

**STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG**

**FIFTH AMENDMENT TO THE AGREEMENT TO PROVIDE
FURNITURE, INSTALLATION, AND RELATED PRODUCTS AND SERVICES**

THIS FIFTH AMENDMENT TO THE AGREEMENT TO PROVIDE FURNITURE, INSTALLATION, AND RELATED PRODUCTS AND SERVICES (this "Fifth Amendment") is made and entered into this 1st of January 2022, by and between Exemplis LLC, a limited liability company doing business in North Carolina (the "Company"), and the City of Charlotte, a North Carolina municipal corporation (the "City").

Statement of Background and Intent

- A. The City of Charlotte and the Company entered into an Agreement for Furniture, Installation, and Related Products and Services dated January 1, 2020 (the "Contract") pursuant to which the Company agreed to provide furniture, installation, and related products and services for the City of Charlotte.
- B. The parties amended the Contract to incorporate changes to the Delivery and Force Majeure clauses.
- C. The parties amended the Contract to consolidate under one brand.
- D. The parties amended the Contract to incorporate price adjustments and to modify the list of public agencies in Exhibit E.
- E. The parties amended the Contract to add the Domestic (U.S.) Procurement Preference in Exhibit D.
- F. The parties now desire to amend the Contract to [extend the Term of the Contract make adjustments to unit pricing and to incorporate certain other changes.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, the parties hereby agree to the following:

AGREEMENT

- 1. The terms of the Contract are restated by and incorporated into this Fifth Amendment by reference.
- 2. Defined terms used in this Fifth Amendment shall have the same meaning as are assigned to such terms in the Contract.
- 3. The Pricing Sheets in Exhibit A of the Contract are hereby replaced in its entirety due to the June 1, 2021 SitOnIt® Seating Price List which are attached hereto as Exhibit A.3.
- 4. Section 27 of the Contract ("Required By City Ordinance: Commercial Non-Discrimination") is hereby replaced in its entirety as provided below:

REQUIRED BY CITY ORDINANCE: COMMERCIAL NON-DISCRIMINATION. Exemplis LLC agrees to comply with the Non-Discrimination Policy set forth in Chapter 2, Article V of the Charlotte City Code, which is available for review at <http://library.municode.com/index.aspx?clientId=19970> and incorporated herein by reference. Exemplis LLC consents to be bound by the award of any arbitration conducted thereunder."

5. Except to the extent specifically provided above, this amendment shall not be interpreted or construed as waiving any rights, obligations, remedies, or claims the parties may otherwise have under the Contract.
6. In all other respects and except as modified herein, the terms of the Contract shall remain in force and effect.

[Signature Page Follows]



**Digital Contract Routing Form
Non-Encumbered**

Date Submitted: November 22, 2021

Submitted by: Genetta N. Carothers

Submitter email: genetta.carothers@charlottenc.gov

Contract #: 2020000604

Amendment #: 5

Contract Name: Citywide Furniture (City Dist. Forms & Supply)

Vendor Legal Name: Exemplis LLC

Vendor #: 308708

REQUIRED ATTACHMENT(S):

Use the Paperclip icon to attach a full Contract Document Routing Packet for review by the authorized City individual with signature authority. The Routing Packet **MUST** include all required components per the direction provided at:

The following signatures, once completed, shall be incorporated by reference into the contractual document identified above.

City of Charlotte

eSigned via SeamlessDocs.com
Brent Cagle
Key: 668f2b82108208b08604836a5396b891

IN WITNESS WHEREOF, and in acknowledgement that the parties hereto have read and understood each and every provision hereof, the parties have caused this Fifth Amendment to be executed as of the date first written above.

EXEMPLIS LLC

CITY OF CHARLOTTE:
CITY MANAGER'S OFFICE

BY: 
(signature)

BY: _____
(signature)

PRINT NAME: PATRICK SUMMERFIELD PRINT NAME: _____

TITLE: VP Finance TITLE: _____

DATE: 10/20/2021 DATE: _____

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EXHIBIT A.3 - PRICING SHEET

1. Furniture Categories and Other Related Products:			
Fixed (%) Percentage Discount off the Manufacturer's List Price			
Category	Insert the Verifiable Manufacturer's List Price Catalog Name with the Edition Number and/or Date	Drop Ship	Inside Delivery
Freestanding Furniture	June 1, 2021 SitOnIt® Seating Price List	Tier Discount	Tier Discount
		Tier 1: \$1 - \$50,000: 54%	Tier 1: \$1 - \$50,000: 52%
		Tier 2: \$50,001 - \$100,000: 56%	Tier 2: \$50,001 - \$100,000: 54%
		Tier 3: \$101,001 - \$250,000: 58%	Tier 3: \$101,001 - \$250,000: 56%
		Tier 4: \$250,001 + : Negotiable	Tier 4: \$250,001 + : Negotiable
Seating / Chairs	June 1, 2021 SitOnIt® Seating Price List	Tier Discount	Tier Discount
		Tier 1: \$1 - \$50,000: 54%	Tier 1: \$1 - \$50,000: 52%
		Tier 2: \$50,001 - \$100,000: 56%	Tier 2: \$50,001 - \$100,000: 54%
		Tier 3: \$101,001 - \$250,000: 58%	Tier 3: \$101,001 - \$250,000: 56%
		Tier 4: \$250,001 + : Negotiable	Tier 4: \$250,001 + : Negotiable
Soft Seating	June 1, 2021 SitOnIt® Seating Price List	Tier Discount	Tier Discount
		Tier 1: \$1 - \$50,000: 54%	Tier 1: \$1 - \$50,000: 52%
		Tier 2: \$50,001 - \$100,000: 56%	Tier 2: \$50,001 - \$100,000: 54%
		Tier 3: \$101,001 - \$250,000: 58%	Tier 3: \$101,001 - \$250,000: 56%
		Tier 4: \$250,001 + : Negotiable	Tier 4: \$250,001 + : Negotiable
Filing Systems, Storage & Equipment	June 1, 2021 SitOnIt® Seating Price List	Tier Discount	Tier Discount
		Tier 1: \$1 - \$50,000: 54%	Tier 1: \$1 - \$50,000: 52%
		Tier 2: \$50,001 - \$100,000: 56%	Tier 2: \$50,001 - \$100,000: 54%
		Tier 3: \$101,001 - \$250,000: 58%	Tier 3: \$101,001 - \$250,000: 56%
		Tier 4: \$250,001 + : Negotiable	Tier 4: \$250,001 + : Negotiable
1. Furniture Categories and Other Related Products continued			

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EXHIBIT A.3 - PRICING SHEET

Other Related Products	Insert the Verifiable Manufacturer's List Price Catalog Name with the Edition Number and/or Date	Drop Ship	Inside Delivery
Power, Dividers, Monitor Arms, Keyboard & Laptop Trays, Lighting, and Ergonomic Accessories	June 1, 2021 SitOnIt® Seating Price List	Tier Discount	Tier Discount
		Tier 1: \$1 - \$50,000: 54%	Tier 1: \$1 - \$50,000: 52%
		Tier 2: \$50,001 - \$100,000: 56%	Tier 2: \$50,001 - \$100,000: 54%
		Tier 3: \$101,001 - \$250,000: 58%	Tier 3: \$101,001 - \$250,000: 56%
		Tier 4: \$250,001 + : Negotiable	Tier 4: \$250,001 + : Negotiable
<p>Exemplis LLC offers several support services to our customers (at no cost), including:</p> <ul style="list-style-type: none"> o Space planning/spec writing/budget estimation tools & services o Provide sample mock-ups for customer evaluations o ChairBuilder: our online quote generator designed to specify and visualize products on the go or on the spot. Customers can produce a list price, complete with part number, with several easy clicks. o ProductBuilder: our online quote generator designed to specify and visualize products on the go or on the spot. Customers can produce a list price, complete with part number, with several easy clicks. o Our award winning Customer Experience Team empowered to swiftly resolve issues and provide our customers with a positive experience. 		No Cost to Customer	No Cost to Customer

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EXHIBIT A.3 - PRICING SHEET

2. Installation, Additional Services and Solutions	
Basic Installation - Normal Hours	\$25 - \$40
Basic Installation - After Hours	\$35 - \$55
Expanded Installation - Normal Hours	\$25 - \$40
Expanded Installation - After Hours	\$35 - \$55
Design	\$50 - \$75
Project Management	\$25 - \$40
Asset Management	\$15 - \$30
Refurbishment	\$30 - \$50

3. Additional Services and Solutions: Storage			
Additional Services & Solutions	Standard Fixed Monthly Rate	Monthly Rate / ft²	Monthly Rate / ft³
Storage	\$150 - \$2,000	\$.88 - \$2.00	\$1.00 - \$1.80

4. Pricing Incentives and Rebates	
Incentives / Rebates Description	Amount or Percentage
Bi-Annual Customer Promotions (a period of 3 months)	For Example: An Additional 3% Discount off Net Price for Customers
Regional/Account Promotions and Rebates	Negotiable by Account