

CITY CLERK ORIGINAL

C-10338-1
11/22/2016

AMENDMENT NO. 1 LINKING AGREEMENT

(State of Arizona Contract No. ADSP012-016670, Contract No. C-10338)

This Amendment No. 1 ("Amendment") to the Linking Agreement ("Agreement") is made this 22 day of ~~November~~, 2016, ("Effective Date"), by and between the City of Glendale, an Arizona municipal corporation ("City") and Don Sanderson Ford, Inc., an Arizona corporation authorized to do business in Arizona ("Contractor").

RECITALS

- A. City and Don Sanderson Ford, Inc., ("Contractor") previously entered into a Linking Agreement, Contract No. C-10338, dated October 13, 2015 ("Agreement"); and
- B. The original State of Arizona Agreement No. ADSP012-016670 had an initial one-year term beginning January 12, 2012 through October 1, 2013 with the option to extend an additional four (4) years in one-year increments; and
- C. The State of Arizona Contract No. ADSP012-016670, as amended expires on January 17, 2017; and
- D. City and Contractor wish to modify and amend the Agreement subject to and strictly in accordance with the terms of this Amendment.

AGREEMENT

In consideration of the mutual promises set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the City and Contractor hereby agree as follows:

- 1. **Recitals.** The recitals set forth above are not merely recitals, but form an integral part of this Amendment.
- 2. **Term.** The term of the Agreement is extended for a three month period from October 1, 2016 through January 17, 2017, unless otherwise terminated or canceled as provided by the Agreement. All other provisions of the Agreement except as set forth in this Amendment shall remain in their entirety.
- 3. **Scope of Work.** The Scope of Work is amended to include the purchase of the following total fifteen (15) vehicles from the Contractor (per attached quotes): one (1) 2017 Expedition XLT; six (6) 2017 F150 Pickups; five (5) 2017 F250 Pickups; two (2) F350 Pickups and one (1) Escape.
- 4. **Compensation.** Section 3.B. of the Linking Agreement is modified and amended as follows:

8/10/16

4.1 Compensation. Contractor's compensation for the Project shall not exceed \$788,825.75 for the entire term of the agreement (initial term was \$351,691, and this Amendment 1 is \$437,134.75).

5. **Insurance Certificate.** Current certificate will expire on April 1, 2017 and a new certificate applying to the extended term must be provided prior to this date to Materials Management and the Contract Administrator.
6. **Non-discrimination.** Contractor must not discriminate against any employee or applicant for employment on the basis of race, color, religion, sex, national origin, age, marital status, sexual orientation, gender identity or expression, genetic characteristics, familial status, U.S. military veteran status or any disability. Contractor will require any Sub-contractor to be bound to the same requirements as stated within this section. Contractor, and on behalf of any subcontractors, warrants compliance with this section.
7. **No Boycott of Israel.** The Parties agree that they are not currently engaged in, and agree that for the duration of the Agreement they will not engage in, a boycott of Israel, as that term is defined in A.R.S. §35-393.
8. **Ratification of Agreement.** City and Contractor hereby agree that except as expressly provided herein, the provisions of the Agreement shall be, and remain in full force and effect and that if any provision of this Amendment conflicts with the Agreement, then the provisions of this Amendment shall prevail.

CITY OF GLENDALE, an Arizona
municipal corporation



Kevin R. Phelps, City Manager

ATTEST:



Julie K. Bower, City Clerk

(SEAL)

APPROVED AS TO FORM:



Michael D. Bailey, City Attorney

Don Sanderson Ford, Inc.,
an Arizona corporation



By: David Harris

Its: Commercial & Government Fleet
Sales Manager



NISP Code Browse | My Account | Customer Service | About

Seller Seller Administrator

September 27, 2016 11:31:44 AM MST



Home POs Bids Contracts Quotes

Dave Harris

Master Blanket Purchase Order ADSP012-016670

General Items Attachments(18) Notes Change Orders(11) Subcontractors Summary

Change Order #: 11 Posted Date: 08/29/2016 10:47:09 AM
 Comment: Upload current pricing Posted User: Lori Noyes
 Created User: Lori Noyes Created Date: 08/29/2016 10:43:09 AM

Note to Vendor: Upload current pricing Attachment File Changes: Header 1. File 'Current Sanderson Ford Pricing'; File 'Current Sanderson Ford Pricing' added. 2. File 'Sanderson Ford Current Contract Prices'; Show Attachment to Vendor Flag changed from "Yes" to "No". Control Changes: 1. End date changed to 01/17/2017. Upload current pricing

Approval Path

| Delete | Approver | Order Sequence | Approval Path ID | Level | Approver Type | Date Requested | Date Approved/Disapproved | Approved/Disapproved/Canceled by | Comment View |
|--|----------|----------------|------------------|-------|---------------|----------------|---------------------------|----------------------------------|--------------|
| There are no approval paths found for this change order. | | | | | | | | | |

Exit

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3250 B13



Department Fax: (623)

Date: 9/13/2016

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017 Ford Expedition XLT 4x2 (regular length) (U1H)

***### State of Arizona Contract ADSP012-016670

Base Price: \$33,343.00

Upgrade Options:

- 1. 3.5L V6 Ecoboost-Turbo 365hp@ 5000 RPM std
- 2. Cloth Interior (3 Rows) 8 pass std
- 3. Power Equipment (windows/locks/mirrors/seat) std
- 4. AM/FM/CD with Input Jack std
- 5. Rear View Back Up Camera std
- 6. Running Boards - black std
- 7. SYNC - Bluetooth w/ enhanced VRC std
- 8. 4 keys total _____
- 9. _____
- 10. AZ Legal Tint installed by Sanderson Ford \$275.00
- 11. _____
- 12. 60-90 days ETA _____

Upgrade Options Total: \$275.00
 Bid Price (w/options): \$33,618.00
 Sales Tax (8.5%): \$2,857.53
 Tire Tax: \$5.00
 Ford Extended Service Plan: _____
 Total Delivered Price: \$36,480.53 ✓

$$\text{\$ } 36,480.53 \times \overset{\text{Qty}}{(1)} = \text{\$ } 36,480.53$$

3230B06
3230B09
4411B06



Department Fax: (623)

Date: 9/13/2016

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017 Ford F150 XL Supercab 4x2 short bed (6.5') (X1C)

***### State of Arizona Contract ADSP012-016670

Base Price: \$20,605.00

Upgrade Options:

| | | |
|-----|---|-------------------------|
| 1. | <u>6900 lbs. GVWR</u> | <u>std</u> |
| 2. | <u>3.31 regular axle</u> | <u>std</u> |
| 3. | <u>5.0 L V8 (Flex Fuel E-85 capable) (99F)</u> | <u>\$1,468.00</u> |
| 4. | <u>Power Equip Grp (window/ locks/mirrors (85A)</u> | <u>incl st contract</u> |
| 5. | <u>Cloth 40/20/40 split bench (CG)</u> | <u>incl st contract</u> |
| 6. | <u>2 extra Keys w/ integrated FOBS</u> | <u>incl st contract</u> |
| 7. | <u>Cruise Control</u> | <u>incl st contract</u> |
| 8. | <u>Black Molded Running Boards (18B)</u> | <u>\$231.00</u> |
| 9. | <u>Spray In Bedliner (Line X brand)</u> | <u>\$395.00</u> |
| 10. | <u>AZ Legal Tint</u> | <u>\$125.00</u> |
| 11. | _____ | _____ |
| 12. | <u>60-90 days ETA</u> | _____ |

Upgrade Options Total: \$2,219.00

Bid Price (w/options): \$22,824.00

Sales Tax (8.5%): \$1,940.04

Tire Tax: \$5.00

Ford Extended Service Plan: _____

Total Delivered Price: \$24,769.04 ✓

$\$24,769.04 \times (3) = \$74,307.12$

4310 B02
6254 B02



Department Fax: (623)

Date: 9/13/2016

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017 Ford F150 XL Regular cab 4x2 short bed (6.5) (F1C)

***### State of Arizona Contract ADSP012-016670

Base Price: \$19,856.00

Upgrade Options:

| | | |
|-----|---|-------------------------|
| 1. | <u>6200 lbs. GVWR</u> | <u>std</u> |
| 2. | <u>3.31 regular axle</u> | <u>std</u> |
| 3. | <u>5.0 L V8 (Flex Fuel E-85 capable) (99F)</u> | <u>\$1,468.00</u> |
| 4. | <u>Power Equip Grp (window/ locks/mirrors (85A)</u> | <u>incl st contract</u> |
| 5. | <u>Cloth 40/20/40 split bench (CG)</u> | <u>incl st contract</u> |
| 6. | <u>2 extra Keys w/ integrated FOBS</u> | <u>incl st contract</u> |
| 7. | <u>CRUISE CONTROL</u> | <u>incl st contract</u> |
| 8. | <u>Black Molded Running Boards (18B)</u> | <u>\$231.00</u> |
| 9. | <u>Spray In Bedliner (Line X brand)</u> | <u>\$395.00</u> |
| 10. | <u>AZ Legal Tint</u> | <u>\$85.00</u> |
| 11. | <u>Trailer Tow Pkg (63A)</u> | <u>\$456.00</u> |
| 12. | <u>60-90 days ETA</u> | |

Upgrade Options Total: \$2,635.00
 Bid Price (w/options): \$22,491.00
 Sales Tax (8.5%): \$1,911.74
 Tire Tax: \$5.00
 Ford Extended Service Plan: _____
 Total Delivered Price: \$24,407.74 ✓

$\$24,407.74 \times (2)^{Qty} = \$48,815.48$

4424805



Department Fax: (623)

Date: 9/13/2016

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017 Ford F150 XL Regular cab 4x2 short bed (6.5) (F1C)

***### State of Arizona Contract ADSP012-016670

Base Price: \$19,856.00

Upgrade Options:

| | | |
|-----|---|-------------------------|
| 1. | <u>6200 lbs. GVWR</u> | <u>std</u> |
| 2. | <u>3.31 regular axle</u> | <u>std</u> |
| 3. | <u>5.0 L V8 (Flex Fuel E-85 capable) (99F)</u> | <u>\$1,468.00</u> |
| 4. | <u>Power Equip Grp (window/ locks/mirrors (85A)</u> | <u>incl st contract</u> |
| 5. | <u>Cloth 40/20/40 split bench (CG)</u> | <u>incl st contract</u> |
| 6. | <u>2 extra Keys w/ integrated FOBS</u> | <u>incl st contract</u> |
| 7. | <u>Cruise Control</u> | <u>incl st contract</u> |
| 8. | <u>Black Molded Running Boards (18B)</u> | <u>\$231.00</u> |
| 9. | <u>Spray In Bedliner (Line X brand)</u> | <u>\$395.00</u> |
| 10. | <u>AZ Legal Tint</u> | <u>\$85.00</u> |
| 11. | <u>Trailer Tow Pkg (53A)</u> | <u>\$456.00</u> |
| 12. | <u>Liftgate</u> | <u>\$2,660.00</u> |

Upgrade Options Total: \$5,285.00

Bid Price (w/options): \$25,141.00

Sales Tax (8.5%): \$2,136.99

Tire Tax: \$6.00

Ford Extended Service Plan:

Total Delivered Price: \$27,282.99 ✓

$\$27,282.99 \times (1) = \$27,282.99$

FIVE BC TRUCK
 3320C28
 3320C31



Department Fax: (623)

Date: 9/15/2016 (revised)

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017 Ford F250 XL Crew cab 4x2 short bed (W2A)

***### State of Arizona Contract ADSP012-016670

Base Price: \$25,725.00

Upgrade Options:

| | | |
|-----|---|-------------------------|
| 1. | <u>6.2L V8 FFV (996)</u> | <u>std</u> |
| 2. | <u>Air Conditioner</u> | <u>std</u> |
| 3. | <u>40/20/40 cloth split bench / vinyl floor</u> | <u>incl st contract</u> |
| 4. | <u>Power Equip Grp (90L)</u> | <u>incl st contract</u> |
| 5. | <u>Cruise Control (625)</u> | <u>incl st contract</u> |
| 6. | <u>3.73 E-Lock differential (X3E)</u> | <u>\$359.00</u> |
| 7. | <u>SYNC- Bluetooth Commun (91M)</u> | <u>\$336.00</u> |
| 8. | <u>AM/FM/CD req w/SYNC (585)</u> | <u>\$253.00</u> |
| 9. | <u>Upfitter Switches (6) (66S)</u> | <u>\$152.00</u> |
| 10. | <u>Chrm bumpers & Alloy wheels (17F,64W)</u> | <u>\$755.00</u> |
| 11. | <u>Sanderson Ford Custom Shop to install, steps</u> | <u>\$4,879.00</u> |
| 12. | <u>Tonneau Cover, 2K bed slide, spray liner, tint</u> | |

Upgrade Options Total: \$6,734.00

Bid Price (w/options): \$32,459.00

Sales Tax (8.5%): \$2,759.02

Tire Tax: \$5.00

Ford Extended Service Plan: _____

Total Delivered Price: \$35,223.02 ✓

35,223.02 x ^{Qty} (2) = \$70,446.04

b226B02



Department Fax: (623)

Date: 9/15/2016

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017 Ford F250XL Reg Cab 4x2 pickup truck Long Bed

***### State of Arizona Contract ADSP012-016670

Base Price: \$22,208.00

Upgrade Options:

| | | |
|-----|--|-------------------------|
| 1. | <u>6.2L V8 FFV</u> | <u>std</u> |
| 2. | <u>Air Conditioner</u> | <u>std</u> |
| 3. | <u>Trailer Tow (receiver hitch & wiring)</u> | <u>std</u> |
| 4. | <u>Power Grp (windows/locks/mirrors (90L))</u> | <u>incl st contract</u> |
| 5. | <u>Cruise Control</u> | <u>incl st contract</u> |
| 6. | <u>40/20/40 cloth split bench</u> | <u>incl st contract</u> |
| 7. | <u>Factory Brake Controller (52B)</u> | <u>\$249.00</u> |
| 8. | <u>Blk Mid Cab Steps (18B)</u> | <u>\$295.00</u> |
| 9. | <u>AZ Legal Tint</u> | <u>\$85.00</u> |
| 10. | <u>Spray In Bedliner</u> | <u>\$395.00</u> |
| 11. | <u>4 key total</u> | |
| 12. | <u>60-90 days ETA</u> | |

Upgrade Options Total: \$1,024.00

Bid Price (w/options): \$23,232.00

Sales Tax (8.5%): \$1,974.72

Tire Tax: \$5.00

Ford Extended Service Plan:

Total Delivered Price: \$25,211.72 ✓

$\$25,211.72 \times (1) = \$25,211.72$

4424B07



Department Fax: (623)

Date: 9/14/2016

Customer: City of Glendale

FAX: 623-915-3123

Vehicle Description: 2017 Ford F250 XL Reg Cab 4x2 9950 lbs. GVWR (F2A)

***### State of Arizona Contract ADSP012-016670

Base Price: \$22,208.00

Upgrade Options:

| | | |
|-----|---|-------------------------|
| 1. | <u>6.2L V8 Flex Fuel</u> | <u>std</u> |
| 2. | <u>Air Conditioner</u> | <u>std</u> |
| 3. | <u>Tow Pkg (receiver hitch & wiring)</u> | <u>std</u> |
| 4. | <u>40/20/40 split cloth bench</u> | <u>incl st contract</u> |
| 5. | <u>Power Windows / Locks / Mirrors</u> | <u>incl st contract</u> |
| 6. | <u>Cruise Control</u> | <u>incl st contract</u> |
| 7. | <u>Pickup Box Delete (66D)</u> | <u>-\$575.00</u> |
| 8. | <u>Spare Tire / Wheel (512)</u> | <u>\$292.00</u> |
| 9. | <u>Black Mided Cab Steps (18B)</u> | <u>\$295.00</u> |
| 10. | <u>AZ Legal Tint</u> | <u>\$85.00</u> |
| 11. | <u>8' Standard Line utility body, 1000 lbs liftgate, no</u> | <u>\$7,386.00</u> |
| 12. | <u>top compartments, Back Up Alarm</u> | |

Upgrade Options Total: \$7,483.00

Bid Price (w/options): \$29,691.00

Sales Tax (8.5%): \$2,523.74

Tire Tax: \$5.00

Ford Extended Service Plan:

Total Delivered Price: \$32,219.74 ✓

$\$32,219.74 \times (1) = \$32,219.74$

6223820



Department Fax: (623)

Date: 9/14/2016

Customer: City of Glendale

FAX:

Vehicle Description: 2017 Ford F250 XL Reg Cab 4x2 9950 lbs. GVWR (F2A)

***### State of Arizona Contract ADSP012-016670

Base Price: \$22,208.00

Upgrade Options:

| | | |
|-----|---|------------------|
| 1. | 6.2L V8 Flex Fuel | std |
| 2. | Air Conditioner | std |
| 3. | Tow Pkg (Hitch /Wiring /Factory Brake Control) | \$249.00 |
| 4. | 40/20/40 split cloth bench | incl st contract |
| 5. | Power Windows/ Locks/Mirrors | incl st contract |
| 6. | Cruise Control | incl st contract |
| 7. | Pickup Box Delete (66D) | -\$675.00 |
| 8. | Spare Tire/ Wheel (512) | \$292.00 |
| 9. | Black Molded Cab Steps (18B) | \$295.00 |
| 10. | Rear View Camera factory prep kit (872) | \$381.00 |
| 11. | Serv Body, thru compart, ladder rack, b/u alarm | \$8,364.00 |
| 12. | Tint & Spray In liner (Sanderson Ford) | \$475.00 |

Upgrade Options Total: \$9,481.00
 Bid Price (w/options): \$31,689.00
 Sales Tax (8.5%): \$2,693.57
 Tire Tax: \$5.00
 Ford Extended Service Plan:
 Total Delivered Price: \$34,387.57 ✓

$\$34,387.57 \times \overset{Qty}{(1)} = \$34,387.57$

TRANSIT vehicle
 3320C22
 3320C23



Government Fleet Sales Managers

| | | |
|----------------|----------------|--|
| Dave Harris | (623) 930-5981 | dharris@sandersonford.com |
| Richard Fowler | (623) 930-5982 | rfowler@sandersonford.com |
| Tony Friedley | (623) 930-5983 | tfriedley@sandersonford.com |
| Bob Allen | (623) 930-5980 | ballen@sandersonford.com |
| Tim McWilliams | (623)842-8808 | tmac@sandersonford.com |

Department Fax: (623) 930-5986

Date: 9/16/2016

Customer: City of Glendale Fire/Critical Response Team

FAX: _____

Vehicle Description: 2017 Ford Transit XL 350 long wheelbase medium roof height (X2C)

***### STATE of AZ Contract ADSP012-016670

Base Price: \$29,724.00

Upgrade Options:

| | | |
|-----|--|----------------------------|
| 1. | <u>12 passenger (vinyl seats and rubber floor)</u> | <u>-\$150.00</u> |
| 2. | <u>3.7L V6 normally aspirated</u> | <u>std</u> |
| 3. | <u>Front & Rear A/C</u> | <u>std</u> |
| 4. | <u>power windows / locks / mirrors</u> | <u>std</u> |
| 5. | <u>sliding side door</u> | <u>std</u> |
| 6. | <u>cruise control (60C)</u> | <u>Included in contrac</u> |
| 7. | <u>2 additional keys (86F)</u> | <u>Included in contrac</u> |
| 8. | <u>Reverse Parking Sensors (43R)</u> | <u>\$272.00</u> |
| 9. | <u>Running Board for rear passengers (68H)</u> | <u>\$148.00</u> |
| 10. | <u>Privacy Glass (92E)</u> | <u>\$621.00</u> |
| 11. | _____ | _____ |
| 12. | <u>approx lead time 60-90 days A.R.O.</u> | _____ |

Upgrade Options Total: \$891.00
 Bid Price (w/options): \$30,615.00
 Sales Tax (8.5%): \$2,602.28
 Tire Tax: \$5.00

Ford Extended Service Plan: _____
 Total Delivered Price: \$33,222.28 ✓

$\$33,222.28 \times \overset{Qty}{(2)} = \$66,444.56$

ESCAPE
6223B41



Government Fleet Sales Managers

| | | |
|----------------|----------------|--|
| Dave Harris | (623) 930-5961 | dharris@sandersonford.com |
| Richard Fowler | (623) 930-5962 | rfowler@sandersonford.com |
| Tony Friedley | (623) 930-5963 | tfriedley@sandersonford.com |
| Bob Allen | (623) 930-5960 | ballen@sandersonford.com |
| Tim McWilliams | (623)842-8808 | tmac@sandersonford.com |

Department Fax: (623) 930-5966

Date: 9/15/2016

Customer: City of Glendale

FAX: _____

Vehicle Description: 2017Ford Escape S 4x2 (U0F)

***###

Base Price: \$19,847.00

Upgrade Options:

| | | |
|-----|---|-----------------|
| 1. | <u>2.5L I-4 Naturally Aspirated</u> | <u>std</u> |
| 2. | <u>6 spd automatic</u> | <u>std</u> |
| 3. | <u>Air Conditioner</u> | <u>std</u> |
| 4. | <u>Cloth Buckets - 6 way manual adjust</u> | <u>std</u> |
| 5. | <u>60/40 split fold down rear seat</u> | <u>std</u> |
| 6. | <u>Power Windows / Locks / Mirrors</u> | <u>std</u> |
| 7. | <u>Cruise Control</u> | <u>std</u> |
| 8. | <u>AM / FM / CD</u> | <u>std</u> |
| 9. | <u>SYNC bluetooth connectivity</u> | <u>std</u> |
| 10. | <u>Rearview Camera w/ 4.2" in dash screen</u> | <u>std</u> |
| 11. | <u>AZ Legal Window Tint / 4 keys & Fobs</u> | <u>included</u> |
| 12. | <u>approx lead time 60-90 days A.R.O.</u> | |

Upgrade Options Total: \$0.00

Bid Price (w/options): \$19,847.00

Sales Tax (8.5%): \$1,687.00

Tire Tax: \$5.00

Ford Extended Service Plan: _____

Total Delivered Price: \$21,539.00 ✓

$\$21,539.00 \times (1) = \$21,539.00$