

## COOPERATIVE PURCHASE CONTRACT

Contract No. 2021-72

This Cooperative Purchase Contract is made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ by and between the City of Flagstaff, Arizona, a political subdivision of the State of Arizona ("City") and Dell Inc., a Delaware Corporation, ("Contractor").

### RECITALS:

- A. Contractor has an ADSPO Purchasing Agreement (ADSPO # 16-098163) – procured by The State of Arizona to supply materials and/or services ("State Contract"), which was awarded through a competitive and open procurement process; and
- B. The City has authority to enter into a cooperative purchase contract with Contractor utilizing the Agency Contract.

### AGREEMENT:

NOW THEREFORE, in consideration for the mutual promises contained herein, the parties agree as follows:

1. Materials and or Services Purchased: Contractor shall provide to City the materials and or services, as specified in the Purchase Order(s) and/or Scope of Work submitted by the City in accordance with the Agency Contract. General description of materials and or services being purchased:

#### **Library Computer Purchase**

2. Specific Requirements of City: Contractor will comply with all specific purchase and delivery requirements and/or options of City, as specified in the Purchase Order(s) as mutually agreed upon at time of order.
3. Payment: Payment to the Contractor for the materials and or services provided under initial PO not to exceed seventy three thousand one hundred forty one dollars and fifty seven cents **(\$73,141.57) including other fees and taxes**; made in accordance with the price list and terms set forth in the Agency Contract. The City Manager or his/her designee (the Purchasing Director) may approve an adjustment if the annual Contract price is less than \$50,000; otherwise City Council approval is required.
4. Terms and Conditions of Agency Contract Apply: All provisions of the Agency Contract documents, including any amendments, are incorporated in and shall apply to this Contract as though fully set forth herein. The Agency Contract documents are set forth in Exhibit A attached hereto and incorporated by reference. Contractor will assist City to obtain a copy of Agency Contract after renewal of Agency Contract upon request from the City.
5. Certificates of Insurance: All insurance provisions of the Agency Contract shall apply, including any requirement to name the City as an additional insured. Prior to commencing performance under this Contract, Contractor shall furnish City with a copy of the current Certificate of Insurance required by the Agency Contract.
6. Term: This Cooperative Purchase Contract shall commence upon execution by the parties and shall continue until expiration or termination of the underlying Agency Contract, unless sooner terminated by either party in writing.

7. Renewal: This Cooperative Purchase Contract shall be automatically renewed if the underlying Agency Contract is renewed, for the same renewal period, unless City provides advance written notice to Contractor of its intention to non-renew.
8. Notices: Any formal notice concerning this Contract shall be in writing and sent by certified mail and email as follows:

To the City:

Brian Eilerts  
Senior Procurement Specialist  
City of Flagstaff  
211 W. Aspen Avenue  
Flagstaff, Arizona 86001  
[Brian.Eilerts@flagstaffaz.gov](mailto:Brian.Eilerts@flagstaffaz.gov)

To Contractor:

Dell Marketing LP  
1 Dell Way  
Round Rock, TX 78682  
[Dana.Harris@dell.com](mailto:Dana.Harris@dell.com)

Copy To:

Mark Cesare  
Flagstaff Public Library  
City of Flagstaff  
211 W. Aspen Avenue  
Flagstaff AZ, 86001  
[Mcesare@flagstaffpubliclibrary.org](mailto:Mcesare@flagstaffpubliclibrary.org)

CONTRACTOR:

By: \_\_\_\_\_

Title: \_\_\_\_\_

CITY OF FLAGSTAFF

By: \_\_\_\_\_

Title: \_\_\_\_\_

ATTEST:

\_\_\_\_\_  
City Clerk

APPROVED AS TO FORM:

City Attorney's Office

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**EXHIBIT A**  
**AGENCY CONTRACT**

ADSPO (#16-098163) – procured by The State of Arizona.