

COOPERATIVE PURCHASE AGREEMENT

THIS AGREEMENT is made and entered into EFFECTIVE THE _____ DAY OF _____ 2019, by and between CITY OF FRESNO, a California municipal corporation (CITY), and Metals Treatment Technologies, LLC a Colorado Limited Liability Company (SERVICE PROVIDER).

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing and of the covenants, conditions, and promises hereinafter contained to be kept and performed by the respective parties, it is mutually agreed as follows:

1. The Charter for the CITY allows for cooperative purchase agreements for work of public improvement. The CITY is allowed to piggyback an existing government agency's agreement, under Fresno City Charter 1208. The parties agree the VENDOR was the lowest responsive and responsible bidder for Solicitation Number FCO00CORP0000C issued by Federal Acquisition Service (GSA) The Solicitation is attached hereto as **Exhibit A** and is incorporated herein by reference. The Parties agree that the SERVICE PROVIDER has entered a Cooperative Purchase Contract with Federal Acquisition Service (GSA) (Original Government Contract).

2. SERVICE PROVIDER Obligation. SERVICE PROVIDER shall provide those services and carry out that work described in the Original Government Contract, which is attached hereto as **Exhibit B** and is incorporated herein by reference, subject to all the terms and conditions contained or incorporated herein.

3. CITY's Obligation. City shall make to the SERVICE PROVIDER those payments described in **Exhibits A and B**, subject to all the terms and condition contained or incorporated herein

4. Notwithstanding the requirements that the Original Government Contract is fully binding on the Parties, the parties have agreed to modify certain non-material provisions of the Original Government Contract as applied to this Agreement between the VENDOR and the CITY, as follows:

- a) CITY's Insurance and Indemnity provisions attached as **Exhibit C**.
- b) Address change for the CITY: Notwithstanding the address and contract information for the government entity as set out in **Exhibit B**, the VENDOR agrees that notices and invoices will be sent to:

City of Fresno
Attention: Tom Rowe
6375 West Central Avenue
Fresno CA 93706
Phone: 559-621-2169

c) Notwithstanding anything in **Exhibits A and B** to the contrary, this Agreement shall be governed by, and construed and enforced in accordance with , the laws of the State of California, excluding however, any conflict of laws rule which would apply the law of another jurisdiction. Venue for purposes of the filing of any action regarding the enforcement or interpretation of this Agreement and any rights and duties hereunder shall be Fresno County, California.

d) All other provisions in the Original Government Contract are fully binding on the parties and will represent the agreement between the CITY and the SERVICE PROVIDER.

[Signatures follow on the next page.]

IN WITNESS WHEREOF, the parties have executed this Agreement at Fresno, California, the day and year first above written.

CITY OF FRESNO,
a California municipal corporation

By: Patrick Farmer
Patrick Farmer
Deputy Chief

Metals Treatment Technologies, a
Colorado Limited Liability Company

By: James M Barthel
Name: James M Barthel

No signature of City Attorney required.
Standard Document #FIN-S 11.0 has
been used without modification, as
certified by the undersigned.

By: [Signature]
[City Certifier Name]
[City Certifier Title]

Title: President/CEO
(If corporation or LLC., Board Chair, Pres.
or Vice/Pres.)

By: Sean Murphy
Name: Sean Murphy

Title: Treasurer/Financial Controller
(If corporation or LLC., CFO, Treasurer,
Secretary or Assistant Secretary)

ATTEST:
YVONNE SPENCE, CRM MMC
City Clerk

By: _____
Date
Deputy

Addresses:
CITY:
City of Fresno Regional Training Center
Attention: Marty True
6375 West Central Avenue
Fresno CA 93706
Phone: 559-621-2876

VENDOR:
Metals Treatment Technologies
Attention: James M. Barthel
14045 W 66th Avenue
Arvada CO 80004
Phone: 303-456-6977
FAX: 303-456-6998

Attachments: Exhibit A- Solicitation
Exhibit B- Original Government Contract
Exhibit C- CITY's Insurance and Indemnity

Standard Form 1449

SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS
OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, & 30

1. REQUISITION NUMBER		PAGE 1 OF	
2. CONTRACT NO. 47QRAA18D00CS	3. AWARD/EFFECTIVE DATE 23 Jul 2018	4. ORDER NUMBER	5. SOLICITATION NUMBER FC000CORF0000C -- RRFRESH #31
7. FOR SOLICITATION INFORMATION CALL: GSA, MANAGEMENT SERVICES CTR		6. SOLICITATION ISSUE DATE 20 Jun 2018	8. OFFER DUE DATE/ LOCAL TIME

9. ISSUED BY GSA, MANAGEMENT SERVICES CTR 400 15TH ST, SW RM 2757 (AQSA) AUBURN, WA, 98001	10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED <input type="checkbox"/> SET ASIDE: % FOR <input type="checkbox"/> SMALL BUSINESS <input type="checkbox"/> HUBZONE SMALL BUSINESS <input type="checkbox"/> BIA) NAICS: SIZE STANDARD:	11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input checked="" type="checkbox"/> SEE SCHEDULE <input type="checkbox"/> 13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700) 13b. RATING 14. METHOD OF SOLICITATION <input type="checkbox"/> RFP <input type="checkbox"/> IFB <input checked="" type="checkbox"/> RFP	12. DISCOUNT TERMS
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15. DELIVER TO ORDERING AGENCY	16. ADMINISTERED BY SEE BLOCK 9
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17a. CONTRACTOR/OFFEROR METALS TREATMENT TECHNOLOGIES, LLC 14045 W 66TH AVE ARVADA, CO, 800041049 DUNo Number : 001567531 TELEPHONE NO.	18a. PAYMENT WILL BE MADE BY ORDERING AGENCY
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17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER

18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a UNLESS BLOCK BELOW IS CHECKED SEE ADDENDUM

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
	Professional Service Schedule The contract summary associated with this award package is hereby incorporated and made a part of this contract <i>(Use Reverse and/or Attach Additional Sheets as Necessary)</i>				

25. ACCOUNTING AND APPROPRIATION DATA

26. TOTAL AWARD AMOUNT (For Govt. Use Only)

27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1, 52.212-4 FAR 52.212-9 AND 52.212-5 ARE ATTACHED. ADDENDA ARE ARE NOT ATTACHED

27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4 FAR 52.212-5 IS ATTACHED. ADDENDA ARE ARE NOT ATTACHED

28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN N/A COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN.

29. AWARD OF CONTRACT: REF. OFFER DATED _____ YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS:

30a. SIGNATURE OF OFFEROR/CONTRACTOR
E-SIGNED 07/20/2018 by Denise C. Blue METALS TREATMENT TECHNOLOGIES, LLC

31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER)
E-SIGNED 07/20/2018 by Denise C. Blue GSA/988

30b. NAME AND TITLE OF SIGNER (Type or print)
See Above

30c. DATE SIGNED

31b. NAME OF CONTRACTING OFFICER (Type or print)
See Above

31c. DATE SIGNED

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
	<p>LINES AWARDED 899 8</p> <p>You are required to report sales and remit the Industrial Funding Fee (IFP) quarterly. See your award letter and Welcome Package for additional information.</p>				

32a. QUANTITY IN COLUMN 21 HAS BEEN
 RECEIVED INSPECTED ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED: _____

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE
 32c. DATE
 32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE

32e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE
 32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE
 32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE

33. SHIP NUMBER
 PARTIAL FINAL
 34. VOUCHER NUMBER
 35. AMOUNT VERIFIED CORRECT FOR
 36. PAYMENT
 COMPLETE PARTIAL FINAL
 37. CHECK NUMBER

38. S/R ACCOUNT NUMBER
 39. S/R VOUCHER NUMBER
 40. PAID BY

41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT
 41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER
 41c. DATE
 42a. RECEIVED BY (Print)
 42b. RECEIVED AT (Location)
 42c. DATE REC'D (YY/MM/DD)
 42d. TOTAL CONTAINERS

STANDARD FORM 1449 (REV. 4/2002) BACK

List Of Contract Documents

File Label: Contract Summary

File Name: ContractSummary.pdf Created : 7/19/2018 7:11:57 PM

File Label: Commercial Sales Practices

File Name: csp.pdf Created : 7/19/2018 7:11:57 PM

File Label: Sig Changes Ref 29

File Name: Exhibit F_PSS Refresh 29_Significant Changes.pdf Created : 7/19/2018 1:23:18

File Label: Final PPL

File Name: Exhibit B_PPL_MT2_71006.xlsx Created : 7/13/2018 6:16:24 PM

File Label: Final Commercial Price List

File Name: Exhibit E_Commercial Price List_MT2_71006.pdf Created : 7/13/2018 6:24:08 PM

File Label: Final Labor Category Descriptions

File Name: Exhibit C_Labor Category Descriptions_MT2_71006.pdf Created : 7/13/2018 6:17

File Label: Sample Price List

File Name: Sample Price List.doc Created : 7/19/2018 6:05:37 PM

File Label: Offer.pdf

File Name: Offer.pdf Created : 7/13/2018 6:30:28 PM

File Label: Sig Changes Ref 31

File Name: Exhibit H_PSS Refresh 31_Significant Changes.pdf Created : 7/19/2018 1:24:21

File Label: Sig Changes Ref 30

File Name: Exhibit G_PSS Refresh 30_Significant Changes.pdf Created : 7/19/2018 1:23:49

File Label: Signed FPR

File Name: Exhibit D_Signed_FPR_MT2_71006.pdf Created : 7/13/2018 6:14:42 PM

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