

AMENDMENT NO. 2
TO
LINKING AGREEMENT BETWEEN
THE CITY OF GLENDALE, ARIZONA
AND
EMPIRE SOUTHWEST, LLC
(CONTRACT NO. C-9713)

This Amendment No. 2 ("Amendment") to the Linking Agreement ("Agreement") by and between the City of Glendale, an Arizona municipal corporation ("City") and Empire Southwest, LLC ("Contractor"), a Delaware limited liability company authorized to conduct business in Arizona, is made this _____ day of _____, 2015 ("Effective Date").

RECITALS

- A. City and Contractor previously entered into a Linking Agreement, Contract No. C-9713, dated February 24, 2015.
- B. The Agreement utilized the City of Tucson's May 1, 2012 National Intergovernmental Purchasing Alliance Contract Number 120377, to cooperatively purchase goods and services for heavy equipment, parts, accessories, supplies and related services.
- C. On April 13, 2015, the City of Tucson renewed and extended its Contract No. 120377 through April 30, 2016.
- D. Because the underlying cooperative agreement was extended, the City and the Contractor likewise extended the term of their Agreement in a written agreement signed by both parties. That signed agreement was approved by the Glendale City Council on August 18, 2015 and became Amendment No. 1 to the Linking Agreement.
- E. On August 28, 2015, one of the City's CAT 836H trash compactors located at the Glendale Landfill experienced a catastrophic failure. Because the City can use the Agreement to purchase the goods and services described therein without further public bidding, the City is using the Agreement to secure the goods and services necessary to complete the repair to this essential equipment.
- F. The City and Contractor therefore wish to further modify and amend the Agreement subject to and strictly in accordance with the terms of this Amendment.

AMENDMENT

In consideration of the mutual promises set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the City and Contractor hereby agree as follows;

1. Scope of Work; Terms, Conditions, and Specifications

Contractor shall provide the City goods and services necessary to repair the City's Caterpillar 836H trash compactor (SN 0BXD0048), as set forth in Contractor's Estimate No. 25155 A, attached hereto as Exhibit A.

2. Compensation.

The total purchase price for the goods and services as authorized in this Amendment shall not exceed **\$335,000.00**.

3. Ratification of Agreement.

All other provisions of the Agreement and any Amendment thereto shall remain in effect in their entirety. If any provision of this Amendment conflicts with the Agreement, then the provision of this Amendment shall prevail and control.

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CITY OF GLENDALE
an Arizona municipal corporation

Richard A. Bowers,
Acting City Manager


ATTEST:

Pamela Hanna
City Clerk (SEAL)

APPROVED AS TO FORM:

Michael D. Bailey
City Attorney

Empire Southwest, LLC
a Delaware limited liability company



By: Jim Smith
Its: Executive Vice President

EXHIBIT A



SAFETY • RESPECT • INTEGRITY • TEAMWORK
EXCELLENCE • STEWARDSHIP • ASTONISHMENT

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CLIENT NUMBER	0039926
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SOLD TO

CITY OF GLENDALE
LANDFILL ONLY 6210 W MYRTLE AVE STE 111
GLENDALE AZ 85301-1700

SHIP TO

MAKE	MODEL	SERIAL #	EQUIP #	METER READING	ID NUMBER
CATERPILLAR	836H	0BXD00448		21840	P039337
QUANTITY	ITEM	DESCRIPTION			

10 REMV RECONDITION & INSTL RADIATOR

REMOVE, CLEAN AND INSTALL RADIATOR & COOLERS.

MISC. CHARGES REFLECT VENDOR CHARGES TO CLEAN AND
TEST RADIATOR & COOLERS.

TOTAL PARTS	7328.62
TOTAL LABOR	1533.00
TOTAL MISC	4935.00
SEGMENT 10 TOTAL	13796.62

11 REMOVE & INSTALL ENGINE

REMOVE AND INSTALL ENGINE FOR RECONDITION.

TOTAL PARTS	1664.02
TOTAL LABOR	5475.00
TOTAL MISC	0.00
SEGMENT 11 TOTAL	7139.02

12 RECONDITION ENGINE

RECONDITION C18 ENGINE. PRICE INCLUDES A NEW ECM.

EXCLUDES HARD PARTS/HSG/CORE VALUE ON REMAN ITEMS.
A FIRM QUOTE WILL BE PROVIDED AFTER DISASSEMBLY
AND INSPECTION.

TOTAL PARTS	41418.00
TOTAL LABOR	12888.00
TOTAL MISC	1600.00
SEGMENT 12 TOTAL	55906.00

15 RECONDITION HYDRAULIC FAN PUMP

RECONDITION FAN PUMP.



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TOTAL PARTS	594.82
TOTAL LABOR	575.10
TOTAL MISC	0.00
SEGMENT 15 TOTAL	1169.92

16 RECONDITION HYDRAULIC FAN MOTOR
RECONDITION FAN MOTOR.

TOTAL PARTS	225.49
TOTAL LABOR	479.25
TOTAL MISC	0.00
SEGMENT 16 TOTAL	704.74

20 REPLACE WIRING HARNESS
REPLACE BROKEN/DAMAGED LIGHTS, WIRING HARNESSES,
BATTERIES AND BATTERY CABLES.

TOTAL PARTS	11760.96
TOTAL LABOR	2737.50
TOTAL MISC	0.00
SEGMENT 20 TOTAL	14498.46

29 UPDATE/MODIFY POWER SHIFT TRANSMISSION
INSTALL UPDATED TRANSMISSION DROP BOX

TOTAL PARTS	10753.31
TOTAL LABOR	0.00
TOTAL MISC	0.00
SEGMENT 29 TOTAL	10753.31

30 REMOVE & INSTALL TORQUE CONVERTER
REMOVE AND INSTALL TORQUE CONVERTER FOR
RECONDITION.



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QUANTITY	ITEM	DESCRIPTION			

TOTAL PARTS	143.10
TOTAL LABOR	328.50
TOTAL MISC	0.00
SEGMENT 30 TOTAL	471.60

31 REMOVE & INSTALL TRANSMISSION

REMOVE AND INSTALL TRANSMISSION AND TRANSFER GEARS
FOR RECONDITION. INCLUDES REMAN TRANSMISSION
COOLER.

TOTAL PARTS	3405.05
TOTAL LABOR	6022.50
TOTAL MISC	75.00
SEGMENT 31 TOTAL	9502.55

32 RECONDITION POWER SHIFT TRANSMISSION

RECONDITION TRANSMISSION AND TRANSFER GEARS.

TOTAL PARTS	25556.04
TOTAL LABOR	4818.00
TOTAL MISC	1250.00
SEGMENT 32 TOTAL	31624.04

33 RECONDITION TORQUE CONVERTER

RECONDITION TORQUE CONVERTER.

TOTAL PARTS	6760.98
TOTAL LABOR	2847.00
TOTAL MISC	180.00
SEGMENT 33 TOTAL	9787.98

34 RECONDITION TRANSMISSION OIL PUMP

RECONDITION TRANSMISSION PUMP.

THIS PRICE DOES NOT INCLUDE ANY REPLACEMENT COSTS



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FOR A NEW PUMP IF THE PUMP IS BEYOND ECONOMICAL
REPAIRS.

TOTAL PARTS	569.33
TOTAL LABOR	766.80
TOTAL MISC	135.00
SEGMENT 34 TOTAL	1471.13

35 REPLACE TRANSMISSION CONTROL

REPLACE POWER TRAIN ECM WITH REMAN ECM AND
REPLACE FORWARD AND REVERSE AND SPEED SWITCHES.

TOTAL PARTS	2777.41
TOTAL LABOR	547.50
TOTAL MISC	0.00
SEGMENT 35 TOTAL	3324.91

36 REPLACE TRANSMISSION LINES/HOSES

REPLACE THE POWER TRAIN LINES AND HOSES.

TOTAL PARTS	3890.87
TOTAL LABOR	2190.00
TOTAL MISC	625.00
SEGMENT 36 TOTAL	6705.87

37 REMOVE & INSTALL AXLE

REMOVE AND INSTALL BOTH AXLE GROUPS FOR
RECONDITION.

TOTAL PARTS	2690.28
TOTAL LABOR	7117.50
TOTAL MISC	0.00
SEGMENT 37 TOTAL	9807.78

38 RECONDITION AXLE FRONT

RECONDITION THE FRONT AXLE ASSEMBLY. THIS



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QUANTITY	ITEM	DESCRIPTION		
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INCLUDES RECONDITIONING OF FINALS, DIFFERENTIAL,
BRAKES AND SEALS.

MISC. REFLECTS AN AVERAGE AMOUNT OF SALVAGE
MACHINE WORK AND DIFFERENTIAL GUARDS

TOTAL PARTS	11689.37
TOTAL LABOR	7884.00
TOTAL MISC	5700.00
SEGMENT 38 TOTAL	25273.37

39 RECONDITION AXLE REAR

RECONDITION THE REAR AXLE ASSEMBLY AND
REPLACED FAILED TRUNION SUPPORTS. THIS INCLUDES
RECONDITIONING OF FINALS, DIFFERENTIAL, BRAKES AND
SEALS.

MISC. REFLECTS AN AVERAGE AMOUNT OF SALVAGE
MACHINE WORK AND DIFFERENTIAL GUARDS.

TOTAL PARTS	28263.04
TOTAL LABOR	10074.00
TOTAL MISC	7700.00
SEGMENT 39 TOTAL	46037.04

40 RECONDITION DRIVE LINE

REPLACE U-JOINTS, CARRIER BEARING, AND INSPECT
SLIP JOINTS.

THIS PRICE INCLUDES A NEW SLIP JOINT THAT RUNS
THROUGH THE ARTICULATION JOINT OF THIS MACHINE.

TOTAL PARTS	7322.00
TOTAL LABOR	1752.00
TOTAL MISC	250.00
SEGMENT 40 TOTAL	9324.00

41 RECONDITION STEERING PUMP



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QUANTITY	ITEM	DESCRIPTION		
		RECONDITION STEERING PUMP.		

TOTAL PARTS	1345.79
TOTAL LABOR	766.80
TOTAL MISC	0.00
SEGMENT 41 TOTAL	2112.59

42 REMOVE & INSTALL STEERING CYLINDER
REMOVE AND INSTALL BOTH STEERING CYLINDERS FOR
RECONDITION.

TOTAL PARTS	658.24
TOTAL LABOR	1095.00
TOTAL MISC	0.00
SEGMENT 42 TOTAL	1753.24

43 RECONDITION STEERING CYLINDER
RECONDITION BOTH STEERING CYLINDERS.

NOTE: THIS DOES NOT INCLUDE HVC, RECHROME OR ANY
HARD PARTS.

TOTAL PARTS	1729.32
TOTAL LABOR	766.80
TOTAL MISC	0.00
SEGMENT 43 TOTAL	2496.12

44 REMOVE & INSTALL STEERING VALVE
REMOVE AND INSTALL STEERING VALVE FOR RESEAL.

TOTAL PARTS	52.79
TOTAL LABOR	547.50
TOTAL MISC	0.00
SEGMENT 44 TOTAL	600.29



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QUANTITY	ITEM	DESCRIPTION			

45 RESEAL STEERING VALVE
RESEAL STEERING VALVE.

TOTAL PARTS	543.50
TOTAL LABOR	766.50
TOTAL MISC	0.00
SEGMENT 45 TOTAL	1310.00

46 RESEAL BRAKE ACCUMULATOR
REMOVE, RESEAL AND REINSTALL BRAKE ACCUMULATOR.

TOTAL PARTS	285.58
TOTAL LABOR	438.00
TOTAL MISC	0.00
SEGMENT 46 TOTAL	723.58

50 REMOVE & INSTALL IMPLEMENT PUMP
REMOVE AND INSTALL ALL HYDRAULIC PUMPS FOR
RECONDITION.

TOTAL PARTS	337.36
TOTAL LABOR	492.75
TOTAL MISC	0.00
SEGMENT 50 TOTAL	830.11

51 RECONDITION IMPLEMENT PUMP
RECONDITION IMPLEMENT PUMP.

TOTAL PARTS	799.64
TOTAL LABOR	575.10
TOTAL MISC	0.00
SEGMENT 51 TOTAL	1374.74

52 REMOVE & INSTALL LIFT/HOIST CYLINDER
REMOVE AND INSTALL BLADE LIFT CYLINDER FOR



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QUANTITY	ITEM	DESCRIPTION		
		RECONDITION.		

TOTAL PARTS	633.92
TOTAL LABOR	438.00
TOTAL MISC	0.00
SEGMENT 52 TOTAL	1071.92

53 RECONDITION LIFT/HOIST CYLINDER
RECONDITION BLADE LIFT CYLINDER.

NOTE: THIS DOES NOT INCLUDE HVC, RECHROME OR ANY
HARD PARTS.

TOTAL PARTS	1344.22
TOTAL LABOR	383.40
TOTAL MISC	0.00
SEGMENT 53 TOTAL	1727.62

54 REMOVE & INSTALL HYDRAULIC CONTROL VALVE
REMOVE AND INSTALL HYDRAULIC CONTROL VALVE FOR
RESEAL.

TOTAL PARTS	281.76
TOTAL LABOR	657.00
TOTAL MISC	0.00
SEGMENT 54 TOTAL	938.76

55 RESEAL HYDRAULIC CONTROL VALVE
RESEAL HYDRAULIC CONTROL VALVE.

TOTAL PARTS	489.60
TOTAL LABOR	876.00
TOTAL MISC	0.00
SEGMENT 55 TOTAL	1365.60

56 REPLACE HYDRAULIC HOSES/LINES



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QUANTITY	ITEM	DESCRIPTION			

REPLACE HARD/CRACKED OR LEAKING HYDRAULIC HOSES.

TOTAL PARTS	26918.71
TOTAL LABOR	3285.00
TOTAL MISC	150.00
SEGMENT 56 TOTAL	30353.71

70 MACHINE/GRIND/MILL MAIN FRAME BORE
WELD AND MACHINE BLADE FRAME BORES.

TOTAL PARTS	0.00
TOTAL LABOR	2190.00
TOTAL MISC	150.00
SEGMENT 70 TOTAL	2340.00

74 RECONDITION HITCH
SEPERATE MACHINE. REPLACE ALL PINS AND BEARINGS.

MISC. CHARGES REFLECT AN AVERAGE AMOUNT OF SALVAGE
BORE REPAIR.

TOTAL PARTS	4311.47
TOTAL LABOR	4927.50
TOTAL MISC	3200.00
SEGMENT 74 TOTAL	12438.97

7A CLEAN MACHINE
REMOVE ALL LANDFILL GUARDS, CLEAN MACHINE, SET UP
ON STANDS FOR POWER TRAIN REBUILD.

TOTAL PARTS	0.00
TOTAL LABOR	3832.50
TOTAL MISC	0.00
SEGMENT 7A TOTAL	3832.50

7B TRANSPORT MACHINE



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QUANTITY	ITEM	DESCRIPTION
		TRANSPORT MACHINE ROUND TRIP FROM CITY OF GLENDALE LANDFILL .

TOTAL PARTS	0.00
TOTAL LABOR	0.00
TOTAL MISC	3310.00
SEGMENT 7B TOTAL	3310.00

7C REFILL MACHINE
REFILL ALL FLUIDS AFTER REBUILD.

TOTAL PARTS	3771.26
TOTAL LABOR	328.50
TOTAL MISC	0.00
SEGMENT 7C TOTAL	4099.76

7D TEST/CHECK & ADJUST MACHINE
TEST AND ADJUST ALL PRESSURES AND SETTINGS.
INCLUDES LABOR FOR TECH TO STAY WITH MACHINE FOR 8 HOURS ONSITE AFTER DELIVERY.

TOTAL PARTS	0.00
TOTAL LABOR	2190.00
TOTAL MISC	0.00
SEGMENT 7D TOTAL	2190.00

7E PAINT MACHINE
CLASS B: PREP & PAINT: MACHINE IDENTIFIER DECALS ONLY, NO SAFETY DECALS OR OPERATIONAL DECALS INCLUDED.



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QUANTITY	ITEM	DESCRIPTION	
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TOTAL PARTS	580.13
LESS 100 % PARTS	-580.13
TOTAL LABOR	2800.00
LESS 100 % LABOR	-2800.00
TOTAL MISC	630.02
LESS 100 % MISC	-630.02
SEGMENT 7E SUBTOTAL	4010.15
LESS -100 % DISCOUNT	-4010.15
SEGMENT 7E TOTAL	0.00

7F SERVICE EXTENDED WARRANTY MACHINE
EMPIRE EXTENDED POWERTRAIN WARRANTY.
36MO/5000HR.

TOTAL PARTS	0.00
TOTAL LABOR	0.00
TOTAL MISC	5400.00
SEGMENT 7F TOTAL	5400.00

PC DOCUMENTATION PAPERWORK .
10% PARTS CREDIT

TOTAL PARTS	0.00
TOTAL LABOR	0.00
TOTAL MISC	-21026.94
SEGMENT PC TOTAL	-21026.94



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ENVIRON. FEE	0.00
STATE/COUNTY TAX	13,768.58
CITY/OTHER TAX	3,824.61
TOTAL ESTIMATE	334,134.10
EXPIRATION DATE	12/31/2015

Client Approval: _____

Signature

Date

CONDITIONS:

CLIENT ACKNOWLEDGES THAT THIS QUOTATION IS NOT AN OFFER AND IS MERELY A QUOTATION OF PRICE SUBJECT TO PRICE CHANGES AND AVAILABILITY OF GOODS. A "FIRM QUOTATION" MAY BE GIVEN TO CLIENT UPON REQUEST AND IN SUCH A CASE IS IRREVOCABLE FOR A PERIOD OF THIRTY (30) DAYS, AFTER WHICH TIME THE QUOTATION IS SUBJECT TO PRICE CHANGES AND AVAILABILITY OF GOODS. EMPIRE OFFERS TO DISASSEMBLE AND INSPECT CLIENT'S EQUIPMENT FOR THE PURPOSE OF GIVING A QUOTATION ON PARTS AND/OR SERVICE NECESSARY TO THE REPAIR OF THE EQUIPMENT FOR THE PRICE LISTED HEREIN. (REASSEMBLY COSTS WILL BE SEPARATELY NEGOTIATED). CLIENT IS DEEMED TO HAVE ACCEPTED THIS OFFER BY DELIVERING HIS EQUIPMENT TO EMPIRE'S PREMISES FOR THE ABOVE-DESCRIBED PURPOSES. ACCEPTANCE REQUIRES PAYMENT OF THE DISASSEMBLY AND INSPECTION CHARGE WITHIN THIRTY (30) DAYS OF BILLING. THIS QUOTATION INCLUDES REBUILDING LABOR AND PARTS AS JUDGED BY US TO BE REQUIRED FOR SATISFACTORY PERFORMANCE. BECAUSE IT IS IMPOSSIBLE TO DETERMINE THE EXTENT OF WEAR ON INTERNAL COMPONENTS, ADDITIONAL LABOR AND PARTS MAY BE REQUIRED. IF ADDITIONAL CHARGES ARE ESTIMATED TO EXCEED THIS AMOUNT, CLIENT WILL BE NOTIFIED.