

**Vendor Agreement #102811-NAF (Agreement)
Between**

NATIONAL AUTO FLEET GROUP (Awarded Vendor)
490 Auto Center Drive
Watsonville, CA 95076
AND
NATIONAL JOINT POWERS ALLIANCE® (NJPA)
202 12th ST NE
Staples, MN 56479

Whereas; NJPA issued an Request for Proposal #102811 (RFP) for the provision of PASSENGER CARS, LIGHT DUTY, MEDIUM DUTY, AND HEAVY DUTY TRUCKS WITH RELATED ACCESSORIES to NJPA and NJPA Members nationwide; and

Whereas; NATIONAL AUTO FLEET GROUP responded to said RFP committing to the provision of PASSENGER CARS, LIGHT DUTY, MEDIUM DUTY, AND HEAVY DUTY TRUCKS WITH RELATED ACCESSORIES to NJPA and NJPA Members; and

Whereas; NJPA has awarded the contract proposed in the RFP, which is identified as NJPA contract 102811-NAF (the Contract), to Awarded Vendor, and

Whereas; NJPA and Awarded Vendor desire to further define their relationship under the Contract as contained herein.

Now therefore; In consideration of the mutual covenants contained herein, IT IS HEREBY AGREED BETWEEN THE PARTIES AS FOLLOWS:

The effective date of this Agreement shall be JANUARY 17, 2012.

ARTICLE 1. PURPOSE AND INTENT

1.1 The purpose and intent of this Agreement is to:

1.1.1 Augment the terms and conditions of the Contract #102811-NAF originally identified in the RFP, the Awarded Vendor's responses and modifications contained in Form C of the Awarded Vendor's bid response (all of which are hereby incorporated into this Agreement by this reference),

1.1.2 Identify specific marketing and sales training responsibilities for both NJPA and Awarded Vendor, and

1.1.3 to finalize the administration fee to be paid by the Awarded Vendor to NJPA.

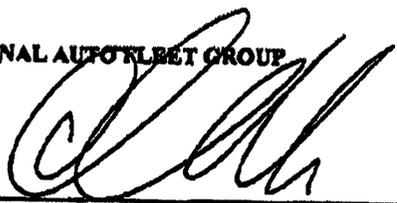
ARTICLE 2. TERMS AND CONDITIONS

2.1 NJPA and Awarded Vendor agree to the terms and conditions contained in RFP #102811, the Awarded Vendor's responses AND the exceptions to those terms and conditions identified in Form C of Awarded Vendor's bid response EXCEPT as identified herein:

No further exceptions made.

IN WITNESS WHEREOF, the parties have executed this Contract effective the day and year referenced below.

NATIONAL AUTO FLEET GROUP

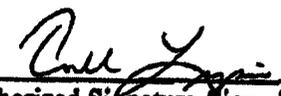
By 
Authorized Signature-Signed

By 
Authorized Signature-Printed

Date 3-20-2012

Notice Address:
490 Auto Center Drive
Watsonville, CA 95076

NATIONAL JOINT POWERS ALLIANCE®

By 
Authorized Signature-Signed

By Tommy Lyscio
Authorized Signature-Printed

Date 3/21/12

Notice Address:
202 12th Street NE
Staples, MN 56479

Candice Henderson

From: Wayne Casper [Wayne.Casper@nationalipa.org]

Date: Friday, October 29, 2010 11:54 AM

To: Candice Henderson

Subject: Welcome to National Intergovernmental Purchasing Alliance (National IPA)! HRG:0251047

Dear Candice:

Welcome to National IPA! Your participation form has been received and processed. For future reference, the National IPA Participating Agency number assigned to City of Lynnwood is NIPA6563. We are pleased to offer a growing portfolio of publicly solicited and awarded master agreements to your agency. Details for all awarded contracts, as well as contracts in process and under evaluation are available at www.nationalipa.org/agreements.html.

If you need additional information or assistance with any of our master agreements, please contact me. Thank you and I look forward to serving your agency in the future.

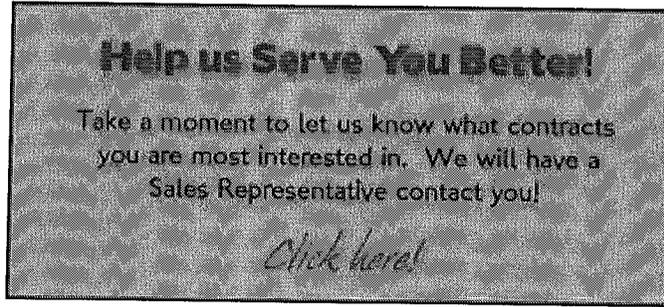
Wayne Casper
National IPA
info@nationalipa.org

Your request has been submitted!

If you do not receive confirmation of this enrollment from National IPA within 3 business days, please contact us at info@nationalipa.org.

In order to ensure that you receive confirmation as well as communications from National IPA, please add info@nationalipa.org to your safe senders list, address book, or whitelist.

To return to the home page, [click here](#). To print, [click here](#).



CONTACT

FirstName: **Candice**

LastName: **Henderson**

Title: **Buyer**

Suffix:

Department: **Purchasing and Contracts Division**

Email: **chenderson@ci.lynnwood.wa.us**

Phone: **425-670-5166**

Phone Ext:

Address 1: **PO Box 5008**

City: **Lynnwood**

StateCode: **WA**

Zip: **98046**

COMPLETEDBY

CompFirstName: **Candice**

CompLastName: **Henderson**

Thank You!

CompTitle: **Buyer**

CompPhone: **425-670-5166**

CompPhoneExt:

CompEmail: **chenderson@ci.lynnwood.wa.us**

AGENCY

Agency: **City of Lynnwood**

EIN:

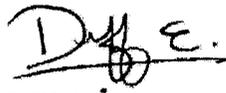
AgencyType: **Government Agency**

Terms of Participation: **Yes**

Candice Henderson

From: Duff Erholtz [Duff.Erholtz@njpacoop.org]
Date: Monday, November 01, 2010 11:01 AM
To: Candice Henderson
Subject: RE: NJPA

You are good! Nothing more needed...☺


www.njpacoop.org



Duff Erholtz
Manager of Membership Services
phone 218-894-5490
cell 218-894-6812

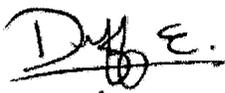
From: Candice Henderson [mailto:chenderson@ci.lynnwood.wa.us]
Sent: Monday, November 01, 2010 12:03 PM
To: Duff Erholtz
Subject: RE: NJPA

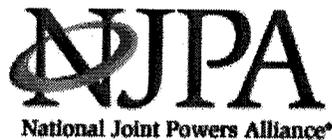
Duff,
I noticed on your website that an agreement was listed. Do we need to sign and return it?

Candice

From: Duff Erholtz [mailto:Duff.Erholtz@njpacoop.org]
Sent: Monday, November 01, 2010 9:56 AM
To: Candice Henderson
Subject: FW: NJPA

Good Morning,
Just a note to let you know your membership was received and processed. We assigned the city member ID # 39532, and a welcome packet will go in the mail this week. Enjoy your membership, and please contact me with any questions you might have.


www.njpacoop.org



Duff Erholtz
Manager of Membership Services
phone 218-894-5490
cell 218-894-6812

Policy on Membership in NJPA

Adopted on Jan. 19, 2006

Adopted Revision #1 on April 22, 2008

Purpose:

To allow school districts, cities, counties, other governmental units, nonpublic schools and other partnership agencies or organizations and non-profit organizations to participate in NJPA and its programs and services.

Policy:

Minnesota Statute 123A.21, Subd. 3 describes our membership, participation and partners.

Full voting memberships are limited to the school districts, cities, counties, and other governmental units as defined in M.S. 471.59, Joint Exercise of Powers, and as established annually by the NJPA Board of Directors. Full voting members are required to sign a membership agreement and to pay a one-time \$10.00 membership fee. These members are eligible to nominate their governing board members to serve on the NJPA Board of Directors. "Full-voting Members" are the only type of NJPA members, under M.S. 123A.21, Subd. 9, that are responsible for any proportionate share of expenses that may annually be assessed by the NJPA Board.

Nonvoting memberships are available to all other agencies and organizations that can legally sign a Joint Powers Agreement with NJPA as defined under M.S. 471.59. These types of memberships shall be referred to as "Participating Members." Participating Members are free and carry no organizational liability.

Nonvoting partner relationships shall be available to nonpublic school administrative units and other partnership agencies or organizations that cannot legally sign a Joint Powers Agreement. These types of relationships shall be referred to as "NJPA Partners." NJPA Partners receive this relationship for free and they also carry no organizational liability.

When an agency or organization simply participates in our programs and services by executing a purchase order through one or more of our contracts, NJPA will contact that agency or organization so they can supply NJPA with the necessary information to help us determine their proper membership category.

[Home](#) [Contract Purchasing Solutions](#) [Regional Programs](#) [About NJPA](#) [News](#) [Contact Us](#)[Contract Solutions](#) [Join NJPA](#) [Legal Authority](#) [Procurement Process](#) [Contract Purchasing FAQ](#) [Become A Vendor](#)[Home Page](#) [Contract Purchasing Solutions](#) [Legal Authority](#)

Legal Authority

The following summary is a highlighted explanation of the enabling legislation referenced by and guiding NJPA. The plain language of the statutes, from our perspective, allows NJPA very clear authority to serve current and future Members through cooperative efforts.

[Email This Page](#) [Share This](#) [Print](#)

MN Enabling Legislation

Minnesota Statute 471.345: Municipal Contracting Law

NJPA claims organizational status as a "Municipal Agency" under the authority of this definition and reference of 123A.21 Subd. 9 (d-e) Subd. 15 which defines "Cooperative Purchasing" abilities.

M.S. 471.345 Subd. 1: Municipality Defined

For purposes of this section, "municipality" means a county, town, city, school district or other municipal corporation or political subdivision of the state authorized by law to enter into contracts.

M.S. 471.345 Subd. 15: Cooperative Purchasing

Our national association, the "National Joint Powers Alliance®" (NJPA), takes its name from this statute. A municipality may contract for the purchase of supplies, materials, or equipment without regard to the competitive bidding requirements of this section if the purchase is through a national municipal association's purchasing alliance or cooperative created by a Joint Powers Agreement that purchases items from more than one source on the basis of competitive bids or quotations.

State Procurement Resources



Search for your State's procurement laws here.

[Resources Page](#)

MN Statute 471.59: Joint Exercise of Powers

Make note of Subd. 1 which defines the ability of two governmental agencies to enter into an agreement to contract in common through the action of each of the governing bodies. Subd. 10 expands on the ability to enter into cooperative agreements.

M.S. 471.59 Subd. 1: Agreement

Two or more governmental units, by agreement entered into through action of their governing bodies, may jointly or cooperatively exercise any power common to the contracting parties or any similar powers, including those which are the same except for the territorial limits within which they may be exercised. The agreement may provide for the exercise of such powers by one or more of the participating governmental units on behalf of the other participating units. The term "governmental unit" as used in this section includes every city, county, town, school district, other political subdivision of this or another state, another state, the University of Minnesota, and any agency of the state of Minnesota or the United States, and includes any instrumentality of a governmental unit. For the purpose of this section, an instrumentality of a governmental unit means an instrumentality having independent policy making and appropriating authority.

M.S. 471.59 Subd. 10: Services Performed by Governmental Units; Commonality of Powers

Notwithstanding the provisions of Subd. 1 requiring commonality of powers between parties to any agreement, the governing body of any governmental unit as defined in Subd. 1, may enter into agreements with any other governmental unit to perform on behalf of that unit any service or function which the governmental unit providing the service or function is

authorized to provide for itself.

Joint Exercise of Powers" Agreement

The Joint Exercise of Powers Agreement with NJPA provides access to NJPA and its contracts. This allows NJPA to access the Member participating agencies' contracts as well. The Joint Powers Agreement may not be necessary if the participating agencies' state law allows for state-to-state "piggy backing" on legal state contracts. All NJPA contracts are legal state contracts as NJPA operates under Minnesota legislative authority to provide cooperative purchasing services to participating Members. The Joint Exercise of Powers offers a legal link between NJPA and its Member agencies as contracts are accessed. NJPA bids and awards contracts in full compliance with Minnesota Municipal Contracting Law, M.S. 471.345.

Learn More

- About NJPA
- Our Board
- Careers
- NJPA Staff
- Contact Us

Contract Solutions

- Contract Purchasing
- Search Contracts
- Legal Authority
- Procurement Process
- Contract FAQs
- Become A Vendor

Regional

- Regional Programs
- Region 5 Members
- Academic Programs
- Student Recognition
- Early Childhood Center
- Low Incidence
- Health & Safety
- Shared Services
- Rebates

News & Events

- NJPA News
- News RSS Feed
- NJPA Newsletter
- Newsletter Request

Join NJPA

- Member Benefits
- Become A Member
- Become A Vendor
- Contact NJPA

888.894.1930 info@njpacoop.org 200 First Street NE, Staples, MN 56479

© Copyright 2010 National Joint Powers Alliance Minnesota Web Design

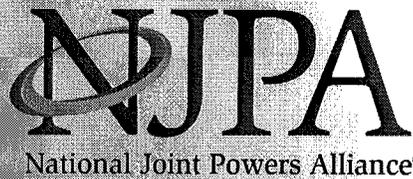


ABOUT US



Working together.

CONTRACT PURCHASING



Realize the Power and Value of Contracting Purchasing

Your organization has the opportunity to become one of over 30,000 Member agencies that has access to discount pricing from over 50 nationally acclaimed Vendors and thousands of competitively bid products. NJPA will save you time, money and duplication of the bid process. It takes only five minutes to complete a no-cost, no-obligation Membership. Get started today at www.njpacoop.org

NATIONAL JOINT POWERS ALLIANCE

The National Joint Powers Alliance® (NJPA), is a governmental agency operating under the enabling authority outlined in Minnesota Statute 123A.21. This statute was created in 1978 and revised in 1995 to allow participating government and municipal agencies to reduce the cost of purchased goods by leveraging their combined purchasing power.

NJPA is also guided and enabled by M.S. 471.59, the "Joint Exercise of Powers" which defines the ability of two or more government agencies to enter into an agreement to contract in common through the action of each of the governing bodies, which includes the ability to enter into cooperative agreements. As such, we are a Member-owned cooperative, serving all government, education (both public and private) as well as all non-profit agencies.

NJPA establishes and provides nationally leveraged and competitively solicited purchasing contracts in cooperation with the Uniform Municipal Contracting Law, M.S. 471.345 Subd. 15.

Mike Hajek

Director of Contracts & Marketing
mike.hajek@njpacoop.org
218-894-5477



Service is Our Standard

At the National Joint Powers Alliance we are driven to provide efficient public service through our National Cooperative Purchasing Programs. Our common needs and the desire to serve your agency will lead our efforts as we face the challenges of purchasing in the future.

OUR COMMITMENT

National Joint Powers Alliance is committed to serving you, the Member through a continuous effort to meet your present and future needs. Our goals include working to solve your purchasing concerns in a measurable, cost effective manner. We will research the industry with regard to our Members' common needs and as a result, we will deliver to you the opportunity to purchase through nationally leveraged contracts offering the very best products and services at the lowest possible price. We are only able to do this as we work together, developing partnerships to create a unified purchasing alliance.

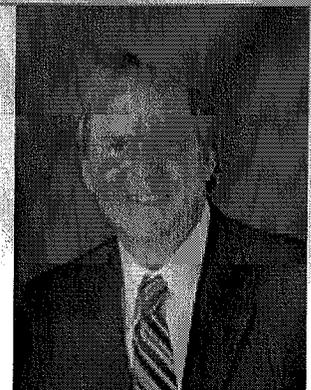
OUR PURPOSE

The general purpose of NJPA is to create and host a national municipal association's purchasing alliance. Our goal is to provide our Members with requested programs and services created, coordinated and delivered through a cooperative effort between all participating Members. NJPA is a national organization that creates a business and service relationship alliance between buyers and suppliers. Participation is offered to legislatively qualified agencies nationally. Member agencies must still interpret their own purchasing laws and recognize NJPA as having satisfied their own competitive bidding requirements.

Duff Erholz
 Manager of Membership Services
 duff.erholz@njpacoop.org
 218-894-5490

Table of Contents

Enabling Legislation	4-5
Frequently Asked Questions	6-8
Procurement Process	9-10
Membership Application	11



ENABLING LEGISLATION

Contracting Authority

The following summary is a highlighted explanation of the enabling legislation referenced by and guiding NJPA. The plain language of the statutes, from our perspective, allows NJPA very clear authority to serve current and future Members through cooperative efforts.

NJPA ENABLING LEGISLATION

- **Minnesota Statute 471.345: Municipal Contracting Law**

NJPA claims organizational status as a "Municipal Agency" under the authority of this definition and reference of 123A.21 Subd. 9 (d-e) Subd. 15 which defines "Cooperative Purchasing" abilities.

- **M.S. 471.345 Subd. 1: Municipality Defined**

For purposes of this section, "municipality" means a county, town, city, school district or other municipal corporation or political subdivision of the state authorized by law to enter into contracts.

- **M.S. 471.345 Subd. 15: Cooperative Purchasing**

Our national association, the "National Joint Powers Alliance®" (NJPA), takes its name from this statute. A municipality may contract for the purchase of supplies, materials, or equipment without regard to the competitive bidding requirements of this section if the purchase is through a national municipal association's purchasing alliance or cooperative created by a Joint Powers Agreement that purchases items from more than one source on the basis of competitive bids or quotations.

MINNESOTA STATUTE 471.59: JOINT EXERCISE OF POWERS

Make note of Subd. 1 which defines the ability of two governmental agencies to enter into an agreement to contract in common through the action of each of the governing bodies. Subd. 10 expands on the ability to enter into cooperative agreements.

- **M.S. 471.59 Subd. 1: Agreement**

Two or more governmental units, by agreement entered into through action of their governing bodies, may jointly or cooperatively exercise any power common to the contracting parties or any similar powers, including those which are the same except for the territorial limits within which they may be exercised. The agreement may provide for the exercise of such powers by one or more of the participating governmental units on behalf of the other participating units. The term "governmental unit" as used in this section includes every city, county, town, school district, other political subdivision of this or another state, another state, the University of Minnesota, and any agency of the state of Minnesota or the United States, and includes any instrumentality of a governmental unit. For the purpose of this section, an instrumentality of a governmental unit means an instrumentality having independent policy making and appropriating authority.

- **M.S. 471.59 Subd. 10: Services Performed by Governmental Units; Commonality of Powers**

Notwithstanding the provisions of Subd. 1 requiring commonality of powers between parties to any agreement, the governing body of any governmental unit as defined in Subd. 1, may enter into agreements with any other governmental unit to perform on behalf of that unit any service or function which the governmental unit providing the service or function is authorized to provide for itself.

THE "JOINT EXERCISE OF POWERS" AGREEMENT

The Joint Exercise of Powers Agreement with NJPA provides access to NJPA and its contracts. This allows NJPA to access the Member participating agencies' contracts as well. The Joint Powers Agreement may not be necessary if the participating agencies' state law allows for state-to-state "piggy backing" on legal state contracts. All NJPA contracts are legal state contracts as NJPA operates under Minnesota legislative authority to provide cooperative purchasing services to participating Members. The Joint Exercise of Powers offers a legal link between NJPA and its Member agencies as contracts are accessed. NJPA bids and awards contracts in full compliance with Minnesota Municipal Contracting law, M.S. 471.345.

Our Foundation

MINNESOTA STATUTE 123A.21: SERVICE COOPERATIVES

This is the statute under which our cooperative was created. Our previous name was the North Central Service Cooperative (NCSC) and we are now doing business as the National Joint Powers Alliance® (NJPA).

- **M.S. 123A.21 Subd. 2** defines that the purpose of a service cooperative is to “assist in meeting specific needs of clients.”
- **M.S. 123A.21 Subd. 3: Membership and Participation**
Full Membership with a service cooperative shall be limited to public school districts, cities, counties and other governmental units as defined in section 471.59 and NJPA’s Bylaws and Policies. Governmental units are not required to join NJPA as Full Members, but they must sign on as NJPA Participating Members to access our contracts and to validate their purchases. Many local policies require Membership to legally access contracts held by other agencies. NJPA provides a Participating Membership and Joint Powers Agreement at no cost. When a board signs a Joint Powers Agreement it qualifies that board to serve on the NJPA Joint Powers Advisory Board. The Participating Membership and Joint Powers Agreements both establish a legal paper trail between NJPA and the Member as contracts are accessed.
- **M.S. 123A.21 Subd. 5(g)** shows that the powers of the board of directors of a service cooperative are written very broadly to grant extensive authority. This statute states “The board of directors shall have authority to maintain and operate a service cooperative.” More specifically, “The service cooperative board of directors may enter into contracts with other public and private agencies and institutions to provide administrative staff and other personnel as necessary to furnish and support the agreed-upon programs and services.”
- **M.S. 123A.21 Subd. 7** describes the ability and directive to provide cooperative purchasing services. This statute specifically calls for the board to support programs and services that support and allow for cooperative purchasing.
- **M.S. 123A.21 Subd. 9(d,e): Service Cooperative Defined**
Subd. 9 defines the Service Cooperative (SC) under (d) the SC is a public corporation and agency and its board of directors may make application for, accept, and expend private, state and federal funds that are available for programs of the Members. (e) The SC is a public corporation and agency and as such, no earnings or interest of the SC may incur to the benefit of an individual or private entity.

Frequently Asked Questions

Q. WHO IS NJPA?

A. The National Joint Powers Alliance®, referred to as NJPA, is a Municipal Contracting agency operating under the legislative authority of Minnesota Statute 123A.21. This statute was created in 1978 and revised in 1995 to allow participating municipal agencies to reduce the cost of procurement by leveraging the benefits of contract purchasing. NJPA serves all education, government and non-profits agencies nationally.

Q. WHAT IS THE ORGANIZATIONAL STATUS OF NJPA?

A. NJPA employees are public employees. All employees are required to pay into Public Employment Retirement Association (PERA) through payroll deduction. One level of comfort for Members is that NJPA employees have the same employment status as NJPA municipal Members.

Q. HOW IS NJPA GOVERNED?

A. NJPA is governed by the NJPA Board of Directors. The eight-member board is comprised of governing officials; including school board, city council or county commissioners.

Q. HOW MUCH DOES IT COST TO PARTICIPATE IN NJPA?

A. There is no cost, obligation or liability to join or participate in NJPA contracts.

Q. HOW IS NJPA FUNDED?

A. NJPA is funded by a Vendor contract administrative fee. The fee is paid by the Vendor and not passed on to the NJPA Member. The fee covers the costs of contract marketing and facilitation, and it offsets operating expenses incurred by NJPA. NJPA does not receive state or federal aid, nor do we have taxing or levying authority. Therefore, we are a governmental agency, entirely entrepreneurial and functioning much like a self-supporting business. NJPA also shares these fees with other partner cooperatives or associations as they demonstrate the desire and ability to help facilitate and market available NJPA contracts.

Q. HOW CAN WE JOIN AND PARTICIPATE IN NJPA AND ITS CONTRACTS AND SERVICES?

A. The NJPA Bylaws, Article II, Subd. C describes our Membership and participation. Full voting Memberships are limited to the school districts, cities, counties and other governmental units defined in M.S. 471.59 and as established annually by the NJPA Board of Directors. Non-voting Memberships, what we call "Participating Memberships," are available to all other partnership agencies or organizations that go online to www.njpacoop.org, click on the JOIN button and submit the required information. All Members are required to sign a Participating Membership agreement. These organizations are eligible to nominate their governing board members to serve on the NJPA Board. They also become responsible for any liabilities NJPA may incur. Participating Memberships are at no cost and carry no organizational liability.

Q. DOES NJPA HAVE A PROFESSIONAL PUBLIC PURCHASING BOARD OF ADVISORS?

A. Yes. At this point all current Participating Members are a part of our Board of Advisors. NJPA also has two Member Advisory Committees: one that specializes in the fleet industry and the primary advisory that represents procurement professionals from all of our Member verticals.

Q. CAN AGENCIES OTHER THAN GOVERNMENT AND EDUCATION USE THE PROGRAM?

A. Yes, under M.S. 123A.21, all non-profit agencies may participate.

Q. WHAT SPECIFIC STATUTE GIVES MY AGENCY THE AUTHORITY TO PARTICIPATE?

A. Minnesota Statute 471.59 Joint Exercise of Powers Law and our enabling legislation, as described on page 4.

Frequently Asked Questions

Q. WHAT ARE THE ADVANTAGES OF BEING A MEMBER OF NJPA?

- A.
- Membership establishes a legal paper trail between NJPA and the Member, justifying contract access.
 - Access to competitively bid contracts, procured by a municipal contracting agency that your agency is a part of.
Because our Membership is a Joint Powers Agreement, your municipality is an owner as well as a Member of NJPA. You actually become a represented participant in the bidding process.
 - Considerable time and resource savings for participating Members.
 - Nationally leveraged and aggregated pricing and services.
 - Nationally acclaimed and recognized vendors.
 - Broad range of high-quality products and services.
 - Contracts solicited, awarded and monitored by a municipal agency and governed by a publicly elected board of directors.
NJPA also conducts an annual, independent audit as a municipal contracting agency. The annual audit is submitted to the State of Minnesota as required by state law.

Q. AS NJPA MEMBERS, ARE WE STILL ABLE TO BUY FROM OTHER CONTRACTS?

- A. Yes, all NJPA contracts are non-exclusive and are contracts of choice by our Members.

Q. CAN MY PUBLIC AGENCY USE NJPA CONTRACTS WITHOUT GOING OUT FOR SOLICITATION?

- A. Yes, in most states. All NJPA bid contracts have been competitively solicited nationally, reviewed and awarded by the NJPA Board of Directors in accordance with Minnesota public purchasing rules and regulations under the Municipal Contracting Laws, M.S. 471.345. Each solicitation and RFP contains language which includes all qualified customers in all fifty states. The RFP advises all responders that they must apply to all qualified customers in all fifty states and in some cases the provinces and territories of Canada. All RFP respondents understand that these contracts shall be used by member governmental, educational and non profit agencies throughout the United States.

Q. WHAT IS A JOINT EXERCISE OF POWERS OR COOPERATIVE PROCUREMENT AUTHORITY?

- A. State Joint Powers Statutes generally allow for one government agency to purchase using contracts competitively solicited by another government agency. This, of course, would require the consent of all parties, including the supplier. NJPA's contracts are established to meet both the competitive solicitation and consent requirements. Generally, a public or municipal agency may participate in, conduct or administer a cooperative procurement agreement with one or more other governmental units for the purpose of meeting requirements to increase efficiency or reduce administrative expenses. A cooperative agreement also allows for the purchase of supplies, materials, equipment or services by qualified agencies so as not to repeat or duplicate the competitive bidding requirements necessary for a governmental agency purchase.

The term "Governmental Unit" as used here usually includes every city, county, town, school district or other political subdivision of this or another state; the state university; any agency of the state or of the United States, and any instrumentality of a governmental unit. In some states, this power is not passed on to specific municipal agencies. These agreements are known as Joint Powers Agreements, Membership Agreements, Participation Agreements and sometimes Intergovernmental or Interlocal Agreements.

Q. HOW CAN I OBTAIN COPIES OF THE LEGAL DOCUMENTATION ASSOCIATED WITH EACH CONTRACT?

- A. As a municipal agency, NJPA is required to provide full disclosure of all procurement documents and files. Procurement files are electronically available at www.njpacoop.org or in hard copy at our office during normal NJPA business hours.

Q. WHAT ARE THE PARTS OF AN AWARDED NJPA PURCHASING CONTRACT?

- A. NJPA contracts are made up of the terms and conditions of the RFP, submitted and accepted pricing and discount schedule and the Acceptance Award document signed by the NJPA board and awarded vendor.

Frequently Asked Questions

Q. WHAT IS THE SOLICITATION AND REQUEST FOR PROPOSAL (RFP) PROCESS?

- A. NJPA conducts a thorough 10-step process, described in full on pages 9 and 10 of this document, that includes:
- 1) Researching Member Needs.
 - 2) Researching the Market for Solutions.
 - 3) Drafting and Advertising an RFP.
 - 4) Receiving Bidders' Responses.
 - 5) Evaluating Bidders' Responses.
 - 6) Making Recommendations to the NJPA Board.
 - 7) Awarding Vendor(s).
 - 8) Posting Approved Contract Documents.
 - 9) Developing and Implementing a Joint Marketing Plan with Awarded Vendors.
 - 10) Reviewing and Maintaining our Contract throughout Its Term.

Q. WHAT IS THE FIRST STEP FOR AN INTERESTED AGENCY TO PARTICIPATE?

- A. Qualifying agencies must register for Membership and may join in a matter of minutes. Visit www.njpacoop.org and apply online; download and complete a hard copy, or call 888-894-1930 to receive your application by mail.

Q. HOW DOES THE PURCHASE PROCESS FLOW?

- A. After Membership has been established, the Member selects the contract of choice from our purchasing catalog and contacts the Vendor directly for specific product, service, ordering and delivery information. Billing is executed by the servicing Vendor or manufacturer. NJPA monitors contract compliance by the Vendor to ensure a high level of service, quality of goods and general customer satisfaction as expressed by the Member. Prior to executing the purchase order, it would be the Member's responsibility to review and accept the general terms and conditions of the specific RFP of interest and at that point, execute the purchase order directly with the awarded Vendor. Your Membership allows the NJPA Board of Directors and NJPA staff to facilitate the bid and procurement responsibilities on your behalf.

Q. WHAT ABOUT CUSTOMER SATISFACTION AND ASSURANCE?

- A. NJPA requires "manufacturer product and service responsibility". This eliminates the transferring of blame in the event the customer is not satisfied. Responding manufacturers accept this responsibility and, in extreme cases, NJPA would be involved in specific communications to ensure the customer is satisfied with the complete process of procurement and contract compliance. NJPA contracts are four-year terms, reviewed annually for compliance. This level of assurance and review will give Members the leverage necessary to insure the highest level of products and service.

Q. HOW DO I BECOME AN AUTHORIZED SUPPLIER OF NJPA?

- A. NJPA encourages all national Vendors to respond to the NJPA RFP solicitations. Our bids are solicited, advertised and posted on www.njpacoop.org (our website), www.noticetobidders.com and in the Minneapolis Star Tribune.

Q. HOW DO I GET MORE INFORMATION ABOUT NJPA?

- A. Visit our web site at www.njpacoop.org or contact any of our Vendors listed in our purchasing catalog. You also may contact us directly at 888-894-1930 or:

Mike Hajek, Director of Contracts & Marketing
mike.hajek@njpacoop.org • 218-894-5477

Duff Erholtz, Manager of Membership Services
duff.erholtz@njpacoop.org • 218-894-5490

Our 10-Step Procurement Process:

It is the desire of NJPA to meet our Members' procurement requirements, but it is ultimately our Members' responsibility to interpret local purchasing laws to determine their own ability to access and participate with NJPA contracts. Our Request for Proposal (RFP) process is continuously being refined to meet the changing needs of our Members. The desired result is a national, competitively bid procurement and contract process that is not only valued by Members, but meets or exceeds local requirements—offering exceptional products and services from nationally acclaimed Vendors.

1) RESEARCHING MEMBER NEEDS

Carried out at numerous national trade shows, we take the opportunity to not only display our current offerings, but also listen to our Members' needs in an effort to refine our current product and service offerings.

2) RESEARCHING THE MARKET FOR SOLUTIONS

Constant research helps us develop the best approach for each offering. Some industries lend themselves to an invitation for a manufacturer's response because a single manufacturer provides a complete industry solution through a number of authorized dealers. Other industries lend themselves to an invitation for a distributor response because individual distributors provide complete industry solutions as representative for a large number of manufacturers.

3) DRAFTING AND ADVERTISING AN RFP

This involves updating our largest, single document to meet the needs and requirements of our Members through the RFP scope, goal, intent and specifications for procurement of products and equipment. NJPA reserves the right to offer, invite and conduct a pre-bid meeting to educate potential responders and answer any questions and concerns surrounding the upcoming RFP. Questions that arise are received and addressed as defined within the general terms of the RFP.

NJPA advertises each RFP for two consecutive weeks in the Minneapolis Star Tribune (print and web), on www.njpacoop.org, www.noticetobidders.com, and locally as-needed to satisfy procurement guidelines (e.g., Hawaii and Oregon). NJPA also posts bids on appropriate third party solicitation websites. NJPA desires to invite as many providers of products and equipment as possible; however, our postings require responders to meet stringent business practices, so not all providers have the ability or desire to respond. As a result, NJPA Members work with companies that demonstrate the highest level of service and delivery of products, equipment and services, as well as the best overall value at the lowest possible contract price.

4) RECEIVING BIDDERS' RESPONSES

Bids are opened at a public ceremony specified in the RFP.

5) EVALUATING BIDDERS' RESPONSES

Evaluation begins at the bid opening by determining the "Responsiveness" of each bid. "Level One Responsiveness" includes:

- Timely submission.
- Properly tabbed and organized bid.
- Electronic as well as physical copies of their submission.
- Original signatures on appropriate documents.
- Bid bond/bid security all properly submitted.

The evaluation process continues with "Level Two Responsiveness", or the evaluation of the bid response by the Bid Evaluation Committee according to the procedures and parameters set by the RFP. Our typical RFP invites the widest possible variety of products and services within the scope of a bid. Our intention is to create a contract that provides the widest possible array of utility to the widest possible array of NJPA Members. We also specifically invite bidders to define their products and services not only by industry standard terms, but also in terms of the latest technological advances and its applicability and utility to our Members.

PROCUREMENT PROCESS

Evaluating bidders' responses, continued:

The perceived procurement value of a bid to NJPA and its Members, in the opinion of NJPA, includes but is not limited to:

- Conforming to RFP's intent, scope and specifications;
- Competitive pricing strategies;
- Ability to sell and service NJPA Members nationally;
- Financial strength, experience and success in the industry/marketplace;
- References from past customers and prior experience with NJPA;
- A clear, concise, aggressive and effective marketing plan;
- Value added related products, services and technological advances;
- Financing options and detailed payment terms;
- Warranty and product and service responsibility; and
- Identifying the depth, breadth and quality of products and service offerings.

Additional consideration is given to bidder's who demonstrate "Green" and Disadvantaged Business Enterprise and the ability sell and service Canada and other International provinces.

The final evaluation is conducted using the "Bid Evaluation" form defined in the RFP. This form establishes a weighted scoring method and also provides for an optional "Cost Comparison." This point-based system is used as a part of the final scoring and awarded Vendor determination.

6) MAKING RECOMMENDATIONS TO THE NJPA BOARD

The recommendations of the Bid Review Committee are presented to the NJPA Board of Directors for final review and possible award. The NJPA Board has the final authority to issue or deny a procurement contract.

7) AWARDING VENDOR(S)

Upon approval by the NJPA Board, the recommended Vendor is awarded a four-year contract with NJPA, subject to annual renewals. The Contract Manager and/or the Director of Contracts and Marketing welcome the new vendor to NJPA.

8) POSTING APPROVED CONTRACT DOCUMENTS

A complete procurement file is organized and posted on our website, offering the applicable evaluation, contract and solicitation documents where they can be reviewed by our Members.

9) DEVELOPING AND IMPLEMENTING A JOINT MARKETING PLAN WITH AWARDED VENDORS

NJPA works with both the Vendor and Member to educate people about the benefits and uses of an awarded contract. We work with the awarded Vendor(s) to educate and energize their sales and service teams.

We advertise our awarded contracts in selected national publications, produce a full-color, hard copy "Contract Directory" and maintain a website offering of the contract opportunities. NJPA exhibits with Vendor Partners, in numerous national trade shows and provide breakout meetings presenting information at those trade shows on contract purchasing and cooperative opportunities available through NJPA.

10) REVIEWING AND MAINTAINING OUR CONTRACT THROUGHOUT ITS TERM

Contracts are reviewed annually for their effectiveness. NJPA contracts are written with four-year terms and subject to annual renewals based on those reviews. As a result, NJPA provides a simple, structured, well-documented procurement contract in an effort to create a seamless process for all of its Member procurement needs. It is important to stress that NJPA does not eliminate Member responsibility for following the bid process, but rather, provides a nationally pre-competed option, so as not to duplicate the formal bid process.

JOIN

It's Simply the Best Way to Get Started

Copy this form, or join online: www.njpacoop.org and select "join."

**MEMBERSHIP AGREEMENT
PARTICIPATING MEMBER**



This Agreement, made and entered into this _____ day of _____, 20 _____,
by and between National Joint Powers Alliance® (hereinafter "NJPA") and

(hereinafter "Applicant").

Whereas, the NJPA is created by Minnesota Statute §123A.21 (with membership further defined in Minnesota Statute §471.59) to serve cities, counties, towns, public or private schools, political subdivisions of Minnesota or another state, any agency of the State of Minnesota or the United States, including instrumentalities of a governmental unit; and

Whereas, NJPA's purpose as defined in Minnesota Statute §123A.21 is to assist in meeting specific needs of clients which could be better provided by NJPA than by the members themselves; and

Whereas, the NJPA Board of Directors has established the ability for an Applicant desiring to participate in NJPA contracts and procurement programs to become a Participating Member; and

Whereas, the NJPA Board of Directors has determined that Participating Members will have no financial interest or liability, nor be entitled to any representation on the NJPA Board of Directors, nor have any organizational liability to NJPA; and

Whereas, Applicant asserts that it is authorized to become a Participating Member of NJPA under the laws of its state or nation.

Now, Therefore, The parties hereby agree as follows:

That Applicant desires to be a Participating Member of NJPA with contract purchasing benefits, and that NJPA hereby grants said Membership status to Applicant.

This Agreement shall continue to remain in force until either party elects to dissolve the Agreement for any reason by written notice.

THEREFORE, IN WITNESS THEREOF,
the parties hereto have executed this Agreement the day and year written above.

Member Name:

National Joint Powers Alliance®

By _____

AUTHORIZED SIGNATURE

AUTHORIZED SIGNATURE

Its _____

TITLE

TITLE

DATE

DATE

ADDRESS

Please indicate an address to which your
Membership materials may be delivered.
Thank you.

be the hero...

SUPER CHOICES

NJPA contracts offer value to our Members through:

- *Saving our Members the time and effort of facilitating their own competitive bid.*
- *Volume pricing discounts associated with a national purchasing alliance.*
- *The highest quality products and equipment provided by nationally acclaimed Vendors.*

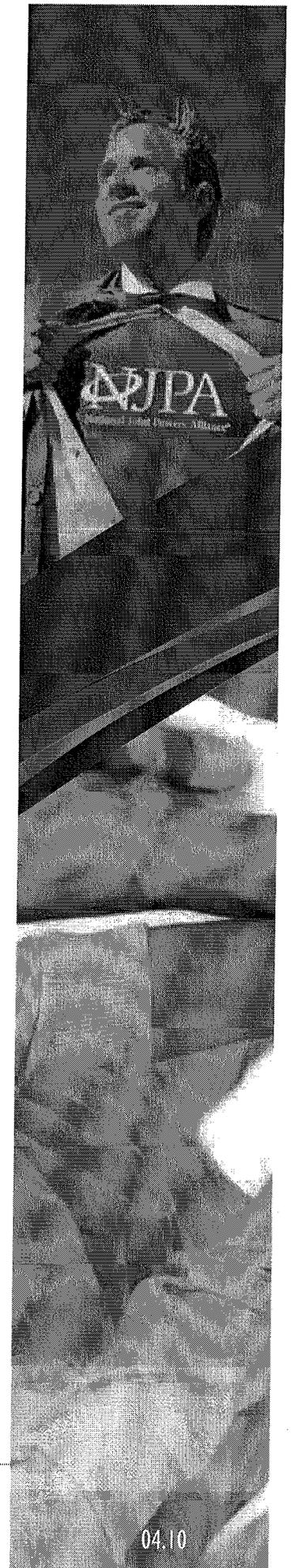
NJPA Contracts are competitively bid on your behalf. A no-cost, no-obligation Membership is all you need to access CHOICE—and get connected to competitively bid and awarded Contracts at national volume discounts. There is a better way...it's NJPA.

Over 30,000 Members are already enjoying the value of choice in purchasing. Hundreds more are joining each month. Membership is at no cost and no obligation. Be the hero. Join today!

www.njpacoop.org

NJPA
National Joint Powers Alliance®

Competitively Bid Contract Purchasing Solutions



04.10