

**AMENDMENT 1
TO
MASTER SERVICE AGREEMENT
BY AND BETWEEN
CHILLICOTHE TELEPHONE COMPANY (dba HORIZON)
AND
THE STATE OF OHIO, DEPARTMENT OF ADMINISTRATIVE SERVICES**

This is an Amendment to the Master Service Agreement (MSA), effective December 23, 2010, ("Agreement") between the Department of Administrative Services ("DAS") on behalf of the State of Ohio ("the State") and ~~Horizon dba~~ ^{Al}Chillicothe Telephone Company ("Horizon" or "Service Provider"), jointly referred hereto as ("the Parties"). ~~SAS~~ _{dba Horizon SAS}

WHEREAS, the State of Ohio issued an Executive Order on June 21, 2011 ("E.O. 2011-12K Governing the Expenditure of Public Funds for Offshore Services").

The Service Provider affirms to have read and understands Executive Order 2011-12K that is attached and shall abide by those requirements in the performance of this Contract. Notwithstanding any other terms of this Contract, the State reserves the right to recover any funds paid for services the Service Provider performs outside of the United States for which it did not receive a waiver. The State does not waive any other rights and remedies provided the State in this Contract.

The Service Provider agrees to complete the attached Executive Order 2011-12K Affirmation and Disclosure Form which is incorporated and becomes a part of this Agreement.

This Amendment also extends the Term of the MSA from July 1, 2011 through June 30, 2013.

All provisions of the Master Service Agreement not addressed by this Amendment remain in full force and effect.

IN WITNESS WHEREOF, the Parties have executed this Agreement which shall be effective on the date signed by the State, "Effective Date."

**CHILLICOTHE TELEPHONE COMPANY
dba
HORIZON**

Steve A. Steele
Signature

Steve A. Steele
Printed Name

VP - Sales & Marketing
Title

10-21-11
Date

**STATE OF OHIO,
DEPARTMENT OF ADMINISTRATIVE
SERVICES**

Robert Blair/SAS
Signature

Robert Blair
Printed Name

Director
Title

12/1/11
Effective Date



JOHN R. KASICH
GOVERNOR
STATE OF OHIO

Executive Order 2011-12K

Governing the Expenditure
of Public Funds for Offshore Services

WHEREAS, State of Ohio officials and employees must remain passionately focused on initiatives that will create and retain jobs in the United States in general and in Ohio in particular, and must do so especially during Ohio's continuing efforts to recover from the recent recession.

WHEREAS, allowing public funds to pay for services provided offshore has the potential to undermine economic development objectives in Ohio.

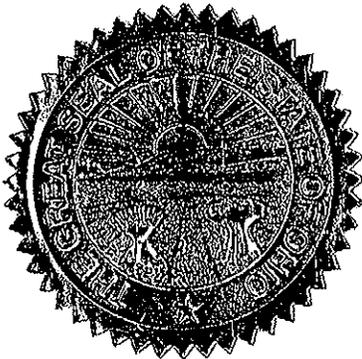
WHEREAS, the expenditure of public funds for services provided offshore may deprive Ohioans and other Americans of critical employment opportunities and may also undermine efforts to attract businesses to Ohio and retain them in Ohio, initiatives in which this State has invested heavily.

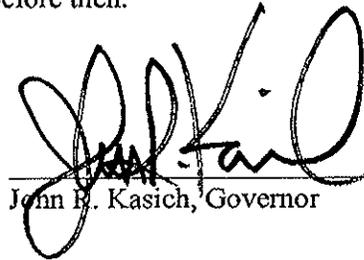
NOW THEREFORE, I, John R. Kasich, Governor of the State of Ohio, by virtue of the authority vested in me by the Constitution and the laws of this State, do hereby order and direct that:

1. No State Cabinet Agency, Board or Commission ("Executive Agency") shall enter into any contract which uses any public funds within its control to purchase services which will be provided outside the United States. This Executive Order applies to all purchases of services made directly by an Executive Agency and services provided by subcontractors of those providing services purchased by an Executive Agency.
2. This Executive Order will be personally provided, by the Director, Chair or other chief executive official of each Executive Agency, to the Chief Procurement Officer or other individual at that entity responsible for contracts for services.
3. The Department of Administrative Services, through Ohio's Chief Procurement Officer, shall have in place, by July 1, 2011, procedures to ensure all of the following:
 - a. All agency procurements officers (APOs), or the person with equivalent duties at each Executive Agency, have standard language in all Executive Agency contracts which:
 - i. Reflect this Order's prohibition on the purchase of offshore services.

- ii. Require service providers or prospective service providers to:
 - 1. Affirm that they understand and will abide by the requirements of this Order.
 - 2. Disclose the location(s) where all services will be performed by any contractor or subcontractor.
 - 3. Disclose the locations(s) where any state data associated with any of the services they are providing, or seek to provide, will be accessed, tested, maintained, backed-up or stored.
 - 4. Disclose any shift in the location of any services being provided by the contractor or any subcontractor.
 - 5. Disclose the principal location of business for the contractor and all subcontractors who are supplying services to the state under the proposed contracts.
 - b. All APOs confirm that all quotations, statements of work, and other such proposals for services affirm this Order's prohibition on the purchase of offshore services and include all of this Order's disclosure requirements.
 - i. Any such proposal for services lacking the affirmation and disclosure requirements of this Order will not be considered.
 - ii. Any such proposal where the performance of services is proposed to be provided at a location outside the United States by the contractor or any subcontractor will not be considered.
 - c. All procurement manuals, directive, policies, and procedures reflect the requirements of this Order.
 - d. All APOs have adequate training which addresses the terms of this Order.
4. Nothing in this Order is intended to contradict any state or federal law. In addition, this Order does not apply to:
- a. Services necessary to support the efforts of the Department of Development to attract jobs and business to the state of Ohio;
 - b. Academic, instructional, educational, research or other services necessary to support the international missions of Ohio's public colleges and universities; or
 - c. Situations in which the Director of the Department of Administrative Services, or the Director's designee, shall determine that it is an emergency or that it is necessary for the State to waive some or all of the requirements of this Order. The Director shall establish standards by which Executive Agencies may request a waiver of some or all of the requirements of this Order and by which such requests will be evaluated and may be granted.
5. Executive Order 2010-09S is hereby rescinded.

I signed this Executive Order on June 21, 2011 in Columbus, Ohio and it will expire on my last day as Governor of Ohio unless rescinded before then.





John E. Kasich, Governor

ATTEST:

Jon Husted, Secretary of State

**STANDARD AFFIRMATION AND DISCLOSURE FORM
EXECUTIVE ORDER 2011-12K
Governing the Expenditure of Public Funds on Offshore Services**

All of the following provisions must be included in all invitations to bid, requests for proposals, state term schedules, multiple award contracts, requests for quotations, informal quotations, and statements of work. This information is to be submitted as part of the response to any of the procurement methods listed.

By the signature affixed hereto, the Service Provider affirms, understands and will abide by the requirements of Executive Order 2011-12K. If awarded a contract, both the Service Provider and any of its subcontractors shall perform no services requested under this Contract outside of the United States.

The Service Provider shall provide all the name(s) and location(s) where services under this Contract will be performed in the spaces provided below or by attachment. Failure to provide this information may subject the Service Provider to sanctions. If the Service Provider will not be using subcontractors, indicate "Not Applicable" in the appropriate spaces.

1. Principal location of business of Service Provider:

68 E. Main Street
(Address)

Chillicothe, Ohio 45601
(City, State, Zip)

Name/Principal location of business of subcontractor(s):

NOT APPLICABLE
(Name)

(Address, City, State, Zip)

(Name)

(Address, City, State, Zip)

2. Location where services will be performed by Service Provider:

NOT APPLICABLE
(Address)

(City, State, Zip)

Name/Location where services will be performed by subcontractor(s):

NOT APPLICABLE
(Name)

(Address, City, State, Zip)

(Name)

(Address, City, State, Zip)

**STANDARD AFFIRMATION AND DISCLOSURE FORM
EXECUTIVE ORDER 2011-12K
Governing the Expenditure of Public Funds on Offshore Services**

3. Location where state data will be stored, accessed, tested, maintained or backed-up, by Service Provider:

NOT APPLICABLE _____ (Address) _____ (City, State, Zip)

Name/Location(s) where state data will be stored, accessed, tested, maintained or backed-up by subcontractor(s):

NOT APPLICABLE _____ (Name) _____ (Address, City, State, Zip)

Service Provider also affirms, understands and agrees that Service Provider and its subcontractors are under a duty to disclose to the State any change or shift in location of services performed by Service Provider or its subcontractors before, during and after execution of any Contract with the State. Service Provider agrees it shall so notify the State immediately of any such change or shift in location of its services. The State has the right to immediately terminate the contract, unless a duly signed waiver from the State has been attained by the Service Provider to perform the services outside the United States.

On behalf of the Service Provider, I acknowledge that I am duly authorized to execute this Affirmation and Disclosure form and have read and understand that this form is a part of any Contract that Service Provider may enter into with the State and is incorporated therein.

By:

Steve A Steele _____
Service Provider's Signature

Steve A Steele _____
Printed Name

VP - Sales & Marketing _____
Title

10-21-11 _____
Date