	1. CONTRACT ID CODE	PAGE OF PAGES
	•		1 9
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
000130 B. ISSUED BY COL	See Block 16C	7. ADMINISTERED BY (If other then frem 6)	CODE Masc
NASA Shared Services Cente Bldg. 1111, C Road Stennis Space Center MS 39.	r	NASA Shared Services Cent Bldg. 1111, C Road Stennis Space Center MS 3	er
8. NAME AND ADDRESS OF CONTRACTOR PAGE SERVICES, LLC HP ENTERPRISE SERVICES, LLC 13600 EDS DR HERNDON VA 20171-3225	•	98. DATED (SEE ITEM 11)  109. MODIFICATION OF CONTRACT/ORDER NNX 11AAO1C	R NO.
		10B. DATED (SEE ITEM 13)	
1U305	FACILITY CODE	12/27/2010	
THE PLACE DESIGNATED FOR THE RECEIPT OF	OF OFFERS PRIOR TO THE HOUR AND offer already submitted, such change ma wed prior to the opening hour end date a	umbers. FAILURE OF YOUR ACKNOWLEDGEMENT D DATE SPECIFIED MAY RESULT IN REJECTION OF ay be made by telegram or letter, provided each telegram specified.	YOUR OFFER. If by
See Schedule			
13. THIS ITEM ONLY APPLIES TO	MODIFICATION OF CONTRACTS/ORI	DERS. IT MODIFIES THE CONTRACT/ORDER NO. AS	DESCRIBED IN ITEM 14.
		THE CHANGES SET FORTH IN ITEM 14 ARE MADE II  COT THE ADMINISTRATIVE CHANGES (such as change).	
appropriation date, etc.) SET FOR	RTH IN ITEM 14, PURSUANT TO THE A	AUTHORITY OF FAR 43 103(b).	
	ENT IS ENTERED INTO PUPSUANT T		
X 52.212-4 Contract 1		- Commercial Items, (c) Cha	inges
U OTHER (Specify type of mountain	on and authority)		
. IMPORTANT: Contractor is not	(X) is required to sign this document	and return 1 copies to the issu	uing office.
		, including solicitation/contract subject matter where fet	
IASA - Agency Consolidated	End-user Services (	ACES)	
ADD:			
1.1) Increased NOMAD Defaul	t Mailbox Size		
Payment Terms:			
let 30 days	0		
Except as provided nersin, all terms and conditions of	the document referenced in Item 9A or	10A, as heretofore changed, remains unchanged and is	n full force and effect.
ISA. NAME AND TITLE OF SIGNER (Type or print)	1. 1.00	16A NAME AND TITLE OF CONTRACTING OF	FICER (Type or print)
voseph w. Lentine, Com	tract Manager	William R. Horton	/ 16C, DATE SIGNED
DB. GENTRACIONOFFERON	A.2 /AQ	16B UNITED STATES OF AMERICA	A A CO
(Signature of person authorized to sign)	02/08/13	Sonature Contractify Silicer)	- 4412
18N/540-01-163-8670			STANDARD FORM 30 (REV. 10-83) Prescribed by GSA

STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243

The purpose of this modification is to incorporate the following:

Incorporate one (1) approved Infrastructure Upgrade Proposals (IUP), (A.1) Increased NOMAD Default Mailbox Size Option 2 at a Firm Fixed Price (FFP) of

In accordance with Section 3.3, Infrastructure Upgrade Ordering Process, the additional technology service referenced below is hereby incorporated into this Contract for the Option 2 technical approach and FFP set forth below.

ITEM NO.	IUP NO./ ESD REQUEST ID	IUP DESCRIPTION	PROPOSAL DATE	EFFECTIVE DATE	PRICE	DELIVERY
A.1		Increased NOMAD Mailbox Size	02/05/2013	February 11, 2013		Completion date is October 31, 2015
	TOTAL					

**A.1- Increased NOMAD Default Mailbox Size:** The purpose of this IUP is to propose a modification to the NOMAD Exchange 2010 design which will provide all NOMAD users larger mailboxes. This IUP covers up to 65,000 accounts

**B. SERVICES** – Provide a qualified support resource to deliver the requested dedicated services.

HP Enterprise Services, LLC (HPES) is pleased to submit the following Infrastructure Upgrade Proposal (IUP) to provide increased default mailbox size with two options:

- Option 1 2GB for NOMAD users
- Option 2 1GB for 90% and 2GB for 10% of NOMAD users

HPES will obtain and install the necessary hardware into the NOMAD environment and continue operating and maintaining the hardware over the period of performance. The Period of Performance includes the initial planning, procurement, configuration, and implementation of the identified hardware and software, beginning on February 11, 2013 (timed so implementation will be completed by the Exchange 2010 Upgrade Project's Operational Readiness Review (ORR) milestone) which is currently scheduled for completion in July 2013. After successful completion of the ORR, and Authority to Operate has been received, HPES will provide ongoing support service prices that would cover the remainder of the ACES Base Period and for the two ACES Option Periods.

As part of ACES, HPES supports and maintains NOMAD (NASA Operational Messaging and Directory), providing email and calendaring, instant messaging, mail relay, large file transfer, Blackberry Enterprise Services, and ActiveSync services to NASA end users. The current default mailbox size is 400 MB for 90% of NOMAD users and 1 GB for 10% of NOMAD users. The NOMAD infrastructure is currently located at two NASA sites, the NDC-MSFC and NDC-JSC. A project is currently in progress to upgrade NOMAD from Exchange 2007 to Exchange 2010. HPES will implement the mailbox size increase at ORR.

The increase in default mailbox size being requested by NASA exceeds the mailbox size requirements that were built into the ACES Base Services fixed price CLIN structure, so the effort to increase the mailbox size is being treated as a separate IUP response with HPES' proposed pricing to provide the increased service capability. The increased service capability will be sized for up to 65,000 accounts per the ACES PWS Section 4.1.1. Should the number of NOMAD accounts exceed 65,000 users, a separate IUP would be required to provide the increased mailbox size for the additional accounts. To provide the requested capacity, HPES will procure, install, and configure additional SAN storage and backup hardware, as well as any software licenses required to support the additional capacity and backup solution. NASA will have title to the equipment and HPES will provide operational support for the equipment. The additional hardware will be installed and configured prior to the Exchange 2010 ORR, and the additional mailbox size increase will be available to users as the users are migrated to Exchange 2010. HPES will maintain, manage and monitor the additional hardware in the same manner that the existing NOMAD hardware is maintained.

HPES will leverage the existing monitoring, antivirus, management, and patching infrastructure that is currently in place and supporting the existing NOMAD systems, located in the NDC at MSFC and the NDC at JSC.

Following are the services HPES will provide:

- Procure additional SAN storage and backup hardware. Configure systems per the NOMAD As-Built documentation.
- Configure Exchange 2010 for the default mailbox size of 1 GB; configure 10% of mailboxes, as identified by NASA, at 2 GB (Option 2).
- Operate, maintain, monitor, and patch the system according to currently documented NOMAD policies and procedures.
- Provide As-Built Documentation. This deliverable will be provided by Exchange 2010 ORR. The documentation will be stored on the NOMAD SharePoint site in an access restricted location, as it contains SBU data.
- Provide Weekly Team Status Updates to the NASA NOMAD POC during implementation.

In order to support the increased mailbox size, HPES will add additional SAN storage, backup capacity, and backup servers to the infrastructure. The solution includes the implementation labor to install and configure the hardware, present the storage to the Exchange servers, configure the additional Exchange databases, and backup jobs. It also includes ongoing labor to maintain the additional hardware as well as support larger mailboxes – i.e. mailbox restores, mailbox moves, etc.

HPES will incorporate the requested increased mailbox size into the Exchange 2010 project as an additional requirement of the project. Since it is critical that the performance of this IUP take place to coincide with the Exchange 2010 project, HPES plans to perform the implementation according to the following projected timetable:

• February 11, 2013 – March 31, 2013 – Project planning of mailbox expansion, beginning of procurement of HW/SW, and securing of the requirements noted above in Section 4.0 (floor space, power, cooling, and/or cabling/network connectivity).

- April 1, 2013 June 30, 2013 Implementation: installation and configuration of HW/SW prior to ORR.
- July 2013 October 31, 2021 Ongoing support to maintain the additional hardware as well as support of larger mailboxes i.e. mailbox restores, mailbox moves, etc.

### C. PRICING -

There are two components of the pricing for HPES to provide increased mailbox sizes: implementation and ongoing operations support. HPES will provide an implementation price, spread across 3 monthly payments. The first two monthly fixed price amounts cover the implementation labor and the third month fixed price amount covers the monthly labor plus the hardware related purchase price. A fixed monthly price for ongoing operations support for the increased mailbox sizes is shown below to begin in July 2013 and cover the contract periods through the end of the contract.

Pricing for the labor for both implementation and ongoing support is provided using the ACES Contract Attachment I-10: Schedule of Fully Burdened Labor Rates, for the applicable contract years (CY1-CY10) using the labor categories – , and

**Option 1** has previously been submitted and is for a default mailbox size of 2 GB for all users.

**Option 2** is for a mailbox size of 1 GB for 90% of the users and 2 GB for 10% of the users.

#### Period of Performance -

HPES has assumed a period of performance (POP) of February 11, 2013 through October 31, 2021, \* Subject to NASA's decision to exercise the ACES Option Periods. Note: Any change to the Exchange 2010 ORR date will affect the implementation timeline.

### D. BILLING SCHEDULE -

There are three components of the implementation, each priced separately below: additional storage capacity, additional Exchange configuration, and additional backup capacity.

Implementation labor includes hardware installation, presenting the additional storage to the Exchange servers, configuring Exchange to utilize the additional storage, installing and configuring the backup hardware and servers, and configuring the backup jobs.

Implementation - To be performed within the ACES Base Period, CY2 Only

Item	Sub-Item	Option 1 Description	Option 1 Price	Option 2 Description	Option 2 Price
Additional Storage	Hardware/ Software	EMC VNX 7500 SAN storage, (304) 900 GB drives, 1 rack (per site, two sites)		EMC VNX 7500 SAN storage, (112) 900 GB drives, 1 rack (per site, two sites)	_
Capacity	Labor Price	Install and configure SAN storage		Install and configure SAN storage	
	Hardware/ Software	n/a	-	n/a	
Additional Exchange Configuration	Labor Price	Present SAN storage to Exchange servers, configure additional Exchange databases		Present SAN storage to Exchange servers, configure additional Exchange databases	
Additional Backup Capacity	Hardware/ Software	• Virtual Tape Library (VTL) with de- duplication capabilities, 120 TB storage (per site, two sites) • (4) HP DL380 Gen8 Servers (per site, two sites) • (4) Backup Exec Server licenses (per site, two sites)		• Virtual Tape Library (VTL) with de- duplication capabilities, 60 TB storage (per site, two sites) • (2) HP DL380 Gen8 Servers (per site, two sites) • (2) Backup Exec Server licenses (per site, two sites)	
Capacity	Labor Price	Install and configure VTL, install and configure backup servers, present VTL to backup servers, configure additional backup jobs.		Install and configure VTL, install and configure backup servers, present VTL to backup servers, configure additional backup jobs.	
		Implementation Price Option 1:		Implementation Price Option 2	

HPES will obtain 60-month coverage for HW/SW maintenance for the equipment, which is included in the IUP. NASA will own the equipment, and HPES will maintain the equipment. The ACES PWS requirement 4.1.1 Item U requires that all hardware be refreshed after 5 years. However, NASA has instructed HPES to remove the pricing for refresh in this proposal. Refresh will be priced and included in a separate IUP at such time as NASA requests a refresh.

Infrastructure Implementation Refresh (Previously proposed in CY7) - The pricing for refresh has been eliminated per discussions with NASA. HPES is not obligated under this IUP to perform a refresh in 2018, and there will be a separate charge for performing the refresh at the time NASA requests a refresh.

Implementation Labor Detail- The following table provides the detail of the labor pricing reflected in the above infrastructure implementation table.

### Implementation Labor Breakdown - To be performed during the ACES Base Period, CY2 Only

Implementation Labor Price Breakdown (one time)									
Description	Labor Category	Labor Rate(Hourly	Option 1 Hours	Option 1 Price	Option 2 Hours	Option 2 Price			
Implementation -Storage (one time price)									
Implementation - Exchange configuration (one time price)									
Implementation -									
Backup (one time price)									
			Implement. Labor Price Option 1:		Implement. Labor Price Option 2:				

Ongoing Operations- Ongoing support is estimated based on per month throughout the POP as shown in the table below for Option 1, beginning in July 2013. If Option 2 is selected, the labor and charge will be less. For both options, the Ongoing Operations price includes maintaining the additional hardware, monitoring and patching the additional hardware, and data restores for Security, FOIA, and End User requests.

### Ongoing Operations Labor Pricing – For the remainder of the ACES Base Contract Period (July 1, 2013 – Oct 31, 2015)

2010 30	Ongoing Operations Price – Remainder of the ACES Base Contract Period							
	ongoing operations river itematical of the front base contract relief							
ACES Base Contract Period	Labor Category	Hourly Rate	Price Option 1 Monthly Hours	Price Option 1 Monthly Price	Price Option 1 Yearly Price	Price Option 2 Monthly Hours	Price Option 2 Monthly Price	Price Option 2 Yearly Price
CY2 July 2013 – Oct 2013								
CY3 Nov 2013 – Oct 2014								
CY4 Nov 2014 – Oct 2015								
	I	I	Operati	Ongoing ions for Option 1:			ing Operations ag Option 2:	

# Ongoing Operations Labor Pricing – For ACES Contract Option Period 1 (Nov 1, 2015 – Oct 31, 2018)

2018)								
	Ongoing Operations Price – ACES Option Period One							
ACES Base Contract Period	Labor Category	Hourly Rate	Price Option 1 Monthly Hours	Price Option 1 Monthly Price	Price Option 1 Yearly Price	Price Option 2 Monthly Hours	Price Option 2 Monthly Price	Price Option 2 Yearly Price
CY5 Nov 2015 – Oct 2016								
CY6 Nov 2016 – Oct 2017								
CY7 Nov 2017 – Oct 2018								
	1		Operati	Ongoing ions for Option 1:			ing Operations ag Option 2:	

### Ongoing Operations Labor Pricing – For ACES Contract Option Period 2 (Nov 1, 2018 – Oct 31, 2021)

2021)	Ongoing Operations Price – ACES Option Period One							
ACES Base Contract Period	Labor Category	Hourly Rate	Price Option 1 Monthly Hours	Price Option 1 Monthly Price	Price Option 1 Yearly Price	Price Option 2 Monthly Hours	Price Option 2 Monthly Price	Price Option 2 Yearly Price
CY8 Nov 2018 – Oct 2019								
CY9 Nov 2019 – Oct 2020								
CY10 Nov 2020 – Oct 2021								
	1		Operat	Ongoing ions for Option 1:			ing Operations ag Option 2:	

HPES will invoice NASA in three payments for implementation during CY2 as shown in the table below.

Beginning July 2013, HPES will invoice NASA for ongoing operations support at the Monthly Price shown in the three tables above in accordance with the applicable Contract Year

**Summary of Price and Invoicing Schedule** 

Price Summary	Option 1 Price	Option 2 Price
Total Implementation price - HW/SW/Labor Billable in three one-month payments:		
April 2013		
May 2013		
June 2013		
Ongoing Operations – Base Contract Period		
Ongoing Operations – Contract Option Period 1		
Ongoing Operations – Contract Option Period 2		
Total Ongoing Operations Price (July 2013 – Oct 2021) Billable as a monthly charge beginning July 2013:		
Monthly Charge		
Total:		

#### E. ASSUMPTIONS –

In NASA's email communication of Oct. 31, 2012, NASA requested a change in the mailbox size. Version 1.4 of this IUP provides an option, designated "Option 2", which will allow for increased mailbox size for 90% of users at 1 GB mailbox size and 10% of users at 2 GB mailbox size. NASA will be responsible for identifying the 10% of users who will receive the 2 GB mailbox size. The previous requirement for the 2 GB mailbox size for all mailboxes remains in the proposal as "Option 1" for comparison sake.

In an October 10, 2012 discussion with NASA, NASA informed HPES that technology refresh after 5 years, a requirement of ACES PWS requirement 4.1.1 Item U, is not included in this IUP and will be addressed at a later date in a different IUP. This Version 1.4 proposal removes all HPES commitments to, and pricing for, the refresh which had previously been proposed to take place in 2018.

In response to NASA's request of February 4, 2013, pricing has been presented to align with the ACES Base Period and Option Periods; however there are no changes to the actual price in this version.

The following requirements are necessary for a successful project and are requested to be provided by NASA, and/or the NICS contractor at no charge to HPES. All requirements must be fulfilled (3) months prior to the Exchange 2010 ORR.

Requirement	Responsible Party
Provide data center floor space, redundant power, and cooling for the additional racks - 2 racks in the NDC-MSFC data center and 2 racks in the NDC-JSC data center (needed by April 1, 2013).	NASA
Assign a NASA Property Custodian for the hardware, who will maintain the equipment in the NASA Asset Management systems, and perform all inventory control tasks associated with the hardware.	NASA
Provide cabling and network connectivity for the additional hardware (Needed by April 1, 2013).	NICS
Provide IP addresses. The initial estimate is that a minimum of 12 IP addresses are required (needed by April 1, 2013).	NICS

- 2. Attachment I-7, Summary of IUPs incorporated into this contract is replaced in its entirety as reflected on the attached document.
- 3. All other terms and conditions of this contract remain unchanged.

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Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
	Microsoft Enterprise License Bridge	06/17/2011		004
	Enhanced System Admin Services – HQ/ITCD	12/15/2011		018/ 095
	Enhanced System Admin Services – HQ/ADMIN	12/15/2011		018/ 096
005738	File Services Seat Support - GRC	12/29/2011		021/035
005528	Dedicated System Admin Services- GRC/R	12/29/2011		021
005230	Dedicated System Admin Services- GRC/D	12/29/2011		021
005231	Dedicated System Admin Services – GRC/BLDG 3	12/29/2011		021
005232	Dedicated System Admin Services- GRC/FT	12/29/2011		021
005233	Dedicated System Admin Services - GRC/H	12/29/2011		021
005235	Dedicated System Admin Services – GRC/BLDG 142	12/29/2011		021
005962	Enhanced System Admin Services – HQ/SMD	01/10/2012		025/ 096
007721	Purchase of ODIN Assets – JSC	01/25/2012		028
009134	Enhanced System Admin Services – HQ/CSSC	01/25/2012		028/ 129
009132	MIP Solution - NSSC	01/25/2012		028
010935	Dedicated System Admin Services – SSC/GPO	02/03/2012		030

Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
012037	Dedicated Support Services - MSFC/XP	02/13/2012		032/ 122
01239	Dedicated System Administration Services - MSFC/NEACC	02/13/2012		032
013470	Enhanced System Administrator Services - HQ/COOP	02/13/2012		032/ 091
14202	DSA Support – LaRC/COD	02/27/2012		035/088/ 128
15448	DSA Support –LaRC/A1	02/24/2012		035/088
14203	DSA Support – LaRC/D5	02/24/2012		035/ 088
14204	DSA Support – LaRC/D322	02/24/2012		035/ 088
14208	DSA Support – LaRC/AH	02/24/2012		035/ 088
15195	DSA Support – LARC/C1	02/24/2012		035/ 088
14227	DSA Support – LaRC/D214	02/24/2012		035/ 088
16984	DSA Support – LaRC/E5-E6	02/24/2012		035/088/113
14228	DSA Support – LaRC/E4	02/24/2012		035
14223	DSA Support – LaRC/B2	02/24/2012		035
14224	DSA Support – LaRC/C2	02/24/2012		035
14210	DSA Support – LaRC/D304	02/24/2012		035/ 129
12528	DSA Services – MSFC/Bldg 4200	02/24/2012		035
15009	Dedicated Move Support Services at MSFC/AS21	02/24/2012		035/066/084/ 089/096/108
5944	DSA Services- SSC/KACE	02/24/2012		035

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# ATTACHMENT I-7 SUMMARY OF INFRASTRUCTURE UPGRADE PROPOSALS (IUP)

Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
14278	Move Support - HQ	02/24/2012		035/66/119
14370	DSA Support – LaRC/E3	02/24/2012		035
18338	Dedicated System Administration Services – ARC/A	03/12/2012		038
18336	Dedicated System Administration Services – ARC/JA	03/12/2012		038
18337	Dedicated System Administration Services – ARC/HR	03/12/2012		038
18837	Enhanced System Administration Services – HQ/Lenel	03/12/2012		038
17802	Google Pilot Support- HQ	03/01/2012		038
24140	Move Support – KSC/GSD&O, LX	03/16/2012		042
25797	ELVIS II Computer Seat Installation	03/21/2012		042/049/058/ 078
29944	JSC Software and Support Purchases	03/30/2012		045
28333	Enhanced System Administration Services – HQ/SW Librarian	03/30/2012		045/ 095

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Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
24602	Move Support II – KSC/GSD&O, LX	03/23/2012		045
35115	Dedicated Support Services – GRC/KACE	04/13/2012		049
36916	Enhanced System Administration Support - GSFC/JPSS	04/19/2012		051
23212	DFRC Purchase of ODIN Assets	04/24/2012		051
29162	Dedicated Support Services – NSSC/KACE	05/01/2012		053
42881	Move Support – GRC/GESS IT	05/11/2012		057
/46546	Dedicated System Support - DFRC/MI	05/21/2012		058
48923	ProofPoint Privacy Module Pilot – Phase I	05/30/2012		061
/50377	Domain Controllers - JSC/MCC	6/01/2012		062
	DAR Expedited Deployment - NSSC	7/24/2012		071
	NSSC Early Tech Refresh	8/6/2012		074
	JSC Software and Support Purchase	8/6/2012		074
	GRC Equipment Usage- "Lights On"	8/24/2012		078

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Proposal No. /ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
	KSC WINS Server Support	09/27/2012		087
	SSC Early Tech Refresh	10/03/2012		090
	Elevated Privileges (EP) Provisioning Support – SSC	10/12/2012		093
	LaRC Early Tech Refresh	10/12/2012		093
	MSFC/Bldg. 4200-SEB	10/30/2012		095
	Landsat Data Continuity Mission (LDCM) Support – GSFC	11/20/2012		102
	Expedited DAR Encryption - GSFC	11/28/2012		105
	Enhanced Support for DAR Installation and Activation – HQ	12/3/2012		108
	MSFC Software Maintenance Purchase	12/20/2012		116
	GSFC Early Tech Refresh - Additional	12/20/2012		116
	JSC Move Support (Bldg 4S)	01/09/2013		120
	GSFC Early Tech Refresh	01/10/2013		121
	KSC New Seat Installs- TOSC	01/17/2013		122/ 125

Proposal No. /ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
	Early Tech Refresh IUP – GSFC (Singer)	01/30/2013		125
	Dedicated Support – Air Force Contact Records- KSC	01/30/2013		125
	Early Tech Refresh-LaRC (Jan. 2013)	01/30/2013		125
	Early Mobility Upgrade- WFF (Stuchlik)	01/30/2013		125
	Vidyo Plugin Support for NASA DMV Pilot	02/01/2013		126
	Increased NOMAD Mailbox Size	02/06/2013		130