

PARTICIPATING ADDENDUM

MASTER AGREEMENT # 8496

NASPO ValuePoint
PARTICIPATING ADDENDUM



**Facilities Maintenance and Repair &
Operations (MRO) and Industrial Supplies**
Lead by the State of Oregon

Master Agreement #: 8496

Contractor: **W.W. Grainger, Inc. (Contractor)**

Participating Entity: **State of South Dakota
State Contract #17239**

The following Goods or services are included in this Addendum:

- *All Goods and accessories listed on the Contractor page of the NASPO ValuePoint website.*

Master Agreement Terms and Conditions:

1. **Scope:** This addendum covers the **Maintenance and Facilities Repair & Operations and Industrial Supplies** led by the State of Oregon for use by state agencies and other entities located in the Participating **State of South Dakota** authorized by that State's statutes to utilize State contracts with the prior approval of the State's Chief Procurement Official.
2. **Participation:** This NASPO ValuePoint Master Agreement may be used by all state agencies, institutions of higher institution, political subdivisions and other entities authorized to use statewide contracts in the **State of South Dakota**. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

Eligible participants in this agreement include all agencies, institutions, officers, boards, commissions and public universities of the State of South Dakota, and all political subdivisions of the State, including counties, municipalities and public school corporations within the State of South Dakota.

Institutions under the control of the Board of Regents may make direct purchases from this agreement using their own procurement guidelines.

Political subdivisions of the State of South Dakota may purchase directly from the Contractor according to their own procurement procedures.

The Contractor may, at the Contractor's discretion, extend pricing from this agreement to Indian tribal governments and non-profit organizations in South Dakota. Any sales made to Indian tribes and non-profit organizations from this agreement shall be included in any required reports and shall be subject to the NASPO Valuepoint administrative fee.

3. Primary Contacts: The primary contact individuals for this Participating Addendum are as follows (or their named successors):

Contractor

Name: Chris Porter
Address: W.W. Grainger Inc.
Telephone: 512-520-4989
Fax: None Available
Email: chris.porter@grainger.com

Participating Entity

Name: Andy Mobley
Address: State of South Dakota
PMB 01231 Bureau of Administration
Office of Procurement Management
523 East Capitol Avenue
Pierre, SD 57501-3128
Telephone: 605-773-4278
Fax: 605-773-4840
Email: andy.mobley@state.sd.us

4. Participating Entity Modifications Or Additions To The Master Agreement

These modifications or additions apply only to actions and relationships within the Participating Entity.

No changes to the terms and conditions of the Master Agreement are required.

The following changes are modifying or supplementing the Master Agreement terms and conditions.

W.W. Grainger, Inc. will provide a 1% base Administrative Fee. The 1% Fee shall be paid quarterly, 45 days after the close of the quarter, on all purchases under the Price Agreement, less any freight, taxes, returns, credits or adjustments.

W.W. Grainger, Inc. will create and maintain an internet-based electronic ordering system for the use of all users of the state contract. The electronic ordering system must facilitate a "punch-out" catalog with the State's current e-procurement system, EasyPurchase hosted by ESM Solutions Inc. The electronic ordering site must be

updated and fully operational by October 1, 2018. The “punch-out” catalog will list current pricing and only products available through the Master Agreement.

5. Lease Agreements: Reserved.

6. Subcontractors: All contactors, dealers, and resellers authorized in the **State of South Dakota**, as shown on the dedicated Contractor (cooperative contract) website, are approved to provide sales and service support to participants in the NASPO ValuePoint Master Agreement. The contractor’s dealer participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.

7. Orders: Any order placed by a Participating Entity or Purchasing Entity for a product and/or service available from this Master Agreement shall be deemed to be a sale under (and governed by the prices and other terms and conditions) of the Master Agreement unless the parties to the order agree in writing that another contract or agreement applies to such order.

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Participating Entity: State of South Dakota	Contractor: W.W. Grainger, Inc.
Signature: 	Signature: <i>Tessa Oosterhouse</i>
Name: Steven L. Berg	Name: Tessa Oosterhouse
Title: Procurement Director	Title: Government Sales Manager
Date: <i>9-5-18</i>	Date: 9/11/2018

For questions on executing a participating addendum, please contact:

NASPO ValuePoint

Cooperative Development Coordinator: Shannon Berry
 Telephone: 775-720-3404
 Email: sberry@naspovaluepoint.org

[Please email fully executed PDF copy of this document to PA@naspovaluepoint.org to support documentation of participation and posting in appropriate data bases.]