

## COOPERATIVE PURCHASE CONTRACT

Contract No. CO-2023-27

This Cooperative Purchase Contract is made and entered into this \_\_\_\_\_ day of \_\_\_\_\_, 2022 by and between the City of Flagstaff, Arizona, a political subdivision of the State of Arizona ("City") and The Public Restroom Company, a Nevada corporation ("Contractor").

### RECITALS:

- A. Contractor has Government Purchasing Cooperative Contract number (679-22) with BuyBoard Cooperative Purchasing to supply materials and/or services ("Agency 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) submitted by the City in accordance with the Agency Contract. General description of materials and or services being purchased:

#### **Thorpe Park Restroom Build and Installation**

2. Specific Requirements of City: Contractor shall comply with all specific purchase and delivery requirements and/or options of City, as specified in the Purchase Order(s) submitted to Contractor or Exhibit A attached hereto and incorporated by reference.
3. Payment: Payment to the Contractor for the materials and or services provided shall be **two hundred seventy-nine thousand four hundred eighty-two dollars and zero cents (\$279,482), in addition to taxes and other charges**; made in accordance with the price list and terms set forth in the Agency Contract.
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 B attached hereto and incorporated by reference. Contractor is responsible for promptly notifying City in writing of any changes to the Agency Contract.
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 City 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. Notice: Any formal notice required under this Contract shall be in writing and sent by certified mail and email as follows:

To the City:

Amy Hagin  
Parks and Recreation Manager  
City of Flagstaff  
211 W. Aspen Ave.  
Flagstaff, AZ 86001  
[ahagin@flagstaffaz.gov](mailto:ahagin@flagstaffaz.gov)  
Phone: 928-213-2164

To Contractor:

Mike Earle  
Regional Sales Manager  
The Public Restroom Company  
2587 Business Parkway  
Minden, NV 89423  
[mike@publicrestroomcompany.com](mailto:mike@publicrestroomcompany.com)  
Phone: 888-888-2060 ext. 126  
Fax: 888-888-1448

With a copy to:

Liane Garcia  
Buyer  
City of Flagstaff  
211 W. Aspen Ave.  
Flagstaff, AZ 86001  
[lgarcia@flagstaffaz.gov](mailto:lgarcia@flagstaffaz.gov)

With a copy to:

***(REMAINDER OF PAGE INTENTIONALLY LEFT BLANK)***

CONTRACTOR:

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

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

CITY OF FLAGSTAFF

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

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

ATTEST:

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

APPROVED AS TO FORM:

\_\_\_\_\_  
City Attorney's Office

Notice to Proceed issued: \_\_\_\_\_, 20\_\_

**EXHIBIT A  
SCOPE OF WORK**

1. Proposal for Thorpe Park Restroom (14 pages)

**EXHIBIT B**  
**AGENCY CONTRACT**

1. Original RFP 679-22 (95 pages)
2. PRC Buyboard Approval Letter (1 page)