

AGREEMENT BETWEEN
PURCHASEPROS
AND

PRO SOUND, INC.

This agreement is by and between Kentucky Educational Development Corporation (KEDC), dba PurchasePros, 904 Rose Road, Ashland, KY 41102-7104 and Pro Sound, Inc., 142 Hendren Way, NICHOLASVILLE, KY 40356. KEDC is an educational cooperative organized under the Kentucky Interlocal Cooperation Act and is considered a local public agency under the Kentucky Model Procurement Code (KRS 45A.345(11)).

The original agreement is set to expire on December 31, 2024, with KEDC reserving the right for one-year extensions as permitted by Kentucky Model Procurement Code, KRS Chapter 45A. This agreement represents an extension for an additional year from January 01, 2025, and will expire on December 31, 2025.

This agreement incorporates the CLS2022 Terms and Conditions, previous and attached Amendments, and your Bid Response by reference. Submitted deviations or exceptions to the terms and conditions were not accepted. This is a fixed percentage discount bid with the minimum discount being fixed for the term of that contract at the rate below.

Vendor Number	10100883
Contract Number	10100883-CLS2022.036
Bid Type	Catalog
Fixed General Discount %	5

Upon the signature of an authorized officer of KEDC and an authorized representative of the above-named company or corporation, this agreement is hereby executed.

KENTUCKY EDUCATIONAL DEVELOPMENT CORPORATION

Samuel Atkins

KEDC Chief Business Officer

11/18/24 12:42 EST

Date

Samuel Atkins

Printed Name

PRO SOUND, INC.

Marianne Sherman

Signature

11/19/24 13:37 EST

Date

Marianne Sherman

Printed Name

President

Title

CLS 2022 AMENDMENT: Administrative Fees and Promotion sections updates, Adopted 1/1/2025

ADMINISTRATIVE FEES: Catalog-price list contractors are required to pay an administrative fee of two percent (2%) on all purchases made by members under the catalog-price list bid type. Contractors who report “No Sales” will be required to pay an administrative fee of \$200.00 per quarter.

Any awarded catalog-price list contractor found to have failed to report sales or underreports sales from any PurchasePros member is subject to a nonrefundable fee of \$250.00 for each quarter in which the underreporting occurs.

The catalog-price list contractor will compile and provide PurchasePros a quarterly sales report showing all purchases made by members under this contract in the electronic format provided by PurchasePros. The contractor must report sales to PurchasePros in the quarter the member is invoiced. While PurchasePros collects reports from members for verification purposes, **IT IS THE CONTRACTOR’S RESPONSIBILITY TO TRACK AND REPORT ALL PURCHASES MADE BY PURCHASEPROS MEMBERS.**

Catalog-price list contractors are to report all sales to PurchasePros members regardless of category. All sales to PurchasePros members occur under this contract unless the respondent provides documentation that the member utilized another contract. It is the catalog-price list contractor’s responsibility to provide proof of the contract utilized. Contract Sales will be verified utilizing member expenditure reports. Contract means all types of local public agency agreements (including notice of award) for the purchase of supplies, services, construction, or any other item that is the result of a public solicitation (sealed Invitation for Bid or sealed Request for Proposals). Requests for quotes, sales agreements, and other similar agreements that are not the result of a formal sealed public solicitation will not be accepted as proof of contract.

The catalog-price list contractor must report ALL maintenance agreements, lease agreements, and professional service contracts as purchases.

The contractor will remit reports and fees to PurchasePros on the following schedule:

Bid Period	Report Due	Payment Due	Suspension for Non-reporting or Payment	Termination for Non-reporting or Payment
January 1 – March 31	April 15 th	May 16 th	May 15 th	May 31 st
April 1 – June 30	July 15 th	August 16 th	August 15 th	August 31 st
July 1 – September 30	October 15 th	November 16 th	November 15 th	November 30 th
October 1 – December 31	January 15 th	February 16 th	February 15 th	February 28 th

Suspended accounts must be brought current and are subject to the reinstatement fee to have their contract restored. Accounts that are terminated may be precluded from participation with PurchasePros for one year.

Purchases made by members at a retail outlet under the store shelf bid are exempt from the administrative fee. Examples of exempted purchases would include but not be limited to a walk-in purchase at “XYZ Trophy Shop” or purchases made at the local Wal-Mart, Lowes, Target, etc.

Remit the administrative fee payment to KEDC, 904 Rose Road, Ashland, KY 41102-7104. For your reference, KEDC’s FEIN is 61-0659010. KEDC may modify the report and payment schedule at its discretion.

If the respondent holds multiple contracts with PurchasePros, the highest fee structure applies to all purchases.

PROMOTION: PurchasePros will actively market the awarded respondent to members. Marketing consists of inclusion of your logo and contact information on the PurchasePros website and a copy of the awarded contract. Awarded respondents will also have access to the PurchasePros Logo for use in promotional materials. The awarded respondent will support the efforts of PurchasePros by participating and sponsoring PurchasePros regional meetings and trainings.

PurchasePros also makes available co-marketing opportunities to preferred vendors. Opportunities may involve PurchasePros or KEDC initiatives. Recent examples include sponsorship of KEDC’s YouTube series [On the Road with Carla](#), KEDC’s [podcast](#), and the annual KEDC Scholarship golf scramble. PurchasePros will also entertain proposals from awarded contract holders for co-marketing activities.