

**HARFORD COUNTY PRICE AGREEMENT**

**AGREEMENT NO. 14-132**

**BULK CHEMICALS FOR WATER AND WASTEWATER TREATMENT**

**AGREEMENT ADDENDUM NO. 1**

THIS ADDENDUM entered into this 24th day of November, 2015, by and between HARFORD COUNTY, MARYLAND, a body corporate and politic of the State of Maryland, hereinafter referred to as "County", and KEMIRA WATER SOLUTIONS, INC., 4321 W. 6<sup>th</sup> Street, Lawrence, Kansas 66049, hereinafter referred to as "Contractor".

WHEREAS, on July 1, 2014, the County and the Contractor entered into an agreement to provide Ferric Chloride – 33% Bulk Solution and Ferric Sulfate – 13% Fe3 Bulk (Agreement) to Harford County, Maryland; and

WHEREAS, Ferric Chloride is no longer commercially available in a 33% bulk solution because the only source of that material has ceased operations; and

WHEREAS, the Contractor submitted a request dated September 1, 2015 to substitute 37%-42% bulk solution Ferric Chloride for the 33% solution product and for a price increase.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein, the recitals which are incorporated by reference herein, and other good and valuable consideration, the receipt and adequacy of which is acknowledged, the County and the Contractor, intending to be legally bound, agree to amend the Contract as follows:

1. The request for substitution of product and a \$65.03 increase in the cost of Ferric Chloride has been granted as follows:

Delete:	<u>ITEM/CHEMICAL</u>	<u>PRICE</u>
	Ferric Chloride 33% Bulk Solution	\$98.60/wet ton
Add:	<u>ITEM/CHEMICAL</u>	<u>PRICE</u>
	Ferric Chloride 37%-42% Bulk Solution	\$163.63/wet ton
Original Contract Amount		NTE \$412,000.00
This Change Order No. 1		<u>100,000.00</u>
New Contract Total		NTE \$512,000.00

2. Add new Section XIV as follows:

**SECTION XIV: EXECUTION IN COUNTERPARTS**

This Contract and any modification thereto may be executed in one or more counterparts, and shall be deemed valid if delivered electronically (e.g., facsimile, PDF, ink or digital stamp, etc.), each of which will be considered an original instrument, but all of which will be considered one and the same Contract, and will become binding when one or more counterparts have been signed by each of the Parties hereto and delivered to the other.

3. Except as specifically provided herein, the terms and conditions of the Contract shall remain in full force and effect.

**IN WITNESS WHEREOF**, the parties hereto have executed this Addendum the day and year first above written.

**WITNESS/ATTEST:**

Michelle Barr

**KEMIRA WATER SOLUTIONS, INC.**

By:



Signature

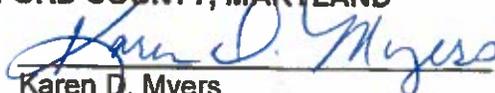
Christina Imbrugio, Customer Service Mgr.  
Print Name and Title

**WITNESS/ATTEST:**

Kelley D'Anna

**HARFORD COUNTY, MARYLAND**

By:



Karen D. Myers

Acting Director of Procurement

Approved for form and legal sufficiency.



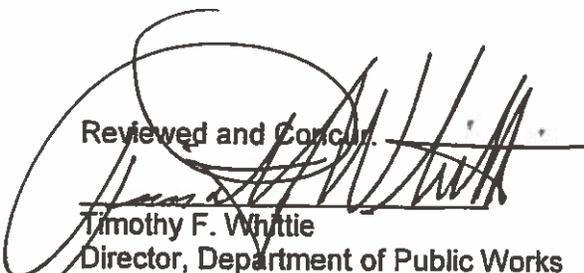
Margaret Hartka  
Senior Assistant County Attorney

Approved for financial sufficiency.



Robert F. Sandlass, Jr.  
Treasurer

Reviewed and Concurred



Timothy F. Whittie  
Director, Department of Public Works

This addendum was fully executed on the 24<sup>th</sup> day of November, 2015.

**KEMIRA WATER SOLUTIONS, INC.**

**UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS**

August 20, 2015

Pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, the undersigned, being all of the members of the Board of Directors (the "*Board*") of Kemira Water Solutions, Inc., a Delaware corporation (the "*Corporation*"), waiving all required notice and right to receive material otherwise required to be furnished in connection herewith, do hereby unanimously consent to and adopt the following resolutions as the actions of the Board in lieu of a special meeting and hereby direct that this written consent to such actions be filed with the minutes of the proceedings of the Board:

**WHEREAS**, the Corporation desires to set forth signature authority on behalf of the Corporation related to customs and transportation matters.

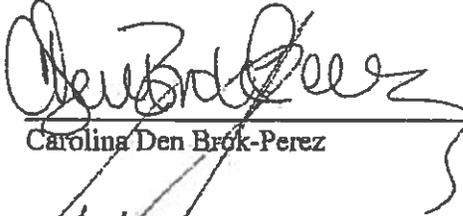
**NOW THEREFORE, BE IT RESOLVED**, that, Christina Imbrogno, Manuel Moreau and Tammy Yergey, (each an "*Authorized Person*"), are hereby authorized, empowered and directed, by and on behalf of the Corporation to execute and deliver in the name and on behalf of the Corporation product bids and product contracts as directed by the business or as the business shall require from time to time; and

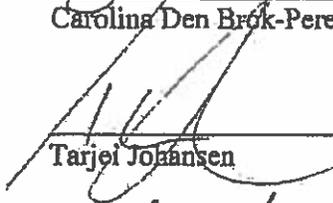
**FURTHER RESOLVED**, that an Authorized Person be and hereby is authorized and directed to prepare, execute, deliver and file any and all agreements, amendments, certificates, and instruments related to the Bids and to take all such actions and to do all such things, as he, in his sole discretion, deems to be necessary or desirable to effect the transactions contemplated by and to carry into effect the intent and purpose of the foregoing resolutions.

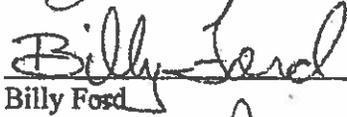
*[Remainder of page intentionally left blank.]*  
*[Signature page follows.]*

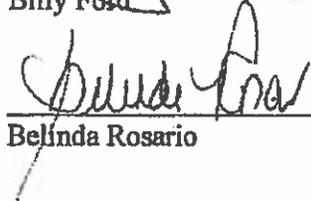
IN WITNESS WHEREOF, the foregoing resolutions shall be effective as of date first written above. .

**BOARD OF DIRECTORS:**

  
\_\_\_\_\_  
Carolina Den Brok-Perez

  
\_\_\_\_\_  
Tarjei Johansen

  
\_\_\_\_\_  
Billy Ford

  
\_\_\_\_\_  
Belinda Rosario