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**MEMORANDUM OF AGREEMENT  
BETWEEN  
TOWN OF ANDOVER ("Town")  
AND  
Carbon Activated Corporation ("Contractor")**

Resulting from bid submissions on Invitation to Cooperative Bid for the Northeast Merrimack Valley Chemical Consortium FY23-FY24, opened on March 21, 2023, the parties enter into this Agreement for the bulk purchase of Carbon Powdered.

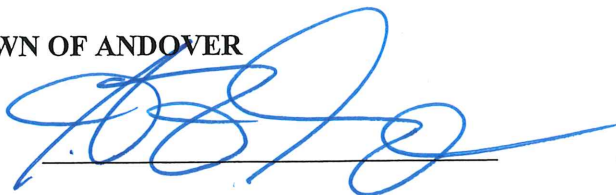
The Parties hereby agree as follows:

1. Unit price (ton) of Carbon Powdered is \$2,560.00 per bid submission. Minimum 15 tons.
2. Bid price includes all delivery costs, overhead and profit, incurred by the Contractor in supplying the product to the Town of Andover. No surcharges, including fuel to unit prices, will be allowed during the contract period.
3. Prompt deliveries within the hours stated in the Invitation to bid are a public health and security issue. The Town may take a 5% discount from the invoice amount of any deliveries that are not made on the date and within the hours specified in the Invitation to bid.
4. If delivery cannot be met to maintain chemical supply and the Town must purchase chemical from another supplier, the Contractor may be charged the difference in cost in excess of contracted price.
5. Purchases made by the Town are exempt from payment of Federal Excise Taxes, Federal Transportation Tax, and Commonwealth of Massachusetts Sales Tax and as such taxes must be excluded from the prices identified in the bid submission and this Agreement.
6. Failure of the Contractor to honor any of the requirements and terms and conditions, including any special instructions and delivery requirements, outlined in the Invitation to Bid shall be sufficient grounds for the Town to notify the Contractor that the Contract may be terminated for cause. The Contract will not be terminated for cause unless proper written notice is given to the Contractor by the Town before the date given for termination of the Contract.

In Witness Whereof, the parties have executed the Agreement on this 16<sup>th</sup> Day of MAY, 2023.

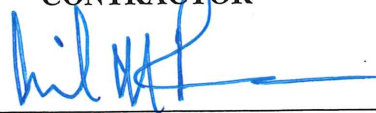
**TOWN OF ANDOVER**

By:



Andrew P. Flanagan  
Town Manager

**CONTRACTOR**



Lionel Perera - President

Carbon Activated Corporation  
250 S. Central Avenue  
Compton, CA 90220