



Participating Addendum for Tires, Tubes and Services Between State or Rhode Island and BRIDGESTONE AMERICAS TIRE OPERATIONS, LLC

This Participating Addendum is entered into by State of Rhode Island ("Participating Entity") and the following Contractor (each a "Party" and collectively the "Parties") for the purpose of participating in NASPO ValuePoint Master Agreement Number **24158**, executed by Contractor and the State of Iowa ("Lead State") for Tires, Tubes and Services ("Master Agreement"):

Bridgestone Americas Tire Operations, LLC ("Contractor")
200 4th Ave. South
Nashville, TN 37201

I. PARTICIPATING ADDENDUM CONTACTS.

Contractor's contact for this Participating Addendum is:

Greg Trosper
Sr. Manager Govt. Sales
trospergregg@bfusa.com
615-937-3794

Participating Entity's contact for this Participating Addendum is:

Michael S Stephens
Chief Procurement Specialist
Michael.stephens@purchasing.ri.gov
401-574-8152

- II. TERM.** This Participating Addendum is effective as of the date of the last signature below or May 10, 2024, whichever is later, and will terminate upon termination of the Master Agreement, as amended, unless the Participating Addendum is terminated sooner in accordance with the terms set forth herein.
- III. PARTICIPATION AND USAGE.** This Participating Addendum may be used by all state agencies, institutions of higher education, cities, counties, districts, and other political subdivisions of the state, and nonprofit organizations within the state if authorized herein and by law. Participating Entity has sole authority to determine which entities are eligible to use this Participating Addendum. If Contractor becomes aware that an entity's use of this Participating Addendum is not authorized, Contractor will notify NASPO ValuePoint to initiate outreach to the appropriate parties.
- IV. GOVERNING LAW.** The construction and effect of this Participating Addendum and any Orders placed hereunder will be governed by, and construed in accordance with, Participating Entity's laws.
- V. SCOPE.** Except as otherwise stated herein, this Participating Addendum incorporates the scope, pricing, terms, and conditions of the Master Agreement and the rights and obligations set forth therein as applied to Contractor and Participating Entity and Purchasing Entities.
- a. Products.** All products available through the Master Agreement may be offered and sold by Contractor to Purchasing Entities
 - b. Services.** All services available through the Master Agreement may be offered and sold by Contractor to Purchasing Entities.
 - c. Contractor Partners.** Participation of Contractor's dealers, distributors, resellers, and other partners performance shall be in accordance with the terms and conditions set forth in the Master Agreement and in this Participating Addendum.

Any amendment to the Master Agreement shall be deemed incorporated into this Participating Addendum unless the amendment is rejected by Participating Entity in writing to Contractor within ten (10) calendar days of the amendment's effective date and is documented thereafter via written amendment hereto.

Any conflict between this Participating Addendum and the Master Agreement will be resolved in favor of the Participating Addendum. The terms of this Participating Addendum, including those modifying or adding to the terms of the Master Agreement, apply only to the Parties and shall have no effect on

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Contractor's participating addenda with other participating entities or Contractor's Master Agreement with the Lead State.

- VI. ORDERS.** Purchasing Entities may place orders under this Participating Addendum by Each Order placed under this Participating Addendum is subject to the pricing and terms set forth herein and in the Master Agreement, including applicable discounts, reporting requirements, and payment of administrative fees to NASPO ValuePoint and Participating Entity, if applicable.
- VII. RHODE ISLAND MASTER PRICE AGREEMENTS - MPA ADMINISTRATIVE FEE.** In 2017 the General Assembly amended the "State Purchases Act", R. I. Gen. Laws § 37-2-12 (b) to authorize the Chief Purchasing Officer to establish, charge and collect from vendors listed on master price agreements ("MPA") a contract administrative fee not to exceed one percent (1%) of the total value of the annual spend against their MPA contracts. All contract administrative fees collected from MPA vendors shall be deposited into a restricted receipt account which shall be used for the purposes of implementing and maintaining an online eProcurement system and other costs related to State procurement. In accordance with this legislative initiative the Division of Purchases is upgrading the State procurement system through the purchase and installation of an eProcurement system. The contract administrative fee shall be applicable to all purchase orders issued relative to State MPA contracts. Therefore, effective January 1, 2020 all MPA contracts shall be assessed the 1% contract administrative fee.
- VIII. FEDERAL FUNDING REQUIREMENTS.** Orders funded with federal funds may have additional contractual requirements or certifications that must be satisfied at the time the Order is placed or upon delivery. When applicable, a Purchasing Entity will identify in the Order any alternative or additional requirements related to the use of federal funds. By accepting the Order, Contractor agrees to comply with the requirements set forth therein.
- IX. ATTACHMENTS.** This Participating Addendum includes the following attachments:
- a. 24158 Bridgestone Price List 2024
- X. NOTICE.** Any notice required herein shall be sent to the following:
- | | |
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| <u>For Contractor:</u>

Greg Trosper
Sr. Manager Govt. Sales
trospergregg@bfusa.com
615-937-3794 | <u>For Participating Entity:</u>

Michael S Stephens
Chief Procurement Specialist
Michael.stephens@purchasing.ri.gov
401-574-8152 |
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- XI. SUBMISSION OF PARTICIPATING ADDENDUM TO NASPO VALUEPOINT.** Upon execution, Contractor shall promptly email a copy of this Participating Addendum and any amendments hereto to NASPO ValuePoint at pa@naspovaluepoint.org. The Parties acknowledge and agree that the Participating Addendum, as amended, may be published on the NASPO ValuePoint website.
- XII. GENERAL CONDITIONS AND INSURANCE**
In accordance with this solicitation, or as outlined in Section 13.19 of the General Conditions of Purchase, found at <https://rules.sos.ri.gov/regulations/part/220-30-00-13> and General Conditions - Addendum A found at <https://www.ridop.ri.gov/documents/general-conditions-addendum-a.pdf> , the following insurance coverage shall be required of the awarded vendor(s):

General Requirements:

- a) Liability - combined single limit of \$1,000,000 per occurrence, \$1,000,000 general aggregate.

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b) Workers' compensation - \$100,000 each accident, \$100,000 disease, or policy limit and \$100,000 each employee.

Annual insurance renewal certificates must be submitted to the specific agency identified in the "ship to" section of the purchase order. Certificates are annually due prior to the beginning of any contract period beyond the initial twelve (12) month period of a contract. Failure to provide annual insurance certification may be grounds for cancellation.

SIGNATURES

The undersigned for each Party represent and warrants that this Participating Addendum is a valid and legal agreement binding on the Party and enforceable in accordance with the Participating Addendum's terms and that the undersigned is duly authorized and has legal capacity to execute and deliver this Participating Addendum and bind the Party hereto.

IN WITNESS WHEREOF, the Parties have executed this Participating Addendum.

CONTRACTOR:

Gregg Trosper

Signature

Gregg Trosper

Printed Name

Business Development Govt & Military Fleet

Title

7/12/2024

Date

PARTICIPATING ENTITY:

Signature

Nancy R. McIntyre

Printed Name

RI State Purchasing Agent

Title

Date