

**(ATTACHMENT 25) ACTION ON THE AWARD OF PROFESSIONAL SERVICES CONTRACTS
RELATED TO SCHOOL NUTRITION**

Purchase Requisition Number: CR016786
Contract Number: B0001133
Vendor Number: V026782

**MILWAUKEE BOARD OF SCHOOL DIRECTORS
PROFESSIONAL SERVICES CONTRACT THIRD EXTENSION & MODIFICATION**

On February 28, 2014, the Milwaukee Board of School Directors and ES Foods, Inc., entered into Blanket Contract (“Contract”) number B0001133, with a term of July 1, 2014 through June 30, 2015. The Contract, ¶ 2, provided for up to four additional one-year extensions by mutual consent and with Board approval. The parties mutually agreed to extend the Contract for the first and second one-year extension periods and executed Contract Extension and Modifications (“the First Extension” and “the Second Extension”) to that effect in July 2015 and July 2016, respectively.

The parties now mutually agree to extend the Contract for the third additional one-year term, from July 1, 2017 through June 30, 2018, under the same terms and conditions as set forth in the original Contract, the First Extension and the Second Extension, except for those specifically modified below.

In accordance with ¶ 19 of the Contract, the parties modify those terms and conditions identified below.

MODIFIED TERMS:

1. The tables found in Paragraph 1 of the Contract, Paragraph 1 of the First Extension and Paragraph 1 of the Second Extension are deleted in their entirety and replaced with the table below. All other text of Paragraph 1 of the Contract, Paragraph 1 of the First Extension and Paragraph 1 of the Second Extension remains unchanged.

Category	Vendor	Product #	Product	2017-2018 Commodity Delivery Price Into US Foods	2017-2018 Commercial Price
110242 Cheese, Barrel Bulk	ES FOODS, INC.	10129	American Cheese Sliced	\$21.00	\$59.60
		5915	Macaroni & Cheese	\$36.00	\$47.26
110244 Cheese, Moz Skim		25407	WG Vegetable Pinwheel	\$50.88	\$64.94

2. Paragraph 8 of the Contract is deleted in its entirety and replaced with the following:

“Contractor understands and agrees that financial responsibility for claims or damages to any person, or to Contractor’s employees and agents, shall rest with the Contractor. Contractor and its subcontractors shall effect and maintain any insurance coverage, including, but not limited to, Workers’ Compensation, Employers’ Liability, General Liability, Contractual Liability, Automobile Liability and Umbrella Liability to support such financial obligations. The indemnification obligation, however, shall not be reduced in any way by existence or non-existence, limitation, amount or type of damages, compensation, or benefits payable under Workers’ Compensation laws or other insurance provisions.

The minimum limits of insurance required of the Contractor by MPS shall be:

Workers' Compensation	Statutory Limits
Employers' Liability	\$100,000 per occurrence
General Liability	\$1,000,000 per occurrence/\$2,000,000 aggregate
Auto Liability	\$1,000,000 per occurrence
Umbrella (excess) Liability	\$1,000,000 per occurrence

The Milwaukee Board of School Directors shall be named as an additional insured under Contractor's and subcontractors' general liability insurance and umbrella liability insurance. Evidence of all required insurances of Contractor shall be submitted electronically to MPS via its third party vendor, EXIGIS Risk Management Services. Waivers and exceptions to the above limits will be in the sole discretion of MPS and shall be recorded in the EXIGIS system, which records are incorporated into this Contract by reference. The certificate of insurance or policies of insurance evidencing all coverages shall include a statement that MPS shall be afforded a thirty (30) day written notice of cancellation, non-renewal or material change by any of Contractor's insurers providing the coverages required by MPS for the duration of this Contract."

CONTRACTOR

MILWAUKEE BOARD OF SCHOOL DIRECTORS

By: _____

By: _____

*Kari H. Race, J.D., Acting Director
Procurement & Risk Management*

Date: _____

Date: _____

ES Foods, Inc.
20 Crossways Park N.
Woodbury, NY 11797
(516) 682-5494

By: _____

*Darienne B. Driver, Ed.D.
Superintendent of Schools*

Tax ID: _____

Date: _____

Budget code(s): BKF-0-0-BKF-DW-EFOD
LNC-0-0-LNH-DW-EFOD
DNR-0-0-DNR-DW-EFOD

By: _____

*Mark A. Sain, President
Milwaukee Board of School Directors*

Date: _____

Board Approval Date: _____

Reviewed By: _____
Risk Management

Date: _____