

PARTICIPATING ADDENDUM

NASPO VALUEPOINT COOPERATIVE PURCHASING PROGRAM

Laboratory Equipment and Supplies

Administered by the State of Idaho (hereinafter "Lead State")

Nikon Instruments, Inc.

Master Agreement No: MA16000234-3

(hereinafter "Contractor")

And

The State of Washington

(hereinafter "Participating State")

Contract #07215

1. **Scope:** This Participating Addendum (PADD) covers the Laboratory Equipment and Supplies contract led by the State of Idaho (Master Agreement No. MA16000234-3) for use by state agencies and other entities located in the Participating state, as provided below.

2. **Participation:** Use of NASPO ValuePoint cooperative contracts by agencies, political subdivisions and other entities authorized by an individual state's statutes to use state contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

3. **Authority:** Pursuant to Chapter 39.34 RCW Interlocal Cooperation Act, the State may enter into cooperative purchasing agreements with other governmental localities to leverage the collective buying power of its members.

4. **Estimated Usage:** It is estimated that the total purchases over the initial two-year term of the Contract will be approximately \$ 2,250,000 for this contract. Estimates are based on past usage history. The State does not guarantee any minimum purchases. Orders will be placed on an as needed basis.

5. **State Specific Terms & Conditions**
 - a) State of Washington Terms & Conditions are included herein and incorporated by reference as Attachment J to the original solicitation.
 - b) Contractor shall report and pay a quarterly management fee of 0.74 percent to DES on all Washington state contract sales, as detailed in Attachment J of the original solicitation.

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

Contractor

Name	Victoria Stolz Alex Fiakos
Address	1300 Walt Whitman Rd., Melville, NY 11747
Telephone	631-547-8526 631-547-8638
Fax	631-944-9370
E-mail	niiorderscontracts@nikon.net

Participating State

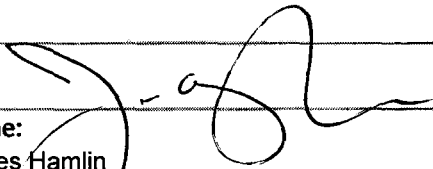
Name	Tim L. Shay Contract Specialist
Address	State of Washington, Department of Enterprise Service Contracts, Procurement and Risk Management 1500 Jefferson Street SE M/S 41411 Olympia, WA 98502
Telephone	360-407-9410
Fax	360-586-2426
E-mail	tim.shay@des.wa.gov

7. **Orders:** Orders placed by a Participating Entity for a Product and/or Service available from this Master Agreement shall be deemed to be a sale governed by the 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. All orders issued by purchasing entities within the state must include the Participating State contract number: 07215 as well as the Lead State Master Agreement No. MA16000234-3.

8. **Entire Agreement:** This PADD and the Master Agreement No. MA16000234-3, together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written. The terms and conditions of this PADD shall prevail and govern in the case of any inconsistency or conflict with the terms and conditions of the

Master Agreement, as to the Participating State, and shall otherwise have no impact on the Master Agreement and its exhibits.

The parties have executed this PADD as of the date of the last signature below.

Participating State: Washington State	Contractor: Nikon Instruments, Inc.
By: <i>Greg Tolbert</i>	By: 
Name: Greg Tolbert	Name: James Hamlin
Title: Legal Service Manager	Title: Vice President
Date: <i>3.8.2016</i>	Date: 3/17/16

For questions on executing a participating addendum, please contact:

NASPO VaulePoint

Cooperative Development Coordinator	Tim Hay
Telephone	503-428-5705
E-mail	thay@wsca-naspo.org

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