**FLEET MAINTENANCE SERVICES CONTRACT**

This **FLEET MAINTENANCE SERVICES CONTRACT** (the “Contract”) is made this \_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 2021 by and between the **WINDHAM REGION TRANSIT DISTRICT**, of 28 S. Frontage Road, Mansfield Center, CT 06250, an Eastern Connecticut semi-rural transportation provider of fixed and deviated fixed route and demand response transit services, (hereinafter referred to as “**WRTD**”), and **FLEETMASTERS SALES & SERVICES, LLC.,** an automotive repair service facility, having its principal place of business at 422 Spring Street, Windsor Locks, CT 06096 (hereinafter the “**Contractor**”).

**RECITALS**

 WHEREAS, the **Contractor** has been satisfactorily providing fleet maintenance services to the **WRTD’s** Heavy Duty Transit (HDT) and Gas and Diesel Body on Chassis (BOC) vehicles via a verbal agreement on an ad hoc basis; and

 WHEREAS**, WRTD** desires to have said services performed on a m ore formal basis pursuant to a written and duly executed **FLEET MAINTENANCE SERVICES CONTRACT** at a fixed price for a term, and so WRTD distributed and published and **Request for Proposals (RFP**) for same, dated November 10, 2020, with a deadline of December 30, 2020 at 3:00 pm for interested parties; and

 WHEREAS**, WRTD** in its sole discretion and all things considered, has determined that the Contractor is one of two lowest responsive responsible bidder to provide HDT and BOC services to the **WRTD**; and

 NOW, THEREFORE, **WRTD** and the Contractor, for consideration and under the conditions hereinafter set forth, hereby agree as follows:

SECTION 1. – BACKGROUND AND WRTD’S INTENT

 The **Background** and **WRTD’S Intent** for the **Contract** are fully stated on page 1 of the aforementioned **Invitation for Bids**, hereby incorporated by reference as if fully set forth herein.

SECTION 2. – TERM

 This **Contract** for HDT and BOC vehicle services by the **Contractor** to **WRTD** shall be for a base term on two (2) years Commencing March 1, 2021 and ending February 28, 2023, with two (2) one (1) year options to be exercised at the mutual agreement of the **WRTD** and the **Contractor**.

SECTION 3 – SCOPE OF SERVICES

 The Scope of Services for this **Contract** shall be exactly as it is set forth in the **Scope of Services** section of the aforementioned **RFP**, dated November 10, 2021 pages 4 through 11, inclusive, plus all attachments, to the full extent that said provisions are applicable to fleet maintenance services on any **Heavy Duty Transit Vehicle (HDT)** and **Body on Chassis Vehicle (BOC**) of **WRTD**. Said pages 4 through 11, inclusive, are therefore incorporated into this Contract by reference, as if fully stated herein. A copy of the entire RFP is also incorporated by reference herein and attached hereto.

SECTION 4. - CONTRACTOR RESPONSIBILITIES

 As noted in the **REQUEST FOR PROPOSAL** to which the contractor has replied with its Proposal, “**WRTD** reserves the right to reject any and all proposals, to waive any and all informalities or irregularities, to negotiate with any qualified bidders, and to accept or reject all or any part of any proposal as they may deem to be in the best interest of **WRTD**.” The Proposal of the Contractor having been accepted by the **WRTD**, the entire Proposal submitted by the Contractor is attached hereto and incorporated by reference in the Contract as if fully set forth herein, and the **Contractor** is therefore legally bound by its terms for the duration of the **Contract**, including any extensions thereof pursuant to Section 2, above.

SECTION 5. – MISCELLANEOUS

1. Changes in the **Contract** will be permitted only upon written mutual agreement.
2. Each of the covenants, conditions and agreements contained in this **Contract** shall be binding upon, and inure to the benefit of, the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF the parties have executed this **Contract** on the date first above mentioned.

WITNESSETH: **FLEETMASTERS SALES & SERVICES, LLC**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ By \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 Its \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

 **WINDHAM REGION TRANSIT DISTRICT**

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ By \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

 **Its \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**