

HHSC CONTRACT 529-16-0007-00001AM

**AMENDMENT THIRTY-NINE
To HHSC CONTRACT NO. 529-16-0007-00001**

THIS AMENDMENT Thirty-Nine (the “**Amendment**”) to HHSC Contract No. 529-16-0007-00001 (the “**Agreement**”) is entered into between the HEALTH AND HUMAN SERVICES COMMISSION (“**HHSC**” or the “**State**”), an administrative agency within the executive department of the State of Texas and having its principal office at 4900 North Lamar Boulevard, Austin Texas 78751, and Accenture State Healthcare Services LLC (“**CONTRACTOR**”), a limited liability corporation organized under the laws of the State of Delaware and having its principal place of business at 323 Congress Ave, Austin, TX 78701. HHSC and the CONTRACTOR may be referred to in this Amendment individually as a “Party” and collectively as the “Parties.”

WHEREAS, in accordance with Article 9 of the Agreement, the Parties wish to amend the Agreement in order to replace Exhibit A, to incorporate updated HHSC Data Use Agreement v.8.5 October 23, 2019 requirements and certain agreed revisions, which is attached to this Amendment as Attachment A.

WHEREAS, the Parties wish to incorporate the terms and conditions of Amendment 39 into the Agreement.

NOW, THEREFORE, the Parties hereby amend and modify the Agreement as follows:

1. **CLARIFICATION OF CONTRACTOR’S LIABILITY FOR DATA BREACH.** The following subsection is added to Section 13.05 *Limitation of Liability* of the Agreement:

(d) CONTRACTOR Liability for Data Breach

For the avoidance of doubt, CONTRACTOR’s liability under Exhibit A: Data Use Agreement (the “DUA”) to this Agreement, including without limitation, liability arising from a Breach as such term is defined by the DUA, shall apply to any unauthorized access to or disclosure of Confidential Information, as defined in the DUA, whether caused by a CONTRACTOR or its Subcontractor’s breach of its obligations to adhere to the security standards and protocols set forth in the DUA or by a third party intrusion into CONTRACTOR or its subcontractor’s information resources, and subject to the limitation of liability provisions set forth in this Article 13.

2. **UPDATED DATA USE AGREEMENT.** The attached revised Exhibit A replaces and supersedes Exhibit A of the Agreement. For the avoidance of doubt, this new Data Use Agreement v.8.5 October 23, 2019, as modified, takes precedence over any conflicting terms in the Agreement other than Section 13.05(d).

3. **EFFECTIVE DATE.** This Amendment is effective upon the last signature date below and will continue in full force and effect through the remainder of the Term of the Agreement unless subsequently amended or modified by the Parties.
4. **CAPITALIZED TERMS.** All capitalized terms in this Amendment shall have the meaning as set forth in Section 3.03 of the Agreement unless modified herein.
5. **INCORPORATION BY AMENDMENT.** The Parties agree that the terms and conditions set forth in this Amendment apply to the Services and Deliverables to be provided by the CONTRACTOR under the Agreement in consideration of certain payments to be made by HHSC. By signing this Amendment, the Parties expressly understand and agree that this Amendment is made a part of the Agreement as though it were set out word for word in the Agreement.
6. **ENTIRE AGREEMENT.** The Parties agree that the terms of the Agreement will remain in effect and continue to govern except to the extent modified in this Amendment. The Services and Deliverables under this Amendment are subject to all other terms and requirements of the Agreement as if set forth fully herein.

SIGNATURE PAGE FOLLOWS

**SIGNATURE PAGE FOR
AMENDMENT THIRTY-NINE
To HHSC CONTRACT NO. 529-16-0007-00001**

IN WITNESS HEREOF, HHSC and CONTRACTOR have each caused this Amendment to be signed and delivered by its duly authorized representative.

Health and Human Services Commission
DocuSigned by:
Michelle Alletto
74D324454F774EB...
MICHELLE ALLETTO

Chief Program and Services Officer
August 31, 2021

Signature Date

Accenture State Healthcare Services, LLC
DocuSigned by:
Terrence J. Westropp
055C0866BA4C483...
TERRENCE J. WESTROPP

Account Director
August 31, 2021

Signature Date

THE FOLLOWING ATTACHMENTS ARE ATTACHED AND INCORPORATED AS PART OF THE AGREEMENT:

ATTACHMENT A: Exhibit A, Data Use Agreement Between the Texas Health and Human Services System and Contractor