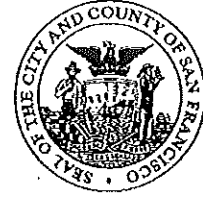


City and County of San Francisco
 Office of Contract Administration
 Purchasing Department
 City Hall, Room 430
 1 Dr. Carlton B. Goodlett Place
 San Francisco, CA 94102-4685



Contract Modification 2

Water Meter Boxes, Vaults, & Covers

Ferguson Enterprises Inc. dba Groeniger & Company
 Scott Silverthorn
 27750 Industrial Blvd.
 Hayward, CA 94545
ssilverthorn@groeniger.com
 Vendor#: 69383

Date: December 5, 2014
 Buyer Name: Ben Kawamura
 Term contract: 75711
 City Blanket No. BPSF00003819
 Type: Indefinite quantity
 Not-to-exceed: \$1,500,000

The history of this contract and its modifications is as follows:

Modification	Start Date	End Date	Amount	Other changes
Original contract	02-01-2012	01-31-2015	\$ 1,000,000	
1	02-01-2012	01-31-2015	\$ 1,000,000	Add Item 111 to Section 1
2	02-01-2015	01-31-2016	\$ 1,500,000	Extend 12 months 5% price increase Add \$500,000 to NTE Delete GC #60 Earned Income Credit Delete GC #66, Graffiti Removal Add Chapter 12T

Modification 2 changes the contract as follows:

1) Extend the contract for 12 months to expire on January 31, 2016. 2) Five percent (5%) price increase on all items. New price list is attached. 3) Add \$500,000 to the Not-to-Exceed amount of the contract. 4) Delete General Condition #60. 5) Delete General Condition #66. 6) Add Chapter 12T, Consideration of Criminal History in Hiring.

All other prices, terms and conditions remain the same.

Approved by the City:

Jaci Fong
 for Jaci Fong, Director of OCA and Purchaser

12/8/14
 Date

Approved by Contractor:

Scott Silverthorn
 Signature

12-11-14
 Date

Print Name and Title:

Scott Silverthorn / MUNICIPAL SALES

Contract Modification 2

Water Meter Boxes, Vaults, & Covers

Contract No. 75711

New Price List - Effective February 1, 2015

Vendor: Ferguson Enterprises Inc. dba Groeniger & Company
 Vendor#: 69383

Item No.	Description	Manufacturer/ Part Number	Unit of Measure	Current Price	New Price (Effective Feb 1, 2015)
101	BOX, WATER METER, Polymer Concrete Frame, 10" x 15" x 12" for 1" Meter (Water Dept. No. 056-25-0925) Commodity Code #9210-45-04-0101	Armorcast P6001921x12	EA	\$ 39.30	\$ 41.26
102	BOX, WATER METER, Polymer Concrete Frame, 17" x 30" x 12" for 2" Meter (Water Dept. No. 056-25-0930) Commodity Code #9210-45-04-0102	Armorcast P6001534x12	EA	\$ 66.50	\$ 69.83
103	COVER, WATER METER, Polymer Concrete, 1-Piece Cover 10" x 15" Traffic Loading Non-Skid Surface, with "SFWD" logo. (Water Dept. No. 056-25-1600) Commodity Code #9210-45-04-0103	Armorcast A6001922T	EA	\$ 23.75	\$ 25.00
104	COVER, WATER METER, Polymer Concrete, 13" x 24" With 7" x 13" Opening for drop-in read lid, Traffic Loading, Non-Skid Surface, with "SFWD" logo. (Water Dept. No. 056-25-1601) Commodity Code #9210-45-04-0104	Armorcast A6001969DEB	EA	\$ 38.70	\$ 40.63
105	COVER, WATER METER, Polymer Concrete, 17" x 30" With 7" x 13" Opening for drop-in read lid, Traffic Loading, Non-Skid Surface, with "SFWD" logo. (Water Dept. No. 056-25-1602) Commodity Code #9210-45-04-0105	Armorcast A6001947TDEB	EA	\$ 58.30	\$ 61.20

Contract Modification 2

Water Meter Boxes, Vaults, & Covers

Contract No. 75711

New Price List - Effective February 1, 2015

Vendor: Ferguson Enterprises Inc. dba Groeniger & Company
Vendor#: 69383

Item No.	Description	Manufacturer/ Part Number	Unit of Measure	Current Price	New Price (Effective Feb 1, 2015)
106	COVER, Polymer Concrete, 7" x 13" Drop-in Read Lid Non-skid surface w/ "SFPUC WATER" Logo (Water Dept. No. 056-25-1603) Commodity Code #9210-45-04-0106	Armorcast A6000481TDEB	EA	\$ 11.05	\$ 11.60
107	COVER, Polymer Concrete, 9" x 14" Drop-in Read Lid Non-skid surface w/ "SFPUC WATER" Logo (Water Dept. No. 056-25-1604) Commodity Code #9210-45-04-0107	Armorcast A6000482T	EA	\$ 12.25	\$ 12.86
108	COVER, Polymer Concrete, 1-Piece Cover Oval, 10" x 16" Non-Skid Surface, with "SFPUC WATER" logo. (Water Dept. No. 056-25-1605) Commodity Code #9210-45-04-0108	Armorcast A6000473	EA	\$ 15.20	\$ 15.96
109	COVER, Polymer Concrete, Oval, 10" x 18" x 1 1/8" Non-Skid Surface, with "SFPUC WATER" logo. (Water Dept. No. 056-25-1606) Commodity Code #9210-45-04-0109	Armorcast A6000447	EA	\$ 15.65	\$ 16.43
110	COVER, Polymer Concrete, 1 piece cover 10" x 15", Traffic Loading, Non-Skid Surface, with "SFPUC WATER" logo. Commodity Code #9210-45-04-0110	Armorcast A6001922T-9x	EA	\$ 23.80	\$ 25.00

Contract Modification 2

Water Meter Boxes, Vaults, & Covers
Contract No. 75711

New Price List - Effective February 1, 2015

Vendor: Ferguson Enterprises Inc. dba Groeniger & Company
Vendor#: 69383

Item No.	Description	Manufacturer/ Part Number	Unit of Measure	Current Price	New Price (Effective Feb 1, 2015)
111 New Item Mod #1	COVER, Polymer Concrete, 1 Piece Cover, 6" x 9" Oval, Traffic Loading, Non-skid surface, with "WATER" logo on center and "SFPUC" logo on bottom, Commodity Code #9210-45-04-0111	Armorcast A6OEOYYIT- SFPUC	EA	\$ 25.90	\$ 27.20
201	36" x 60" x 30" FRP Vault w/Torsion Assisted frame and Polymer Concrete Cover w/ "SFPUC WATER" logo Commodity Code #9210-45-04-0000	Armorcast A6001436TAX 30MT	EA	\$ 2,040.00	\$ 2,142.00
202	48" x 72" x 30" FRP Vault w/ Torsion Assisted frame and Polymer Concrete Cover w/ "SFPUC WATER" logo Commodity Code #9210-45-04-0001	Armorcast A6001506TAX 30MT	EA	\$ 2,710.00	\$ 2,845.00
203	48" x 96" x 30" FRP Vault w/Torsion Assisted frame and Polymer Concrete Cover w/ "SFPUC WATER" logo Commodity Code #9210-45-04-0002	Armorcast A6001449TAX 30MT	EA	\$ 3,633.00	\$ 3,814.00

Contract Modification 2

Water Meter Boxes, Vaults, & Covers

Contract No. 75711

Add Chapter 12T, Consideration of Criminal History in Hiring and Employment Decisions.

Consideration Of Criminal History in Hiring and Employment Decisions [Applies to contracts/agreements executed or amended in any manner on or after August 13, 2014.]

A. Contractor agrees to comply fully with and be bound by all of the provisions of Chapter 12T "City Contractor/Subcontractor Consideration of Criminal History in Hiring and Employment Decisions," of the San Francisco Administrative Code (Chapter 12T), including the remedies provided, and implementing regulations, as may be amended from time to time. The provisions of Chapter 12T are incorporated by reference and made a part of this Agreement as though fully set forth herein. The text of the Chapter 12T is available on the web at <http://sfgov.org/olse/fco>. A partial listing of some of Contractor's obligations under Chapter 12T is set forth in this Section. Contractor is required to comply with all of the applicable provisions of 12T, irrespective of the listing of obligations in this Section. Capitalized terms used in this Section and not defined in this Agreement shall have the meanings assigned to such terms in Chapter 12T.

B. The requirements of Chapter 12T shall only apply to a Contractor's or Subcontractor's operations to the extent those operations are in furtherance of the performance of this Agreement, and shall apply only to applicants and employees who would be or are performing work in furtherance of this Agreement.

C. Contractor shall incorporate by reference in all subcontracts the provisions of Chapter 12T, and shall require all subcontractors to comply with such provisions. Contractor's failure to comply with the obligations in this subsection shall constitute a material breach of this Agreement.

D. Contractor or Subcontractor shall not inquire about, require disclosure of, or if such information is received base an Adverse Action on an applicant's or potential applicant for employment, or employee's: (1) Arrest not leading to a Conviction, unless the Arrest is undergoing an active pending criminal investigation or trial that has not yet been resolved; (2) participation in or completion of a diversion or a deferral of judgment program; (3) a Conviction that has been judicially dismissed, expunged, voided, invalidated, or otherwise rendered inoperative; (4) a Conviction or any other adjudication in the juvenile justice system; (5) a Conviction that is more than seven years old, from the date of sentencing; or (6) information pertaining to an offense other than a felony or misdemeanor, such as an infraction.

E. Contractor or Subcontractor shall not inquire about or require applicants, potential applicants for employment, or employees to disclose on any employment application the facts or details of any conviction history, unresolved arrest, or any matter identified in subsection 60(d), above. Contractor or Subcontractor shall not require such disclosure or make such inquiry until either after the first live interview with the person, or after a conditional offer of employment.

F. Contractor or Subcontractor shall state in all solicitations or advertisements for employees that are reasonably likely to reach persons who are reasonably likely to seek employment to be performed under this Agreement, that the Contractor or Subcontractor will consider for

employment qualified applicants with criminal histories in a manner consistent with the requirements of Chapter 12T.

G. Contractor and Subcontractors shall post the notice prepared by the Office of Labor Standards Enforcement (OLSE), available on OLSE's website, in a conspicuous place at every workplace, job site, or other location under the Contractor or Subcontractor's control at which work is being done or will be done in furtherance of the performance of this Agreement. The notice shall be posted in English, Spanish, Chinese, and any language spoken by at least 5% of the employees at the workplace, job site, or other location at which it is posted.

H. Contractor understands and agrees that if it fails to comply with the requirements of Chapter 12T, the City shall have the right to pursue any rights or remedies available under Chapter 12T, including but not limited to, a penalty of \$50 for a second violation and \$100 for a subsequent violation for each employee, applicant or other person as to whom a violation occurred or continued, termination or suspension in whole or in part of this Agreement.

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Contract Modification 1

Water Meter Boxes, Vaults, & Covers

Ferguson Enterprises Inc. dba Groeniger & Company
 Scott Silverthorn
 27750 Industrial Blvd.
 Hayward, CA 94545

Date: March 31, 2013
 Buyer Name: Jeannie Louie
 Term contract: 75711
 City Blanket No. BPSF00003819
 Type: Indefinite quantity
 Not-to-exceed amount: \$1,000,000

The history of this contract and its modifications is as follows:

Modification	Start date	End date	Amount	Other changes
Original contract	02-01-2012	01-31-2015	\$ 1,000,000	
1	02-01-2012	01-31-2015	\$ 1,000,000	1) Add Item 111 to Section 1

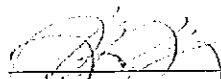
This modification 1 changes the contract as follows:

Per Special Condition 81 – Additional Items, the following item has been added to the contract. (See Attachment "A").

Item: #111, Cover, Oval, 6"x9"


All other prices, terms and conditions remain the same.

Approved by the City:


 Jaci Fong, Director of OCA and Purchaser

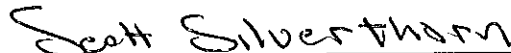
4/1/2013
 Date

Approved by Contractor:


 Signature

4-2-13
 Date

Name and Title:


 MUNICIPAL SALES

Sign and return one original. The duplicate original is for your files.

P-280 (11/20-09)

Attachment A
Contract No. 75711
Contract Modification No.1
Water Meter Boxes, Vaults & Covers
Ferguson Enterprises Inc. dba Groeniger & Company

The following item has been added to Section 1 in the Contract:

Item 111

Price

Cover, polymer concrete, 1 piece cover,
6"x9", oval, traffic loading, non-skid,
Surface with "WATER" logo on center with
SFPUC logo on bottom.

\$25.90/each

*Refer to drawing, Appendix #14.

Commodity Code #9210-45-04-0111

Part #A60eoYYIT-SFPUC