

2. CONTRACT NO: **SP0300-01-D-3007** 3. AWARD/EFFECTIVE DATE: **April 23, 2001** 4. ORDER NUMBER: _____ 5. SOLICITATION NUMBER: **SP0300-00-R-4037** 6. SOLICITATION ISSUE DATE: **9-06-00**

7. FOR SOLICITATION INFORMATION CALL: **Philip Rappoccio, DSCP-HFVW** b. TELEPHONE NUMBER (No collect calls): **(215) 737-4685** 8. OFFER DUE DATE/LOCAL TIME: **11-01-00/3:00 PM**

9. ISSUED BY: **DEFENSE SUPPLY CENTER PHILADELPHIA DIRECTORATE OF SUBSISTENCE, BLDG. 6 700 ROBBINS AVENUE PHILADELPHIA, PA 19111-5092** CODE: **SP0300**

10. THIS ACQUISITION IS: UNRESTRICTED SET ASIDE: SMALL BUSINESS SMALL DISADV. BUSINESS (BA) SIC: _____ SIZE STANDARD: _____

11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED: SEE SCHEDULE 13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700): 13b. RATING: _____ 14. THIS ACQUISITION IS: RFO IFB RFP

15. DELIVER TO: **SEE SOLICITATION SP0300-00-R-4037** CODE: _____ 16. ADMINISTERED BY: **SAME AS BLOCK 9** CODE: _____

17a. CONTRACTOR/OFFEROR: **METROPOLITAN PROVISIONS/MUCDS 420 SO. 53RD AVENUE PHOENIX, AZ 85043 TELEPHONE NO. (800) 821-6484** CODE: **01T0U8** FACILITY CODE: _____ 18a. PAYMENT WILL BE MADE BY: **DFAS COLUMBUS CENTER Attn: DFAS-FVSCBB/CA P.O. BOX 182317 COLUMBUS, OH 43218-6260** CODE: _____

17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER 18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a. UNLESS BLOCK BELOW IS CHECKED: SEE ADDENDUM

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
	Full Line Food Distribution-- See "Schedule of Items"				
	Delivery Points: MCAS Yuma; Davis- Monthan AFB; Luke AFB; Fort Huachuca; 161 Air Services Flight; 162 FW/SVF Tucson; Phoenix JCC; Fred Acosta JCC; U.S. Army Reserve, Tucson				
	<i>(Attach Additional Sheets as Necessary)</i>				

25. ACCOUNTING AND APPROPRIATION DATA: **ESTIMATED 25% MINIMUM \$1,675,000.00** 28. TOTAL AWARD AMOUNT (For Govt. Use Only): **\$6,700,000.00 (BASE YEAR)**

27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1, 52.212-4, FAR 52.212-3 AND 52.212-5 ARE ATTACHED. ADDENDA: ARE ARE NOT ATTACHED. 27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4. FAR 52.212-5 IS ATTACHED. ADDENDA: ARE ARE NOT ATTACHED.

28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN ONE COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN. 29. AWARD OF CONTRACT: REFERENCE **SP0300-00-R-4037** OFFER DATED **9/6/00**. YOUR OFFER ON SOLICITATION (BLOCK **1**), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS **and Amendments 1 thru 4**

30a. SIGNATURE OF OFFEROR/CONTRACTOR: *Matt Cook* 31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER): *Maureen Steffani*

30b. NAME AND TITLE OF SIGNER (TYPE OR PRINT): **MATT COOK Chief Executive Officer** 30c. DATE SIGNED: **MAY 22, 2001** 31b. NAME OF CONTRACTING OFFICER (TYPE OR PRINT): **MAUREEN STEFFANI** 31c. DATE SIGNED: **MAY 22, 2001**

32a. QUANTITY IN COLUMN 21 HAS BEEN: RECEIVED INSPECTED ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED 33. SHIP NUMBER: PARTIAL FINAL 34. VOUCHER NUMBER: _____ 35. AMOUNT VERIFIED CORRECT FOR: _____

32b. SIGNATURE OF AUTHORIZED GOVT. REPRESENTATIVE: _____ 32c. DATE SIGNED: _____ 36. PAYMENT: COMPLETE PARTIAL FINAL 37. CHECK NUMBER: _____ 38. S/R ACCOUNT NUMBER: _____ 39. S/R VOUCHER NUMBER: _____ 40. PAID BY: _____

41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT 41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER: _____ 41c. DATE SIGNED: _____ 42a. RECEIVED BY (Print): _____ 42b. RECEIVED AT (Location): _____ 42c. DATE REC'D (YYMMDD): _____

MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

The following amendments are hereby incorporated as part of this contract:

- Amendment 0001 dated Sept 18, 2000
- Amendment 0002 dated Sept 28, 2000
- Amendment 0003 dated Oct 04, 2000
- Amendment 0004 dated Oct 12, 2000

- Block 17b. REMIT TO ADDRESS:

Metropolitan Provisions
420 South 53rd Avenue
Phoenix, AZ 85043
Phone: 602-278-1010

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The following represents a brief summary of the contract's terms and conditions, including but not limited to the identified contractor's enhancements.

SUPPLIES OR SERVICES AND PRICES

- **ITEMS:** Total Food and Beverage Support for DOD and non-DOD customers, Not included in this contract: Fresh Fruit and Vegetables, Fresh Milk and Fresh Bread and Bakery Products and “branded” Bag in Box Soda. However, the Government reserves the right to add these items and other non-food items in the future.
- **DELIVERY:** Delivery shall occur no more than 48 hours after order placement
- **PROPOSED FILL RATE:** 98.8% Without Substitutions
- **CONTRACT TERM:** One (1) year Base Term with Four (4) One year options: Base Term: June 6,2001 through June 5, 2002
- **CONTRACT TYPE:** Indefinite Quantity Contract – Firm Fixed Price

This contract contains a guaranteed minimum of 25% of the estimated dollar value. The estimated dollar value of the base term of the contract is \$6.4 million. The maximum ceiling will be 150% of the estimated dollar value. In the event of emergency and/or mobilization, the government reserves the right to unilaterally execute an alternate maximum ceiling of 175% of the estimated dollar value.

MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

To the extent that customers do not meet their estimated dollar purchases, the Contracting Officer reserves the right to add more than 25% of additional business equivalent to the percentage of unused business.

- **PRICING: Firm Fixed Price**

All pricing will be firm at time of order.

All Unit Prices shall be formulated in accordance with Clause 52.212-4(t).

The Unit Price is calculated by adding the "Delivered Price" and the "Distribution Price".

Delivered Prices will be updated weekly and will be effective from Monday through Sunday.

If the government determines to invoke the options, the distribution prices remain unchanged in accordance with MUCDS/Metropolitan Provisions offer.

DISTRIBUTION PRICE – The Distribution Price for all categories of food during the base year and option years are as follows (**NO INCREASE IN OPTION YEAR PRICING**):

Category Description

Chilled Meats

Frozen Meats

Chilled Poultry

Frozen Poultry

Frozen Fish, Other than Shellfish

Frozen Shellfish

Bakery and Cereal Products

Beverages

Bouillons and Soups (Canned and Dry)

Jams, Jellies and Preserves

Ice Cream Products

Milk Products

Butter and Margarine

Other Dairy Products Not Mentioned

Condiments and Related Products

Confection, Nuts and Sugars

Eggs

Bread Products

Dietary Products

Fats and Oils

Other Semiperishable Products Not Mentioned Above

Other Perishable Items Not Mentioned Above

Related Non-Foods (disposable utensils, paper products)

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

The following services offered by MUCDS/Metropolitan Provisions exceed solicitation requirements and are incorporated into the contract:

- Proposed Fill Rate: 98.8% without substitutions.
- To ensure orders are filled accurately, when received, customer service representative will verify orders, conversion factors, transactions to warehouse and call the customer if necessary.
- The following services will be provided: Nutritional analysis on products by in-house Dietician, state of the art test kitchen to assist in menu development and testing new products, benchmarking tools to reduce costs, assistance in menu merchandising, Premier's Training Achieving Program, TAP program (cooking basics on CD's with certification).
- Participation in Annual Food Shows. Offeror will pass all manufacturer promotions and/or allowances on to the customers, and discounts via food show and NAPA's will be implemented in either a rebate check format or an off-invoice format.
- Offeror will work with any ordering activity that adds an item to their inventory. Any new item must meet the 20 category selection criteria. The timeline for adding new items is 21 days or less to include new items from new suppliers.
- Temperatures in warehouse freezers and coolers are recorded every 15 minutes and logged daily. If out of range, immediate action is taken.
- After 90 days into the contract the Customer Service Dept. will conduct an analysis on the Prime Vendor's overall service which is an ongoing process with the account manager's visits to the customers' facilities.
- Customers will be notified immediately concerning non-availability of stock and offered a substitution.
- No charge for breaking cases on all items in stock.
- Acceptance of add-ons and cancellations, within reason, prior to delivery at no additional charge.
- Add-ons and/or cancellations will be added to the original invoice up until time of delivery.

MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

- Emergency Deliveries – up to three (3) per month (No charge) when deemed necessary.
- Until noon on the day prior to delivery (skip day), cancellations and add-ons will be handled electronically through stores. From noon until 4:00 PM (on the skip day) they must be phoned or faxed directly to the customer service representative for inclusion in the next day's delivery. The customer service representative will pull up the original invoice to include the add-on or cancellation to reflect the change, which can be made up until time of delivery.
- Offeror will aggressively seek discounts on the Government's behalf.
- Dedicated experienced Customer Service Representative will be assigned to the DSCP account full time. She will have authority to make decisions on-site to ensure rapid response.
- A dedicated Account Executive will be assigned to the contract and will perform monthly sales visits (or as many as the customer dictates), attend monthly Menu Board meetings, provide all value added services, review and monitor /resolve payment issues, assist in resolution of customer complaints.

DESCRIPTION/SPECIFICATIONS**• ORDERING SYSTEM:**

All customers, except for the 56th Med Group Hospital at Luke AFB and the Phoenix Job Corps Center, Fred G. Acosta Job Corps Center, Tucson, will utilize the government's electronic ordering system, STORES. These will be placing their orders from Metropolitan Provisions' commercial system.

• PLACEMENT OF ORDERS:

The first order of this contract will take place June 03, 2001.

Orders will be placed with the prime vendor via STORES so that delivery can be made to accommodate a skip day delivery cycle.

• CUTOFF TIME:

Orders should be placed prior to 2:00 P.M., two (2) days prior to the required delivery date. Example: Orders placed by 2:00 P.M. on Monday will be delivered by Wednesday.

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS**PACKAGING, MARKING AND LABELING**

- All packaging and packing shall be in accordance with good commercial practice. Labeling shall be in accordance with commercial labeling complying with the Federal Food, Drug and Cosmetic Act and promulgated thereunder. Shipping containers shall be in compliance with the National Motor Freight Classification and Uniform Freight Classification Code.
- Semiperishable items shall be snugly packed in shipping containers that fully comply with the National Motor Freight Classification and Uniform Freight Classification Code, as applicable.
- All meats, poultry, and seafood will be vacuumed packed when practicable. In all instances the packaging will protect the product from freezer burn and contamination.
- All fresh poultry items will be packed in ice packed cartons or gasflush cartons.
- All fresh seafood items will be in ice packed cartons.
- Frozen product must be processed and packed to allow removal of the individual units from the container without damage to that or other units. The intent is to be able to remove only that amount of product required for current needs, without the necessity of defrosting.
- Standard commercial precautionary markings such as “Keep Frozen”, “Keep Refrigerated”, etc. shall be used on all cases when appropriate to ensure that the carrier and the receiving activity properly handle and store items.
- To the maximum extent possible, nutritional and ingredient labels shall be placed on the individual package.
- All food and beverage products shall be identified with readable dates (open code dates), or coded dates, as determined by the type of product delivered. For semiperishable, shelf stable items, open dating is preferred. But code dating is acceptable. For items other than semiperishable, shelf stable products must have readable, open code dates clearly showing the use by date, date of production, date of processing/pasteurization, sell by date, best if used by date, or similar markings.
- Products for individual customers/dining facilities shall be segregated.

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS**INSPECTION AND ACCEPTANCE**

- Inspection and acceptance of products will be performed at destination. The authorized receiving official at each delivery point is responsible for inspecting and accepting products as they are delivered.
- Inspection is limited to identity, count and condition; however, this may be expanded if deemed necessary by either the military veterinary inspector, dining facility manager, or the food service advisor.
- All deliveries are subject to military veterinary inspection including inspection of delivery vehicles for cleanliness and condition.
- The authorized receiving official at each delivery point is responsible for inspecting and accepting products as they are delivered. The invoice/delivery ticket shall not be signed prior to the inspection of each product, unless agreed upon by the receiving activity (customer). All overages/shortages/returns are to be noted on the delivery ticket/invoice by the receiving official and truck driver. A signature on the delivery ticket/invoice denotes acceptance of the product. No invoice may be submitted for payment until acceptance is verified.
- Two (2) copies of the signed and annotated delivery ticket/invoice will serve as the acceptance document.

DELIVERIES AND PERFORMANCE**Delivery Point/Name & Address/Special Delivery Instructions/POC's:****1. LUKE AFB, AZ**

Listed below are the Points of Delivery:

a. BLDG. #545

RAY V. HENSMAN DINING HALL
 14545 W. Mustang St.
 Luke AFB, AZ 85309-1653
 POC: Jean Miller / MSGT. Solomon
 Phone: 623-856-7329/6537

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Deliveries between 0600 and 1000, Monday thru Friday, Loading Dock Provided

b. BLDG. #954

FALCON INN FLIGHT KITCHEN
 14442 W. Shooting Star
 Luke AFB, AZ 85309-1875
 POC: Jean Miller / Airman Duran
 Phone: 623-856-6420

MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

Deliveries between 0700 and 1000, Monday thru Friday, No Loading Dock

Security Considerations: Base Pass required; must process thru Luke AFB
Commissary for invoice stamp

Veterinary Inspection: Delivery Point

c. BLDG.# 1118 LUKE AFB CHILD DEVELOPMENT CENTER
7205 N. 137 Avenue
Luke AFB, AZ 85309
POC: Patti Katlett
Phone: 623-856-6338

Deliveries between 0730 and 1030, Monday thru Friday, No Loading Dock

d. BLDG.# 1137 LUKE AFB YOUTH PROGRAMS
7205 N. 138 Ave.
Luke AFB, AZ 85309
POC: Connie Reeves
Phone: 623-856-7471

Deliveries between 0730 and 1030, Monday thru Friday, No Loading Dock

e. BLDG.#7219 56TH MEDICAL GROUP HOSPITAL
7219 No. Litchfield Road
Luke AFB, AZ 85309
POC: SSGT. McCoy; MSGT. Buendia
Phone: 623-856-7545

Deliveries between 0900 and 1100, Monday thru Friday, Loading Dock Provided

2. DAVIS-MONTHAN AFB, TUCSON, AZ

Listed below are the Points of Delivery:

a. BLDG# 4100 355 SVS/SVMF
DESERT INN DINING FACILITY
3665 S. Fifth St.
Davis-Monthan AFB, AZ 85707
POC: SSGT. Lolis
Phone: 520-228-4282

Deliveries between 0800 thru 1000, Monday thru Friday, Loading Dock Provided

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

b. BLDG# 5428 355 SVS/SVMF
 Roadrunner Flight Kitchen
 3895 S. Phoenix St.
 Davis-Monthan AFB, AZ
 POC: SGT. Mac Hugh
 Phone: 520-228-4096

Deliveries between 0800 thru 1000, Monday thru Friday, No Loading Dock

c. BLDG.#2614 355 SVS/SVMF
 Davis-Monthan CDC
 5335 E. Comanche
 Davis-Monthan AFB, AZ 85707
 POC: Maureen Echavarry/Marci
 Phone: 520-228-4933

Deliveries between 0700 and 1000, Monday thru Friday, No Loading Dock

d. BLDG.#6000 355 SV/SVMF
 Davis-Monthan Youth Programs
 5915 E. Quijota Blvd.
 Davis-Monthan AFB, AZ 85707
 POC: Marilyn Bujanda
 Phone: 520-228-8465

Deliveries between 0700 and 1000, Monday thru Friday, No Loading Dock

Veterinary Inspection: Delivery Point
 Processing Point for completed invoices: Delivery Point

3. MCAS YUMA, AZ

Listed below is the Point of Delivery:

BLDG.# 711
 Corner of Thomas & Worley
 Subsistence Issue
 MCAS Yuma, AZ 85369
 POC: Sherry Gilbert / Mary Reed
 Phone: 520-269-2988 /2355

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

Deliveries between 0700 and 1000, Monday, Wednesday & Friday, Loading Dock Provided. Processing Point for completed invoices: Delivery Point

4. FORT HUACHUCA, AZ

Listed below are Points of Delivery:

- a. BLDG.# 80503 Virginia Dining Facility
- b. BLDG.#52107 Thunderbird Dining Facility

Deliveries between 0800 and 1000, Monday, Wednesday & Friday
Alternate Days: Tuesday & Thursday

POC: Joe Fierro / Skip Moore
Phone: 520-533-3755

Veterinary Inspection: Delivery Point
Processing Point for completed invoices: Troop Issue Bldg. 30118, Clarkson St.

5. 161 ARW SERVICES FLIGHT, PHOENIX, AZ

Listed below is the Point of Delivery:

BLDG.# 10
3200 E. Old Tower Road
Phoenix, AZ
POC: SGT. Ramirez
Phone: 602-302-9005

Delivery is once per month preferably Wednesday between 0630 and 0930

6. 162 FW/SERVICES FLIGHT, TUCSON, AZ

Listed below is the Point of Delivery:

BLDG.#15
6620 S. Air Guard Way
Tucson, AZ 85706
POC: MSGT. Mike Soich
Phone: 520-295-6077

Delivery is once per month on the Wednesday prior to the first weekend of the month between 0600 and 1100

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS**7. PHOENIX JOB CORPS CENTER**

Listed below is the Point of Delivery:

518 So. Third Street
Phoenix, AZ 85004
POC: Sam Giorgiou
Phone: 602-254-5921, X2806

Deliveries: Mon, Wed and Fri between 0800 and 1030, Loading Dock Provided
Veterinary Inspection: Delivery Point

8. FRED G. ACOSTA JOB CORPS CENTER

901 So. Campbell Avenue
Tucson, AZ 85719
POC: Debbie Goll
Phone: 520-792-3015 X132

Deliveries: Between 0800 and 1200, Monday thru Thursday, No Loading Dock

- FOB TERMS: FOB Destination
- The following is designated as the plant location for the performance of this contract:

Metropolitan Provisions
420 So. 53rd Avenue
Phoenix, Arizona 85043

- The shipping point designated for performance of this contract is the same as the plant location identified above.
- Deliveries shall normally be made 48 hours after the order is placed with the prime vendor, or at a later date, as specified by the customer.

CONTRACT ADMINISTRATION DATA**ADMINISTRATION:**

- Administration of the contract will be performed by DSCP Philadelphia. The customer will perform administration of the delivery orders.

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MULTI UNIT DISTRIBUTION SERVICES / METROPOLITAN PROVISIONS

- Socioeconomic Considerations: MUCDS/Metro's goal for subcontracting to Small Business – 25% , to Small Disadvantaged Business – 5%, to Women Owned Small Business – 5%, and to HUB Zone Small Business – 2%.
Veteran-Owned Small Business – 1%

INVOICING:

- Each shipment shall be accompanied by three (3) copies of the invoice (an original plus two (2) copies). The receiving official should retain a copy of the invoice at the customer's location. The original invoice shall be returned to the prime vendor.
- Invoices will be electronically transmitted to the Defense Finance and Account Service (DFAS) in Columbus, Ohio for payment via the appropriate EDI transaction set.
- The following address must appear in the "Bill To" or "Payment Will Be Made By" block of the contractor's invoice:

DFAS-Columbus Center
Attn: DFAS-FVSCBB/CA
P. O. Box 182317
Columbus, OH 43218

- Each invoice shall contain sufficient data for billing purposes. This includes, but is not limited to:
 1. Contract Number, Call or Delivery Order Number, and Purchase Order Number.
 2. DODAAC
 3. Contract line listed in numerical sequence;
 4. Item nomenclature
 5. Clearly identified and annotated changes on all copies; and
 6. Total dollar value on each invoice (reflecting changes to the shipment, if applicable)

Metropolitan Provisions' Point of Contact for Payment Issues:

Ms. Sheri Holzermer
Telephone: 602-278-1010 Ext. 214

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The following clause is hereby incorporated into subject contract:

DLAD 52.212-9000, Changes – Military Readiness