EXCEPTIONS TO PROPOSAL, TERMS, CONDITIONS, AND SOLUTIONS REQUEST

Company Name: Felling Trailers, Inc.

Any exceptions to the terms, conditions, specifications, or proposal forms contained in this RFP must be noted in writing and included with the Proposer's response. The Proposer acknowledges that the exceptions listed may or may not be accepted by Sourcewell or included in the final contract. Sourcewell will make reasonable efforts to accommodate the listed exceptions and may clarify the exceptions in the appropriate section below.

Section/page	Term, Condition, or Specification	Exception	Sourcewell ACCEPTS

Proposer's Signature: [signature] **Date:** 12/14/18

Sourcewell's clarification on exceptions listed above:

No exceptions noted.

LEGAL
HCP
Initials
Jan. 31, 2019
Date

Contract Award
RFP #121918

FORM D

Formal Offering of Proposal
(To be completed only by the Proposer)

TRAILERS WITH RELATED EQUIPMENT, ACCESSORIES, AND SERVICES

In compliance with the Request for Proposal (RFP) for TRAILERS WITH RELATED EQUIPMENT, ACCESSORIES, AND SERVICES, the undersigned warrants that the Proposer has examined this RFP and, being familiar with all of the instructions, terms and conditions, general and technical specifications, sales and service expectations, and any special terms, agrees to furnish the defined products and related services in full compliance with all terms and conditions of this RFP, any applicable amendments of this RFP, and all Proposer's response documentation. The Proposer further understands that it accepts the full responsibility as the sole source of solutions proposed in this RFP response and that the Proposer accepts responsibility for any subcontractors used to fulfill this proposal.

Company Name: Felling Trailers, Inc. Date: 12-20-2018

Company Address: 1525 Main Street South

City: Sauk Centre State: MN Zip: 56378

CAGE Code/DUNS:05YG1/07-074-3554

Contact Person: Pat Jennissen Title: VP of Sales and Marketing

Authorized Signature: _____
(Name printed or typed)

DocuSign Envelope ID: 014F22A8-913C-4CB0-8142-461D531C9C25

FORM E

CONTRACT ACCEPTANCE AND AWARD

(Top portion of this form will be completed by Sourcewell if the vendor is awarded a contract. The vendor should complete the vendor authorized signatures as part of the RFP response.)

Sourcewell Contract #: 121918-FTS

Proposer's full legal name: Felling Trailers, Inc.

Based on Sourcewell's evaluation of your proposal, you have been awarded a contract. As an awarded vendor, you agree to provide the products and services contained in your proposal and to meet all of the terms and conditions set forth in this RFP, in any amendments to this RFP, and in any exceptions that are accepted by Sourcewell.

The effective date of the Contract will be February 11, 2019 and will expire on February 11, 2023 (no later than the later of four years from the expiration date of the currently awarded contract or four years from the date that the Sourcewell Chief Procurement Officer awards the Contract). This Contract may be extended for a fifth year at Sourcewell's discretion.

Sourcewell Authorized Signatures:

DocuSigned by:
Jeremy Schwartz
C0FD2A139D06489...
SOURCEWELL DIRECTOR OF OPERATIONS AND PROCUREMENT/CPO SIGNATURE

Jeremy Schwartz
(NAME PRINTED OR TYPED)

DocuSigned by:
Chad Coauette
7E42B8F817A64CC...
SOURCEWELL EXECUTIVE DIRECTOR/CEO SIGNATURE

Chad Coauette
(NAME PRINTED OR TYPED)

Awarded on February 8, 2019

Sourcewell Contract # 121918-FTS

Vendor Authorized Signatures:

The Vendor hereby accepts this Contract award, including all accepted exceptions and amendments.

Vendor Name Felling Trailers, Inc.

Authorized Signatory's Title President/CEO

VENDOR AUTHORIZED SIGNATURE

Brenda Jennissen
(NAME PRINTED OR TYPED)

Executed on 2/8, 2019

Sourcewell Contract # 121918-FTS

Form F

PROPOSER ASSURANCE OF COMPLIANCE

Proposal Affidavit Signature Page

PROPOSER'S AFFIDAVIT

The undersigned, authorized representative of the entity submitting the foregoing proposal (the "Proposer"), swears that the following statements are true to the best of his or her knowledge.

1. The Proposer is submitting its proposal under its true and correct name, the Proposer has been properly originated and legally exists in good standing in its state of residence, the Proposer possesses, or will possess before delivering any products and related services, all applicable licenses necessary for such delivery to Sourcewell members agencies. The undersigned affirms that he or she is authorized to act on behalf of, and to legally bind the Proposer to the terms in this Contract.

2. The Proposer, or any person representing the Proposer, has not directly or indirectly entered into any agreement or arrangement with any other vendor or supplier, any official or employee of Sourcewell, or any person, firm, or corporation under contract with Sourcewell, in an effort to influence the pricing, terms, or conditions relating to this RFP in any way that adversely affects the free and open competition for a Contract award under this RFP.

3. The Proposer has examined and understands the terms, conditions, scope, contract opportunity, specifications request, and other documents in this solicitation and affirms that any and all exceptions have been noted in writing and have been included with the Proposer's RFP response.

4. The Proposer will, if awarded a Contract, provide to Sourcewell Members the /products and services in accordance with the terms, conditions, and scope of this RFP, with the Proposer-offered specifications, and with the other documents in this solicitation.

5. The Proposer agrees to deliver products and services through valid contracts, purchase orders, or means that are acceptable to Sourcewell Members. Unless otherwise agreed to, the Proposer must provide only new and first-quality products and related services to Sourcewell Members under an awarded Contract.

6. The Proposer will comply with all applicable provisions of federal, state, and local laws, regulations, rules, and orders.

7. The Proposer understands that Sourcewell will reject RFP proposals that are marked "confidential" (or "nonpublic," etc.), either substantially or in their entirety. Under Minnesota Statute §13.591, Subd. 4, all proposals are considered nonpublic data until the evaluation is complete and a Contract is awarded. At that point, proposals generally become public data. Minnesota Statute §13.37 permits only certain narrowly defined data to be considered a "trade secret," and thus nonpublic data under Minnesota's Data Practices Act.

8. The Proposer understands that it is the Proposer's duty to protect information that it considers nonpublic, and it agrees to defend and indemnify Sourcewell for reasonable measures that Sourcewell takes to uphold such a data designation.

[The rest of this page has been left intentionally blank. Signature page below]

By signing below, Proposer is acknowledging that he or she has read, understands, and agrees to comply with the terms and conditions specified above.

Company Name: Felling Trailers, Inc.

Address: 1525 Main Street South

City/State/Zip: Sauk Centre, MN 56378

Telephone Number: 1-800-245-2809

E-mail Address: trailers@felling.com

Authorized Signature: Patrick Jennissen

Authorized Name (printed): Patrick Jennissen

Title: VP Sales/Mktg

Date: 12/14/18

Notarized

REBECCA M. ROELIKE
NOTARY PUBLIC-MINNESOTA
My Comm. Exp. Jan. 31, 2021

Subscribed and sworn to before me this 14 day of December, 2018

Notary Public in and for the County of Stearns State of MN

My commission expires: 1·31·2021

Signature: Becca Roelike

Form P

PROPOSER QUESTIONNAIRE

Payment Terms, Warranty, Products and Services, Pricing and Delivery, and Industry-Specific Questions

Proposer Name: Felling Trailers, Inc.

Questionnaire completed by: Patrick Jennissen

Payment Terms and Financing Options

1) What are your payment terms (e.g., net 10, net 30)?
   - Sourcewell payment terms are Net Due 30 Days
2) Do you provide leasing or financing options, especially those options that schools and governmental entities may need to use in order to make certain acquisitions?
   - Felling Trailers, Inc. uses Nationa Cooperative Leasing as a leasing/finance partner for public and government agencies.
3) Briefly describe your proposed order process. Please include enough detail to support your ability to report quarterly sales to Sourcewell. For example, indicate whether your dealer network is included in your response and whether each dealer (or some other entity) will process the Sourcewell Members' purchase orders.
   - The first step in the process is a Sourcewell member will buy a trailer from a Felling authorized dealer. The authorized dealer will then call a Felling Trailers, Inc. Sales Representative and request the trailer order. The authorized dealer then collects payment and delivers the trailer to the Sourcewell member upon trailer completion. The authorized dealer will report all Sourcewell Sales to Felling Trailers for recording purposes. Felling Trailers will organize all required information for Sourcewell sales into an Excel file and submit quarterly.

4) Do you accept the P-card procurement and payment process? If so, is there any additional cost to Sourcewell Members for using this process?
   - Felling Trailers, Inc. does not accept the P-card procurement and payment process.

Warranty

5) Describe in detail your manufacturer warranty program, including conditions and requirements to qualify, claims procedure, and overall structure. You may include in your response a copy of your warranties, but at a minimum please also answer the following questions.
   - Do your warranties cover all products, parts, and labor?
     - Yes
   - Do your warranties impose usage restrictions or other limitations that adversely affect coverage?
     - No
   - Do your warranties cover the expense of technicians' travel time and mileage to perform warranty repairs?
     - We do not cover travel time and mileage.
   - Are there any geographic regions of the United States for which you cannot provide a certified technician to perform warranty repairs? How will Sourcewell Members in these regions be provided service for warranty repair?

- No, we usually try to find a local dealer or an outside vendor.
- Will you cover warranty service for items made by other manufacturers that are part of your proposal, or are these warranties issues typically passed on to the original equipment manufacturer?
  - The first year of warranty we cover everything all Felling, as well as outside vendor supplied parts. After the first year the vendored supplied parts may carry an extended warranty that would be filed directly the end user and the vendor.
- What are your proposed exchange and return programs and policies?
  - It varies depending upon case, it can be determined at initial contact.

6) Describe any service contract options for the items included in your proposal.
   - Felling Trailers, Inc. does not offer service contracts.

Pricing, Delivery, Audits, and Administrative Fee

7) Provide a general narrative description of the equipment/products and related services you are offering in your proposal.
   - Felling Trailers currently manufactures over 5,000 trailers a year ranging from a 3,000 lb utility trailer to a 120,000 lb hydraulic gooseneck trailer, and its standard trailer line includes over 240 models. Felling's pride and differentiation is its customized trailer division. Felling Trailers' current capabilities allow them to provide a high-quality product that is distributed across North America and internationally. Felling Trailers, Inc. is an ISO 9001:2015
8) Describe your pricing model (e.g., line-item discounts or product-category discounts). Provide detailed pricing data (including standard or list pricing and the Sourcewell discounted price) on all of the items that you want Sourcewell to consider as part of your RFP response. If applicable, provide a SKU for each item in your proposal. (Keep in mind that reasonable price and product adjustments can be made during the term of an awarded Contract. See the body of the RFP and the Price and Product Change Request Form for more detail.)
   - Please reference the attachment
     - "Attachment J" • Sales Guide
9) Please quantify the discount range presented in this response. For example, indicate that the pricing in your response represents is a 50% percent discount from the MSRP or your published list.
   - Sourcewell members get a 12% discount off of the MSRP. For example, and FT-12 I list price is $6,057.00 with the 12% discount the trailers net price drops to $5,330.16.
10) The pricing offered in this proposal is

    _____a. the same as the Proposer typically offers to an individual municipality, university, or school district.

    ___x___b. the same as the Proposer typically offers to GPOs, cooperative procurement organizations, or state purchasing departments.

    _____c. better than the Proposer typically offers to GPOs, cooperative procurement organizations, or state purchasing departments.

    _____d. other than what the Proposer typically offers (please describe).

11) Describe any quantity or volume discounts or rebate programs that you offer.
    - Volume discounts considered on a per order basis, see your Felling Sales representative to discuss.

12) Propose a method of facilitating "sourced" products or related services, which may be referred to as "open market" items or "nonstandard options". For example, you may supply such items "at cost" or "at cost plus a percentage," or you may supply a quote for each such request.

- All "non-standard options" will be quoted per request. As per all of our customers special "non-standard options" they will be given a "list-price". These items will receive the same discount (12%) as all other products.

13) Identify any total cost of acquisition costs that are **NOT** included in the pricing submitted with your response. This cost includes all additional charges that are not directly identified as freight or shipping charges. For example, list costs for items like installation, set up, mandatory training, or initial inspection. Identify any parties that impose such costs and their relationship to the Proposer.

- Training cost • No cost at time of delivery.
- Extra on-site training may carry an additional charge
- DOT Inspections • Up to $250
- Dealer Off-Load/Set-up • Up to $550
- Federal Excise Tax (if applicable) • 12%
- Any state/county/local taxes

14) If travel expense, delivery or shipping is an additional cost to the Sourcewell Member, describe in detail the complete travel expense, shipping and delivery program.

- Trailers are shipped via Felling Fleet or Felling approved carrier to local dealer. Freight cost is determined at time of quote using a freight matrix which takes into account trailer size, current fuel cost and distance. Freight charge will be itemized on Sourcewell quote/invoice.

15) Specifically describe those travel expense, shipping and delivery programs for Alaska, Hawaii, Canada, or any offshore delivery.

- Alaska/Hawaii • Trailers shipped here will utilize the same freight matrix to their port locations, plus any applicable fees/charges at the port(s) and water shipment costs. The freight charge will be itemized on Sourcewell quote/invoice.
- Canada • Trailers shipping to Canada are quoted at time of quote at current market rates. Freight charge will be itemized on Sourcewell quote/invoice.

16) Describe any unique distribution and/or delivery methods or options offered in your proposal.

- Felling Trailers has a vast dealer net work that includes over 250 dealers throughout North America represented in all of the 50 states.

17) Please specifically describe any self-audit process or program that you plan to employ to verify compliance with your proposed Contract with Sourcewell. This process includes ensuring that Sourcewell Members obtain the proper pricing, that the Vendor reports all sales under the Contract each quarter, and that the Vendor remits the proper administrative fee to Sourcewell.

- On a quarterly basis Felling Trailers will "spot-check" a minimum of two (2) reported orders with Sourcewell customers to verify pricing matches contract.
- Felling Trailers will include a minimum of four (4) articles per year in our dealer newsletter(s) about the importance of reporting all Sourcewell transactions.

18) Identify a proposed administrative fee that you will pay to Sourcewell for facilitating, managing, and promoting the Sourcewell Contract in the event that you are awarded a Contract. This fee is typically calculated as a percentage of Vendor's sales under the Contract or as a per-unit fee; it is not a line-item addition to the Member's cost of goods. (See RFP Section 6.29 and following for details.)

- Felling Trailers pays Sourcewell 2% of the net price per each unit sold, and payment goes out quarterly.

Industry-Specific Questions

19) Describe any manufacturing processes or material specification-related attributes that contribute to ***trailer*** safety, strength, durability, and reliability that differentiate your offering in the marketplace.

- In March of 2017, Felling implemented their Lifetime Limited Warranty on all trailers. Along with a quality product, Felling Trailers wanted to be sure to put its customers' needs and expectations at the forefront and offer an industry best warranty. "At Felling Trailers, Inc. our goal is to meet and exceed our customers' expectations. Our Lifetime Limited Warranty vastly surpasses anything else in the marketplace." said Pat Jennissen, VP of Sales & Marketing for Felling Trailers, Inc.
- ISO 9001:2015 Certified for Quality Management - In the spring of 2017, Felling Trailers, Inc. earned their ISO 9001:2015 Certification for Quality Management. The ISO 9001:2015 standard, published by the International Organization for Standardization, provides a tried and tested framework for taking a systematic approach to managing an organization's processes so that they consistently turn out a product that satisfies customer's expectations and that quality is consistently improved. The standard is based on a number of quality management principles, including a strong customer focus and a process of continuous improvement. International Standards make things work. They give world-class specifications for products, services, and systems, to ensure quality, safety, and efficiency. ISO International Standards impact everyone, everywhere.

"This is a significant accomplishment for Felling Trailers, Inc., it does not happen with just one person. It took over a year for our company to get to this point with cooperation and teamwork among every team member," said Brenda Jennissen, CEO of Felling Trailers, Inc. "Our ISO journey has just begun. We will continue to work toward better processes and training which will lead to continued efficiencies and sustainability of our ISO certification and ensuring we exceed customers' expectations. I am proud of our entire team's diligence and commitment to achieving this important goal."

In order to achieve ISO 9001:2015 Certification, companies must demonstrate that they have implemented effective quality management systems across all areas of the business, including facilities, people, training, services, and equipment. Felling Trailers, Inc.'s certification process was carried out in partnership with Transpacific Certification LTD and included a detailed assessment of the company's facilities. Interviews were carried out with management and employees, and procedures were reviewed across all functional areas, including operations, training, and development, customer complaint handling, finance, and billing.

20) Describe any serviceability attributes (such as remote diagnostics) that your proposal contains. Please indicate which of these attributes are considered "industry-expected" and which you believe are "vendor differentiators."

- As a vendor we have our over the road Felling Trailers outside sales support team that can go on site as needed to help the customer with any questions, training, or troubleshooting. We believe this to be a vendor differentiator.

21) Provide any market data or research supporting the longevity or reliability of your proposed solutions.

- Attached is the blind study that was completed by PPG in Felling's Paint System and Processes. This study showed in results that the paint system and processes we have in place is better than those used by other manufactures in the trailer industry.
    - Please reference the attachment
        - "Attachment K" • Paint System & Processes
        - "Attachment L" • Paint Selection Chart

Signature: _____ Date: 12/14/18