**Form C**

## EXCEPTIONS TO PROPOSAL, TERMS, CONDITIONS, AND SOLUTIONS REQUEST

Company Name: Vermeer Corporation

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 |
|---|---|---|---|
| | | -none- | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

**Proposer's Signature:** Chad Toussey **Date:** 4-26-19

**Sourcewell's clarification on exceptions listed above:**

No Exceptions Noted

LEGAL
HCP
Initials
July 2, 2019
Date

**Contract Award**
**RFP #050119**

**FORM D**

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

RECYCLING AND REPURPOSING EQUIPMENT WITH RELATED ACCESSORIES, SUPPLIES, AND SERVICES

In compliance with the Request for Proposal (RFP) for RECYCLING AND REPURPOSING EQUIPMENT WITH RELATED ACCESSORIES, SUPPLIES, 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: Vermeer Corporation Date: April 25, 2019

Company Address: 1210 Vermeer Road East

City: Pella State: IA Zip: 50219

CAGE Code/DUNS: 11457 / 00-527-4071

Contact Person: Chad Tousey Title: Corporate Accounts Manager

Authorized Signature: Chad Tousey Chad Tousey
(Name printed or typed)

DocuSign Envelope ID: 92F9D9C9-5CA0-447A-927F-900759758984

**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 #: 050119-VRM

Proposer's full legal name: Vermeer Corporation

**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 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 July 15, 2019 and will expire on July 15, 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
7E42B8F817A84CC...
SOURCEWELL EXECUTIVE DIRECTOR/CEO SIGNATURE

Chad Coauette
(NAME PRINTED OR TYPED)

Awarded on July 10, 2019

Sourcewell Contract # 050119-VRM

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**Vendor Authorized Signatures:**

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

**Vendor Name** Vermeer Corporation

**Authorized Signatory's Title** Corporate Accounts Manager

Chad Tousey
VENDOR AUTHORIZED SIGNATURE

Chad Tousey
(NAME PRINTED OR TYPED)

Executed on 7/11, 2019

Sourcewell Contract # 050119-VRM

**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: Vermeer Corporation

Address: 1210 Vermeer Road East

City/State/Zip: Pella, IA 50219

Telephone Number: 641-621-8531

E-mail Address: ctousey@vermeer.com

Authorized Signature: Chad Tousey

Authorized Name (printed): Chad Tousey

Title: Corporate Accounts Manager

Date: 4-26-19

**Notarized**

NOTARIAL SEAL IOWA
RUTH RENAUD
Commission Number 745064
My Commission Expires
1-30-22

Subscribed and sworn to before me this 26th day of April, 20 19

Notary Public in and for the County of Marion State of Iowa

My commission expires: 1-30-22

Signature: Ruth Renaud

**Form P**

# PROPOSER QUESTIONNAIRE

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

*Proposer* Name: Vermeer Corporation

Questionnaire completed by: Chad Tousey

## Payment Terms and Financing Options

1) What are your payment terms (e.g., net 10, net 30)?

***Payment Terms are Net 30.***

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?

***A variety of leasing programs are available. This includes standard leases as well as leases with different purchase options at the end of the term. Purchase Options using predetermined or fair market values can be used to tailor monthly payments to a member's budget. Rates and terms can vary and be tailored to the members needs and based on their application.***

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.

- ***Vermeer Corporation will utilize a Business-to-Government order process and funds flow.***
- ***Vermeer will establish a national marketing program for the Recycling and Repurposing equipment contract like what is already in place with Sourcewell today.***
- ***The Process Flow for Sourcewell orders will be structured to minimize the impact for both the sales team and our customers as indicated below:***
    1. ***Customer contacts the local dealer for Sourcewell contract purchase***
    2. ***Determine if local agency is Sourcewell member***
        a. ***If member – proceed***
        b. ***If not a current member – assist agency with online membership application***
    3. ***Dealer determines product specifications and supplies quote***
        a. ***Pricing – percentage discount from catalog pricing***
    4. ***Develop quote with:***
        a. ***Machine pricing***
        b. ***Freight – based on zoned freight matrix***
    5. ***Quote presented to local agency***
        a. ***Accepted – proceed to order process***
        b. ***Denied – Dealer does not proceed, seeks possible assistance; Vermeer Corporate & Sourcewell***
    6. ***Dealer places machine order***

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?

***If the P-card is associated with one of the major charge card issuers, then the P-card can be used for parts and service at multiple dealerships.***

**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.

***Full description of our one-year warranty is provided in manufacturer Warranty Statements.***

***See attachment Form P-5.1.***

***Extended warranties are available.***

- Do your warranties cover all products, parts, and labor?

***All materials and labor are covered as described in manufacturer Warranty Statements.***

***See attachment Form P-5.1.***

- Do your warranties impose usage restrictions or other limitations that adversely affect coverage?

***Standard Warranty is subject to one full year or 1,000 hours, whichever comes first as described in Manufacturer Warranty Statements. Extended warranties for parts and/or labor are available for a variety of terms and hours.***

- Do your warranties cover the expense of technicians' travel time and mileage to perform warranty repairs?

***The Standard warranty repair or replacement must be made at the dealer location as described in manufacturer Warranty Statements. Extended warranties and preventative maintenance programs are available that would include some travel time.***

- 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?

***We have the facilities and technicians available to perform warranty throughout the entire United States and Canada.***

- 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?

***Warranties will be passed on to the original equipment manufacturer.***

- What are your proposed exchange and return programs and policies?

***Vermeer routinely accepts trade-ins for new equipment. The value for a specific piece can be discussed with a member and their local Vermeer representative. With the warranty we provide combined with a member's ability to try and/or see a piece of equipment operate in their local area,***

***the need for simply returning or exchanging a product is not generally applicable to the type of equipment we deliver.***

6. Describe any service contract options for the items included in your proposal.

***Service contracts are available for purchase. It is marketed as Confidence Plus® with standard, base, and premium coverage options.***

***See attachment Form P-6.1.***

**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.

***Two of the fastest growing industries in the world are recycling and biofuel production. Vermeer equipment has led the way into these new industries with organic recycling equipment that processes organic waste quickly and efficiently, so it can be turned into useful end products.***

***Vermeer Recycling and Repurposing equipment is designed with innovations that help improve productivity, streamline maintenance and protect operators***

***Between forest thinning and harvesting, right-of-way preparation and commercial or residential land-clearing operations, many tons of wood waste are produced around the world. With a long history in environmental management, Vermeer understands the challenges you face and provides the equipment you need to help turn wood waste into a useful byproduct.***

***Whether it be micro-chips used to create pellets for biofuel and harvesting, wood chips, mulch or compost-ready fiber, Vermeer compost turners, horizontal grinders, tub grinders, trommel screens forestry tractors, and whole tree chippers are designed to help you get the most out of your waste. All of this equipment is fully supported with parts and service from your local Vermeer dealer.***

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.)

***Vermeer is offering percentage discounts from our stated list prices. For the equipment in the Recycling and Repurposing RFP, the discounts are up to 12%. Sourcewell's discount is noted within the folder name of each product category that contains the pricing templates. There is a pricing template for each model that incorporates the appropriate and stated discount for each unit and options for each model. The pricing templates utilize model numbers and sales codes rather than SKU numbers.***

***Each pricing template includes a line item for freight. A Freight Matrix is included with our pricing files. The Freight Matrix is broken out by Zone and Machine for each Vermeer product. The Freight Matrix shows the maximum amount that can be charged to a Sourcewell member. In most cases the location allows the freight to be much lower than is listed on the matrix. In order to determine total price, the Vermeer dealer will utilize the discounted list price on the pricing template and the freight matrix. By supplying both product price and freight as part of the "bid price", the member will be able to have full assurance of contracted pricing eliminating all the potential "gray area" for the Purchasing Officer***

***This is the same system that has been used, and refined, for the past ten years. To date, based on feedback from our contract administrator, the use of these templates works well for Sourcewell and their members. We will continue to work with Sourcewell to refine this method if needed.***

***See attachment Form P-8.1 for pricing templates and freight matrix.***

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.

   ***The breakdown of specific discounts per product group are detailed within the folder name of each product category that contains the pricing templates. Please see the folders in attachment Form P-8.1 for a complete detailed list of discounts. For most of Vermeer equipment utilized by Sourcewell and its members, the discount is up to 12%. It is important to note that Vermeer utilizes one pricing system which is not inflated. Vermeer does not have a separate list price which includes higher prices for government entities or for discounting purposes. We have used the same process for establishing list prices for many decades.***

10. The pricing offered in this proposal is

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

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

___X___ 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.

    ***Quantity discounts may apply when a large quantity of units is being ordered at one time. Please contact the appropriate Vermeer Dealer or the Vermeer Corporate Accounts Department 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.

    ***Cost Plus up to 18% trailers***
    ***Cost Plus up to 35% all other items***

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.

    ***Equipment Parts-Vermeer Corporation at 1210 Vermeer Road East in Pella, Iowa is the sole source manufacturer of Vermeer Genuine Parts. The Vermeer dealership network is the sole source distributor for genuine Vermeer parts that are recommended for use on all equipment. The pricing should not exceed the suggested list price.***

    ***RDO Vermeer Pacific in California, which is part of the Vermeer dealership network includes the following additional charges:***

***CARB registration fee for any unit with a 50 hp engine and over. CARB is California Air Resources Board. This is government mandated. The dealership begins the registration process as soon as they can because the machine must sit until the registration process is complete or there is risk of being issued a citation.***

***Tire tax of $1.75 per tire. This is required for anything with tires.***

***Registration fee for units that must be licensed and plated. This is done as a courtesy to the customer. If a customer prefers to take responsibility for this on their own, then the dealer does not charge a registration fee.***

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.

    ***We have provided a freight matrix which includes any applicable freight costs. We included a maximum freight rate to provide the Sourcewell member with a check point and a not to exceed amount. The total price for each piece of equipment is determined by using the discounted model price in conjunction with the zone-based freight matrix. Delivery is included in this total price for each unit***

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

    ***We have Vermeer dealerships covering Alaska, Hawaii, Canada, as well as throughout the globe. The Vermeer dealer works with Vermeer Corporation's logistics team to ship the product from the manufacturing plant to their location. The dealer then preps and delivers the equipment to the customer.***

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

    ***Due to the nature of our product and business model, Vermeer is set up to distribute and deliver through the Vermeer dealership network. The service, longevity, and expertise of this dealership network along with the relationship with Vermeer Corporation is what makes it a unique distribution channel. Having a zoned freight matrix is something Vermeer does specific for Sourcewell.***

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.

    ***Each dealer receives funding from Vermeer Corporation for products sold and delivered to Sourcewell members. To receive this funding the dealer must submit paperwork to the Vermeer Corporate Accounts Department, stating the Sourcewell program was utilized and who the purchasing member is. This paperwork along with submitted equipment registration is used as an accounting tool and in our audit process. Vermeer Corporation supplies marketing materials and schedules training sessions, allowing Vermeer to educate the Vermeer Dealers in the proper use and promotion of the Sourcewell program***

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.)
    ***Vermeer Corporation is proposing a 1.4% administrative fee to be paid to Sourcewell when reporting monthly sales.***

**Industry-Specific Questions**

19. Describe any key designs, processes or innovations that promote or enhance the safety, reduce down-time and simplify the operation of your equipment.

- ***Vermeer grinder tips are subjected to an industry leading impact test to validate the mechanical integrity of the tips and the attachment system. This is to validate the design of the attachment method as well as the tip design will survive a major impact without breaking either the tip or mounting surface which provides a safer work area for operators.***
- ***Additional specific innovations included below in technology section.***

20. Describe any service programs and products that are unique in the marketplace that you or your dealer network offer.

- ***Confidence Plus – Preventative Maintenance and Extended Warranty programs***
- ***Telematic package to provide machine information to customer and dealers.***

21. Describe the various types of configurations your equipment can be supplied in such as tracked, wheeled, electric, etc.

- ***Horizontal grinders are diesel powered with track / trailered transport packages and electric options***
- ***Tub grinders are diesel powered trailered units with an electric option***
- ***Trommels are standard trailered towing with electric power option***
- ***Compost turners – self-propelled units are available in either 2- or 4-wheel drive wheeled options as well as a track drive system in either full tracks or halftracks with wheel on the back.***
    - ***Towed compost turners are wheeled***

22. Identify any third-party issued eco-labels, ratings or certifications that your company has received for the equipment or products included in this Proposal related to fuel efficiency, emission reductions, or other green/sustainability factors.

***Vermeer has developed and implemented an Environmental Management System (EMS) that has been recognized by the U.S. EPA, the IDNR, and the Governor's office as an industry model for environmental excellence.***

****See additional information on question #29 on Form A***

23. If you are awarded a contract, provide a few examples of internal metrics that will be tracked to measure whether you are having success with the contract.

***Vermeer has a ten-year history of sales through NJPA and Sourcewell contracts. Each year, we like to see incremental growth with overall sales and sales per dealership location. As we assess the needs and training opportunities with each dealership, we focus our efforts not only on the high-volume locations, but also other dealerships that may have less volume, but opportunity for growth with Sourcewell purchases. We try to share best practices among the dealerships to drive success for all sales reps.***

Signature: Chad Tousey Date: 4-26-19