

STATE OF NORTH CAROLINA  
COUNTY OF MECKLENBURG

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

**THIS NINTH AMENDMENT TO THE AGREEMENT TO PROVIDE FURNITURE, INSTALLATION, AND RELATED PRODUCTS AND SERVICES** (this "Ninth Amendment") is made and entered into this 1st of September 2022, by and between Haworth, Inc., a Michigan corporation 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 pricing sheet and Delivery and Force Majeure clauses.
- C. The parties amended the Contract to add the Tuohy product line.
- D. The parties amended the Contract to make adjustments to commercial pricing.
- E. The parties amended the Contract to add the Resonate product line and modify the list of public agencies eligible to register with OMNIA Partners and access the Contract.
- F. The parties amended the Contract to incorporate changes to the pricing sheet and additional Federal Contract Terms.
- G. The parties amended the Contract to add the Veda product line.
- H. The parties amended the Contract to incorporate changes to the pricing sheet and replace the Commercial Non-Discrimination clause.
- I. The parties amended the Contract to make adjustments to commercial pricing.
- J. The parties now desire to amend the Contract to make adjustments to pricing, to add new product lines, 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 Ninth Amendment by reference.
- 2. Defined terms used in this Ninth 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 is hereby replaced with Exhibit A.9 in its entirety due to:
  - a. The addition of Compose Echo, HUSH Office, Emeco seating, Zody II, Zody LX, and Benson product lines effective immediately.
  - b. On October 1, 2022, Company will implement a 9% price adjustment on almost all Haworth NA products excluding Ergotron Office, BuzziSpace, Cappellini, Cassina, Emeco, GAN, JANUS et Cie, Pablo Designs, Poltrona Frau, and Ergotron Health.
  - c. On October 1, 2022, Company will implement a Supplemental Freight Charge. This is a flat fee for select products that take up larger footprints and thus the shipping costs are not fully covered with the list price.
4. 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.
5. In all other respects and except as modified herein, the terms of the Contract shall remain in force and effect.

*[Signature Page Follows]*

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

HAWORTH, INC.

CITY OF CHARLOTTE:  
CITY MANAGER'S OFFICE

BY:   
\_\_\_\_\_  
(signature)

BY: \_\_\_\_\_  
(signature)

PRINT NAME: Matthew Corl

PRINT NAME: \_\_\_\_\_

TITLE: Manager - Contracts and Pricing

TITLE: \_\_\_\_\_

DATE: 8-31-2022

DATE: \_\_\_\_\_

HAWORTH - CONTRACT 2020090696-9  
**HAWORTH - CONTRACT 2020000606-9**  
 EXHIBIT A.9 - PRICING SHEET

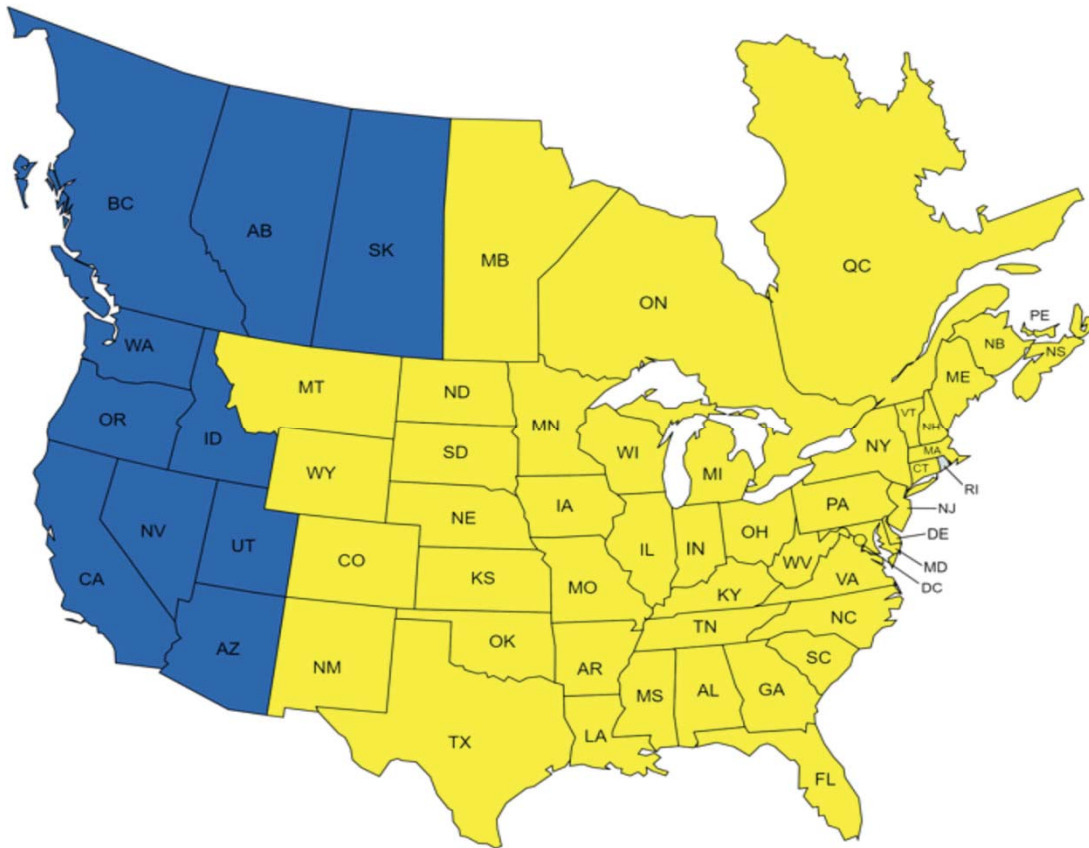
<b>I. FIXED PERCENTAGE (%) DISCOUNT OFF THE MANUFACTURER'S LIST PRICE - FURNITURE CATEGORIES AND OTHER RELATED PRODUCTS:</b>			
<b>CATEGORY</b>	<b>VERIFIABLE MANUFACTURER'S LIST PRICE CATALOG NAME - OCT 2022</b>	<b>DROP SHIP</b>	<b>INSIDE DELIVERY</b>
Systems Furniture	Unigroup Systems (NW & WT)	71%	66%
Systems Furniture	Unigroup Too Panels	71%	66%
Systems Furniture	Places Systems (NW & WT) <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Systems Furniture	Adaptable Comps - Wksr, Up Stor, Lghtng	71%	66%
Systems Furniture	Places Systems (Wood) <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Systems Furniture	Systems Fabric	71%	66%
Systems Furniture	Compose	68%	63%
Systems Furniture	Premise Systems	68%	63%
Systems Furniture	IF Systems <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Freestanding Furniture	Masters	53%	48%
Freestanding Furniture	Suite	53%	48%
Freestanding Furniture	Everyday Office	50%	45%
Freestanding Furniture	Jive	50%	45%
Freestanding Furniture	Cultivate	58%	53%
Freestanding Furniture	Intuity	53%	48%
Freestanding Furniture	Patterns	53%	48%
Freestanding Furniture	Planes, Cmpose	58%	53%
Freestanding Furniture	Upside	58%	53%
Freestanding Furniture	Tuohy	41.50%	36.50%
Freestanding Furniture	<b>Compose Echo (August 2022)</b>	53.00%	48.00%
Seating / Chairs	Accolade	63%	58%
Seating / Chairs	Improv	63%	58%
Seating / Chairs	Seating Fabric	63%	58%
Seating / Chairs	Look (Sit 10) <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Seating / Chairs	X99 Seating	60%	55%
Seating / Chairs	Wood Stg - Comp,Frnze,Glrie,Tally,Etc	53%	48%
Seating / Chairs	Very Task Seating	55%	50%
Seating / Chairs	Very Seating Line (Non-Task)	55%	50%
Seating / Chairs	Zody	55%	50%
Seating / Chairs	Lively, Cassis, WD Seating <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Seating / Chairs	Veda	55%	50%
Seating / Chairs	Lively™ <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Seating / Chairs	Fern	50%	45%
Seating / Chairs	Soji™	50%	45%
Seating / Chairs	Maari™	54%	49%
Seating / Chairs	Tuohy	33%	28%
Seating / Chairs	<b>Zody II &amp; LX (August 2022)</b>	50%	45%
Seating / Lounge	Resonate	53%	48%
Filing Systems, Storage & Equipment	Be Hold Storage	53%	48%
Filing Systems, Storage & Equipment	Beside	63%	58%
Filing Systems, Storage & Equipment	X-Series Files	63%	58%
Filing Systems, Storage & Equipment	X-Series Peds	63%	58%
Filing Systems, Storage & Equipment	950 Fls, Ples Fs Stl, IF Lat Fls & Psts <i>discontinued</i>	<i>discontinued</i>	<i>discontinued</i>
Filing Systems, Storage & Equipment	V-Series Files & Peds	63%	58%
Filing Systems, Storage & Equipment	Active Storage	53%	48%
<b>OTHER RELATED PRODUCTS</b>	<b>VERIFIABLE MANUFACTURER'S LIST PRICE CATALOG NAME - MAY 2022</b>	<b>DROP SHIP</b>	<b>INSIDE DELIVERY</b>
Walls	Enclose	55%	50%
Walls	Walls Adaptable Components	55%	50%
Walls	Walls Glass	55%	50%
Walls	Pergola	60%	55%
Walls	<b>Hush Office (August 2022)</b>	51.5%	46.5%
Haworth Collections & Healthcare	Haworth Collection - Haworth	41%	36%
Haworth Collections & Healthcare	Healthcare	57%	52%
Haworth Collections & Healthcare	Harbor Work Lounge™	50%	45%
Haworth Collections & Healthcare	Haworth Collection - Pablo Designs	15%	10%
Haworth Collections & Healthcare	Haworth Collection - Capp, Cass, P Frau	15%	10%
Haworth Collections & Healthcare	Haworth Collection - GAN	10%	5%
Haworth Collections & Healthcare	Haworth Collection - JANUS et Cie	15%	10%
Haworth Collections & Healthcare	BuzziSpace	35%	30%
Haworth Collections & Healthcare	<b>Emeco (August 2022)</b>	35%	30%
Haworth Collections & Healthcare	<b>Benson (August 2022)</b>	57.2%	52.2%
Accessories & Technology	Locks	71%	66%
Accessories & Technology	Technology Products	55%	50%
Accessories & Technology	Ergotron Accessories	48%	43%
Accessories & Technology	DataThing	40%	35%
Accessories & Technology	Jump Stuff	41%	36%

Flat fee for select products that take up larger footprints and thus the shipping costs are not fully covered with the list price. These fees are not discounted and apply to Haworth - Cabana, Openest Feather, and Riverbend; Haworth Collection - Basket 011, BuzziBooth, BuzziCane, BuzziHub, BuzziNordic, BuzziSpark, BuzziVille Hub, Cotone Slim, Elan, GranTorino HB, Hobo, Inout, Kennebec, Kennebec Jr., LC5, Lyda, m\_sit, Massimosistema, Mex-Hi, Orla, and Volage EX-S Slim. See the specific products on the following page.

**Supplemental Freight Charge as of Oct 2022**

\$250 Per unit for the Western States / Provinces

\$150 Per unit for the remainder of contiguous US & Canada



**Supplemental Freight Surcharge**

Material	Material Description
110-1257	HC, Haworth, m_sit, Lounge
118-3603	HC, Cassina, LC4, Chaise Lounge
118-3614	HC, Poltrona Frau, Kennedee, Sofa
118-3618	HC, Poltrona Frau, Massimosistema
118-3625	HC, Cappellini, Elan, Seating
118-3917	HC, Poltrona Frau, Kennedee, Ottoman
118-3920	HC, Poltrona Frau, Massimosistema, Ottoman
118-3923	HC, Poltrona Frau, Massimosistema, Chaise
118-4041	HC, Poltrona Frau, Kennedee, Lounge Chair
118-8276	HC, Cappellini, Basket 011, Seating
118-8286	HC, Cappellini, Inout, Seating
120-0037	Openest Sofa, Collaborative Seating
121-3370	HC, Poltrona Frau, GranTorino HB, Lounge
121-6204	HC, Poltrona Frau, Kennedee Jr., Seating
121-6205	HC, Cappellini, Orla, Seating
121-7466	HC, Cassina, LC5, Sofa
124-6803	Riverbend, Lounge
127-0680	HC Cappellini Hobo Seating
127-0756	HC Cappellini Hobo Bench
127-2782	Riverbend, Lounge, Corner
129-6322	HC, BUZZISPACE, BUZZICANE, LOUNGE CHAIR
129-6323	HC, BUZZISPACE, BUZZISPARK, CHAIR, SOFA
129-6376	HC, BUZZISPACE, BUZZINORDIC ST100
129-6377	HC, BUZZISPACE, BUZZINORDIC OTTOMAN, FOOT
129-6406	HC, BUZZISPACE, BUZZIHUB, BOOTH
129-6696	HC, BUZZISPACE, BUZZIVILLE, HUB
129-6899	HC, BUZZISPACE, BUZZIBOOTH, SGL, STD, SDBYSD
130-3429	Cabana Seating
130-4750	CABANA LOUNGE
134-2410	CABANA LOUNGE ISLAND
134-6842	HC, Lyda, Lounge
134-6843	HC, Lyda, 2 Seat Sofa
134-6844	HC, Lyda, Curved Lounge, Left Curve
134-6845	HC, Lyda, Corner
134-6846	HC, Lyda, 1 Seat Bench
134-6847	HC, Lyda, Hexagon Bench, LH
134-8483	HC, Lyda, 3 Seat Sofa
134-9131	HC, LYDA, CURVED LOUNGE, RIGHT CURVE
134-9565	HC, LYDA, HEXAGON BENCH, RH
135-6609	HC, CASSINA, COTONE SLIM, CHAIR
136-3013	HC, VOLAGE EX S SLIM
136-8768	HC, Cassina, Mex-Hi, Lng
142-5717	HOF Hush Phone
142-5718	HOF HushHybrid
142-5721	HOF HushMeet
142-5731	HOF HushAccess.L.

**HAWORTH - CONTRACT 2020060606-9**  
**EXHIBIT A.9 - PRICING SHEET**

<b>2. OPTION #1 - FIXED PERCENTAGE (%) DISCOUNT ON INSTALLATION SERVICES:</b>	
Basic Installation - Normal Hours	10%
Basic Installation - After Hours	15%
Expanded Installation - Normal Hours	18%
Expanded Installation - After Hours	27%
<b>OPTION #2 - FIXED HOURLY RATE RANGE FOR INSTALLATION AND OTHER ADDITIONAL SERVICES AND SOLUTIONS:</b>	
Basic Installation - Normal Hours	\$28 - \$36
Basic Installation - After Hours	\$39 - \$54
Expanded Installation - Normal Hours	\$35 - \$45
Expanded Installation - After Hours	\$52.5 - \$67.5
Design	\$28 - \$36
Project Management	\$35 - \$45
Asset Management	\$18 - \$28
Refurbishment	\$32 - \$42
Subject to change based on geographic area, prevailing wage requirements and other factors.	

<b>3. FIXED MONTHLY RATE FOR STORAGE OPTIONS:</b>		
<b>STANDARD FIXED MONTHLY RATE</b>	<b>MONTHLY RATE / FT<sup>2</sup></b>	<b>MONTHLY RATE / FT<sup>3</sup></b>
Negotiable per location	\$1.25	\$1.95

<b>4. PRICING INCENTIVES BEYOND THE STANDARD DISCOUNT:</b>	
<b>DESCRIPTION</b>	<b>ADDITIONAL PERCENTAGE (%) DISCOUNT</b>
Accessories & Technology (List Volume > \$10,000)	1 - 4%
Seating (List Volume >\$25,000)	1 - 4%
Haworth Collection & Healthcare (List Volume > \$50,000)	1 - 4%
Storage and Tables (List Volume > \$50,000)	1 - 4%
Systems (List Volume > \$100,000)	1 - 4%
Walls and Wood (List Volume > \$100,000)	1 - 4%
Haworth is offering low first tier pricing with negotiable discount ranges established, based on individual product list volume.	
In addition, we will offer a Sole Source pricing option to any OMNIA participating agency that selects Haworth as its sole source provider within the terms of the OMNIA contract. This option will provide deeper discounts than the standard OMNIA contract and would require agencies to sign an agreement acknowledging Haworth as their single source provider.	



# CERTIFICATE OF LIABILITY INSURANCE

DATE(MM/DD/YYYY)  
10/31/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> Aon Risk Services Central, Inc. MSC#17382 Aon PO Box 1447 Lincolnshire IL 60069 USA	<b>CONTACT NAME:</b> PHONE (A/C. No. Ext): (866) 283-7122      FAX (A/C. No.): (800) 363-0105		
	<b>E-MAIL ADDRESS:</b>		
<b>INSURED</b> Haworth International, LTD.; Haworth, Inc. & Subsidiaries; Thought Stream LLC One Haworth Center Holland MI 49423-9576 USA	<b>INSURER(S) AFFORDING COVERAGE</b>		<b>NAIC #</b>
	<b>INSURER A:</b> ACE American Insurance Company		22667
	<b>INSURER B:</b> ACE Fire Underwriters Insurance Co.		20702
	<b>INSURER C:</b>		
	<b>INSURER D:</b>		
	<b>INSURER E:</b>		

Holder Identifier :

**COVERAGES**      **CERTIFICATE NUMBER:** 570090111385      **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS. **Limits shown are as requested**

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> <b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR <input checked="" type="checkbox"/> Vendors Endorsement <input checked="" type="checkbox"/> \$500,000 SIR GENL AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PRO-JECT <input checked="" type="checkbox"/> LOC OTHER:			XSLG7248020A SIR applies per policy terms & conditions	11/01/2021	11/01/2022	EACH OCCURRENCE \$1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000 MED EXP (Any one person) \$10,000 PERSONAL & ADV INJURY \$1,000,000 GENERAL AGGREGATE \$2,000,000 PRODUCTS - COMP/OP AGG \$2,000,000
A	<b>AUTOMOBILE LIABILITY</b> <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input checked="" type="checkbox"/> Phys Dmgge-Self Insd <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS ONLY			ISAH2554240A	11/01/2021	11/01/2022	COMBINED SINGLE LIMIT (Ea accident) \$1,000,000 BODILY INJURY ( Per person) BODILY INJURY (Per accident) PROPERTY DAMAGE (Per accident)
	<b>UMBRELLA LIAB</b> <input type="checkbox"/> OCCUR <b>EXCESS LIAB</b> <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input type="checkbox"/> RETENTION						EACH OCCURRENCE AGGREGATE
A A B	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR / PARTNER / EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below		Y/N N	WLCR68916586 WCUC68916665 SIR applies per policy terms & conditions SCFC68916628	11/01/2021 11/01/2021 11/01/2021	11/01/2022 11/01/2022 11/01/2022	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$1,000,000 E.L. DISEASE-EA EMPLOYEE \$1,000,000 E.L. DISEASE-POLICY LIMIT \$1,000,000

Certificate No : 570090111385

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)  
 RE: Contract: 2020000606-3. The City of Charlotte is included as Additional Insured in accordance with the policy provisions of the General Liability policy. General Liability evidenced herein is Primary to other insurance available to an Additional Insured, but only in accordance with the policy's provisions.

**CERTIFICATE HOLDER****CANCELLATION**

The City of Charlotte Charlotte-Mecklenburg Government Center 600 East 4th Street Charlotte NC 28202 USA	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.  AUTHORIZED REPRESENTATIVE  <i>Aon Risk Services Central, Inc.</i>
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