

City of Los Angeles, California

Contract

City of Los Angeles Purchasing Agent
 111 E 1ST STREET
 ROOM 110
 LOS ANGELES CA 90012

Vendor ID: 0000022914
 SC FUELS
 1800 W KATELLA AVE #400
 ORANGE CA 92867

Contract ID 58601	Page 1
Contract Dates 07/01/2006 to 06/30/2016	Rate Date PO Date
Description: Reformulated Gasoline	Contract Maximum 200,000,000.00
Allow Multicurrency PO	
Allow Open Item Reference	

City of Los Angeles' vendors are required to have on file an approved Affirmative Action Plan and Certification. Contact Buyer at the City Purchasing Office at (213-485-3677) for information on this requirement.

In order to receive payments from the City of Los Angeles, vendors must have a valid Business Tax Registration Certificate (BTRC) number. Contact the City Clerk's Tax and Permits Division (213-485-3916) for information on this requirement.

All shipments, shipping papers, invoices and correspondence must be identified with the City of Los Angeles' Contract Purchase Order Number.

**Overshipments will not be accepted unless authorized by requestor prior to shipment.
 Terms and conditions of parent contract are binding on its Contract Purchase Orders.**

ANNUAL PRICE ADJUSTMENT FOR LONG TERM FIXED PRICE CONTRACTS:

Unit Prices for each line item shall be fixed for one year from the contract start date. On contract anniversaries and renewals, unit prices may be adjusted for the next year in accordance with manufacturer's published price adjustments. Any price adjustments shall be mutually agreed upon by the City Purchasing Agent and the supplier. Price increases will not exceed 4% for any anniversary price adjustment or contract renewal period. Price reductions may be issued at any time.

The City reserves the right to terminate contract without further obligation by either party in event price increases are not acceptable. Escalating factors will not be automatically granted. Requests for price increases shall be accompanied by manufacturer's price lists or other manufacturer's documentation acceptable to the City. The request shall state the percentage increase and the revised price for each affected contract item.

No increases will be granted without prior approval of the City Purchasing Agent.

For Purchasing Agent, City of Los Angeles, California

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Line #	Item ID	Item Desc	Item Minimum Order Qty	Order Amt	Item Contract Maximum Qty	Contract Maximum Amt
1	0.00	FUEL, GASOLINE	0	0.00	0	

Price Agreement: Price Date: PO Date
 Price Quantity: Line Quantity
 Quantity Type: Current Order Quantity
 Contract Base Price \$ 0.00100 GLL

Short-Load Deliveries (4,999 gallons or less): Discount: - \$.0027/Gal
 Full-Load Deliveries (5,000 gallons or more): Discount: - \$.0263/Gal

Ethanol blend credit rate of -\$0.045 per gallon has been canceled effective January 1, 2012.
 =====

Ethanol credit rate is -\$0.045 per gallon (effective January 18, 2010) and will be added to the mark up or discount price of fuel.
 =====

19 amend - renewal 7 of 9

Amend 23, Add locations

Amendment 23 - Renewal option 9 of 9 exercised.

UNLEADED, 87 OCTANE, WITH 10% VOLUME ETHANOL

RACK PRICING METHODOLOGY

Based on a discount (-) or mark up (+) from Oil Price Index Service (OPIS), Thursday Edition, PADD 4/5 Report, PADD 5, Los Angeles, CARFG Ethanol 10%, Average Rack. The adjusted price shall be effective on a Monday following the Thursday edition of the OPIS PADD 4/5 Report. Prices shall be effective on the day the fuel is delivered to the City site.

Indicate Discount (-) from or Mark up (+) to the OPIS PADD 5 Ethanol Rack Average (select either discount or mark up):

2	0.00	FREIGHT	0	0.00	0
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Price Agreement: Price Date: PO Date
 Price Quantity: Line Quantity
 Quantity Type: Current Order Quantity
 Contract Base Price \$ 0.00100 GLL

Effective: 2011 07 01
 All transportation costs (per attached "2011 07 01 - DELIVERY SITES - FREIGHT PRICES" spreadsheet) per gallon shall be assessed on a per site basis. In accordance with the State Board of Equalization's Publication 100 - Shipping and Delivery Charges (August 1998), transportation charges are not subject to State Sales Tax.

3	0.00	DEMURRAGE	0	0.00	0
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Line #	Item ID	Item Desc	Item Qty	Minimum Order Amt	Contract Qty	Maximum Amt
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Price Agreement: Price Date: PO Date
Price Quantity: Line Quantity
Quantity Type: Current Order Quantity
Contract Base Price \$ 0.00100 LO

The City shall be entitled to one-hour "standing time" at no charge for the purposes of unloading. If Vendor is unable to begin unloading fuel within one hour after the scheduled arrival at a City site due to delays caused by City operations, Vendor may assess demurrage charges. Demurrage charges shall apply in increments of one-quarter (1/4) hour.

Demurrage charges per one-quarter (1/4) hour: \$ 25.00.

4	0.00	TANK CHECK PROGRAM	0	0.00	0
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Price Agreement: Price Date: PO Date
Price Quantity: Line Quantity
Quantity Type: Current Order Quantity
Contract Base Price \$ 200.00000 EA

The City is currently engaged in a tank check program. A total of 93 underground storage tanks (UST) will be checked annually. Fuel delivered shall be invoiced at contract price at time of Top Off. Vendor understands that when Top Off orders are placed, minimum orders are not required. Top Off charges shall be flat rated for all sites listed on Attachment C.

Top Off charges per tank: \$ 200.00

5	0.00	STAND-BY/EMERGENCY DELIVERIES	0	0.00	0
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Price Agreement: Price Date: PO Date
Price Quantity: Line Quantity
Quantity Type: Current Order Quantity
Contract Base Price \$ 100.00000 HUR

Vendor shall be able to dispatch a maximum of five multiple compartment tank wagon trucks for provision of gasoline fuel

to any City locations or fuel sites within four hours of receipt of notification. If necessary, additional tank wagon will need to be dispatched after nine hours of notification. Each tank wagon shall be equipped with 1-1/2" to 2" nozzles, or whichever size industry standards required.

24-hour, seven-day contact: Dispatch, Telephone: 800/966-7140

Stand-by/Emergency delivery per hour, portal to portal, including loading: \$ 100.00 /hour.

6	0.00	TAX, FEDERAL L.U.S.T.	0	0.00	0
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Line #	Item ID	Item Desc	Item Qty	Minimum Order Amt	Contract Qty	Maximum Amt
Price Agreement: Price Date: PO Date Price Quantity: Line Quantity Quantity Type: Current Order Quantity						
	Contract Base Price	\$ 0.00100			GLL	
7	0.00	TAX, FEDERAL ENVIRONMENTAL FEE	0	0.00	0	
Price Agreement: Price Date: PO Date Price Quantity: Line Quantity Quantity Type: Current Order Quantity						
	Contract Base Price	\$ 0.00171			GLL	
8	0.00	TAX, CA GAS EXCISE	0	0.00	0	
Price Agreement: Price Date: PO Date Price Quantity: Line Quantity Quantity Type: Current Order Quantity						
	Contract Base Price	\$ 0.39500			GLL	
The California Gas Excise Tax of \$0.18 per gallon has been increased. The new fee is \$0.395, effective July 1, 2013.						
The California Gas Excise Tax of \$0.18 per gallon has been increased. The new fee is \$0.353, effective July 1, 2010.						
9	0.00	TAX, ENVIRONMENTAL FEE	0	0.00	0	
Price Agreement: Price Date: PO Date Price Quantity: Line Quantity Quantity Type: Current Order Quantity						
	Contract Base Price	\$ 0.00119			GLL	
***** Item is canceled effective April 1, 2012: *****						
	Item #	Old Price	New Price			
	9	\$0.001548	\$0.00/Cancel			
TAX, ENVIRONMENTAL FEE (per gallon)						
10	0.00	TAX, CHILDHOOD LEAD POISONING FEE	0	0.00	0	
Price Agreement: Price Date: PO Date Price Quantity: Line Quantity Quantity Type: Current Order Quantity						
	Contract Base Price	\$ 0.00076			GLL	

ITEM #11 DELETED						

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Line #	Item ID	Item Desc	Item Minimum Order Qty	Item Contract Maximum Amt
12	0.00	TAX, MISCELLANEOUS	0	0.00

Price Agreement: Price Date: PO Date
 Price Quantity: Line Quantity
 Quantity Type: Current Order Quantity
 Contract Base Price \$ 0.00010 LO

The City is subject to Federal, State and Local Taxes related to Fuel. Any tax-related questions concerning supplier's invoice should be directed to Anita Silva with SC Fuels at 714-516-7379, fax 714-922-7275, E-mail silvas@scfuels.com .

13	0.00	AB 32 Administrative Fee	0	0.00	0
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Price Agreement: Price Date: PO Date
 Price Quantity: Line Quantity
 Quantity Type: Current Order Quantity
 Contract Base Price \$ 0.00146 GLL

AB 32 Gasoline Administrative Fee:
 \$0.001239 per gallon (effective Nov.1, 2013)
 \$0.00146205 per gallon

14	0.00	AB 32-2 Administrative Fee	0	0.00	0
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Price Agreement: Price Date: PO Date
 Price Quantity: Line Quantity
 Quantity Type: Current Order Quantity
 Contract Base Price \$ 0.00145 GLL

CA AB 32-2 ENV SURCHARGE, Diesel Fuel Administrative Fee at \$0.0014535 (per gallon)

15	0.00	AB 32, Unleaded - Car Assessment. The price will be left open as the pricing Fluctuates daily.	0	0.00	0
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Price Agreement: Price Date: PO Date
 Price Quantity: Line Quantity
 Quantity Type: Current Order Quantity
 Contract Base Price \$ 0.01000 GLL

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RECYCLED CONTENT PRODUCTS:

As an essential part of the City of Los Angeles' comprehensive program for solid waste management, it is in the public interest to purchase recycled products with the highest recycled material content feasible in the City's procurement of goods and equipment. (City of Los Angeles Administrative Code Division 10, Chapter 1, Article 6, Section 10.32)

City employees are required to purchase recycled content products from this contract whenever feasible, consistent with the City's Recycled Products Purchasing Program.

Contractor is required to identify recycled products that may be suitable for inclusion under this contract to the City of Los Angeles, if such products become available during the contract term.

OTHER GOVERNMENT AGENCY PURCHASES:

Other government agencies may make purchases using the prices, terms and conditions of this contract with approval from SC Fuels.

AUTHORIZED DISTRIBUTOR/DEALER:

The supplier indicates it is an authorized factory distributor/dealer for the manufacturer quoted, or has provided a formal Letter of Certification from the manufacturer, stating that the manufacturer will honor any warranty claims by the City for equipment, parts, and/or materials provided by the supplier.

The manufacturer will be responsible for any default of the supplier that is not corrected by the supplier in a timely and efficient manner. This responsibility includes replacing incorrect or defective parts, trouble shooting, and correcting problems that are traceable to the manufacturer.

MONTHLY REPORTS (Fuel Services)

Vendor shall maintain records of buyer's purchases of monthly volumes of the various fuels delivered to each of the City's fueling locations and shall provide the City monthly reports of all purchases, itemized by location, date delivered, quantity in gallons, type of fuel, the effective price, all taxes and fees. The monthly reports must be submitted within 10 days following each month.

QUARTERLY REPORTS (Purchasing Agent):

The supplier shall provide the City Purchasing Agent with quarterly reports, to include the following:

- 1) Expenditure Report that indicates Manufacturer name, description, product/part number, quantity, unit price and extended price of all items sold to the City (contract inception to report date).
- 2) Recycled Material/Product Report that indicates the quantity and description of products sold to the City that have recycled material content. This information may be included in the Expenditure Report.
- 3) MBE/WBE/OBE Report that indicates the quantity and description of products sold to the City that were manufactured by or obtained from Minority, Women, or Other Business Enterprise sub-suppliers. This information may be included in the Expenditure Report.

Reports shall be created in a MS/Excel spreadsheet format as provided by the Purchasing Agent, and delivered by the 10th of the month following contract quarter end to City of Los Angeles Purchasing Agent, 111 E. First St., Attn: Procurement Analyst, Room 110, City Hall South, Los Angeles, California, 90012-4111. The supplier shall reference the City's contract number on all reports.

SUPPLIER PERFORMANCE REVIEWS:

The supplier agrees to attend periodic performance reviews, facilitated by the City's Contract Manager. Reviews will be held a minimum of once per calendar quarter and will focus on the supplier's and the City's meeting product and service quality levels stated in the contract, adherence to the contract terms and conditions, and will provide a forum to informally discuss opportunities for improving products, services, contract terms and conditions, and other related issues in an effort to create economies and cost reductions for the supplier and the City.

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Line #	Item ID	Item Desc	Item Qty	Minimum Order Amt	Contract Maximum Qty	Contract Maximum Amt
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Notice of award of contract No. 56801 RFQ No.: 303 Previous Contract: 58175
 Payment Terms: 00% 30 Days Delivery: 01 Days A R O

You are hereby notified of the award of this contract with the City of Los Angeles in accordance with RFQ Number 303 for the items thereof. The entire RFQ (including Attachment A and specifications) or any items thereof, addendums, and general conditions comprise the contract. The Quotation document signed by the appropriate contractor and by duly authorized City officials is on file in the Purchasing Agent's office.

The contract is awarded for the following: **** Reformulated Gasoline ****

NOTE: SALES TAX WILL BE ADDED AT TIME OF ORDER.

The following listed item(s) cover the only product(s) approved for purchase under this contract. Products requested by the City not listed in the contract require a separate City Purchase Order in order for the supplier to receive payment.

Procurement Analyst: Kevin Thornton Phone Number: 213-485-7567
 E-mail address: kevin.thornton@lacity.org Fax Number: 213-847-2431

Renewal Options: 09 Option Date 1 = 06-12-07, 2 = 06/11/08 3 = -/-/ 4 = -/-/
 Options Granted: 08 5 = -/-/ 6 = -/-/ 7 = -/-/ 8 = -/-/ 9 = -/-/

Notice of award of contract No. 56801 RFQ No.: 303 Previous Contract: 58175
 Payment Terms: 00% 30 Days Delivery: 01 Days A R O

You are hereby notified of the award of this contract with the City of Los Angeles in accordance with RFQ Number 303 for the items thereof. The entire RFQ (including Attachment A and specifications) or any items thereof, addendums, and general conditions comprise the contract. The Quotation document signed by the appropriate contractor and by duly authorized City officials is on file in the Purchasing Agent's office.

The contract is awarded for the following: **** Reformulated Gasoline ****

NOTE: SALES TAX WILL BE ADDED AT TIME OF ORDER.

The following listed item(s) cover the only product(s) approved for purchase under this contract. Products requested by the City not listed in the contract require a separate City Purchase Order in order for the supplier to receive payment.

SUPPLIER CONTACT:

Ordering
 Orders shall be placed by E-mail, telephone or fax. Telephone 800/966-7140, fax 714/922-7270, E-mail
 bulkdispatchsouth@scfuels.com

Invoice Resolution
 Anita Silva, 714/516-7379, fax 714/922-7275, E-mail silvas@scfuels.com

Contract Matters
 Karen Koep, SC Fuels, 805/389-3550, fax 805/389-3554, koepk@scfuels.com

SUPPLIER CONTACT:
 Ordering
 Orders shall be placed by E-mail, telephone or fax. Telephone 800/966-7140, fax 714/922-7270, E-mail
 bulkdispatchsouth@scfuels.com

Invoice Resolution
 Anita Silva, 714/516-7379, fax 714/922-7275, E-mail silvas@scfuels.com

Contract Matters
 Karen Koep, SC Fuels, 805/389-3550, fax 805/389-3554, koepk@scfuels.com