

**SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS**  
**OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, & 30**

1. REQUISITION NUMBER  
 PAGE 1 OF **27**

2. CONTRACT NO. **SPM300-08-D-3226**  
 3. AWARD/EFFECTIVE DATE **10/14/2007**  
 4. ORDER NUMBER  
 5. SOLICITATION NUMBER **SPM300-06-R-0017**  
 6. SOLICITATION ISSUE DATE **07/05/2006**

7. FOR SOLICITATION INFORMATION CALL: **Carol Diccico/Pat Amendolia**  
 b. TELEPHONE NUMBER (No collect calls) **(215) 737-2915/4469**  
 8. OFFER DUE DATE/LOCAL TIME

9. ISSUED BY **Defense Supply Center Philadelphia DSCP-FTAA 700 Robbins Avenue Philadelphia, PA 19111-5096** CODE **SP0102**  
 10. THIS ACQUISITION IS  UNRESTRICTED OR  SET ASIDE: % FOR:  SMALL BUSINESS  EMERGING SMALL BUSINESS  HUBZONE SMALL BUSINESS  SERVICE-DISABLED VETERAN-OWNED SMALL BUSINESS  8(A)  
 NAICS: SIZE STANDARD:

11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED  SEE SCHEDULE  
 12. DISCOUNT TERMS  
 13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)   
 13b. RATING **N/A**  
 14. METHOD OF SOLICITATION  RFQ  IFB  RFP

15. DELIVER TO **SEE SCHEDULE** CODE  
 16. ADMINISTERED BY **SAME AS BLOCK #9** CODE

17a. CONTRACTOR/OFFEROR **SYSCO/Louisville Food Services 7705 National Turnpike Louisville, KY 40214** CODE **OZSS8** FACILITY CODE **OZSS8**  
 18a. PAYMENT WILL BE MADE BY **DFAS - BVDP (SL 4701) P.O. BOX 369031 COLUMBUS, OH 43236-9031** CODE **S33150**  
 TELEPHONE NO. **(502)364-4300**

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
	<p><b>SUBSISTENCE PRIME VENDOR SUPPORT FOR MILITARY AND OTHER FEDERALLY FUNDED CUSTOMERS IN KENTUCKY, OHIO, TENNESSEE, MICHIGAN, AND SURROUNDING AREAS</b></p> <p><b>Base Period: 2 Year Term</b>  <b>October 14, 2007 through October 13, 2009</b></p> <p><i>(Use Reverse and/or Attach Additional Sheets as Necessary)</i></p>				

25. ACCOUNTING AND APPROPRIATION DATA **97X49305CBX S33189** MINIMUM: **\$1,961,570.39**  
 26. TOTAL AWARD AMOUNT (For Govt. Use Only) **\$19,615,709.26 (ESTIMATED)**

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 COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED  
 29. AWARD OF CONTRACT: REF. **SPM30006R0017** OFFER DATED **July 20, 2007**. YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS:

30a. SIGNATURE OF OFFEROR/CONTRACTOR  
 31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER)   
 30b. NAME AND TITLE OF SIGNER (Type or print)  
 30c. DATE SIGNED  
 31b. NAME OF CONTRACTING OFFICER (Type or print) **JOSEPH HAUSER**  
 31c. DATE SIGNED **11-16-07**

**SOLICITATION/CONTRACT FORM**

- All Amendments issued under solicitation SPM300-06-R-0017 are incorporated into this contract:

Amendment 0001, dated July 6, 2006  
Amendment 0002, dated July 11, 2006  
Amendment 0003, dated July 27, 2006  
Amendment 0004, dated July 28, 2006  
Amendment 0005, dated July 31, 2006  
Amendment 0006, dated August 10, 2006  
Amendment 0007, dated August 25, 2006  
Amendment 0008, dated September 8, 2006  
Amendment 0009, dated November 19, 2006  
Amendment 0010, dated November 25, 2006  
Amendment 0011, dated July 6, 2007  
Amendment 0012, dated July 18, 2007

- In addition to contract SPM300-08-D-3226, the following administrative contract numbers have been established to support customers under this contract:

SPM300-08-D-N065 - Related Non Food Products (FSOS)  
SPM300-08-D-3232 - Customers supported in Michigan, Ohio Areas  
(Zone 3 of SPM300-06-R-0017)

- The following comprises your offer and are hereby incorporated into your contract:

Technical Proposal dated August 21, 2006. It should be noted that the Technical Proposal was used for evaluation purposes only; however, all elements of the Technical Proposal which exceeded the Government's requirements are hereby incorporated into this contract.

- Final Proposal Revisions dated July 20, 2007 and September 10, 2007.

**SUPPLIES OR SERVICES AND PRICES**

**ITEMS:** Total food and beverage support for DoD and non-DoD customers in Zone 1- Kentucky, Ohio and surrounding areas and Zone 3 - Michigan, Ohio and surrounding areas. Fresh fruits and vegetables, fresh milk, and fresh bread and bakery products are not currently included in this contract. However, they are

within the scope of this contract and you may be required to provide them during the contract term. Related non food items (FSOS) may be provided to the customers supported under this contract.

**DELIVERY:** All items shall be routinely delivered on a "skip day" basis or an alternative extended delivery period as specified by the customer; however, the minimum lead time for all orders delivered is "skip day".

**CONTRACT TERM:** 2 Year Base Period with provisions for 3 Option Terms

Base Period:	October 14, 2007 - October 13, 2009	(2 years)
Option 1:	October 13, 2009 - April 13, 2011	(18 months)
Option 2:	April 14, 2011 - Aprils 13, 2012	(12 months)
Option 3:	April 14, 2012 - October 13, 2013	(18 months)

**CONTRACT TYPE:** Indefinite Quantity Contract - Firm Fixed Price

**CUSTOMERS:** ZONE 1

Frenchburg Job Corp, KY  
Grissom Air National Reserve, IN  
Wright Patterson 74th Med. Group, OH  
Kentucky Air National Guard, KY  
West Virginia Air National Guard, WV  
Wright Patterson AFB, Pitsenbarger Dining Hall, OH  
Wright Patterson AFB, Kittyhawk, OH  
Wright Patterson AFB, New Horizon CDC, OH  
Wright Patterson AFB, Wright Care CDC, OH  
Wright Patterson AFB, Wright Field CDC, OH  
Ft. Knox Dining Facilities, KY  
Camp Atterbury, KY  
Whitney Young JC, KY

**CUSTOMERS:** ZONE 3

Alpena Air National Guard, MI  
Selfridge 127<sup>th</sup> ANGB, 927 SVS Flight, MI  
Indiana Air National Guard, Ft. Wayne, Indiana  
USCG Station Grand Haven, MI

**GUARANTEED MINIMUM:**

Contract SPM300-08-D-3226 contains a guaranteed minimum of 10% of the estimated dollar value. The estimated dollar value of the base term of this contract is \$19,615,709.26. The maximum ceiling will be 150% of the estimated dollar value. In the event of emergencies and/or mobilization, the Government reserves the right to unilaterally execute a higher alternate ceiling. The higher alternate ceiling in the event of emergencies, natural disaster, and/or mobilization is 350% of the estimated dollar value.

**PRICING:**

- All pricing will be firm at time of order.
- All catalog pricing is valid from Sunday through Saturday. Catalog transmission updates must be received no later than 3:00 PM, Philadelphia time, each Wednesday for the following week.
- The unit price for each item is determined by: Unit Price = Delivered Price + Distribution Price and shall not extend more than two (2) places beyond the decimal point.
- If the government determines to invoke the options, the distribution prices will remain fixed throughout the entire length of the contract.
- Distribution categories are as follows: (Associated Distribution Prices are included as Attachment A to this contract.)

**SYSCO LOUISVILLE DISTRIBUTION  
CATEGORIES**

Category	Description
1	Beef, raw, steaks (solid muscle) and primal steak cuts (tenders, strip loin, ribeye, short loin)
2	Beef, raw, roasts (i.e., steampship, knuckles, chuck), stew meat, breaded beef items, braising steak, raw fajita meat
3	Beef - patties, ground, bulk
4	Beef - precooked products
5	Poultry - raw, minimally processed bone-in (cut quarters, 8-piece cut, halves, whole)
6	Poultry -raw, boneless and raw, breaded or unbreaded processed
7	Poultry - precooked products
8	Pork - raw, whole loins, chops, steaks

9	Pork - raw, roasts (excluding loins), ribs, breaded and unbreaded fabricated items (i.e., breaded pork steak, pork stew meat), raw bacon
10	Pork - precooked products
11	Lamb, veal, game
12	Lamb, veal, game - breaded products
13	Shellfish - whole lobster, lobster tails, crab legs
14	Shellfish other - to include shrimp, oysters, clams, scallops, crabcakes, unbreaded
15	Shellfish other - to include shrimp, oysters, clams, scallops, crabcakes, breaded
16	Fish - whole or portioned fillets, unbreaded
17	Fish - formed fillets, portioned, solid muscle, breaded
18	Bacon - precooked
19	Luncheon meats, sausages, scrapple, bacon, hot dogs, corn dogs, pizza toppings
20	Bakery and cereal products, rice, dried beans, crackers, snacks, dry pasta, flour, cones, bread crumbs, croutons
21	Fresh bread and bakery products
22	Boullions, dry soups, soup and gravy bases, gravy, cooking wine, sauces
23	Fats & food oils, butter, margarine
24	Sandwiches/Meal Kits
25	Fruits, juices, nectar, vegetables - chilled
26	Fruits, juices, nectar, vegetables - frozen
27	Fruits, juices, nectar, vegetables, dairy, baby food, nutritional supplements,  dietetic products - can, jar, or bottle
28	Jams, jellies, peanut butter, preserves, honey, syrups, toppings, dressings, olives, pickles, relish, mayonnaise, mustard, ketchup, desserts related products, i.e. gelatin, puddings, condiments & related products - in individual controlled size packs
29	Jams, jellies, peanut butter, preserves, honey, syrups, toppings, dressings, olives, pickles, relish, mayonnaise, mustard, ketchup, desserts related products, i.e. gelatin, puddings, condiments & related products
30	Desserts - sheet/layer cakes, cheese cakes, specialty cakes, pies, cobblers

31	Dairy foods - eggs, egg products, yogurt, sour cream, cheeses, milk - fresh chille, or frozen
32	Fresh processed, prepared, chilled salads
33	Soups, Frozen
34	Confectionary, candy, nuts, sugars
35	Cocoa, hot chocolate, coffee tea
36	Appetizers, pizza, pizza crust, desserts, breads/doughs, bagels, biscuits, pancakes, french toast, doughnuts, danish - frozen
37	Frozen Entrees
38	Entrees, meats, fish - canned
39	Frozen beverages, BIB - requiring dispensers
40	Beverages (non-dispenser type) - to include canned soda, sports drinks, water
41	Mixes - ice cream/soft serve, yogurt, milk shake
42	Ice cream novelties, ice/fruit bars, ice cream gallons
43	Other grocery items not mentioned
44	Other perishable (frozen/chill) items not mentioned
45	Related nonfood products (FSOS)
46	Mandatory items (NIB/NISH)
47	FF & V

**ADMINISTRATIVE NOTE** – Customers solicited under Zone 1 are also supported under the terms of this Contract SPM300-08-D-3226. Place of performance will be Sysco Food Services of Grand Rapids facility, via administrative Contract SPM300-08-D-3232. All terms and conditions as offered by SYSCO/Louisville Food Services on Zone 1 and as awarded apply to SPM300-08-D-3232. Distribution pricing per category shall be identical to/the same as those offered by SYSCO Louisville, as stated in Attachment A to this contract. Items in SPM300-08-D-3232 shall be priced accordingly and identical to SPM300-08-D-3226. i.e., identical delivered prices and distribution prices to equal identical unit prices. However, notwithstanding the above, for any item in SPM300-08-D-3232 that is not included in SPM300-08-D-3226, the item shall be priced utilizing the following pricing methodology:

Delivered Price \* (to SYSCO Food Services of Grand Rapids) plus Distribution Price (as stated in Attachment A) equals Unit Price.

\*Pricing may be verified by manufacturer/supplier invoice. SYSCO Grand Rapids shall follow the same pricing structure, distribution prices, and procedures as SYSCO Louisville and as identified herein.

**The following services offered by SYSCO/Louisville exceed the solicitation requirements and are incorporated into the contract:**

- No minimum monthly case requirements are needed to bring in new inventory.
- NIS items and notification to the customer will occur within 4-6 hours after an order is received from the STORES system. At that time the customer will decide if a substitute product is acceptable and authorize said substitute, or proceed without the item.
- Emergency orders can be received 24/7 and processed immediately by customer service, at no additional charge to the customer.
- SYSCO/Louisville is capable of supporting 2-3 times the normal ordering volume with 24 hours notice. Emergency orders can be placed immediately with supplier partners to increase the inventory at any level required.
- SYSCO Louisville is capable of sustaining 400-500% increase for an indefinite period of time.
- SYSCO/Louisville will notify DSCP within 1 hour as to status of a recall as well as the product disposition.

**DESCRIPTION/SPECIFICATION**

- All customers will use the government's Subsistence Total Order and Receipt Electronic System (STORES).
- Customer orders are placed to accommodate a "skip day" delivery. The minimum order placement for skip day deliveries are as follows:

<u>Order Placement</u>	<u>Delivery Day</u>
Monday	Wednesday
Tuesday	Thursday
Wednesday	Friday
Thursday	Monday
Friday	Tuesday

**Cut-Off Time:** Orders should be placed prior to 3:00 PM, two days prior to the required delivery date. This time is subject to change based on mutual consent between the customer and SYSCO/Louisville

**PROPOSED FILL RATE**

The proposed fill rate for this contract is **99.65%** without substitution and **99.75%** with substitutions.

**PROPOSED SOCIOECONOMIC/SUBCONTRATING GOAL**

	<b>BASE (24 months)</b>	<b>OPTION 1 (18 months)</b>	<b>OPTION 2 (12 months)</b>	<b>OPTION 3 (18 months)</b>
<b>SB Goal</b>	34%	34%	34%	34%
<b>SDB</b>	5%	5%	5%	5%
<b>WOSB</b>	5%	5%	5%	5%
<b>SDVOSB</b>	3%	3%	3%	3%
<b>VOSB</b>	3%	3%	3%	3%
<b>HZSB</b>	3%	3%	3%	3%
<b>JWOD/ABILITYONE</b>	.5%	.5%	.5%	.5%

**PACKAGING AND MARKING****PACKAGING, PACKING, AND LABELING:**

- A. 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 regulations promulgated there under. Shipping containers shall be in compliance with the National Motor Freight Classification and Uniform Freight Classification Code.
- B. Semi-perishable items shall be snugly packed in shipping containers that fully comply with the National Motor Freight Classification and Uniform Freight Classification Code, as applicable.
- C. All meats, poultry, and seafood will be vacuum packed when practicable. In all instances the packaging must protect the product from freezer burn and contamination.
- D. All fresh poultry items will be packed in ice packed cartons or gas-flush cartons.
- E. All fresh seafood items will be packed in ice packed cartons.
- F. 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 all units.
- G. The Child Nutrition Centers require that the CN (Child Nutrition) Label is on the outside of each of the cases ordered, to meet USDA standards.

**MARKING:**

- A. To ensure that the carrier and the receiving activity properly handle and store items, standard commercial precautionary markings such as "KEEP FROZEN", "KEEP REFRIGERATED", etc. shall be used on all cases when appropriate.
- B. To the maximum extent possible, nutritional and ingredient labels shall be placed on the individual package.
- C. For Land Based customers: All food and beverage products shall be identified with readable (open code dates), or coded dates. For both perishable and semi-perishable products, open dating is preferred, but code dating is acceptable. Prime Vendors that do not use open dating shall provide a product code number key to the Acquisition Specialist, DSCP Product Services Office, and each customer facility no later than three (3) months after the award of the contract.
- D. Any delivered product not labeled with the name and address of the manufacturing establishment must be identified as to its manufacturer by "timely" advance written notice to each installation's officer in charge of food service (e.g. Installation Food Advisor (IFA)). The listing is requested in alphabetical order in respect to the shipping container nomenclature. This listing must be kept current and provided to each Installation's Food Advisor, Food Service Officer, or FSC on a quarterly basis.

**INSPECTION AND ACCEPTANCE**

- A. Inspection and acceptance of products will be performed at destination. The inspection is normally limited to identify, count and condition; however, this may be expanded if deemed necessary by either the military Veterinary Inspector, Dining Facility Manager, Food Service Advisor/Officer, or the Contracting Officer.
- B. All deliveries are subject to military veterinary inspection. In addition, the delivery vehicles will be inspected for cleanliness and condition.
- C. The authorized receiving official at each delivery point is responsible for inspecting and accepting products as they are delivered. The delivery ticket shall not be signed prior to the inspection of each product. All overages/shortages/returns are to be noted on the delivery ticket by the receiving official and truck driver. The authorized receiving official's signature on the delivery ticket denotes acceptance of the product.
- D. The contractor shall forward three (3) copies of the delivery ticket with the shipment. The receiving official will use the delivery ticket as the receipt document. Two (2) copies of the signed and annotated delivery ticket will serve as the acceptance document. No invoice may be submitted for payment until acceptance is verified.

**DELIVERIES AND PERFORMANCE**

The following is designated as the plant location and the shipping point for the performance of this contract for all contract line items:

SYSCO/Louisville Food Services  
7705 National Turnpike  
Louisville, KY 40214

**FOB TERMS:** FOB Destination

**CONTRACT ADMINISTRATION DATA**

ADMINISTRATION - Administration of the contract will be performed by DSCP. Administration of the delivery orders will be performed by the customer. The DSCP Contracting Officer is the only person authorized to approve changes, or modify any requirement of this contract.

The Small, Small Disadvantaged, Women-Owned, Veteran-Owned, Service-Disabled Veteran-Owned and Hub Zone Small Business Subcontracting plan submitted by SYSCO/Louisville Food Services, Louisville, KY is accepted. The plan is hereby incorporated into this contract. DCMA Chicago is assigned all administrative duties associated with the Subcontracting Plan as provided under Clause 52.219-9, "Small Business Subcontracting Plan".

**INVOICING**

All invoicing for payment is to be filed electronically using EDI transaction set 810. No paper invoices shall be submitted to DFAS for payment. All invoices submitted must be "clean", i.e. all debits and/or credits must be reflected on the invoice prior to submission.

The following address must appear in the "Bill To" or "Payment Will Be Made By" block of the contractors invoice:

DFAS - Columbus Center  
Attn: DFAS - BVDP (SL4701)  
PO Box 369031  
Columbus, OH 43236-9031

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. Customer DoDAAC;
3. Contract line listed in numeric sequence (also referred to as CLIN order);
4. Item nomenclature;
5. LSN or NSN;
6. Quantity purchased per item in DSCP's unit of issue;
7. Clearly identified changes and annotations on all copies;
8. Clean invoices must be submitted; and
9. Total dollar value on each invoice (reflecting changes to the shipment, if applicable).

**SMALL, SMALL DISADVANTAGED, WOMEN-OWNED, VETERAN-OWNED,  
SERVICE-DISAPLED VETERAN-OWNED AND HUB ZONE  
SMALL BUSINESS SUBCONTRACTING PLAN**

DATE: September 21, 2007

CONTRACTOR: SYSCO/Louisville Food Services  
ADDRESS: 7705 National Turnpike  
Louisville, KY 40214

SOLICITATION OR CONTRACT NUMBER: SPM300-06-R-0017

TYPE OF PLAN: Individual

ITEM/SERVICE: Full Line Food Distributor -- Military Facilities in Zone 1

SYSCO/Louisville has formulated various goal percentages predicated upon our historical knowledge of the suppliers available to us. SYSCO/Louisville will provide due diligence to meet these goals and will contact additional resources of suppliers to assist us in meeting our goals.

The following is hereby submitted as a Subcontracting Plan to satisfy the applicable requirements of the solicitation:

- The following percentage goals are expressed in terms of a percentage of total planned subcontracting (supplier) dollars are applicable to the contract awarded under the solicitation cited above.

Small business concerns: 34% of total planned subcontracting (supplier) dollars under this contract will go to subcontractors (suppliers) who are small business concerns.

This goal should equate to the following dollar amounts:

	BASE (24) 34%	OPTION 1 (18) 34%	OPTION 2 (12) 34%	OPTION 3 (18) 34%
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 14,480,586
Small Business Goal (34%)	\$ 6,564,532	\$ 4,923,399	\$ 3,282,266	\$ 4,923,399

Small disadvantaged business concerns: 5% of total planned small business subcontracting dollars under this contract will go to subcontractors (suppliers) who are small business concerns owned and controlled by socially and economically disadvantaged individuals. This goal should equate to approximately the following dollar amounts:

	BASE (24) 5%	OPTION 1 (18) 5%	OPTION 2 (12) 5%	OPTION 3 (18) 5%
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 14,480,586
Small Disadvantaged Business (5%)	\$ 965,376	\$ 724,032	\$ 482,688	\$ 724,032

Women-owned small business concerns: 5% of total planned small business subcontracting (supplier) dollars under this contract will go to subcontractors (suppliers) who are small business concerns owned and controlled by women. This goal should equate to approximately the following dollar amounts:

	BASE (24) 5%	OPTION 1 (18) 5%	OPTION 2 (12) 5%	OPTION 3 (18) 5%
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 14,480,586
Women Owned Small Business (5%)	\$ 965,376	\$ 724,032	\$ 482,688	\$ 724,032

Service-Disabled Veteran-owned small business concerns: 3% of total planned small business subcontracting (supplier) dollars under this contract will go to subcontractors (suppliers) who are small business concerns owned and controlled by veterans who are service disabled. This goal should equate to approximately the following dollar amounts:

	BASE (24) 3%	OPTION 1 (18) 3%	OPTION 2 (12) 3%	OPTION 3 (18) 3%
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 14,480,586
Service-Disabled Veteran Owned Small Business (3%)	\$ 579,223	\$ 434,418	\$ 289,612	\$ 434,418

Veteran-owned small business concerns: 3% of total planned small business subcontracting (supplier) dollars under this contract will go to subcontractors (suppliers) who are small business concerns owned and controlled by veterans. This goal should equate to approximately the following dollar amounts:

	BASE (24) 3%	OPTION 1 (18) 3%	OPTION 2 (12) 3%	OPTION 3 (18) 3%
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 19,307,448
Veteran Owned Small Business (3%)	\$ 579,223	\$ 434,418	\$ 289,612	\$ 434,418

Hub Zone Small Business concerns: 3% of total planned small business subcontracting (supplier) dollars under this contract will go to subcontractors (suppliers) who are small business concerns located in a designated Hub Zone areas. This goal should equate to approximately the following dollar amounts:

	BASE (24) 3%	OPTION 1 (18) 3%	OPTION 2 (12) 3%	OPTION 3 (18) 3%
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 19,307,448
HUB Zone Small Business (3%)	\$ 579,223	\$ 434,418	\$ 289,612	\$ 434,418

**Total subcontracting goals should equate to the following:**

	BASE (24)	OPTION 1 (18)	OPTION 2 (12)	OPTION 3 (18)
Total estimated to be Subcontracted	\$ 19,307,448	\$ 14,480,586	\$ 9,653,724	\$ 14,480,586
Small Business Goal (34%)	\$ 6,564,532	\$ 4,923,399	\$ 3,282,266	\$ 4,923,399
Small Disadvantaged Business Goal (5%)	\$ 965,376	\$ 724,032	\$ 482,688	\$ 724,032
Women-Owned Small Business Goal (5%)	\$ 965,376	\$ 724,032	\$ 482,688	\$ 724,032
Service-Disabled Veteran-Owned Small Business Goal (3%)	\$ 579,223	\$ 434,418	\$ 289,612	\$ 434,413
Veteran-Owned Small Business Goal (3%)	\$ 579,223	\$ 434,418	\$ 289,612	\$ 434,418
Hub Zone Small Business Goal (3%)	\$ 579,223	\$ 434,418	\$ 289,612	\$ 434,418

The following principal product categories will be subcontracted (supplied) under this contract. For each product category listed below we have estimated and listed next to each product category the source availability from small, HUB Zone small, women-owned small, service-disabled veteran-owned small, veteran-owned small, small disadvantaged and large concerns as follows:

- Fresh and Frozen Meat Items: Large Business, Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Business, Veteran-Owned Small, Hub Zone Business, and Small Women-Owned Business.
- Frozen Fish Items: Large Business, Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Business, Veteran-Owned Small, Hub Zone Business and Small Women-Owned Business.
- Frozen Fruit and Vegetables: Large Business and Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Business, Veteran-Owned Small, Hub Zone Business and Small Women-Owned Business.

Frozen Specialty Items: Large Business, Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Business, Veteran-Owned Small, Hub Zone Business and Small Women-Owned Business.  
Canned Fruits, Vegetables, Cereals and Specialty Items: Large Business, Limited Number of Small Business.  
Dry Goods, Foodservice Products: Large Business, Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Business, Veteran-Owned Small Business, Hub Zone Business and Small Women-Owned Business.

SYSCO/Louisville will practice due diligence to identify small business concerns and recommend those suppliers products; however we recognize the final decision on product selection belongs to the Military facilities.

The goals above were established with respect to companies from which SYSCO/Louisville will purchase products for sale to the Military facilities in the Kentucky and Ohio areas, because purchasing of the food and food service products is the only area available for subcontracting under this contract.

SYSCO/Louisville purchases thousands of different products from various manufacturers that are Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Small Business, Veteran-Owned Small Business, Hub Zone Small Business, and Women-Owned Small Business.

SYSCO/Louisville will use good faith efforts to achieve the goals set forth above. Since we are unable at this time to identify the types and volume of the products to be purchased, a system, as outlined in this plan, has been developed to assist us in achieving our documentation and goal achievement.

#### **Methods of Identifying Small Business Sources**

SYSCO/Louisville has identified resources within SYSCO Corporation to assist us in identifying small business concerns. SYSCO Corporation currently has a Supplier Diversity initiative in place. The stated objective of the initiative is to source, utilize and increase sales for minority, women-owned and other small business concerns.

We will identify additional brokers who represent Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Small Business, Veteran-Owned Small Business, Hub Zone Small Business, and Women-Owned Small Business food service manufacturers.

Our Planned Outreach efforts will be made as follows:

- Contact minority and small business trade associations.
- Contact business development organizations.

- Attend small and minority or women-owned business procurement conferences and trade fairs.
- SYSCO/Louisville agrees to utilize the following sources to enhance its ability to source the small businesses needed to meet its goals:
  - The CCR Dynamic Small Business Search (search as www.ccr.gov)
  - The Center for Veterans Enterprise
  - The National Minority Purchasing Council Vendor Information Service
  - The Research and Information Division of the Minority Business Development Agency in the Department of Commerce
  - Small and small disadvantaged business concerns & trade associations

SYSCO/Louisville, as part of our DSCP reporting requirements, will designate the type of business and size of product sold by code letter: L= Large, S= Small, SDB= Small Disadvantaged, SDVOSB=Service Disabled Veteran Owned Small Business, VOSB=Veteran-Owned Small Business, WOSB= Women-Owned Small Business, HZSB= Hub Zone Small Business, depicting the dollar value of items purchased in descending order. These reports will inform us of the high volume items the facilities are purchasing so that we might try to source small, women-owned and/or disadvantaged firms to supply those items to our company.

The difficulty experienced is in sourcing Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Small Business, Veteran-Owned Small Business, Hub Zone Small Business, and Women-Owned Small Business firms that manufacture food service products that are competitive with larger firms. This fact influenced our smaller goals for those classifications.

We intend to use the attached Supplier Certification Form (Note Attached) to determine the manufacturer size and will source Small Business, Small Disadvantaged Business, Service Disabled Veteran-Owned Small Business, Veteran-Owned Small Business, Hub Zone Small Business, and Women-Owned Small Business for some of the higher volume items.

SYSCO/Louisville's plan does not include counting indirect costs as part of our small business goal.

The following individual will administer the subcontracting program:

NAME: Steve Kessler  
 ADDRESS: 7705 National Turnpike  
 Louisville, KY 40214  
 TITLE: Director of Health Care and Program Sales

The following individual within SYSCO/Louisville represents senior management and by signing this page, fully supports this plan.

SIGNATURE: Steve L. Kessler

This individual's specific duties, as they relate to the SYSCO/Louisville's subcontracting program, are as follows:

General overall responsibility for this Small Business, Small Disadvantaged, Service-Disabled Veteran-Owned Small Business, Veteran-Owned Small Business, Women Owned Small Business and Hub Zone Small Business Subcontracting Plan and for monitoring performance relative to the contractual subcontracting requirements contained in this plan, including, but not limited to:

Developing and maintaining lists of potential Small Business, Small Disadvantaged Business, Service Disabled Veteran Owned Small Business, Veteran Owned Small Business, Hub Zone Small Business and Woman Owned Small Business concerns from which products may be purchased.

Developing business with Small Business, Small Disadvantaged Business, Service Disabled Veteran Owned Small Business, Veteran Owned Small Business, Hub Zone Small Business and Women Owned Small Business concerns for products or services they provide.

Establishing and maintaining records of subcontract activity.

Attending or arranging for attendance of SYSCO/Louisville representatives at business opportunity workshops, minority business enterprise seminars, trade fairs, etc.

Monitoring progress of goal attainment.

Preparing and submitting periodic subcontracting reports required.

Coordinating compliance reviews by federal agencies.

Coordinating SYSCO/Louisville's activities involving its Small Business, Small Disadvantaged Business, Service Disabled Veteran Owned Small Business, Veteran Owned Small Business, Hub Zone Small Business and Woman Owned Small Business subcontracting program.

The following efforts will be taken to assure that Small Business, Small Disadvantaged Small Business, Service Disabled Veteran Owned Small Business, Veteran Owned Small Business, Hub Zone Small Business and Women Owned Small Business concerns will have an equitable opportunity to compete for subcontracts. The following internal efforts will be made to guide and encourage SYSCO/Louisville merchandisers.

- (a) SYSCO/Louisville has and will continue to mentor Small Business, Small Disadvantaged Business, Service Disabled Veteran Owned Small Business, Veteran Owned Small Business, Hub Zone Small Business and Women Owned Small Business firms on how to do business by demonstrating how to pack, size, develop and ship the product required.

- (b) SYSCO/Louisville will provide additional help to those subcontractors, where required, in assisting them in competing for available subcontracts.

SYSCO/Louisville agrees that the clause entitled "Utilization of Small, Small Disadvantaged and Women-Owned Small Business Concerns" will be included in all subcontracts, which offer further subcontracting opportunities. All subcontractors (except small business concerns) who receive subcontracts of \$500,000 or more will be required to adopt and comply with a subcontracting plan similar to this one.

SYSCO/Louisville agrees to: (i) Cooperate in any studies or surveys as may be required: (ii) Submit periodic reports in order to allow the Government to determine the extent of compliance with the subcontracting plan: (iii) Submit SF294 and SF295 reports twice yearly: (iv) Will require, where applicable, our subcontractors to complete forms SF294 and SF295.

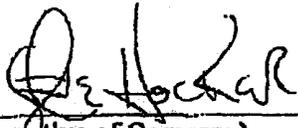
SYSCO/Louisville agrees that it will maintain at least the following types of records to document compliance with this subcontracting plan (these records may be maintained on a operating company or company wide basis unless otherwise indicated):

- a. Source lists, guides, and other data that identify small and small disadvantaged, service-disabled veteran, veteran-owned, hub zone or women-owned small business concerns
- b. Records of organizations contacted in an attempt to locate sources that are small, small disadvantaged, service-disabled veteran, veteran-owned, hub zone or women-owned small business concerns
- c. Records of any outreach efforts to contact (a) trade associations, (b) business development organizations, and (c) conferences and trade fairs to locate Small Business, Small Disadvantaged Business, Service Disabled Veteran Small Business, Veteran Owned Small Business, Hub Zone Small Business and Women Owned Small Business sources.
- d. Records will be maintained where applicable of any subcontract solicitation resulting in an award of more than \$100,000 indicating
  - (1) Whether Small Business concerns were solicited and if not, why not
  - (2) Whether Small Disadvantaged Business concerns were solicited and if not, why not
  - (3) Whether Women Owned Small Business concerns were solicited and if not, why not
  - (4) Whether Service Disabled Veteran Owned Small Business concerns were solicited and if not, why not
  - (5) Whether Veteran Owned Small Business concerns were solicited and if not, why not
  - (6) Whether Hub Zone Small Business concerns were solicited and if not, why not
  - (7) If applicable, the reason award was not made to a small business concern

- c. Records of internal guidance and encouragement provided to buyers through
  - (1) Workshops, seminars, training, etc,
  - (2) Monitoring performance to evaluate compliance with the program requirements

f. On a contract-by-contract basis, records to support award data submitted to the Government, including the name, address, and business size of each subcontractor.

The effective period of this subcontracting plan is from the date of the award of the contract to SYSCO/Louisville under the solicitation cited above through the termination date of such contract.

Signature:   
 (Executive of Company)

Typed Name: Steve Hocker

Title: President & CEO

Company: SYSCO/ Louisville Food Services Co.

Date: September 21, 2007

Plan Accepted by: 

Date: 9-28-2007

(Contracting Officer)

Agency Defense Supply Center Philadelphia

SPM390-06-R-0017

SYSCO Louisville Food Services

Use or disclosure of data contained on this sheet is subject to the restriction on the title page of this proposal or quotation  
 9/21/2007

**Manufacturer/Supplier Self-Certification**

Manufacturer Company Name: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

Contact: \_\_\_\_\_ Title: \_\_\_\_\_

Products To Be Purchased: \_\_\_\_\_

Is Your Business: Corporation \_\_\_\_\_ Sole Proprietorship \_\_\_\_\_  
Partnership \_\_\_\_\_ Small Business \_\_\_\_\_ Minority Owned \_\_\_\_\_

\*Small Business

\*Small Disadvantaged  
(Must Be SBA Certified)

\*Woman-Owned Small Business

\*Hub Zone Small Business  
(Must Be SBA Certified)

\*Veteran-Owned

\*Service-Disabled Veteran-Owned

Check if Applicable

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**\*Refer to Attachment A for Definitions**

Number of full-time and full-time equivalent employees: \_\_\_\_\_

Are you currently debarred (not able to do business with the Federal Government)?

YES \_\_\_\_\_ NO \_\_\_\_\_

If yes, since when? \_\_\_\_\_

If yes, why? \_\_\_\_\_

Are you currently in receipt of a notice of proposed debarment? YES \_\_\_\_\_ NO \_\_\_\_\_

If you are a manufacturer of perishable goods, has your establishment been listed in the sanitary approval list for distribution of food for Armed Forces procurement?

YES \_\_\_\_\_ NO \_\_\_\_\_

If not, what is your USDA inspection number? \_\_\_\_\_

Is your company owned or controlled by a foreign government? YES \_\_\_\_\_ NO \_\_\_\_\_  
If yes, which country? \_\_\_\_\_

Has your company supplied products to the United States government before?

YES \_\_\_\_\_ NO \_\_\_\_\_

If yes, when? \_\_\_\_\_

If yes, where? \_\_\_\_\_

Does your establishment comply with all OSHA Requirements? YES \_\_\_\_\_ NO \_\_\_\_\_

Does your establishment comply with all E.P.A Requirements? YES \_\_\_\_\_ NO \_\_\_\_\_

Does your establishment comply with all EEOC Standards? YES \_\_\_\_\_ NO \_\_\_\_\_

Does your establishment comply with all Affirmative Action Standards?

YES \_\_\_\_\_ NO \_\_\_\_\_

If you provide meat products, do you meet the USDA guidelines for microbial load?

YES \_\_\_\_\_ NO \_\_\_\_\_

Do you meet the U.S. Food and Drug Administration Sanitary Program Code of Federal Regulations as codified in Title 21, Part 110, "Current Good Manufacturing Practice in Manufacturing, Packing, or Holding Human Food"?

YES \_\_\_\_\_ NO \_\_\_\_\_

Does your establishment comply with the U.S. Food and Drug Administration Fair Packaging and Labeling Act as described in Title 21 Code of Federal Regulation Chapter I, Part 101 - Food Labeling?

YES \_\_\_\_\_ NO \_\_\_\_\_

Do you declare Nutrient Health Claims on your product, i.e., calcium and osteoporosis: lite, low sodium regarding hypertension; etc? \_\_\_\_\_

YES \_\_\_\_\_ NO \_\_\_\_\_

If yes, what are your claims? \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

List any of your products not grown and produced in the United States or its possessions:

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Vendors are reminded that the annual Defense Appropriations Act requires that all food products supplied to the military and paid for by appropriate funds must be 100 percent grown and produced in the United States or its possessions, other than certain exceptions, a few of which can be found on Attachment B.

Does your company comply with the following FAR and DFARS regulations?

52.222-21	Certification of Non-Segregated Facilities	YES _____	NO _____
52.222-25	Affirmative Action Compliance	YES _____	NO _____
52.222-26	Equal Opportunity (E.O. 11246)	YES _____	NO _____
52.222-35	Affirmative Action for Special Disabled and Vietnam Era Veterans (38 U.S.C. 2012(a))	YES _____	NO _____
52.222-36	Affirmative Action for Handicapped Workers (29 U.S.C. 793)	YES _____	NO _____
52.222-37	Employment Reports on Special Disabled Veterans, Veterans of Vietnam Era and other Eligible Veterans	YES _____	NO _____
52.223-1	Clean Air and Water Certification	YES _____	NO _____
22.223-3	Hazardous Material Identification and Material Safety Data	YES _____	NO _____
52.223-5	Drug Free Workplace Certification	YES _____	NO _____
52.246-2	Inspection of Supplies - Fixed Price	YES _____	NO _____
52.246-9P12	Inspection and Acceptance by the Government	YES _____	NO _____
52.246-9P21	Inspection	YES _____	NO _____
52.246-9P31	Sanitary Conditions	YES _____	NO _____
52.246-9P32	Federal Food, Drug and Cosmetic Act - Wholesome Meat Act	YES _____	NO _____
52.246-9P39	Commercial Warranty	YES _____	NO _____
52.246-16	Responsibility for Supplies	YES _____	NO _____
52.247-64	Preference for Privately-Owned U.S. Flagged Commercial Vessels (46.U.S.C. 1241) (flow down not required for subcontracts awarded beginning May 1, 1996)	YES _____	NO _____

Signature \_\_\_\_\_

Title \_\_\_\_\_

Date \_\_\_\_\_

**Product Listing**

**Manufacturer/Company Name:** \_\_\_\_\_

**Please list the products your company provides:**

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**How does a customer or veterinarian read your code dating (i.e., use by date, manufacturer date, etc.)?**

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## Attachment A

### Definitions

**SMALL BUSINESS CONCERN:** A small business is a concern, including its affiliates, which is organized for profit; independently owned and operated; not dominant in the field of operation in which it is competing; and can further qualify under the criteria concerning number of employees, average annual receipts, or other criteria as prescribed by the Small Business Administration.

**HUBZone:** An historically underutilized business zone, which is an area located within one or more qualified census tracts, qualified non-metropolitan counties, or lands within the external boundaries of an Indian reservation.

**HUBZone SMALL BUSINESS CONCERN:** A small business concern that is located in an "historically underutilized business zone"; is owned and controlled by one or more U.S. Citizens; and at least 35% of its employees reside in the HUBZone. Status as a qualified HUBZone small business concern is determined by the Small Business Administration (SBA). If the SBA determines that a concern is a qualified HUBZone small business, it will issue a certification to that effect and will add the concern to the List of Qualified HUBZone Small Business Concerns on its Internet site at [www.sba.gov/hubzone](http://www.sba.gov/hubzone).

The concern must appear on the list to be a HUBZone small business concern. HUBZone certifications will also appear in individual firm profiles in SBA's PRO-Net.

**SMALL DISADVANTAGED BUSINESS CONCERN (SDB):** A small business concern (1) which is at least 51% owned by one or more socially and economically disadvantaged individuals; or, in the case of any publicly owned business, at least 51% of the stock is owned by one or more socially and economically disadvantaged individuals; and (2) whose management and daily business operations are controlled by one or more such individuals. The term "socially disadvantaged" means individuals who have been subjected to racial or ethnic prejudice or cultural bias because of identity as a member of groups without regard to their individual qualities. The following individuals are presumed to be socially disadvantaged: Black Americans, Hispanic Americans, Native Americans, Asian-Pacific Americans, and Subcontinent Asian Americans. The term "economically disadvantaged" means socially disadvantaged individuals whose ability to compete in the free enterprise systems is impaired due to diminished capital and credit as compared to others in the same/similar line of business and, as a result, have been or are likely to be precluded from successfully competing in the open market. A socially disadvantaged individual whose personal net worth does not exceed \$750,000 (\$250,000 for

certification under the SBA Section 8 (a) Program), excluding his/her ownership interest in the company and equity in his/her personal residence is considered to be economically disadvantaged.

Effective October 1, 1999, a subcontractor claiming SDB status must be certified by the Small Business Administration. SDBs can obtain application information from the SBA by calling 1-800-558-0884. SDBs that receive formal certification are listed in the SBA on-line data base, PRO-Net, at <http://pro-net.sba.gov>.

**WOMAN-OWNED SMALL BUSINESS CONCERN:** A small business concern that is at least 51% owned by one or more women; or in the case of any publicly owned business, at least 51% of the stock is owned by one or more women and whose management and daily business operations are controlled by one or more women.

**SERVICE-DISABLED VETERAN-OWNED SMALL BUSINESS CONCERN:**

(1) A small business concern –

- (i) Not less than 51% of which is owned by one or more service-disabled veterans or, in the case of any publicly owned business, not less than 51% of the stock of which is owned by one or more service-disabled veterans; and
- (ii) The management and daily business operations of which are controlled by one or more service-disabled veterans or, in the case of a veteran with permanent and severe disability, the spouse or permanent caregiver of such veteran.

(2) Service-disabled veteran means a veteran, as defined in 38 U.S.C. 101(2), with a disability that is service-connected, as defined in 38 U.S.C. 101(16).

**VETERAN-OWNED SMALL BUSINESS CONCERN:**

(1) A small business concern –

- (i) Not less than 51% of which is owned by one or more veterans (as defined at 38 U.S.C. 101(2)) or, in the case of any publicly owned business, not less than 51% of the stock of which is owned by one or more veterans; and
- (ii) The management and daily operations of which are controlled by one or more veterans.

**Attachment B**

The following articles have been determined to be nonavailable in accordance with 25.103(b)(1)(i):

Anise  
Bamboo Shoots  
Bananas  
Beef Extract  
Brazil Nuts, Unroasted  
Capers  
Cashew Nuts  
Castor Beans & Oil  
Chestnuts  
Water Chestnuts  
Coconut & Coconut Meat, Unsweetened, in Shredded, Desiccated, or similarly prepared form  
Chicle  
Cocoa Beans  
Coffee, Raw or Green Bean  
Corned Beef Canned  
Grapefruit Sections Canned  
Oranges, Mandarin Canned  
Spices & Herbs, Bulk  
Tapioca, Flour & Cassava  
Tartar, Crude; Tartaric Acid & Cream of Tartar in Bulk  
Tea, Bulk  
Thyme Oil  
Olive Oil  
Sugar, Raw  
Vanilla Beans  
Olives, Green