



County of Fairfax, Virginia

To protect and enrich the quality of life for the people, neighborhoods and diverse communities of Fairfax County

Knoll Inc.
1150 18th St., N. W. Suite 100
Washington, DC 20036

Attention: Steven M. Robinson, Vice President Government Division

Reference: RFP07-878957-20 – Systems Furniture, Freestanding Furniture, Seating, Filing
Equipment and Related Products and Support Services

ACCEPTANCE AGREEMENT

This acceptance agreement signifies a contract award to Knoll Inc. for the national portion of this contract, beginning from Date of Award, through December 31, 2008.

The contract number will be RQ07-878957-20B. The contract award shall be in accordance with the following:

- 1) This Acceptance Agreement
- 2) The signed Memorandum of Negotiations

Please note that this is not an order to proceed. A Purchase Order, which constitutes your notice to proceed, will be issued by the County. Please provide your Insurance Certificate according to Special Provisions paragraph 22 within ten (10) days of receipt of this letter. Contract award documents may be viewed on the Department of Purchasing and Supply Management website at www.fairfaxcounty.gov/dpsm/contracts.htm.

All prior representations and additional or inconsistent oral or written statements are superceded, null and void.

Cathy A. Muse, CPPO
Director/County Purchasing Agent

CAM/GB/g:\pmm\team 2\Facilities Management\FY07\

Department of Purchasing and Supply Management
12000 Government Center Parkway, Suite 427
Fairfax, VA 22035

Website: www.fairfaxcounty.gov/dpsm

Phone: 703-324-3201, TTY: 1-800-828-1140, Fax: 703-324-3681



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MEMORANDUM OF NEGOTIATION RFP07-878957-20

The County of Fairfax (hereinafter called the County) and Knoll Inc. (hereinafter called the Contractor) hereby agree to the following in the execution of Contract RQ07-878957-20B. The final contract contains the following items:

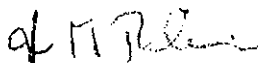
- a. Fairfax County's RFP07-878957-20
- b. All Addenda
- c. Knoll Inc. Technical and Business proposal as amended by this Memorandum of Negotiations
- d. Knoll Inc. clarification letters dated October 9, 2006, October 23, 2006, October 27, 2006, and November 29, 2006.
- e. The Memorandum of Negotiations

The following and are to be included in the contract:

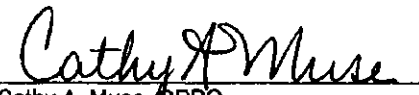
1. The period of the contract will from May 1, 2007, through December 31, 2008. Fairfax County reserves the right to renew this contract for four (4) years, one (1) year at a time.
2. Signed U. S. Communities General Administration Agreement. (Attached)

All other prices, terms, and conditions remain the same.

ACCEPTED BY:


Steven M. Robinson, Vice President, Government Division
Knoll Inc.

3-19-07
Date


Cathy A. Muse, CPPO
Director/County Purchasing Agent

3/29/07
Date

Department of Purchasing and Supply Management
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BUSINESS PROPOSAL

10.1- Pricing

A.1 Installed

Fixed Percentage Discount from Current Knoll Commercial Price List
Terms: FOB Destination; Delivered and Installed 90 Days ARO

<u>Systems Furniture *</u>	<u>Non-Union</u>	<u>Union</u>
• Equity-	62.0%	60.0%
• Morrison	60.5%	58.5%
• Reff	60.5%	58.5%
• Reuter	60.5%	58.5%
• Currents/Upstart	60.5%	58.5%
• AutoStrada	60.5%	58.5%
(Except Crinion Open Table)		
• Dividends	60.5%	58.5%
• A ³	48.0%	46.0%
<u>Freestanding Furniture**</u>		
• Interaction Tables	52.5%	50.5%
• Magnusson Casegoods	52.5%	50.5%
• Crinion Open Table	52.5%	50.5%
• KnollExtra	52.5%	50.5%
• KnollStudio	45.5%	43.5%
<u>Seating **</u>		
• Chadwick	50.0%	48.0%
• Essentials Seating	50.0%	48.0%
• Bulldog	52.5%	50.5%
• Sapper	52.5%	50.5%
• Life	52.5%	50.5%
• RPM	52.5%	50.5%
• Soho	45.0%	43.0%
• Open Up	45.0%	43.0%
• Visor	45.0%	43.0%
<u>Filing Systems and Equipment **</u>		
• Series 2	60.5%	58.5%
• Calibre	52.5%	50.5%

Delivered and Installed Discounts are based on normal site conditions, building access, freight elevator, loading dock, and business hours. Hourly Installation Rates for abnormal conditions apply and are negotiable.

The Delivered and Installed pricing includes one design revision. Additional revisions are charged at the Design Services Hourly Rate.

**KNOLL, INC. PROPOSED CONTRACT SNAPSHOT
US COMMUNITIES GOVERNMENT PURCHASING ALLIANCE**

**FOB: DESTINATION; DELIVERED and INSTALLED NON-UNION:
90 DAYS ARO
RFP07-878957-20 (Revised 10/11/06)**

Product Line	Single Order List Value	Discount from Commercial Price List in Effect at Time of Order Entry
Equity	ALL ORDERS	62.0%
Morrison	ALL ORDERS	60.5%
Reff	ALL ORDERS	60.5%
Reuter	ALL ORDERS	60.5%
Currents/Upstart	ALL ORDERS	60.5%
AutoStrada (except Crinion Open Table)	ALL ORDERS	60.5%
Dividends	ALL ORDERS	60.5%
Series 2	ALL ORDERS	60.5%
A3	ALL ORDERS	48.0%
Calibre	ALL ORDERS	52.5%
Interaction	ALL ORDERS	52.5%
Magnusson	ALL ORDERS	52.5%
Crinion Open Table	ALL ORDERS	52.5%
Extra	ALL ORDERS	52.5%
Studio	ALL ORDERS	45.5%

Chadwick	ALL ORDERS	50.0%
Essentials Seating	ALL ORDERS	50.0%
Bulldog	ALL ORDERS	52.5%
Sapper	ALL ORDERS	52.5%
Life	ALL ORDERS	52.5%
RPM	ALL ORDERS	52.5%
Soho	ALL ORDERS	45.0%
Open Up	ALL ORDERS	45.0%
Visor	ALL ORDERS	45.0%
Renewal Parts	ALL ORDERS	33.0%

Delivered and Installed Discounts are based on normal site conditions, building access, freight elevator, loading dock, and business hours. Hourly Installation Rates for abnormal conditions apply and are negotiable.

The Delivered and Installed pricing includes one design revision. Additional revisions are charged at the Design Services Hourly Rate.

Note: Discounts are negotiable on a case-by-case basis and are based on the Commercial Price List in effect at time of Order Entry.

**KNOLL, INC. PROPOSED CONTRACT SNAPSHOT
US COMMUNITIES GOVERNMENT PURCHASING ALLIANCE**

**FOB: DESTINATION; DELIVERED and INSTALLED NON-UNION:
90 DAYS ARO
PAYMENT TERMS: NET 30 DAYS
RFP07-878957-20**

Ordering Address:

**Knoll, Inc.
c/o Participating Dealer
1235 Water Street
East Greenville, PA 18041**

Payment Address:

**Knoll, Inc.
P.O. Box 841366
Dallas, TX 75284-1366**

Design Services

Rate is \$79.59 per hour

Installation, Reconfiguration Services and Asset Management Services

\$64.29 - \$85.71 per hour non-union

\$127.55 - \$137.76 per hour union

To be quoted on a project-by-project basis subject to the job conditions.

**KNOLL, INC. PROPOSED CONTRACT SNAPSHOT
US COMMUNITIES GOVERNMENT PURCHASING ALLIANCE**

**FOB: DESTINATION; DELIVERED and INSTALLED UNION:
90 DAYS ARO
RFP07-878957-20 (Revised 10/11/06)**

Product Line	Single Order List Value	Discount from Commercial Price List in Effect at Time of Order Entry
Equity	ALL ORDERS	60.0%
Morrison	ALL ORDERS	58.5%
Reff	ALL ORDERS	58.5%
Reuter	ALL ORDERS	58.5%
Currents/Upstart	ALL ORDERS	58.5%
AutoStrada (except Crinion Open Table)	ALL ORDERS	58.5%
Dividends	ALL ORDERS	58.5%
Series 2	ALL ORDERS	58.5%
A3	ALL ORDERS	46.0%
Calibre	ALL ORDERS	50.5%
Interaction	ALL ORDERS	50.5%
Magnusson	ALL ORDERS	50.5%
Crinion Open Table	ALL ORDERS	50.5%
Extra	ALL ORDERS	50.5%
Studio	ALL ORDERS	43.5%

Chadwick	ALL ORDERS	48.0%
Essentials Seating	ALL ORDERS	48.0%
Bulldog	ALL ORDERS	50.5%
Sapper	ALL ORDERS	50.5%
Life	ALL ORDERS	50.5%
RPM	ALL ORDERS	50.5%
Soho	ALL ORDERS	43.0%
Open Up	ALL ORDERS	43.0%
Visor	ALL ORDERS	43.0%
Renewal Parts	ALL ORDERS	31.0%

Delivered and Installed Discounts are based on normal site conditions, building access, freight elevator, loading dock, and business hours. Hourly Installation Rates for abnormal conditions apply and are negotiable.

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\$127.55 - \$137.76 per hour union

To be quoted on a project-by-project basis subject to the job conditions.

**KNOLL, INC. PROPOSED CONTRACT SNAPSHOT
US COMMUNITIES GOVERNMENT PURCHASING ALLIANCE
FOB: DESTINATION; TAILGATE DELIVERY: 90 DAYS ARO
RFP07-878957-20**

Product Line	Single Order List Value	Discount from Commercial Price List in Effect at Time of Order Entry
Equity	ALL ORDERS	69.0%
Morrison	ALL ORDERS	67.5%
Reff	ALL ORDERS	67.5%
Reuter	ALL ORDERS	67.5%
Currents/Upstart	ALL ORDERS	67.5%
AutoStrada (except Crinion Open Table)	ALL ORDERS	67.5%
Dividends	ALL ORDERS	67.5%
Series 2	ALL ORDERS	67.5%
A3	ALL ORDERS	55.0%
Calibre	ALL ORDERS	59.5%
Interaction	ALL ORDERS	59.5%
Magnusson	ALL ORDERS	59.5%
Crinion Open Table	ALL ORDERS	59.5%
Extra	ALL ORDERS	59.5%
Studio	ALL ORDERS	52.5%

Chadwick	ALL ORDERS	57.0%
Essentials Seating	ALL ORDERS	57.0%
Bulldog	ALL ORDERS	59.5%
Sapper	ALL ORDERS	59.5%
Life	ALL ORDERS	59.5%
RPM	ALL ORDERS	59.5%
Soho	ALL ORDERS	52.0%
Open Up	ALL ORDERS	52.0%
Visor	ALL ORDERS	52.0%
Renewal Parts	ALL ORDERS	40.0%

Note: Discounts are negotiable on a case-by-case basis and are based on the Commercial Price List in effect at time of Order Entry.

**KNOLL, INC. PROPOSED CONTRACT SNAPSHOT
US COMMUNITIES GOVERNMENT PURCHASING ALLIANCE
FOB: DESTINATION; TAILGATE DELIVERY: 90 DAYS ARO
PAYMENT TERMS: NET 30 DAYS
RFP07-878957-20**

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\$64.29 - \$85.71 per hour non-union

\$127.55 - \$137.76 per hour union

To be quoted on a project-by-project basis subject to the job conditions.

Knoll	Installation	Project Mgt	Design	Reconfiguration	Asset Management	Refurbishing	Project Storage
Available	Yes	Yes	Yes	Yes	Yes	No	Yes
Pricing	Included in the installed product discounts	Included in the installed product discounts	Included in the installed product discounts	non-union \$64.29 to \$85.71 union \$127.55 to \$137.76	non-union \$64.29 to \$85.71 union \$127.55 to \$137.76	\$55.00/hour for non-union & \$110/hour for union labor	\$1.50/square foot**
<div> <div> Installation Pricing & Discounts based on normal conditions Normal conditions are defined as; 1.Performed during normal business hours 7:00 am to 6:00 pm Monday - Friday - no Holidays 2. Non-union labor 3.Normal Access to Space a. no stairs b. appropriate dock or door 4. No construction trades in the space </div> <div> <u>Installation Services</u> Inside delivery Uncrating of all products Assembly of products Installation if required Removal of all debris Wipe down surfaces Completed punch list Dedicated project coordinator Other services included - </div> <div> Knoll provides certified factory trained installers to retain Knoll product warranty </div> </div>							
						**Not included; trucking, unloading & reloading - case by case	