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## **BASIC ORDERING AGREEMENT**

Agreement No. ICPTBOA JSA-13-A0865

This Basic Ordering Agreement ("BOA") between The American Chemical Society, operating through its Chemical Abstracts Service division ("CAS") (hereinafter "Seller") and Jefferson Science Associates, LLC, on behalf of the US Department of Energy ("DOE") Integrated Contractor Purchasing Team (hereinafter "DOE ICPT" is entered into to provide products and services to DOE Contractors and authorized subcontractors in accordance with the following:

1. The SciFinder License Web Edition 5/2009 as modified on 5/31/2011 included in Attachment A (SciFinder Enterprise License), and made a part herein as well as Amendment, dated July 5, 2013 to Attachment A of the SciFinder Enterprise License.

The parties agree that Contractors, may place orders under this BOA and receive the appropriate, discounted price. Each DOE Contractor shall place its own Orders under this Agreement and shall be direct-billed accordingly.

### **ARTICLE 1 - SCOPE OF WORK**

All Orders placed hereunder shall reference the number of this BOA (ICPTBOA-13-A0865). The term of this BOA is June 1, 2013 through May 31, 2014 and will renew for subsequent 12 month periods unless otherwise terminated by the parties in accordance with the SciFinder License Agreement.

The Seller agrees to furnish such quantities of products or services described herein as Contractor may order during the term of this Agreement. The Seller's obligation to each Contractor shall become effective upon acceptance of particular orders issued under this Agreement.

### **ARTICLE 2 - DELIVERY/PAYMENT**

The work specified in Article 1 shall be completed and delivered as follows:

- F.O.B. Point (point of delivery): Destination
- Payment Terms: Prompt payment discount or Net 30 days from receipt of a proper invoice
- Delivery location and schedule shall be negotiated for each order under this BOA.

### **ARTICLE 3 - FIXED PRICES**

The Contractor shall be entitled to purchase services listed in Attachment A at the fixed prices identified in Attachment A. The prices identified in Attachment A are firm for the effective period this Agreement, described in Article 1, Scope of Work, unless the Contractor is otherwise notified. The Seller reserves the right to change any price reflected in Attachment A provided that written or electronic notification is provided to the Contractor 30 days in advance of such change.

### **ARTICLE 4 - ADMINISTRATIVE**

BOA Procurement Administrator's Address is as follows:

Danny Lloyd  
Jefferson Science Associates, LLC  
628 Hofstadter Road  
Suite 5  
Newport News, VA 23606

BOA Sellers Administrator's Address is as follows:  
Attn: Legal Administration  
Chemical Abstracts Service

2540 Olentangy River Road  
Columbus, OH 43202

### ARTICLE 5 – SMALL BUSINESS RESELLER REQUIREMENTS

For those Agreements that are written to large business, the Seller agrees to offer all products and services described herein to the Contractors through authorized dealers/resellers.

This includes local small/small disadvantaged, woman-owned, HUB Zone, veteran-owned and service disabled veteran-owned businesses for the Contractors. This will assist the contractors in meeting established socio-economic goals imposed by the Department of Energy. The Seller agrees to propose a pricing strategy that would allow authorized dealers/resellers to sell to the Contractors at the ICPT agreed upon prices.

### ARTICLE 6 - SITE-SPECIFIC TERMS AND CONDITIONS

The Seller acknowledges that the Contractor may have requirements unique to its post, mission, and/or geographic location. Therefore, the Seller agrees that the Contractor placing an order under this BOA reserves the right to incorporate its own Site-Specific Terms & Conditions relative to Environmental Safety and Health considerations as well as FAR, DEAR, or other applicable regulations and laws.

IN WITNESS WHEREOF, the parties hereto have executed this document as of the day and year of DOE's signature date.

ACKNOWLEDGED AND CONFIRMED;

<b>CHEMICAL ABSTRACTS SERVICE</b>	<b>JEFFERSON SCIENCE ASSOCIATES, LLC</b> <b>ON BEHALF OF THE U.S. DEPARTMENT OF ENERGY</b> <b>INTERGRATED CONTRACTOR PURCHASING TEAM</b>
BY: <i>Craig W. Stephens</i>	BY: <b>Danny L. Lloyd</b> <small>Digitally signed by Danny L. Lloyd DN: cn=Danny L. Lloyd, o, ou, email=lloyd@slab.org, c=US Date: 2013.07.08 12:55:41 -0400</small>
TITLE: <i>VP, SALES</i>	TITLE: <b>Subcontracting Officer</b>
DATE: <i>7/10/13</i>	DATE: <b>7/8/2013</b>

