

**ASSIGNMENT OF INTERGOVERNMENTAL AGREEMENT**  
**Amendment Number 2**  
to  
**State of Washington Department of Enterprise Services**  
**Intergovernmental Agreement Number 2010-WPC-119**  
for  
**Master Contracts, Consulting and Oversight**  
**State Purchasing Cooperative**

**This Amendment Number 2 to Department of Enterprise Services Intergovernmental Agreement Number 2010-WPC-119** is made and entered by and between the State of Washington Department of Enterprise Services, hereinafter referred to as "DES", and Port of Everett, hereinafter referred to as "COOPERATIVE MEMBER". The purpose of this Amendment is to extend the Intergovernmental Agreement between DES and COOPERATIVE MEMBER.

The Intergovernmental Agreement is hereby modified:

- 3) Term of this Agreement and Cooperative membership is extended six (6) months through **June 30, 2013**.

17) PAYMENT and NOTICES:

COOPERATIVE MEMBER six month fee is **\$500.00**.

**ALL OTHER TERMS AND CONDITIONS OF THE CONTRACT SHALL REMAIN IN FULL FORCE AND EFFECT.**

**IN WITNESS WHEREOF**, the parties have read this Amendment Number 2 to Intergovernmental Agreement 2010-WPC-119 in its entirety, agree to it and hereby assert that they have the authority to bind their respective parties to it.

Approved  
Department of Enterprise Services

  
SIGNATURE

Chris Cantrell  
PRINT OR TYPE NAME

12/26/12  
DATE

Coop Program Coordinator  
TITLE

Approved  
Port of Everett

  
SIGNATURE

John M. D. Blair  
PRINT OR TYPE NAME

12/7/12  
DATE

Executive Director  
TITLE

**ASSIGNMENT OF INTERGOVERNMENTAL AGREEMENT**  
**Amendment Number 1**  
to  
**State of Washington Department of General Administration**  
**Intergovernmental Agreement Number 2010-WPC-119**  
for  
**Office of Statement Procurement**  
**State Purchasing Cooperative**

**This Amendment Number 1 to Department of General Administration Intergovernmental Agreement Number 2010-WPC-119** is made and entered by and between the State of Washington Department of General Administration, hereinafter referred to as "GA", and Port of Everett hereinafter referred to as "COOPERATIVE MEMBER". The purpose of this Amendment is to formally assign the Intergovernmental Agreement made on January 12, 2010 between GA and COOPERATIVE MEMBER, to the Washington State Department of Enterprise Services.

WHEREAS, the Washington State Legislature passed Engrossed Substitute Senate Bill 5931 (ESSB 5931) consolidating all or portions of the Washington State Department of Information Services, Department of Personnel, State Printer, General Administration and the Office of Financial Management (Agencies);

WHEREAS, the authority and funding for those Agencies has been withdrawn effective October 1, 2011;

WHEREAS, the Washington State Legislature has created under ESSB 5931 which includes delegation of contracting authority, the Department of Enterprise Services hereinafter referred to DES;

WHEREAS, the authority and funding for the continuation of Intergovernmental Agreement Number **2010-WPC-119** has been transferred to the DES;

WHEREAS, the DES finds that it is in the best interest of the State of Washington to continue to conduct business with Cooperative Member under the terms and conditions of this Intergovernmental Agreement **2010-WPC-119**.

**Now therefore**, DES and COOPERATIVE MEMBER agree that:

1. Effective October 1, 2011 the Intergovernmental Agreement **2010-WPC-119** is hereby assigned in all respects to DES.
2. By signing this Amendment, COOPERATIVE MEMBER hereby consents to this assignment. As assigned, said Agreement hereby amended so that wherever the name GA is used it shall mean DES.
3. Any and all payments made by COOPERATIVE MEMBER to GA shall be deemed to have been made to DES and shall discharge COOPERATIVE MEMBER from any further liability with regard to said payment.

**Further**, the Intergovernmental Agreement is hereby modified:

- 3) Term of this Agreement and Cooperative membership is extended one (1) year through **December 31, 2012**. Either party may terminate this Agreement upon thirty (30) days written notification to the other party. However, if the Cooperative Member has used state contracts during the current membership period, the Cooperative Member remains liable to pay any



State of Washington  
 DEPARTMENT OF GENERAL ADMINISTRATION  
 Office of State Procurement  
 Rm. 201 General Administration Building, P.O. Box 41017  
 Olympia, Washington 98504-1017  
 (360) 902-7400 <http://www.ga.wa.gov>

**STATE OF WASHINGTON  
 INTERGOVERNMENTAL  
 AGREEMENT FOR  
 STATE PURCHASING COOPERATIVE**

Pursuant to Chapter 43.19 RCW, Chapter 39.34 RCW and WAC 236-49-060, the State of Washington, Department of General Administration, Office of State Procurement, ("Office of State Procurement" or "OSP"), and **EVERETT PORT OF** ("Cooperative Member") agree to enter into this Intergovernmental Agreement ("Agreement"); for the purpose of the Cooperative Member participating in the State Purchasing Cooperative Program ("Cooperative") under the following terms and conditions:

- 1) Washington State political subdivisions (e.g. local governments and school districts) and public benefit nonprofit corporations are eligible for membership in the Cooperative and must be subject to audit by Washington State Auditor's Office (SAO). Offices, departments, divisions, or other sub-units ("subdivisions") within Washington State political subdivisions and public benefit nonprofit corporations may join the Cooperative. However, the subdivision's membership fee will be assessed at the rate of the associated Washington State political subdivision or public benefit nonprofit corporations. Washington state agencies and their subdivisions are automatically Cooperative Members and do not need to apply for membership or pay a membership fee.
- 2) The Office of State Procurement is required to recover the costs of administering the State Purchasing Cooperative Program from Cooperative Members. The Membership Fee Schedule below sets forth the fee structure for Cooperative Members, which are not Washington State agencies. The Membership Fee Schedule is based on the Cooperative Member's total expenditures, less debt service and inter-fund transfers, as reported in the Cooperative Member's last audited financial statement.
- 3) The term of this Agreement and Cooperative membership is January 1, 2010 through December 31, 2011. This Agreement may be canceled in writing by either party. However; if the Cooperative Member has used state contracts during the current membership period; the Cooperative Member remains liable to pay any unpaid balance of the membership fee for the entire term. Fees are not based on the level of contract usage. Refunds will not be given to members due to lack of contract usage.
- 4) The Office of the Superintendent of Public Instruction (OSPI) financial reporting information will be used to verify fee amounts for public school districts, and Educational Service Districts. (ESD's).
- 5) Any Cooperative Member not reported in the OSPI or State Auditor's financial reporting information, must submit a copy of its most recent audited financial statements to OSP upon request. When a Cooperative Member does not have audited financial statements, the Cooperative Member shall provide internal budgets or financial statements. Once membership fees are verified through such authoritative sources, OSP will issue **quarterly invoices** for remittance due and payable within 30 days of receipt or due date shown on invoice whichever is sooner. After initial verification and at the beginning of each calendar quarter thereafter, invoices will be sent via electronic mail to the contact listed below.
- 6) This executed Agreement entitles the Cooperative Member access to state contracts for goods and services as viewed on [www.ga.wa.gov](http://www.ga.wa.gov). Cooperative Members may only access Western States Contracting Alliance (WSCA) contracts where Washington is the lead state, or has a signed a participating addendum (PA). Cooperative Members are not authorized to enter into separate WSCA participating addenda with vendors. Cooperative Members are also entitled to use Oregon Purchasing Contracts,
- 7) If a Washington State political subdivision or public benefit nonprofit corporation or a subdivision thereof that is not a current Cooperative Member is found to have used a state contract, WSCA contract, or Oregon Purchasing Contract; that Washington State political subdivision or public benefit nonprofit corporation shall be liable for payment of a full year membership fee. Failure to pay such fee may be reported to the State Auditor's Office and result in audit findings against the entity.

Secondary Contact: Name: ROBERT MARION Email: robertm@portofeverett.com  
 Two-Year Membership Fee Schedule

Note: Total expenditures listed below are minus of debt service and inter-fund transfers

Annual expenditures of more than	Annual expenditures of less than	Two-Year Membership Fee	Verified Fee Level
\$0.00	\$3,000,000	\$400	
\$3,000,001	\$7,500,000	\$1,000	
\$7,500,001	\$30,000,000	\$2,000	
\$30,000,001	\$68,000,000	\$4,000	
\$68,000,001	\$90,000,000	\$6,000	
\$90,000,001	\$150,000,000	\$8,000	
\$150,000,001	and over	\$10,000	

According to the most recent authoritative information; EVERETT PORT OF, your annual operating expenditures were \$24884490 making your two-year fee \$2000.

The undersigned has read, understands and agrees to the terms and conditions of this Agreement, certifies that he/she is the Authorized Signatory for the Cooperative Member, and certifies under penalty of perjury under the laws of Washington State that the verified expenditure in the Membership Fee Schedule above is true and correct.

Cooperative Member Authorized Signature:

Signature: Charlotte Walther Date Signed: 1/12/10  
 Print Name: CHARLOTTE WALTHER Title: PROCUREMENT & CONTRACTS ADMINISTRATOR  
 Address (if not the same as above): SAME  
 Phone Number(s): 425-388-0606

FOR OSP USE ONLY (Completed by OSP, this page will be returned to you in executed copy)  
 Approved as to form: AAG Date: 10/16/2009 (signature on file)

Your assigned Co-op member number is 43101. Please provide this number to vendors when ordering from contracts or communicating with OSP.

OSP AUTHORIZED SIGNATURE

Name: [Signature] Title: Coop manager Date: 1/21/2010  
 Verification Used: \_\_\_\_\_