# OLATHE PUBLIC SCHOOLS USD #233 AGREEMENT NUMBER 0022025

This Agreement Number 0022025 (the "Agreement") is made by and between the Unified School District No. 233 of Johnson County, Kansas, a public school district organized and existing under the constitution and laws of the State of Kansas (the "District") and RICOH USA (the "Contractor"), in accordance with the terms and conditions of the District's Request for Proposals Number 22-025 **Master Agreement for Multi-Functional Devices and Managed Print Services**, which is incorporated herein by this reference (the "Request for Proposals").

## 1. AGREEMENT TO PERFORM WORK

Contractor hereby agrees to provide or furnish Multi-Functional Devices and Managed Print Services to the District, all as specified in the Request for Proposals.

Contractor agrees to perform such work in accordance with this Agreement, as supplemented and described in Section 2 hereof.

### 2. INCORPORATION

This Agreement is supplemented by the Request for Proposals, Contractor's response to the Request for Proposals dated June 22, 2022, all negotiated exhibits dated October 11, 2022, and Contractual Provisions Attachment (Form DA-146a, Rev. 07-19), all of which are incorporated herein by this reference. To the extent such terms, conditions, or provisions may be in conflict or be inconsistent, their order of authority shall be as follows: a) Contractual Provisions Attachment (Form DA-146a, Rev. 07-19); b) the Agreement; c) the Request for Proposals; and) Contractor's response to the Request for Proposals and all negotiated exhibits dated June 22, 2022 and all negotiated exhibits dated October 11, 2022.

### 3. NOTICES

Any notice under this Agreement shall be in writing and be delivered in person or by public or private mail, or by courier service, or by certified mail with return receipt requested, or by email. All notices shall be addressed to the respective parties at the following addresses or at such other addresses as the parties may from time to time direct in writing:

If to the District:

Olathe Public Schools USD #233 Attn.: Scott Carpenter, CPPO 14160 S. Black Bob Rd.

Olathe, KS 66062

Phone: (913) 780-8045 sacarpenter@olatheschools.org

#### If to the Contractor:

II to the Contractor	•
Contractor Name:	Ricoh USA, Inc.
Attn to:	Steve Bissey
Address:	300 Eagleview Blvd.
City, State, Zip:	Exton, PA 19341
Phone:	610-517-7648
Email:	steve.bissey@ricoh-usa.com

Any notice shall be deemed to have been given on the earlier of: (a) actual delivery or refusal to accept delivery, (b) the date of mailing by certified mail, or (c) the day email delivery is verified. Actual notice, however, and from whomever received, shall always be effective.

## 4. **INVOICES**

All invoices must contain the District's Agreement number or purchase order (PO) number, an itemization of materials and services, and a notation of the correct Agreement pricing.

Invoices for payment must be submitted by the Contractor to:

Olathe Public Schools USD #233 Accounts Payable PO Box 2000 Olathe, KS 66063-2000 accountspayable@olatheschools.org

Requests for additional compensation will be rejected by the District unless otherwise provided in this Agreement of the Request for Proposals.

Payments shall be due and payable within (30) days after acceptance of such goods or services or after receipt of properly completed invoice, whichever is later. No advance payment shall be made for goods or services furnished pursuant to this Agreement.

#### 5. TERM OF AGREEMENT

The initial term of this agreement shall be five (5) years, beginning on October 1, 2022 and extending through October 1, 2027. The term of this agreement may, if mutually agreed, be extended by a three (3) year term, followed by a two (2) year term, for a total of five (5) additional years, provided the Contractor receives written notice of each extension at least one hundred twenty (120) days prior to the expiration date of such term or extension. Any amendments to the agreement will be incorporated during the extension period. During extension periods, all terms and conditions of this Agreement shall remain in effect.

## 6. ENTIRE AGREEMENT

This Agreement constitutes the entire Agreement between the parties with respect to the matter addressed herein. No change thereto shall be valid unless communicated in writing in the agreed manner and signed by the District and the Contractor.

The effective date of this Agreement is October 1, 2022.

Olathe Public Schools USD #233

CONTRACTOR

Signature	go frot his	Signature	8 t. t. t. 2725
Print	/ JOHN HUTCHISON	Print	Steve Bissey
Title	DOPUTY SUPPRINDING	Title	Director, Corp. & Public Sector Contract Strategy
Date	10/18/2022	Date	10/19/22