

1. The purpose of this modification, PS-29, is to: (a) delete contact chip and Personal Identification Number (PIN) card product and services as a Tier 2 — Value Added offering for the purchase, travel and integrated business lines and (b) add contact chip and PIN card (also known as the"EMV" or Europay MasterCard VISA chip standard) product and services as the Tier 1, Core Government-wide requirement standard charge card offering for the purchase, travel, integrated, and fleet (Visa/MasterCard) business lines under the GSA SmartPay2 Master Contract.

2. The Tier 2 value-added Contact Chip and Pin product and services associated with Contract Line Item Numbers (CLINs) VF.1001(n), VT.1001(o), and VP.1001(n) for Option Period 1 and VF.2001(n), VT.2001(o), and VP.2001(n) for Option Period 2 under the GSA SmartPay2 Master Contract are hereby deleted in their entirety.

3. This modification is being issued in support of the Presidential Executive Order (E0), entitled "Improving Security of Consumer Financial Transactions," dated October 17, 2014. Pursuant to the BANK's DATE proposal, and its DATE follow-up response (which are incorporated into this modification). BANK shall provide only contact chip and PIN cards for new "standard" accounts and migrate existing "standard" GSA SmartPay magnetic stripe charge cards to contact chip and PIN card product and services as a Tier 1 — Core Government-wide standard charge card offering as specified in paragraph 1(b) above at no additional cost for all government customer agencies serviced by BANK, including any and all task orders written against the GSA SmartPay2 Master Contract. The no additional cost arrangement for the chip and PIN products and services shall remain in effect for the current contract period (Option 1) and Option 2, if exercised. *Note:* Closed network fleet specific cards will not be converted to contact chip and PIN at this time, but may be mutually addressed by the parties at a later date.

4. With the addition of the chip and **PIN** card product and services as a Tier 1, Core Requirement, the following CLINs are hereby added to BANK 's GSA SmartPay Master Contract, .

ADD:

Option Period 1:

CLIN	Description	Unit of Issue	Price*
P.1001(j)	Contact Chip and PIN Cards	Each	No Cost
T.1001(j)	Contact Chip and PIN Cards	Each	No Cost

F.1001(h)	Contact Chip and PIN Cards	Each	No Cost
1.1001(1)	Contact Chip and PIN Cards	Each	No Cost

Option Period 2:

CLIN	Description	Unit of Issue	Price*
P.2001(j)	Contact Chip and PIN Cards	Each	No Cost
T.2001(j)	Contact Chip and PIN Cards	Each	No Cost
F.2001(h)	Contact Chip and PIN Cards	Each	No Cost
1.2001 (l)	Contact Chip and PIN Cards	Each	No Cost

5. Under Schedule of Services, Section C and wherever else noted within the GSA SmartPay2 Master Contract, and agency task orders as appropriate, any references or inferences to the standard magnetic stripe card shall hereby now be deemed to refer to the standard "contact chip and

PIN card" in lieu thereof, except for closed network fleet products as described below. Note: As described below, the new standard chip and PIN card will also include a magnetic stripe.

6. BANK shall proceed with the conversion schedule for the contact chip and PIN card product and services as specified in Attachment 1 of this modification, entitled "BANK — Expiration Migration Calendar". During the course of the chip and pin card conversion, it may be necessary for BANK to make adjustments to the number of contact chip and PIN cards scheduled to be issued from month-to-month depending on cardholder use/management of their account affecting the 18-month active status. As a result, the proposed actual number of cards issued per month may vary during the chip and PIN card conversion process. However, BANK shall complete all contact chip and PIN card migrations (natural and forced card re-issuances, excluding inactive accounts and closed network fleet cards) no later than December 31, 2017. If at any point during the migration process, BANK determines that the December 31, 2017 completion deadline for issuance of the chip and PIN cards cannot be met, BANK shall notify the Government within three business days of making such a determination. This notification shall include, at a minimum: 1) details regarding the reason(s) for the schedule slippage, 2) an action/recovery plan outlining the steps the BANK plans to take to ensure completion of all the remaining EMV migrations, and 3) an updated migration schedule for GSA's review and approval.

7. As part of the migration and conversion to the chip and pin product and service offerings, BANK shall issue and utilize the most recent EMV Dynamic Data Authentication (DDA) standard card available for chip technologies. As an additional layer of account protection, BANK shall issue new Card Verification Values (CVVs) on all EMV cards as part of this contact chip and pin migration process.

8. The following new reports are added to the SmartPay2 Master Contract, Section, C.3.3.1, "AGENCY/ORGANIZATION REPORTS, C.3.3.1.1, Essential Reports, as specified below.

n) EMV Issuance and Activation Status Report*:

BANK shall provide a monthly EMV Issuance and Activation Status Report to GSA/OCCM no later than Noon Eastern Time by the dates specified in the paragraph below. The report shall be delivered to the following mailbox: spdeliverables@gsa.gov. The required reporting format is provided as Attachment 2 of this modification, EMV-1 GSA SmartPay EMV Issuance and Activation Status Report — Excluding Fleet Cards.** BANK shall also provide an agency-specific EMV issuance and activation status report to individual customer agencies, if requested by that agency, regardless of whether or not they are listed as a CFO Act agency.

The first report is due to GSA/OCCM no later than May 11, 2015. Subsequent reports shall be due to GSA/OCCM by the 10th calendar day of each month thereafter (or the next business day, if that day falls on a weekend/Federal holiday), until conversion of all existing travel, purchase, integrated and MasterCard/VISA branded (open network) fleet chip and PIN charge cards issued under this contract is completed.

o) EMV Transaction Report:

BANK shall report all transactions executed with a chip and PIN card as defined herein. The contractor is responsible for providing the information to the extent this information is provided by the brands/networks. BANK shall provide a monthly EMV Transaction Report to GSA/OCCM no later than Noon, Eastern Time by the dates specified in the paragraph below. The report shall be delivered to the following mailbox: spdeliverables@gsa.gov. The report shall include all EMV transactions (wherein the card chip was used in the transaction) to include pertinent information provided by the brands as specified in Attachment 3 of this modification, EMV-2 - GSA SmartPay CFO Act Agency EMV Transaction Report — Excluding Fleet Card Spend.** BANK shall also provide or make available an agency-specific EMV transaction reports to individual customer agencies, if requested by that agency, regardless of whether or not they are listed as a CFO Act agency.

This first report is due to GSA/OCCM on May 11, 2015. Subsequent reports shall be due to GSA/OCCM by the 10th calendar day of each month (or the next business day, if that day falls on a weekend/Federal

holiday), thereafter, throughout the remaining contract performance period (inclusive of option period(s), if exercised.

Notes:

* These reporting requirements only apply to EMV cards issued on or after January 1, 2015.

**Only CFO Act agencies need to be listed separately. Remaining agencies can be grouped into a single line entitled "Other agencies/organizations."

9. By executing this contract modification, the contractor agrees that its call center(s) which service GSA SmartPay customers are fully prepared to handle and resolve customer inquiries/requests for assistance regarding the EMV products issued, including PIN establishment and resetting.

10. Consistent with the intent of the Executive Order mentioned in paragraph 3 above, GSA prefers that the EMV cards be established as applying the "PIN preferring" card verification method. GSA understands that BANK has concerns regarding the commercial card network's ability to reliably associate PIN information with a transaction. As a result, BANK intends to issue these cards as "signature preferring". However, GSA encourages BANK to transition cards issued pursuant to this modification to "PIN preferring" once BANK confirms that its network concerns have been resolved, provided such transition can be accomplished: a) at no additional cost to the Government and b) without card reissuance. In the interim, GSA is interesting in exploring potential GSA SmartPay customer agency "PIN preferring pilots with BANK, provide such pilots have been mutually agreed upon performance measures, periods of performance and are conducted at no additional cost to the Government.

11. Except as identified herein, all term and conditions under the GSA SmartPay2 Master Contract, are applicable and shall remain the same in accordance with the GSA SmartPay2 program and agency level task orders.