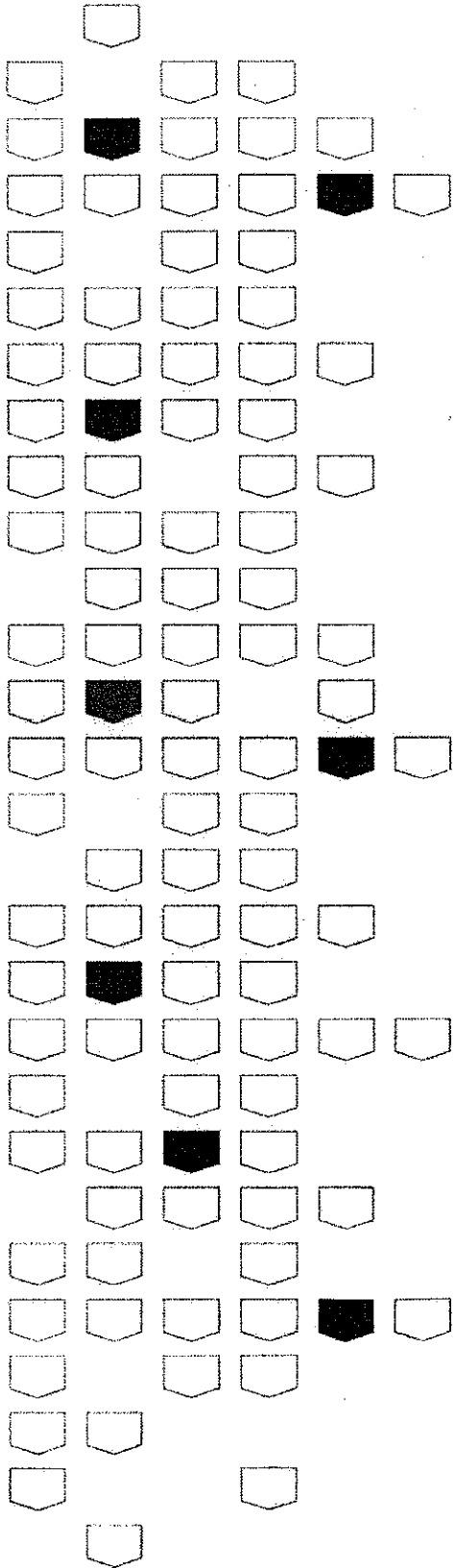
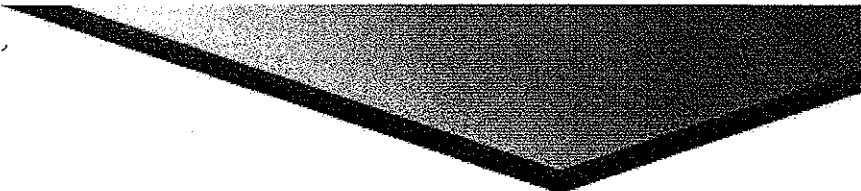


All of **us** serving you™

RECEIVED  
2011 JUL -6 AM 10: 22  
WW BUYING  
DIVISION

**us bank**®



**U.S. Bank Fleet Card**



PROPOSAL PRESENTED TO

**THE STATE OF WEST VIRGINIA  
REQUEST NUMBER FLT11918**

July 6, 2011  
Ryan Calloway  
(704) 243-3278  
ryan.calloway@usbank.com



July 6, 2011

Krista Ferrell  
Department of Administration  
Purchasing Division  
Building 15  
2019 Washington Street East  
PO Box 50130  
Charleston, WV 25305-0130

**Request Number FLT11918**

Dear Ms. Ferrell:

On behalf of U.S. Bank, the enclosed proposal addresses your request for a complete and comprehensive fleet payment solution.

In addition to providing a comprehensive solution, we take our offering to the next level, providing the State with superior tools to effectively support your entire fleet card program. In support of your program, U.S. Bank brings distinct advantages to providing a tailored payment solution to fit your fleet needs.

The U.S. Bank Fleet Card, which operates on the Voyager Network, is the most widely accepted fleet card available in the marketplace today. With more than 230,000 acceptance locations, the U.S. Bank fleet card allows drivers worry-free access to fuel and maintenance locations nationwide. U.S. Bank also provides cardholders with a flexible merchant locator tool and pay-at-the-pump capabilities, instantly adding convenience for your drivers.

U.S. Bank also provides complete access to enhanced data through our proprietary online tool. Only the Voyager network captures 100% of level III data, allowing your organization a complete picture of fleet spend data. For effective program management, we provide flexible reporting capabilities and the ability to set limits and controls to minimize card misuse, further ensuring the security of your program.

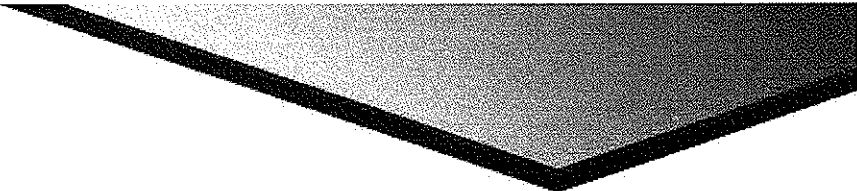
In addition to providing convenience and security, your fleet card program will have the support of U.S. Bank, the fifth largest commercial bank in the United States. Recognized as a financially sound top performer, our financial ratios consistently rank among the best in the banking industry. By choosing U.S. Bank, the State will not only benefit from a comprehensive fleet card program, but will also have a trusted and dependable financial partner.

We invite you to visit our website at [www.usbpayment.com](http://www.usbpayment.com) to view our entire suite of solutions. We look forward to continuing our conversation about the State's fleet card program. Please contact me directly to schedule a presentation of our offering for the State.

Sincerely,

*Ryan Calloway*

Ryan Calloway  
Vice President Sales, Public Sector  
U.S. Bank Corporate Payment Systems  
[ryan.calloway@usbank.com](mailto:ryan.calloway@usbank.com)



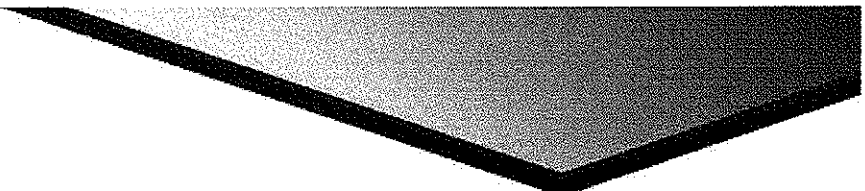
U.S. Bank invites the State of West Virginia (the State) to contact us regarding needs or desires that are not specifically covered in this proposal.

This proposal represents the basis for a proposed business relationship and is not a contract for services. Pricing features herein are valid for 90 days from the date of this proposal.

In the event U.S. Bank is awarded this bid, it respectfully proposes including in the parties' contract certain terms and conditions that reflect **(1)** U.S. Bank's card management services, **(2)** services relating to the extension of credit, and **(3)** laws and regulations that U.S. Bank is required to follow as a national banking institution. U.S. Bank proposes those terms and conditions be reviewed for inclusion upon an award so that the parties can reach a mutually acceptable agreement, incorporating the requirements of both.

The contact person should the State have any further questions regarding this proposal:

Ryan Calloway  
Vice President, Sales Public Sector  
U.S. Bank Corporate Payment Systems  
901 Fontaine Court  
Waxhaw, NC 28173  
(704) 243-3278  
[ryan.calloway@usbank.com](mailto:ryan.calloway@usbank.com)



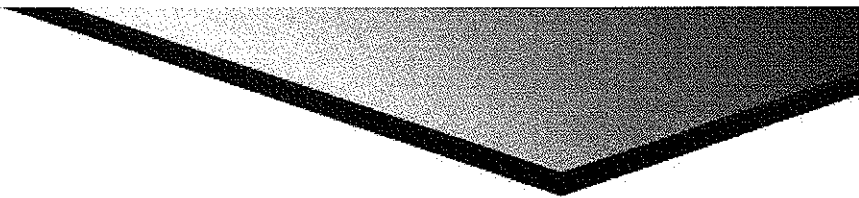
**Table of Contents**

**2.2 Required Products and Services ..... 1**  
    2.2.1 Fuel Card ..... 1  
    2.2.2 Reporting ..... 8  
    2.2.3 Management/Administration ..... 12  
    2.3 Delivery ..... 14  
    2.4 Payment and Invoicing ..... 15  
    2.10 Support ..... 16  
**3.0 Cost Proposal Bid Sheet ..... 18**  
**Conclusion ..... 19**  
**Additional Documentation ..... 20**

**Exhibits**

---

- 1. Sample Implementation Project Plan
- 2. Financial Proposal
- 3. Signed Purchasing Affidavit
- 4. Completed RFQ FLT11918
- 5. Signed Addendum 1
- 6. Signed Addendum 2



## 2.2 Required Products and Services

### 2.2.1 Fuel Card

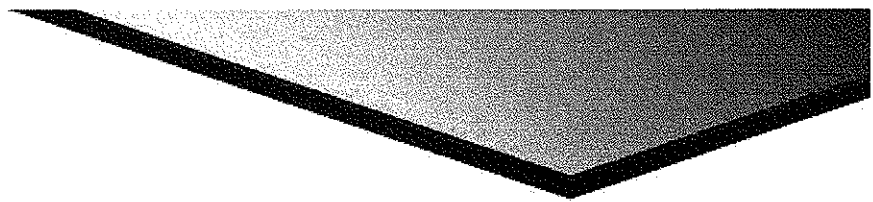
**2.2.1.1 Vendor must provide a secure, fuel-only credit card that must be “universal” and honored by multiple retail franchises, i.e., Exxon Mobil™, BP, 7-Eleven™, GoMart™, Sheetz®, Shell™, Marathon™, Pilot™, and Speedway™ throughout West Virginia, Kentucky, Ohio, Maryland, and Pennsylvania.**

U.S. Bank complies with this requirement. The U.S. Bank Fleet Card, operating on the Voyager network, is the most widely accepted fleet card in the industry today. The U.S. Bank Fleet Card is accepted at more than 230,000 major and regional fuel and maintenance locations in all 50 states and Puerto Rico. Of those merchants, nearly 152,000 are fuel merchants, which represent 93% of all fuel accepting merchants in the United States. U.S. Bank Fleet cards are accepted at all major oil company stations, at all regional and super-regional oil companies, and at most independent fuel retailers nationwide.

Additionally, Voyager was the first fleet card network in the industry to pioneer maintenance location acceptance with 100% level III data capture. By expanding Voyager network acceptance to include all major maintenance providers and thousands of independent locations, Voyager continues to lead the industry in maintenance program acceptance with the added security of Voyager’s proprietary pre-authorization controls and approval mechanisms.

Voyager helped pioneer universal card acceptance by establishing strategic relationships with all of the major oil companies, regional and super-regional fueling locations across the United States. The oil companies that accept the U.S. Bank Fleet Card nationwide are as follows:

- |                         |                          |                       |
|-------------------------|--------------------------|-----------------------|
| ■ AAFES                 | ■ Admiral Petroleum      | ■ Aloha Petroleum     |
| ■ Ameristop             | ■ Amoco                  | ■ Bigfoot             |
| ■ BP                    | ■ Caribe                 | ■ Casey's             |
| ■ Cenex                 | ■ Certified Oil          | ■ CF Oil              |
| ■ Chevron               | ■ Chief Petroleum        | ■ Circle K            |
| ■ Citgo                 | ■ City Market            | ■ Clark               |
| ■ Coastal               | ■ Conoco                 | ■ Crown               |
| ■ Dairy Mart            | ■ Dash-N                 | ■ Depot               |
| ■ Diamond Shamrock      | ■ Dillons Food Stores    | ■ Duke/Duchess Shoppe |
| ■ Eddins Walcher        | ■ Esso – Puerto Rico     | ■ ETNA                |
| ■ Express Stop          | ■ Exxon                  | ■ EZ Mart             |
| ■ Family Express        | ■ Fas Gas                | ■ Fast Fuel           |
| ■ Fast Stop             | ■ FasTrac Markets        | ■ FFP Marketing       |
| ■ Fina                  | ■ Flying J               | ■ Food Chief          |
| ■ Freedom Value Center  | ■ Fry's                  | ■ Fuel Trac           |
| ■ Gas America           | ■ Gas City               | ■ Gate Petroleum      |
| ■ Getty                 | ■ Giant                  | ■ Git-N-Go            |
| ■ Go Mart               | ■ Gogas                  | ■ Gulf Oil            |
| ■ Handy Andy            | ■ Handy Way              | ■ Hess                |
| ■ Holiday               | ■ Hucks                  | ■ Irving Oil          |
| ■ Keystone              | ■ King Soopers           | ■ Kroger              |
| ■ Kum & Go              | ■ Kwik Mart              | ■ Kwik Star           |
| ■ Kwik Trip             | ■ Kwikfil                | ■ Lil Champ           |
| ■ Love's Country Stores | ■ Mac's                  | ■ Mapco Express       |
| ■ Marathon              | ■ Maverik Country Stores | ■ MFA Oil             |

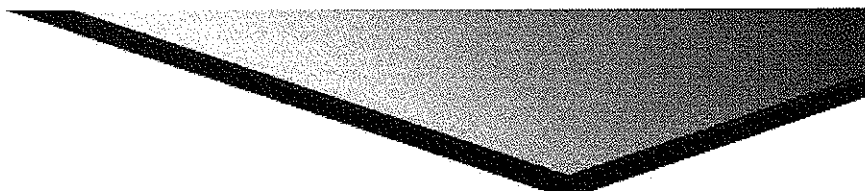


- Mirastar
- Murphy U.S.A.
- NOCO Express
- Petro South
- QS
- QuikTrip
- Royal Farms
- Shell
- Smoker's Express
- Stewart Shops
- Tesoro
- Thorntons
- Trade Mart
- Unified Supermarkets
- USA Petroleum
- Wesco
- Mobil
- Mustang
- Pacific Pride
- Phillips 66
- Quick Fuel
- Rich
- SC Fuels
- Sinclair
- Speedway
- Sunoco
- Texaco
- Total
- Turkey Hill Minit Market
- Union 76
- Valero
- Wilco
- Moto Mart
- NEXCOM
- PDQ Food Stores, Inc.
- Pilot Oil
- Quick Stop
- Rotten Robbie
- Sheetz
- Smith's
- Sprint
- SuperAmerica
- The Pantry
- Town and Country
- Uni Marts
- US Oil
- WaWa

The maintenance vendors that accept the U.S. Bank Fleet card nationwide are as follows:

- A to Z Tire
- America's Tire Co.
- Arrow Oil
- AutoNation
- Champion
- Diamond/Triumph Auto Glass
- Elite AutoGlass
- EZ Lube
- Gatto's
- GMS Auto Glass
- Great American
- Iowa Glass
- John Elway
- Les Schwab Tires
- Meineke Car Care Centers
- Monro Muffler/Brake
- National Automobile Club
- North American Fleet Services
- On-Site Mobile Fueling
- Quick Fuel6
- Sears Auto Centers
- Speedy Auto Service
- Suburban Propane
- Texaco Xpress Lube
- Transmission Wholesale Sly5
- Valvoline OnSite
- AAMCO Transmissions
- American LubeFast
- Auto & Truck Glass
- CarQuest\*
- Chrysler
- Discount Tire
- Express Oil Change
- Flynn's Tires
- GlasPro
- Goodyear
- Harmon AutoGlass
- JC's Glass
- Jubitz
- Lewis Oil Company
- Merchant's Tire and Auto
- Mr. Tire
- Nationwide Auto Glass
- NTB
- Pep Boys
- RANPARR Oil
- Shell Rapid Lube
- Strauss Discount Auto
- Super-Lube
- Tire Centers Inc.
- Tuffy Auto Service Centers
- Vespia's
- Action/Gator Tire
- Arnie's Auto Glass
- Auto Parts Wholesale
- Car-X Auto Service
- Cottman Transmissions
- Earl Scheib Paint & Body
- ExpressWay
- Ford Lincoln Mercury
- GM Dealerships
- Grease Monkey
- HOP Fueling
- Jiffy Lube
- Kryger Glass
- Maroone
- MIDAS
- Multi Service Aviation
- Netcost AutoGlass
- Oil Changers
- Procure
- Safelite Auto Glass
- Speedy Auto Glass
- Streicher Mobile Fueling
- T.O. Hass Tire
- Tire Kingdom
- Valvoline Instant Oil Change
- Walker Tire

U.S. Bank has developed strategic partnerships with the major credit card processors that accept the U.S. Bank Fleet card electronically. In addition, U.S. Bank developed a product that allows maintenance vendors to be set-up quickly and easily, without requiring new point-of-sale



equipment. U.S. Bank has implemented the TeleTrans program with large-scale Federal Government fleets, so there is an excellent chance that many of your current commercial repair vendors already accept the U.S. Bank fleet card. Should any of your vendors not accept the U.S. Bank Fleet Card, we will work diligently to implement those vendors quickly.

### Acceptance Locator Tool

The U.S. Bank Acceptance Locator is a web-based tool that provides card users with detailed merchant and service information for all locations that accept the U.S. Bank Fleet Card. In addition to pinpointing locations, U.S. Bank's locator identifies the average fuel price in the search area as well as the lowest cost fuel providers.

This feature pinpoints the merchant's location, fuel prices and other information based on the user's search criteria. The tool generates an interactive map that offers driving directions and compares merchant locations to the average fuel price in the search area.

#### **2.2.1.2 Vendor must furnish a secure fuel card for each vehicle, specialty vehicle, ancillary equipment, or in some cases as designated by FMO to an assigned location (anticipating fewer than 100); administer and assign unique, individual Personal Identification Numbers (PIN) for each driver, operator, or location as well.**

U.S. Bank complies with this requirement. The State's Fleet Administrator will have a variety of control options to ensure that your fleet card program reflects your needs. The State will be able to customize program controls across the program, for groups of cards and for individual cards.

Within a single account, the State can assign cards to individual drivers, vehicles, equipment, locations or entire organizations. Each card can have different attributes, including:

- Purchase control by type (fuel-only, or fuel and other)
- Transaction limits
- Point of sale prompts

The State has the option to assign each card two prompts at the point of sale: odometer reading and a customizable numeric ID (e.g., driver ID or vehicle ID). The State can select any four to six numbers for the second prompt. This is currently what the State is using with Wright Express. To further enhance security, fleet administrators can require the use of a personal identification number (PIN), which is a one-to-one relationship.

#### **2.2.1.3 Vendor must capture point of sale information at the fuel dispenser. Personal identification number (PIN) and odometer, hours, or power take off (PTO) reading must be entered and verified as an authorized entry (valid PIN [active] and valid odometer, hour, or PTO reading [no numeric value less than the last recorded odometer, hour, or PTO reading]) prior to fuel being dispensed. Reported transactional data must include: the amount of the expenditure, the identity of the driver or operator (PIN), the odometer, hour, or power take off (PTO) reading, fuel type (unleaded, diesel, ethanol [E-85], CNG, LNG, LPG, and hydrogen), grade or composition (regular unleaded, mid-grade unleaded, premium unleaded, biodiesel [B-5], and biodiesel [B-20]), quantity dispensed, and the identity of the fuel provider.**

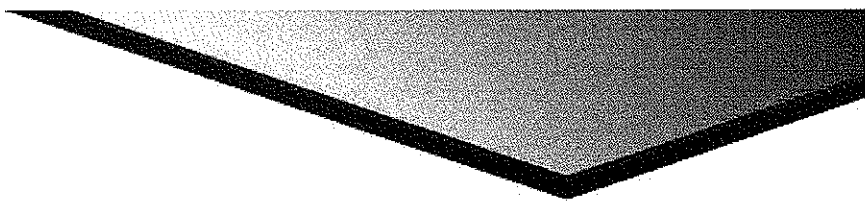


U.S. Bank complies with this requirement. U.S. Bank not only requires a PIN/Driver ID and odometer to be entered but both prompts can be validated before pump is authorized.

⤴ Hide Card & Vehicle Authorization/Exception Rules

Card & Vehicle Limits		Temporary Limits	
<b>Card &amp; Vehicle Authorization/Exception Rules</b>			
The following rules can be used for authorizing transactions, exception reporting, or both.			
Rule	Value	Usage	
<b>Card &amp; Vehicle Transaction Limits</b>			
Transactions per Day	<input type="text" value="3"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Authorization <input type="button" value="v"/>	
Transactions per Week	<input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
Transactions per Month	<input type="text" value="34"/> <input checked="" type="radio"/> Hard <input type="radio"/> Soft	Authorization <input type="button" value="v"/>	
Transactions per Cycle	<input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
Dollars per Day	\$ <input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
Dollars per Week	\$ <input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
Dollars per Month	\$ <input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
Dollars per Cycle	\$ <input type="text" value="1000"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Authorization <input type="button" value="v"/>	
Max. Dollars per Transaction	\$ <input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
<p><b>Hard:</b> Decline authorization when limit is reached  <b>Soft:</b> Call for authorization when limit is reached</p>			
<b>Card &amp; Vehicle Purchase Limits</b>			
Days	<input type="text"/> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
Times	<p><b>Time Range A (Central Time):</b>            From: <input type="text" value="12"/> <input type="text" value="00"/> <input type="text" value="AM"/>            To: <input type="text" value="12"/> <input type="text" value="00"/> <input type="text" value="AM"/></p> <p><b>Time Range B (Central Time):</b>            From: <input type="text"/> <input type="text"/> <input type="text"/>            To: <input type="text"/> <input type="text"/> <input type="text"/></p> <input type="radio"/> Hard <input checked="" type="radio"/> Soft	Limit Not In Use <input type="button" value="v"/>	
<b>Vehicle Odometer</b>			
Authorize Odometer Entry	<input type="radio"/> Valid Odometer Entered <a href="#">View Rules</a> <input checked="" type="radio"/> Valid Odometer Mileage Odometer entered must be less than <input type="text" value="500"/> miles above last valid odometer reading. <a href="#">View Rules</a>	Authorization <input type="button" value="v"/>	
<input type="radio"/> Hard <input checked="" type="radio"/> Soft			

U.S. Bank does not enter into a card acceptance agreement with a merchant unless they are able to provide level III data. Furthermore, U.S. Bank has worked closely with oil companies and



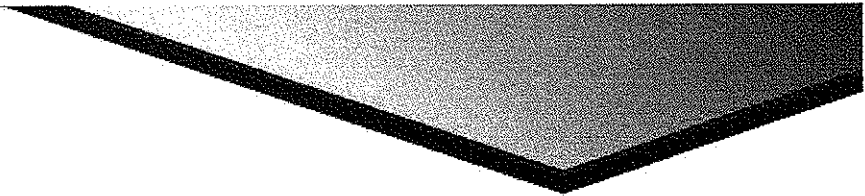
independent merchant processors to continue to enhance the merchants' ability to provide level III data.

Following is a list of all data elements that can be captured and tied to a single transaction within the Voyager system:

- Account Number
- Account Name
- Card ID
- Transaction Occurred Date
- Transaction Time
- Invoice Number
- Product Description
- Units
- Transaction Line Amount
- Participant Name
- Merchant Name
- Merchant Address
- Merchant City
- Merchant State
- Merchant Zip
- Prompt Type
- Vehicle ID
- Driver ID
- Actual Odometer
- Type of Sale Description
- Account Org Level 1 ID
- Location Number
- Participant Code
- Product Code
- Product Type Description
- Product Source Code
- Purchase Order Number
- Service Type
- Type of Sale
- Service Type Description
- Transaction ID
- Transaction Day of Week
- Transaction Posting Date
- Cost Per Unit
- Net Purchase Amount
- Prompt Type Code
- Driver/Vehicle Type
- Card Code 1
- Card Code 2
- Card Code 3
- Card Code 4
- Card Code 5
- Driver Last Name
- Driver First Name
- Driver Middle Initial
- Driver Code 1
- Driver Code 2
- Driver Code 3
- Driver Code 4
- Driver Code 5
- Vehicle Description
- VIN
- Vehicle License
- Vehicle License State
- Estimated Odometer
- Estimated Odometer Code
- Miles Driven
- Cost Per Mile
- Miles Per Gallon
- Vehicle User Code 1
- Vehicle User Code 2
- Vehicle User Code 3
- Vehicle User Code 4
- Vehicle User Code 5
- Total Exempted Taxes
- Vehicle Organization Level 2 Name
- Vehicle Organization Level 3 Name
- Vehicle Organization Level 4 Name
- Vehicle Organization Level 5 Name
- Vehicle Organization Level 6 Name
- Vehicle Organization Level 7 Name
- Driver Organization Level 2 Name
- Driver Organization Level 3 Name
- Driver Organization Level 4 Name
- Driver Organization Level 5 Name
- Driver Organization Level 6 Name
- Driver Organization Level 7 Name
- Card Organization Level 1 Name
- Card Organization Level 2 Name
- Card Organization Level 3 Name
- Card Organization Level 4 Name
- Card Organization Level 5 Name
- Card Organization Level 6 Name
- Card Organization Level 7 Name
- Transaction Exception Description 1
- Transaction Exception Description 2
- Transaction Exception Description 3
- Transaction Exception Codes 1
- Transaction Exception Codes 2
- Transaction Exception Codes 3
- Federal Tax Exempted Amount
- State Motor Fuel Tax Exempted Amount
- State Sales Tax Exempted Amount
- Local Sales Tax Exempted Amount
- Miscellaneous Tax Exempted Amount
- Primary Motor Fuel Tax Exempted Amount

**2.2.1.4 Vendor must invoice individual agencies monthly for fuel-only charges made by assigned drivers or operators. The Vendor will pay directly to fuel suppliers: 1) all charges except Federal Excise Tax and State tax as an "ultimate vendor" or 2) credit (preferred method) or reimburse the Federal Excise Tax and State tax collected to the invoiced agencies monthly.**

U.S Bank complies with this requirement. The U.S. Bank system allows for an unlimited number of individual accounts, with each account containing up to 99,999 individual cards. Furthermore, each account can have its own separate billing address, thus allowing for each State department and other entity to have their own individual billing.



As a registered Ultimate Vendor, U.S. Bank processes Federal fuel excise tax exemptions for all state and local government entities which qualify for Federal tax exemptions on fuel products of gas, diesel, aviation gas, and kerosene. In addition U.S. Bank is able to process applicable State fuel excise tax exemptions through the oil companies/processors. Our proprietary exemption handling system processes all tax exemptions when the transaction posts with the exemption showing with each transaction.

**2.2.1.5 Vendor must create master, central, separate account, subordinate division, subdivision, or location-specific hierarchical organization (chart of accounts) for viewing, reporting, and administration as designated by FMO.**

The State can customize Fleet Commander Online to reflect your organization structure. Taking advantage of the seven available organization levels will enable more targeted reports and increase program visibility across divisions.

**2.2.1.6 Vendor must create dynamic application filtering between hierarchical organizations and robust user administration to ensure user roles or application permissions can be adjusted by FMO or hierarchical designees.**

U.S. Bank complies with this requirement. Within Fleet Commander Online, the State's Program Administrator will have the ability to move users within the reporting hierarchy, as well as alter their access rights within the system.

Using Fleet Commander Online, the Program Administrator can change or add the following limits within the overall program limits. These changes are real time.

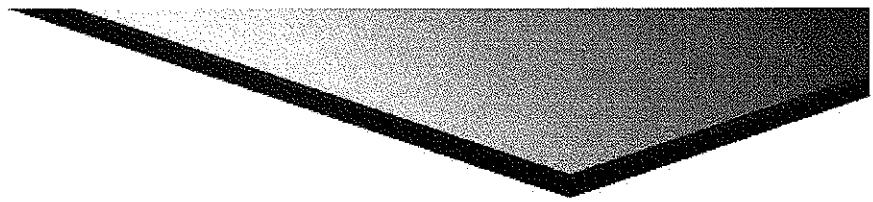
- **Limits**—Number of transactions allowed daily, weekly, monthly and cycle, dollars allowed daily, weekly, monthly and cycle, valid purchase days and valid purchase times are available on program
- **Demographic information**—Five alternate fields allowed on each card, driver and vehicle
- **Reporting hierarchy/access rights**—Program Administrators can move users within the reporting hierarchy as well as alter their access rights in the system
- **Account Setup/Cancel and Card Order**—Program Administrators can cancel and order cards, enter desired embossing text

**Real-time updates**

All of the changes listed above are made in real time. Other controls can be changed upon request through our Account Coordinator team and typically will take effect the next day.

**2.2.1.7 Vendor must integrate 1) time-phased initial secure, fuel-only credit card issue as designated by FMO (estimated number 3,100 per fiscal year), 2) provide client-defined data fields to accommodate a combination of vehicle/equipment type, location, assigned spending unit, etc. as designated by FMO 3) provide color-differentiated plastic card stocks to easily separate vehicle from equipment cards.**

U.S. Bank complies with these requirements.



## Implementation

U.S. Bank has extensive experience implementing programs equal to the size of the State's proposed program and larger. U.S. Bank Fleet Systems has implemented approximately 1,445 corporate and commercial clients; 1,000 Government and Federal Government relationships; and 100 co-brand and private label partner relationships.

U.S. Bank takes a consultative approach from the outset of your fleet card implementation. Each step in the sales process enhances our understanding of your organization, allowing us to suggest solutions that will add significant value to the State's fleet card program.

When the State chooses U.S. Bank as your fleet card program provider, U.S. Bank personnel will meet with your designated Fleet Administrator to review policies and procedures, develop a communication plan, and discuss plans for account set-up and training.

Once the basic program parameters have been determined, U.S. Bank will meet with your representatives to begin more specific implementation planning. The following tasks are part of the implementation kickoff meeting:

- Discussion of program goals and objectives
- Identification of key participants
- Definition of program roles and responsibilities
- Confirmation of program specifics
- Completion of an account enrollment spreadsheet
- Establishment of implementation timeframe

After this initial meeting, your U.S. Bank relationship management team will conduct regular meetings with your Fleet Administrator and other appropriate representatives until your implementation is complete.

Before card issuance, Voyager will confer with your Fleet Administrator to review progress against an implementation task list and discuss any remaining open tasks. If all elements meet the satisfaction of your organization, the implementation will close, and all account servicing will be conducted through your U.S. Bank Relationship Manager and our team of Account Coordinators.

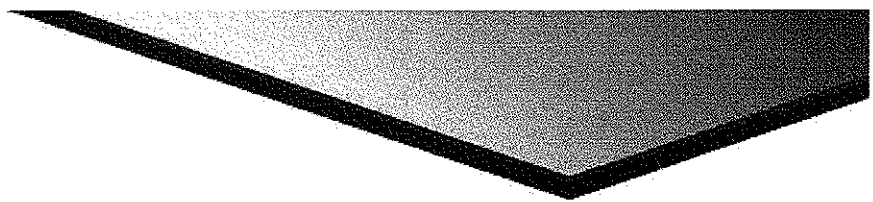
Please refer to **Exhibit 1** for a **Sample Implementation Project Plan**.

### Client-defined data fields

In addition to the typical fleet data fields such as vehicle and driver information, U.S. Bank provides 15 additional user defined fields that are captured on every transaction and are fully reportable with Fleet Commander Online.

### Color Differentiated Cards

U.S. Bank will supply the State with color-differentiated plastic cards for the purpose of distinguishing between vehicle and equipment cards.



## 2.2.2 Reporting

### 2.2.2.1 Vendor must provide a browser client-server application for real-time exception reporting based on user-selected criteria such as odometer, transactional, fuel quantity, fuel expenditure, and fuel type or grade thresholds or selections.

U.S. Bank complies with this requirement.

#### ***Real-time Purchase Alerts***

Real-time Purchase Alerts provide Fleet Commander Online users immediate notification when a card, driver or vehicle match specific purchase parameters. Fleet Managers who utilize this functionality will have the ability to proactively update spend limits or prevent excessive and improper usage. This feature provides extreme flexibility and control with the option to select one or multiple parameters and have them applied to one or multiple cards, drivers or vehicles. All alerts automatically post in the Fleet Commander Online Message Center. Users gain added convenience with the option of also receiving the notifications by text message, e-mail or both. Cell phone provider text message fees apply. Real-time Purchase Alerts parameter options include:

- Dollar Amount
- Number of Transactions
- Purchase Time
- Purchase Days
- Product, State
- Quantity
- Invalid Fuel Type

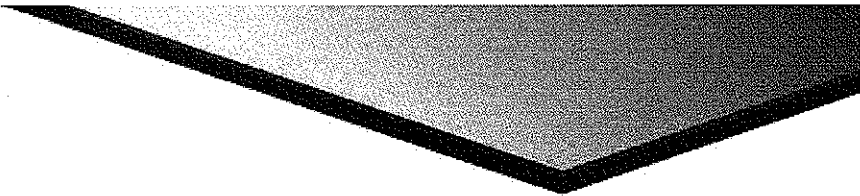
In addition to purchase alerts, Fleet Commander Online's reporting suite will help the State identify exceptions and monitor cardholder spending. Exception reports highlight card use that falls outside of the State's policies. Using these reports, Fleet Administrators can quickly identify and address potential employee misuse. Possible exceptions include:

- Vehicle fuel capacity variances
- Purchase pattern discrepancies
- Product variances

Standard exception reports include:

- *Cards with High Dollars for Non-maintenance Transactions*
- *Cards with High Gallons*
- *Cards with Non-fuel Purchases*
- *Cards with Highest Number of Transactions*
- *Cards by Purchase Method*
- *Cards by Percent of Limit*

Authorized Fleet Commander Online users can also customize exception reports based on relevant parameters. In addition to creating a report in real time, the State can schedule daily, weekly, monthly or quarterly report generation.



**2.2.2.2 Vendor must provide standardized and customizable reports will be available through a browser-client application to state agencies without additional charge. Reports must be exportable in comma-separated-value or “.csv” format.**

Comprehensive reporting contributes to effective program management. With U.S. Bank’s industry-leading reporting tools, the State can transform raw transaction data into business intelligence for compliance management, cost reduction efforts and strategic planning. Users can export reports in convenient file formats including CSV, Excel, HTML, PDF and tab-delimited text files. Report categories include:

- **Inventory Reports**—Inventory reports allow Fleet Administrators to assemble real-time inventory information to manage all aspects of your fleet. This series of reports includes detailed individual card, vehicle and driver profiles.
- **Transaction Reports**—Users can customize transaction reconciliation and vehicle management reports. Voyager Fleet Commander Online allows users to drill down into transactional data and create customized reports that include user-specified data elements. Users can also define the column appearance, naming, sort order, date range and specific account or organizational level.
- **Management Reports**—Management reports help Fleet Administrators spot misuse and evaluate transaction trends, including: non-fuel purchases, high number of gallons, highest number of transactions, multiple purchases per day, and purchase methods. Fleet Administrators can also create summary reports to identify overall spending trends.
- **Exception Reports**—The State can designate alerts to monitor program compliance. Exception reports highlight card use that falls outside of the State’s requirements. Using these reports, Fleet Administrators can quickly identify and address potential employee misuse.
- **User Activity Reports**—This group of reports generates a log of changes made to the State’s program. Fleet Administrators can view changes to cards, drivers, vehicles and purchase orders. Reports include the item changed, what was changed, when and by whom.
- **Billing Reports**—Billing reports provide information on all program transactions including any payments and adjustments.

Fleet Commander Online users can save reports based on specified criteria and schedule daily, weekly, monthly or quarterly report generation. U.S. Bank sends e-mail notifications to the user when a report has been generated. The user controls what information goes into a report and how the system sorts the information using report-specific parameters and sorting options. Users can share established reports within the State’s program.

Fleet Commander Online’s ad hoc reporting functionality allows the State to create a convenient collection of customized reports. Using this feature, the State can compile the data you need in a format that best suits your organization and share customized reports with other users. Ad hoc reporting functionality also provides access to report output from scheduled reports and shared reports.

**2.2.2.3 Reports must be mathematically correct. Rounding individual costs and /or other totals are not acceptable.**

U.S. Bank complies with this requirement.

2.2.2.4 Vendor must provide a browser client-server application for drivers or operators that identify the name, physical address, telephone number, and hours of operations for each participating fuel-only fuel card program authorized retailer. The browser client-server application must be searchable by single or multiple data points, e.g., city and state, zip code, or distance from an inputted zip code.

The U.S. Bank Acceptance Locator is a web-based tool that provides card users with detailed merchant and service information for all locations that accept the U.S. Bank Fleet Card. In addition to pinpointing locations, U.S. Bank's locator identifies the average fuel price in the search area as well as the lowest cost fuel providers.

This feature pinpoints the merchant's location, fuel prices and other information based on the user's search criteria. The tool generates an interactive map that offers driving directions and compares merchant locations to the average fuel price in the search area.

**VOYAGER** Voyager Acceptance Locator

Avg Unleaded Price in Map: \$2.85      Prices subject to change without notice      Avg Diesel Price in Map: \$3.08

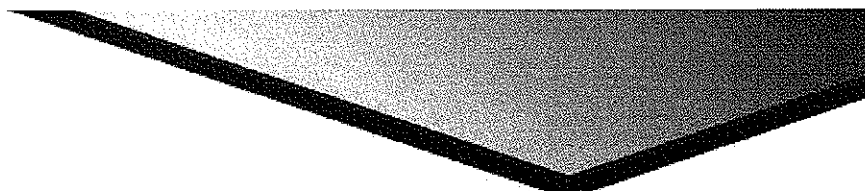
[Modify Search](#) | [New Search](#) | [Print](#)

**50 Merchants Found**

- SUNMART #323**  
601 SPENCER HWY  
SOUTH HOUSTON, TX 77587 -3640  
Dist = 0.32 miles  
[SUNMART #323 Details...](#)  
[Get Driving Directions](#)
- A TO Z PLUS FD MART**  
2212 HWY 3  
SOUTH HOUSTON, TX 77587  
Dist = 0.37 miles  
[A TO Z PLUS FD MART Details...](#)  
[Get Driving Directions](#)
- FLEET COLLISION SERVICE**  
2806 HOUSTON BLVD  
SOUTH HOUSTON, TX 77587 -5146  
Dist = 0.45 miles  
[FLEET COLLISION SERVICE Details...](#)  
[Get Driving Directions](#)
- ALIGNMENTS 2000, INC.**  
502 WASHINGTON ST  
SOUTH HOUSTON, TX 77587 -4502  
Dist = 0.59 miles  
[ALIGNMENTS 2000, INC. Details...](#)  
[Get Driving Directions](#)
- KET FOOD STORE**  
516 COLLEGE AVE  
SOUTH HOUSTON, TX 77587 -4202  
Dist = 0.74 miles  
[KET FOOD STORE Details...](#)  
[Get Driving Directions](#)

**Legend:**  
 U Lowest Unleaded Location      D Lowest Diesel Location      DU Lowest Unleaded/Diesel Location  
 Locations Matched to Criteria      Other Voyager Locations      Maintenance Locations Matched to Criteria      Other Maintenance Locations

**Zoom Level**  
To move map click and drag.

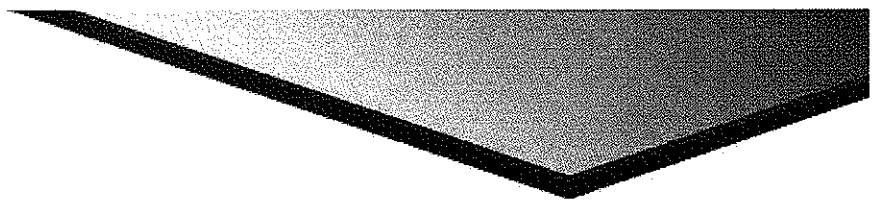


**2.2.2.5 Vendor must include initial set-up fees, software licensing, and annual software maintenance fees in the monthly, fixed price fee per card.**

U.S. Bank understands the State's need for a low-cost fleet program that allows you to realize the greatest benefit of cost saving opportunities. U.S. Bank is proud to offer the State a fleet card program without the hidden costs that are often associated with other programs. The U.S. Bank Fleet Card program has no annual card fee, and we do not charge for program implementation, training, reporting or technology.

We believe our success is dependent upon the success of our clients. Rather than cutting corners in our service offering to make up for the low cost of our program, we are dedicated to providing the best combination of unparalleled service, support, technology and innovation at the best possible price for our clients.





U.S. Bank offers the State a comprehensive fuel card program with the following pricing.

Feature	Fee
<b>Standard Features</b>	
Annual Fee Per Card/Account	No fee
Late Fees	No fee
Finance Charges <i>Charged on the Average Daily Balance if balance is not paid in full by the due date shown on the statement.</i>	No fee
Fee per Transaction	No fee
Card Fee	No fee
Replacement Card Fee	No fee
Implementation and Training Costs	No fee
<b>Optional Features</b>	
Custom Card Design <i>Minimum order: 10,000 cards</i>	Total Fee: \$3,500 per design <ul style="list-style-type: none"> <li>■ Design Fee: \$1,000</li> <li>■ Printing Fee: \$2,500</li> </ul>
Logo Card	\$200
Customized Key Chains	\$1.60 each
Overnight Fee (for card delivery)	\$20.00 per shipment
<b>Technology</b>	
Fleet Commander Online <i>The Fleet Commander Online web enabled system offers authorized personnel direct access to edit account data and reporting.</i>	No fee

In addition, U.S. Bank is also proposing a revenue sharing opportunity to the State, described within our **Financial Proposal**, included as **Exhibit 2**.

## 2.2.3 Management/Administration

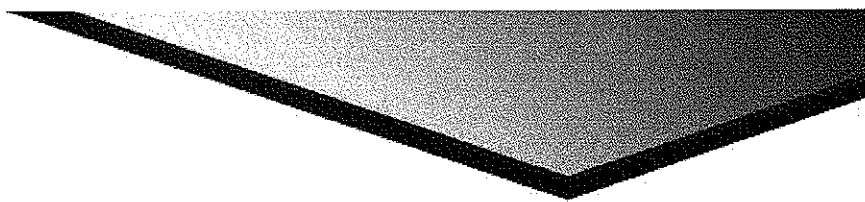
**2.2.3.1 Vendor shall provide on-site user training in West Virginia as required to demonstrate a functional understanding of the browser client-server application by the user; utilization of reports; analysis of operating costs; and cost trends at no additional cost. No more than four (4) half-day visits will be required during annual contract periods.**

U.S. Bank will comply with the request for on-site training.

Your U.S. Bank Sales Representative, Ryan Calloway, and your U.S. Bank Relationship Manager, Pirosh Thomas, will work with the State to develop a training program that will fit all of your program training needs.

U.S. Bank will provide all necessary training to the State, including:

- The training of all authorized the State personnel on the proper, accurate, and efficient operation of all aspects of the U.S. Bank Fleet system and the Voyager network.
- Collaboration with the State on materials that will be utilized for training purposes at the management and driver level.

- 
- The initial training sessions at locations specified by the State are usually one to two hour sessions with ongoing telephone and web cast training support as needed.

In addition, for the first twelve months of the new contract term, U.S. Bank commits to providing comprehensive weekly conference calls, monthly status update meetings and on-demand web-cast training classes for all card program capabilities, maintenance system customization and internet reporting tools. Once the State feels comfortable that its new fleet card program has been successfully optimized, Voyager will provide quarterly training and product update meetings to Fleet Administrators in order to maintain effective communication of new developments and innovations. All of this will provided to the State at no cost.

### **Training Materials**

Your U.S. Bank Relationship Manager, Pirosch Thomas, will provide the following training materials for each training class:

- Training Class Agenda and Notes Document
- Fleet Commander Online Enrollment Form
- Fleet Commander Training Manual

U.S. Bank will provide customized Implementation Action Plans and Software Tools manuals in Online (CMH), PDF, Microsoft Word, and paper formats.

### **Web-based Training (WBT)**

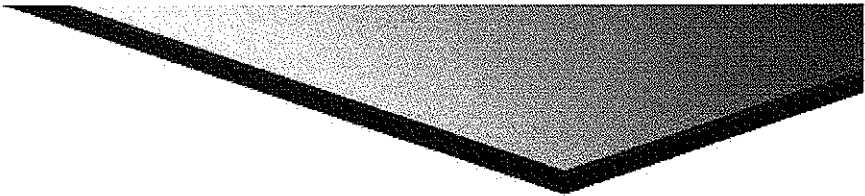
The Fleet Commander Online WBT delivers a comprehensive and interactive customer training environment. Our self-paced, web-based training program allows users to work through Fleet Commander Online training at their own convenience.

The system provides clear, screen-by-screen, step-by-step instruction on how to use the system. Overall, the training system is colorful and engaging. And since the WBT is structured into small, topical lessons, learners can pace their training (or review a lesson when necessary). Each lesson has a set of self-evaluation questions that allow the user to validate their understanding before moving on to the next lesson.

### **Training Classes**

U.S. Bank will work with the State to provide a comprehensive training class that can be presented to the State in approximately three hours. A full training class agenda on U.S. Bank Fleet program software tools would include:

- Fleet Commander Online Account Maintenance Training (1 Hour)
  - User ID/Password Creation and Site Overview (10 Minutes)
  - Card Maintenance (20 Minutes)
  - Vehicle Maintenance (10 Minutes)
  - Driver Maintenance (10 Minutes)
  - Exception and Custom Data Parameters (10 Minutes)
- Fleet Commander Online Reporting Tools (1 Hour)
  - Inventory Reports (10 Minutes)
  - Transaction Reports (10 Minutes)
  - Management Reports (15 Minutes)
  - Exception Reports (10 Minutes)
  - Billing Reports (10 Minutes)
  - Report Saving and Scheduling (5 Minutes)
- Open Forum (30 Minutes)



Training can be broken down into specific sections. For example, certain administrators would require training on all fleet systems; however, managers would only need training on the reporting systems. U.S. Bank will work closely with the State to arrange customized training classes per user roles.

### **Annual Program Reviews**

A complete set of account review tools provide the State with an assessment of program performance and areas for optimization. During annual account reviews, the State's Relationship Manager will discuss program performance, provide benchmarking statistics for evaluation of your program, and provide consultation regarding opportunities to improve the program.

U.S. Bank addresses the entire fleet supply chain by providing ongoing consultation and collaboration with clients. U.S. Bank helps clients identify cost saving initiatives, discount opportunities and diverse transaction consolidation. Account reviews can improve fleet management in the following areas:

- Accounting
- Settlement
- Data exchange
- Transaction integration
- Compliance
- Discount merchant networks
- Aviation fuels
- Maintenance and parts services
- Bulk fueling and wet-hosing
- Additional CPS payment solutions

**2.2.3.2 Vendor shall participate, at FMO's request, (with 30-day advance notice) at seminars in West Virginia to educate drivers or operators on program requirements at no additional cost to the state. No more than two (2) full-day visits will be required per annual contract period.**

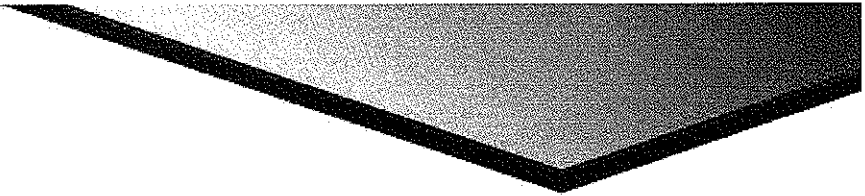
U.S. Bank will comply with this requirement. Your U.S. Bank dedicated Relationship Manager, Pirosh Thomas, will work with the State to accommodate your request.

**2.2.3.4 Vendor must allow FMO and designees to periodically visit the Vendor to verify/review the program in operation.**

U.S. Bank is legally obligated to protect the confidentiality of the records of all of its clients, and accordingly it cannot permit audits or inspections on its premises. U.S. Bank can make documents and records relevant to this contract available for audit at a mutually agreed location upon reasonable notice.

## **2.3 Delivery**

**The Vendor must agree to deliver secure, fuel-only credit cards on contract within five (5) business days after receipt of a viable procurement document. If the vendor believes that**



**delivery will be longer than five (5) business days, the vendor must contact the FMO or designee within two (2) business days after receipt of the order to discuss the reason for the delay and a new projected delivery date.**

U.S. Bank will comply with this request after initial implementation. Please note that once a contract is executed, there is an implementation stage that allows for both the State and U.S. Bank to get the program set up. During this stage, card delivery timelines may be longer than the timeline requested by the State.

### ***Initial Roll Out***

For the initial roll out, our client can submit a hardcopy list or data file that provides all driver and vehicle information. After processing the list or file, U.S. Bank will confirm account set-up with the State. Upon approval, Voyager will emboss and mail all cards to the designated card addresses.

Voyager can process all of the State's cards at once. The advantages of Automated Card Issuance are:

- Complete implementation from the outset
- Significantly quicker program implementation
- Automated file processing eliminates potential set-up errors

Implementation typically takes 3-4 weeks, depending upon on how quickly the State can provide vehicle and driver information to U.S. Bank.

### ***Ongoing Issuance***

After implementation, Fleet Managers can establish new cards, drivers and vehicles using Fleet Commander Online, or send the request via fax or e-mail. Card requests using Fleet Commander Online are processed the next business day. All other card requests are processed within 48 hours. Rush issuance can be completed within 48 hours. Fees apply for overnight deliveries, as indicated in the fee table. The fee table can be found in our response to **Requirement 2.2.2.5**.

## **2.4 Payment and Invoicing**

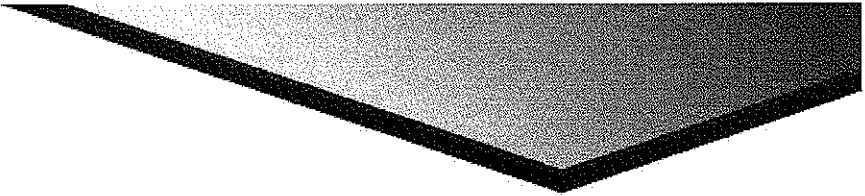
### **2.4.1 The costs quoted must match the invoice to insure timely payment.**

U.S. Bank will comply with this request.

## **2.5 Uninterrupted Fuel Service**

**The Vendor must provide secure, fuel-only credit cards for temporary use during card replacement cycles to FMO or designee to ensure uninterrupted fuel service for drivers or operators. The vendor must describe the procedure on how and when the inventory of temporary-use, secure, fuel-only cards will be restocked.**

U.S. Bank can provide inactive cards at the time of issuance by disabling the PIN/ID function. To activate the card, the State's Fleet Manager can use the online system to update the PIN or change the prompt to a driver/vehicle ID. This will allow the card to be used immediately at a retail location.



Your Relationship Manager can assist the State in determining how many emergency cards you should keep on hand, as well as how to manage inventory of your temporary cards.

## 2.10 Support

**The Vendor shall maintain a toll-free technical support telephone number, staffed for eight consecutive hours, between the hours of 8:00 a.m. and 5:00 p.m., EST, during business days for the State, and accessible to all agencies who have received secure, fuel-only credit cards from the vendor under this contract. Personnel staffing the Vendor's support line shall be able to give technical assistance to agencies for all products or service purchased from or provided by the Vendor.**

U.S. Bank's Customer Service Representatives are available to personally assist the State with any account issues 24/7. U.S. Bank phone lines are never answered by an automated voice response unit, and because U.S. Bank's toll-free number is listed on the back of every card issued to your organization, the State can take comfort in knowing that your drivers have 24/7 access to live U.S. Bank Customer Service Representatives for all emergency authorization and roadside assistance needs.

Other services available by dialing our toll-free number are:

- 24/7 fuel and maintenance authorization
- 24/7 emergency roadside assistance (out of gas, lock outs, tire repair, towing, etc.)
- 24/7 temporary vehicle replacement program (access to temporary replacement vehicles through Enterprise and Hertz car rental facilities)
- 24/7 assistance for locating fuel and maintenance locations
- 24/7 driver support (how to use the card, assistance with over-the-limit transactions, fuel and maintenance rules, etc.)

Additionally, between the hours of 7 a.m. and 9 p.m. EST, U.S. Bank Customer Service provides:

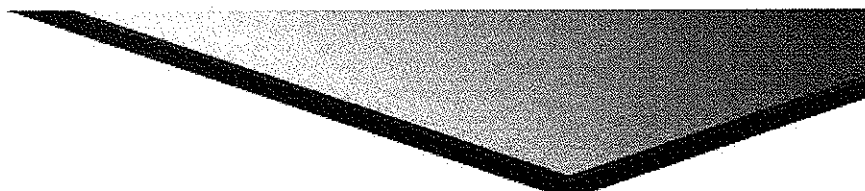
- Full account maintenance (card, vehicle, driver, billing, limit requests, etc.)
- Transaction dispute resolution assistance
- Technical support

Fleet Commander Online also provides 24/7 access and support for online account maintenance, reporting and billing information.

### **Support Structure**

U.S. Bank provides several additional layers of support to the State.

- The Relationship Manager facilitates implementation of your fleet card program and provides ongoing consultation to the State for program updates, product enhancements and account performance.
- The dedicated Account Coordinator provides ongoing daily servicing support to the State including card processing and changes.
- The Fleet Commander Online technical group provides a live representative to assist with set-up, training and questions regarding Fleet Commander Online.

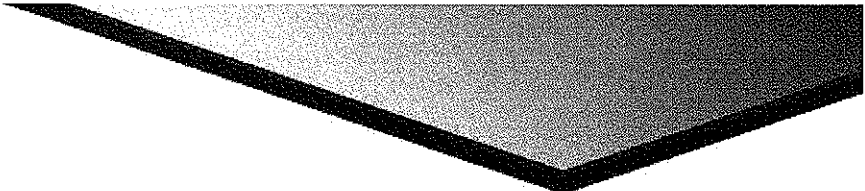


***Escalation Point of Contact Sheet***

The State will be given an Escalation Point of Contact sheet for any issues that our 24/7 Customer Service team or our Account Coordinator team cannot resolve. Any problem or complaint can be escalated to the upper management of U.S. Bank, and from top to bottom, we pledge to work quickly and diligently to resolve any problems that may arise.

***Authorization Procedures***

U.S. Bank adheres to standard authorization procedures. All electronic sales will be authorized online (real-time) against U.S. Bank's positive file; and transactions that violate the restrictions established by the authorization controls will be denied at the point-of-sale. Authorization assistance is available 24/7 through our toll-free customer service hotline.



### 3.0 Cost Proposal Bid Sheet

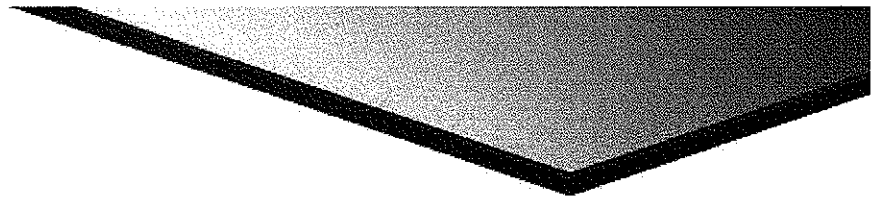
#### COST PROPOSAL RESPONSE

The cost quotation will be based on a quantity of 10,000 active secure, fuel-only credit cards per month for a one-year period.

\$ 0.00 per card per month X 10,000 cards/month = \$0.00 /month  
X 12 months = \$0.00 total cost quotation.

Vendor Name: U.S. Bank  
Point of Contact Name: Ryan Calloway  
Point of Contact Phone: (704) 243-3278

A complete fee table, as well as full details on U.S. Bank's proposed revenue sharing opportunity to the State, is described within our **Financial Proposal** included as **Exhibit 2**.



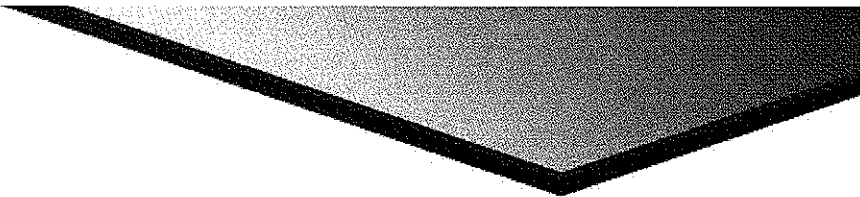
## **Conclusion**

Thank you once again for the opportunity to provide this overview of the solution offered by U.S. Bank Corporate Payment Systems. Please contact your Sales Representative, Ryan Calloway, if you require additional information on any of the outlined services.

In addition to further descriptions, Ryan can provide web demonstrations, training materials, customized sample reports and even direct discussions with operations personnel.

We welcome the opportunity to provide the information most critical to the State. Beginning with this proposal and following through its subsequent discussions, we hope to demonstrate that we have a deep commitment to earning your business and building a long-term relationship between the State and U.S. Bank.





**Additional Documentation**

Following is a list of additional documentation requested by the State, included as exhibits to this proposal:

- Exhibit 3**—Signed Purchasing Affidavit
- Exhibit 4**—Completed RFQ FLT11918
- Exhibit 5**—Signed Addendum 1
- Exhibit 6**—Signed Addendum 2

ONE

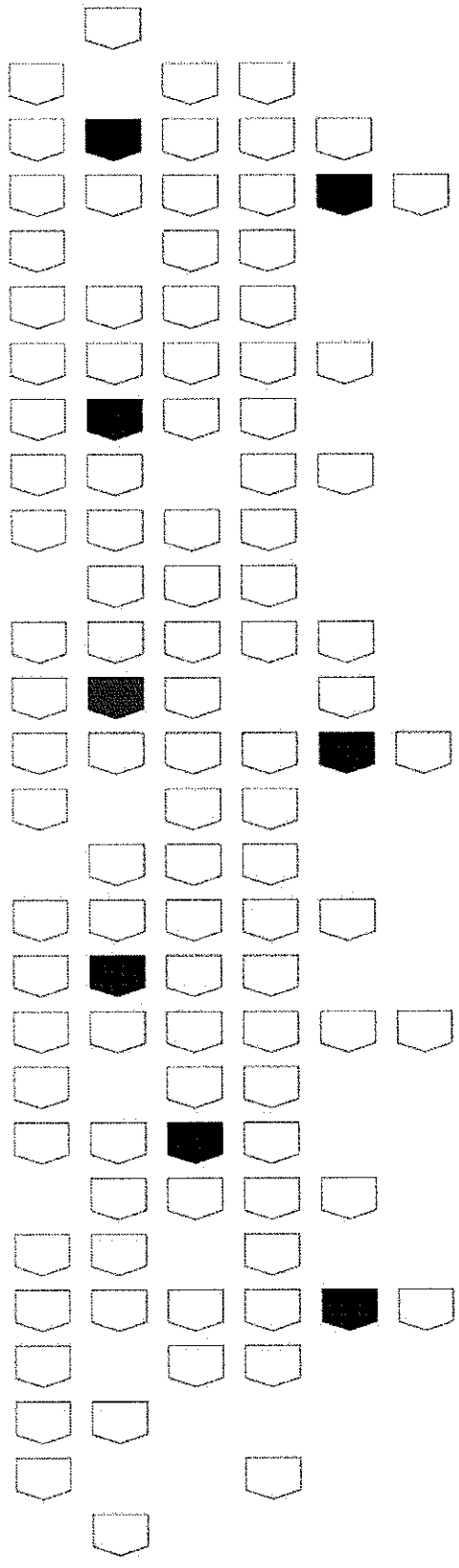


## U.S. Bank Voyager Fleet Card Program Implementation Process for New Clients

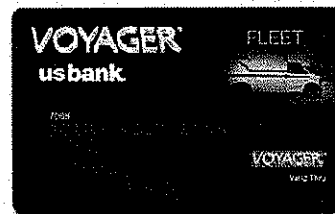
The following outlines the step-by-step process for implementing U.S. Bank Voyager Fleet Card program. **Implementation is completed within 15 business days after receipt of credit approval and client deliverables, providing that there is no custom card design.**

Step	Responsibility	Task	Timeline
1.	Client	Complete and return the following forms: <ul style="list-style-type: none"> <li>• Custom Card Form to sales/relationship manager (if applicable)</li> <li>• Data Transmission Questionnaire to sales/relationship manager (if applicable)</li> </ul>	Prior to Implementation
2.	U.S. Bank	Once the contract is signed, and an All Contingencies Satisfied (ACS) Notice has been received from the U.S. Bank Credit Department, an Implementation Project Manager (IPM) will be assigned. The IPM will contact client to schedule a conference call (kick-off meeting) to identify program goals and requirements.	1 day
3.	U.S. Bank and Client	Kick-off meeting will encompass the following areas: <ul style="list-style-type: none"> <li>• Fleet Commander Online (web-based fleet management solution)</li> <li>• Program Structure (Hierarchy, Spending Controls, Transmission Files, etc.)</li> <li>• Client Logo and card design requirements</li> <li>• Initial Cardholder enrollment process</li> </ul>	TBD (dependent on Client availability)
4.	Client	Complete and return any deliverables indicated by IPM in follow-up email. Generally, this would include items such as a cardholder enrollment file, autopay form, etc.  <i>Custom Logos will take approximately 3 weeks to process</i>	TBD (Client dependent)
5.	U.S. Bank	Full Program Solution is implemented, including cards and Fleet Commander	15 business days
6.	U.S. Bank	IPM will provide Fleet Administrator with user id and log in information for Fleet Commander Online, as well as training information (Web-based training, which includes opportunities for instructor led courses).  Once IPM has confirmed with client that cards and Fleet Commander Online Ids have been received, the client will transition to its Relationship Manager for ongoing program management support.	1 - 3 business days
7.	U.S. Bank	Relationship Managers will provide consultation and training regarding program updates, product enhancements, account performance and program best practices. <ul style="list-style-type: none"> <li>• understand company's goals and objectives</li> <li>• promote the fleet and commercial card concept throughout the client's organization</li> <li>• designate ways in which U.S. Bank and Voyager can best help the company</li> <li>• introduce value-added products and services</li> </ul> Voyager Account Servicing will assist with general day-to-day needs, such as; <ul style="list-style-type: none"> <li>• daily servicing for the Voyager Fleet Card program</li> <li>• research authorization declines</li> <li>• help resolve delinquency issues and questions</li> </ul>	Ongoing

TWO



**Exhibit 2  
Financial Proposal**



PRESENTED TO

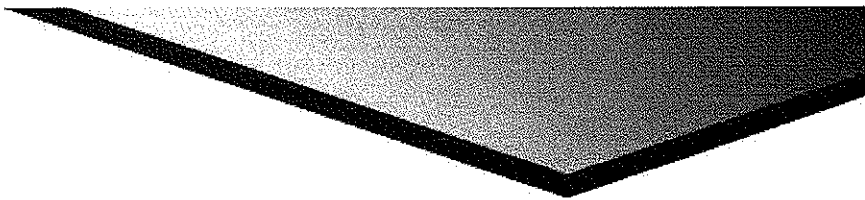
**THE STATE OF WEST VIRGINIA  
REQUEST FLT11918**

July 6, 2011

Ryan Calloway

(704) 243-3278

ryan.calloway@usbank.com



U.S. Bank invites State of West Virginia (the State) to contact us regarding needs or desires that are not specifically covered in this proposal.

This proposal represents the basis for a proposed business relationship and is not a contract for services. Pricing features herein are valid for 90 days from the date of this proposal.

## Financial Proposal

The U.S. Bank Fleet Card program will provide significant overall cost savings to the State. To further increase the value of your fleet card program, U.S. Bank offers the State the following pricing and incentive opportunity.

### Performance Incentive

U.S. Bank offers the State the opportunity to earn an incentive payment based on net annual charge volume<sup>1</sup>, qualified ticket size and speed of payment. The incentive opportunity has two parts that, while calculated separately, are dependent on each other: the State must qualify for both parts of the incentive to receive an incentive payment. If the State qualifies, the total incentive payment will be paid to the State annually.

#### Part 1: Performance Volume Incentive

At the end of each year, U.S. Bank will calculate two performance indicators for the State's program:

- Net annual charge volume for the State's entire program
- Qualified ticket size

The result will be compared to the following performance volume matrix to determine the qualifying incentive opportunity. In the State's Request for Proposal, you stated you currently have \$7,155,865 in spend with 171,740 transactions in 2010. Based on the fact that fuel prices in 2011 are up dramatically and around \$3.50 per gallon in West Virginia, our example below is based on a higher estimation of \$10 million in spend with an average transaction size of \$50.

VOLUME REBATE PERCENTAGE MATRIX								
Minimum Annual Sales Volume	Qualified Ticket Size							
	25.00 to 29.99	30.00 to 34.99	35.00 to 39.99	40.00 to 44.99	45.00 to 49.99	50.00 to 54.99	55.00 to 59.99	60.00 to 64.99
\$ 3,000,000	0.7100%	0.8500%	0.9500%	1.0000%	1.0300%	1.0600%	1.0800%	1.1000%
\$ 5,000,000	0.7600%	0.9000%	1.0000%	1.0500%	1.0800%	1.1100%	1.1300%	1.1500%
\$ 7,500,000	0.8100%	0.9500%	1.0500%	1.1000%	1.1300%	1.1600%	1.1800%	1.2000%
\$ 10,000,000	0.8600%	1.0000%	1.1000%	1.1500%	1.1800%	1.2100%	1.2300%	1.2500%
\$ 12,500,000	0.8900%	1.0300%	1.1300%	1.1800%	1.2100%	1.2400%	1.2600%	1.2800%
\$ 15,000,000	0.9200%	1.0600%	1.1600%	1.2100%	1.2400%	1.2700%	1.2900%	1.3100%
\$ 20,000,000	0.9500%	1.0900%	1.1900%	1.2400%	1.2700%	1.3000%	1.3200%	1.3400%
\$ 25,000,000	0.9800%	1.1200%	1.2200%	1.2700%	1.3000%	1.3300%	1.3500%	1.3700%

#### Part 2: Speed of Payment Incentive

At the end of each year, U.S. Bank will calculate the speed of payment performance for the entire fleet card program based on file turn days. File turn days are calculated by taking the sum of the daily accounts receivable balances for the rebate period divided by the total sales for the same rebate period— inclusive of the beginning and ending dates. The result will be applied to the speed of payment matrix on the following page to determine the qualifying incentive opportunity. We used 29 file turn days as an example which equates to two weeks after cycle.

<sup>1</sup> Net annual charge volume refers to all charges set forth on the monthly billing statements furnished for all accounts, less fees, chargebacks and amounts charged-off by U.S. Bank.

EARLY PAY INCENTIVE					
File Turn Days	Rebate	File Turn Days	Rebate	File Turn Days	Rebate
0	0.3375%	16	0.2175%	32	0.0975%
1	0.3300%	17	0.2100%	33	0.0900%
2	0.3225%	18	0.2025%	34	0.0825%
3	0.3150%	19	0.1950%	35	0.0750%
4	0.3075%	20	0.1875%	36	0.0675%
5	0.3000%	21	0.1800%	37	0.0600%
6	0.2925%	22	0.1725%	38	0.0525%
7	0.2850%	23	0.1650%	39	0.0450%
8	0.2775%	24	0.1575%	40	0.0375%
9	0.2700%	25	0.1500%	41	0.0300%
10	0.2625%	26	0.1425%	42	0.0225%
11	0.2550%	27	0.1350%	43	0.0150%
12	0.2475%	28	0.1275%	44	0.0075%
13	0.2400%	29	0.1200%	45	0.0000%
14	0.2325%	30	0.1125%		
15	0.2250%	31	0.1050%		

\*File turn days are calculated by taking the sum of the daily accounts receivable balances for the rebate period divided by the total sales for the same rebate period inclusive of the beginning and ending dates.

**Sample Incentive Calculation (Parts 1 and 2)**

Annual Sales	\$ 10,000,000
Average Ticket Size	\$ 50.00
File Turn Days	29
Volume Rebate Percentage	1.2100%
File Turn Rebate Percentage	0.1200%
Total Rebate Percentage	1.3300%
Total Annual Sales	\$ 10,000,000
Total Annual Rebate	\$ 133,000

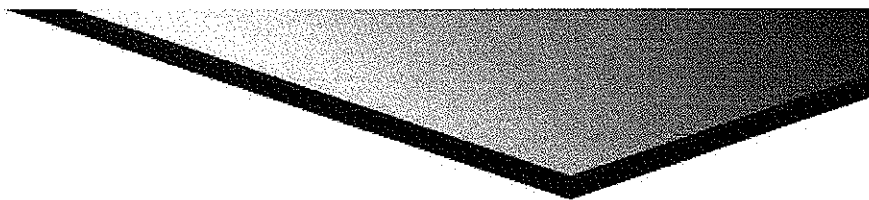
**Additional Conditions**

The State’s program must meet the following conditions to qualify for a rebate:

- The File Turn Days Payment Performance for all accounts billing statements is equal to or less than 45 File Turn Days
- All Rebates are net of losses
- The Qualified Ticket Size is equal to or greater than \$25
- This Rebate offering expires: 9/25/2011
- The agreement term in years: 1 year with two one- year renewal periods

Any payment will be net of charge-offs. Rebate payments, if any, will be made within sixty days after the end of the first and each subsequent year. U.S. Bank reserves the right to require a security arrangement of the fleet card program if the client financial condition does not meet the minimum credit guidelines.





### **ARI Program**

U.S. Bank recognizes that the State currently utilizes ARI for the management of your fleet program. We have several other clients that also use ARI for leasing and program management. If the State accepts our proposed offer, we would be willing to provide ARI with daily data downloads of the State's U.S. Bank Fleet Card program activity. However, if the State chooses to continue your current relationship with ARI, U.S. Bank is prepared to offer a one-time incentive payment of \$10,000 for the opportunity to provide co-branded cards in conjunction with ARI.

## Proposed Fees

U.S. Bank offers the State comprehensive fuel card program with the following pricing.

Feature	Fee
<b>Standard Features</b>	
Annual Fee Per Card/Account	No fee
Late Fees	No fee
Finance Charges <i>Charged on the Average Daily Balance if balance is not paid in full by the due date shown on the statement.</i>	No fee
Fee per Transaction	No fee
Card Fee	No fee
Replacement Card Fee	No fee
Implementation and Training Costs	No fee
<b>Optional Features</b>	
Custom Card Design <i>Minimum order: 10,000 cards</i>	Total Fee: \$3,500 per design <ul style="list-style-type: none"> <li>■ Design Fee: \$1,000</li> <li>■ Printing Fee: \$2,500</li> </ul>
Logo Card	\$200
Customized Key Chains	\$1.60 each
Overnight Fee (for card delivery)	\$20.00 per shipment
<b>Technology</b>	
Fleet Commander Online <i>The Fleet Commander Online web enabled system offers authorized personnel direct access to edit account data and reporting.</i>	No fee

THREE

RFQ No. FLT11918

STATE OF WEST VIRGINIA  
Purchasing Division

**PURCHASING AFFIDAVIT**

**West Virginia Code §5A-3-10a states:** No contract or renewal of any contract may be awarded by the state or any of its political subdivisions to any vendor or prospective vendor when the vendor or prospective vendor or a related party to the vendor or prospective vendor is a debtor and the debt owed is an amount greater than one thousand dollars in the aggregate.

**DEFINITIONS:**

"Debt" means any assessment, premium, penalty, fine, tax or other amount of money owed to the state or any of its political subdivisions because of a judgment, fine, permit violation, license assessment, defaulted workers' compensation premium, penalty or other assessment presently delinquent or due and required to be paid to the state or any of its political subdivisions, including any interest or additional penalties accrued thereon.

"Debtor" means any individual, corporation, partnership, association, limited liability company or any other form or business association owing a debt to the state or any of its political subdivisions. "Political subdivision" means any county commission; municipality; county board of education; any instrumentality established by a county or municipality; any separate corporation or instrumentality established by one or more counties or municipalities, as permitted by law; or any public body charged by law with the performance of a government function or whose jurisdiction is coextensive with one or more counties or municipalities. "Related party" means a party, whether an individual, corporation, partnership, association, limited liability company or any other form or business association or other entity whatsoever, related to any vendor by blood, marriage, ownership or contract through which the party has a relationship of ownership or other interest with the vendor so that the party will actually or by effect receive or control a portion of the benefit, profit or other consideration from performance of a vendor contract with the party receiving an amount that meets or exceed five percent of the total contract amount.

**EXCEPTION:** The prohibition of this section does not apply where a vendor has contested any tax administered pursuant to chapter eleven of this code, workers' compensation premium, permit fee or environmental fee or assessment and the matter has not become final or where the vendor has entered into a payment plan or agreement and the vendor is not in default of any of the provisions of such plan or agreement.

Under penalty of law for false swearing (*West Virginia Code §61-5-3*), it is hereby certified that the vendor affirms and acknowledges the information in this affidavit and is in compliance with the requirements as stated.

**WITNESS THE FOLLOWING SIGNATURE**

Vendor's Name: U.S. Bank National Association ND

Authorized Signature: [Signature] Date: 6/30/2011

State of Minnesota

County of Hennepin, to-wit:

Taken, subscribed, and sworn to before me this 30<sup>th</sup> day of June, 2011.

My Commission expires January 31, 2016.

AFFIX SEAL HERE

NOTARY PUBLIC [Signature]



FOUR



## Exhibit 4—Completed RFQ FLT11918

In the event U.S. Bank is awarded this bid, it respectfully proposes including in the parties' contract certain terms and conditions that reflect **(1)** U.S. Bank's card management services, **(2)** services relating to the extension of credit, and **(3)** laws and regulations that U.S. Bank is required to follow as a national banking institution. U.S. Bank proposes those terms and conditions be reviewed for inclusion upon an award so that the parties can reach a mutually acceptable agreement, incorporating the requirements of both.

The contact person should the State have any further questions regarding this proposal:

Ryan Calloway  
Vice President, Sales Public Sector  
U.S. Bank Corporate Payment Systems  
901 Fontaine Court  
Waxhaw, NC 28173  
(704) 243-3278  
ryan.calloway@usbank.com



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**1**

ADDRESS CORRESPONDENCE TO ATTENTION OF  
**KRISTA FERRELL**  
**304-558-2596**

**RFQ COPY**  
**TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
0001	1	EA		946-35	\$0.00	\$0.00
<p><b>FUEL ONLY CREDIT CARD</b></p> <p><b>REQUEST FOR QUOTATION (RFQ)</b>  <b>OPEN END CONTRACT</b></p> <p>THE WEST VIRGINIA STATE PURCHASING DIVISION FOR THE AGENCY, THE WEST VIRGINIA FLEET MANAGEMENT OFFICE, IS SOLICITING BIDS TO PROVIDE THE AGENCY WITH A SECURE, UNIVERSAL, FUEL-ONLY FUEL PROGRAM CARD WITH INTEGRATED BROWSER SERVER-CLIENT APPLICATION FOR THE PURPOSE OF PROVIDING A FLEET FUEL-ONLY PROGRAM CREDIT CARD SOLUTION FOR VEHICLES AND EQUIPMENT OWNED, LEASED, RENTED (SHORT TERM LEASE), ADMINISTERED, OR MANAGED BY THE WEST VIRGINIA FLEET MANAGEMENT OFFICE PER THE ATTACHED SPECIFICATIONS.</p> <p>A MANDATORY PRE-BID WILL BE HELD ON 06/15/2011 AT 1:00 PM AT THE AGENCY'S LOCATION AT 2101 WASHINGTON STREET EAST, BLDG. 17 IN CHARLESTON, WEST VIRGINIA. ALL INTERESTED PARTIES ARE REQUIRED TO ATTEND THIS MEETING. FAILURE TO ATTEND THE MANDATORY PRE-BID SHALL RESULT IN DISQUALIFICATION OF THE BID. NO ONE PERSON MAY REPRESENT MORE THAN ONE BIDDER.</p> <p>AN ATTENDANCE SHEET WILL BE MADE AVAILABLE FOR ALL POTENTIAL BIDDERS TO COMPLETE. THIS WILL SERVE AS THE OFFICIAL DOCUMENT VERIFYING ATTENDANCE AT THE MANDATORY PRE-BID. FAILURE TO PROVIDE YOUR COMPANY AND REPRESENTATIVE NAME ON THE ATTENDANCE SHEET WILL RESULT</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>K. Aspers</i>	TELEPHONE (612) 973-1315	DATE July 6, 2011
TITLE V.P. Sales Administration	FEN 76-0176053	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**2**

ADDRESS CORRESPONDENCE TO ATTENTION OF  
**KRISTA FERRELL  
 304-558-2596**

**RFQ COPY  
 TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
06/01/2011				
BID OPENING DATE: 07/06/2011		BID OPENING TIME 01:30PM		

LINE	QUANTITY	UOP	CAT NO.	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>IN DISQUALIFICATION OF THE BID. THE STATE WILL NOT ACCEPT ANY OTHER DOCUMENTATION TO VERIFY ATTENDANCE. THE BIDDER IS RESPONSIBLE FOR ENSURING THEY HAVE COMPLETED THE INFORMATION REQUIRED ON THE ATTENDANCE SHEET. THE PURCHASING DIVISION AND THE STATE AGENCY WILL NOT ASSUME ANY RESPONSIBILITY FOR A BIDDER-S FAILURE TO COMPLETE THE PRE-BID ATTENDANCE SHEET. IN ADDITION, WE REQUEST THAT ALL POTENTIAL BIDDERS INCLUDE THEIR E-MAIL ADDRESS AND FAX NUMBER.</p> <p>ALL POTENTIAL BIDDERS ARE REQUESTED TO ARRIVE PRIOR TO THE STARTING TIME FOR THE PRE-BID. BIDDERS WHO ARRIVE LATE, BUT PRIOR TO THE DISMISSAL OF THE TECHNICAL PORTION OF THE PRE-BID WILL BE PERMITTED TO SIGN IN. BIDDERS WHO ARRIVE AFTER CONCLUSION OF THE TECHNICAL PORTION OF THE PRE-BID, BUT DURING ANY SUBSEQUENT PART OF THE PRE-BID WILL NOT BE PERMITTED TO SIGN THE ATTENDANCE SHEET.</p> <p>TECHNICAL QUESTIONS CONCERNING THIS SOLICITATION MUST BE SUBMITTED IN WRITING TO KRISTA FERRELL IN THE WEST VIRGINIA STATE PURCHASING DIVISION VIA FAX AT 304-558-4115 OR VIA EMAIL AT KRISTA.S.FERRELL@WV.GOV.</p> <p>DEADLINE FOR ALL TECHNICAL QUESTIONS IS 06/21/2011 AT THE CLOSE OF BUSINESS.</p> <p>ALL TECHNICAL QUESTIONS RECEIVED BY THE DEADLINE WILL BE ANSWERED BY FORMAL WRITTEN ADDENDUM TO BE ISSUED BY THE PURCHASING DIVISION AFTER THE DEADLINE HAS LAPSED.</p> <p>VERBAL COMMUNICATION: ANY VERBAL COMMUNICATION BETWEEN ANY STATE PERSONNEL AND THE VENDOR IS NOT BINDING, INCLUDING THAT MADE AT THE MANDATORY PRE-BID MEETING. ONLY INFORMATION ISSUED IN WRITING AND ADDED TO THE</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE *[Signature]* TELEPHONE (612) 973-1315 DATE July 6, 2011

TITLE V.P. Sales Administration FEIN 76-0176053 ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'





State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**3**

ADDRESS CORRESPONDENCE TO ATTENTION OF  
**KRISTA FERRELL  
 304-558-2596**

**RFQ COPY  
 TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p><b>SPECIFICATIONS BY FORMAL WRITTEN ADDENDUM IS BINDING.</b></p> <p><b>NO CONTACT BETWEEN THE VENDOR AND THE AGENCY IS PERMITTED WITHOUT THE EXPRESS WRITTEN CONSENT OF THE STATE BUYER. VIOLATION MAY RESULT IN THE REJECTION OF THE BID. THE STATE BUYER NAMED ABOVE IS THE SOLE CONTACT FOR ANY AND ALL INQUIRIES AFTER THIS RFQ HAS BEEN RELEASED.</b></p> <p><b>EXHIBIT 10</b></p> <p><b>REQUISITION NO.: FLT.11918..</b></p> <p><b>ADDENDUM ACKNOWLEDGEMENT</b></p> <p><b>I HEREBY ACKNOWLEDGE RECEIPT OF THE FOLLOWING CHECKED ADDENDUM(S) AND HAVE MADE THE NECESSARY REVISIONS TO MY PROPOSAL, PLANS AND/OR SPECIFICATION, ETC.</b></p> <p><b>ADDENDUM NO.'S:</b></p> <p>NO. 1 <input checked="" type="checkbox"/> .....</p> <p>NO. 2 <input checked="" type="checkbox"/> .....</p> <p>NO. 3 .....          NO. 4 .....          NO. 5 .....</p> <p><b>I UNDERSTAND THAT FAILURE TO CONFIRM THE RECEIPT OF THE ADDENDUM(S) MAY BE CAUSE FOR REJECTION OF BIDS.</b></p> <p><b>VENDOR MUST CLEARLY UNDERSTAND THAT ANY VERBAL REPRESENTATION MADE OR ASSUMED TO BE MADE DURING ANY</b></p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE *[Signature]* TELEPHONE (612) 973-1315 DATE July 6, 2011

TITLE V.P. Sabs Administration FEIN 76-0176053 ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**4**

ADDRESS CORRESPONDENCE TO ATTENTION OF  
**KRISTA FERRELL  
 304-558-2596**

RFQ COPY  
 TYPE NAME/ADDRESS HERE

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>ORAL DISCUSSION HELD BETWEEN VENDOR'S REPRESENTATIVES AND ANY STATE PERSONNEL IS NOT BINDING. ONLY THE INFORMATION ISSUED IN WRITING AND ADDED TO THE SPECIFICATIONS BY AN OFFICIAL ADDENDUM IS BINDING.</p> <p><i>[Signature]</i>            .....            SIGNATURE  <i>U.S. Bank National Association</i>            .....            COMPANY  <i>6/30/2011</i>            .....            DATE</p> <p>NOTE: THIS ADDENDUM ACKNOWLEDGEMENT SHOULD BE SUBMITTED WITH THE BID.</p> <p>REV. 09/21/2009</p> <p>EXHIBIT 3</p> <p>LIFE OF CONTRACT: THIS CONTRACT BECOMES EFFECTIVE ON AWARD AND EXTENDS FOR A PERIOD OF ONE (1) YEAR OR UNTIL SUCH "REASONABLE TIME" THEREAFTER AS IS NECESSARY TO OBTAIN A NEW CONTRACT OR RENEW THE ORIGINAL CONTRACT. THE "REASONABLE TIME" PERIOD SHALL NOT EXCEED TWELVE (12) MONTHS. DURING THIS "REASONABLE TIME" THE VENDOR MAY TERMINATE THIS CONTRACT FOR ANY REASON UPON GIVING THE DIRECTOR OF PURCHASING 30 DAYS WRITTEN NOTICE.</p> <p>UNLESS SPECIFIC PROVISIONS ARE STIPULATED ELSEWHERE IN THIS CONTRACT DOCUMENT, THE TERMS, CONDITIONS AND PRICING SET HEREIN ARE FIRM FOR THE LIFE OF THE</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS		
SIGNATURE <i>[Signature]</i>	TELEPHONE <i>(612) 973-1315</i>	DATE <i>July 6, 2011</i>
TITLE <i>V.P. Sales Administration</i>	FEIN <i>76-0176053</i>	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**5**

ADDRESS CORRESPONDENCE TO ATTENTION OF  
**KRISTA FERRELL  
 304-558-2596**

**RFQ COPY**  
**TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	LOP	CAT NO.	ITEM NUMBER	UNIT PRICE	AMOUNT
<p><b>CONTRACT.</b></p> <p><b>RENEWAL: THIS CONTRACT MAY BE RENEWED UPON THE MUTUAL WRITTEN CONSENT OF THE SPENDING UNIT AND VENDOR, SUBMITTED TO THE DIRECTOR OF PURCHASING THIRTY (30) DAYS PRIOR TO THE EXPIRATION DATE. SUCH RENEWAL SHALL BE IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE ORIGINAL CONTRACT AND SHALL BE LIMITED TO TWO (2) ONE (1) YEAR PERIODS.</b></p> <p><b>CANCELLATION: THE DIRECTOR OF PURCHASING RESERVES THE RIGHT TO CANCEL THIS CONTRACT IMMEDIATELY UPON WRITTEN NOTICE TO THE VENDOR IF THE COMMODITIES AND/OR SERVICES SUPPLIED ARE OF AN INFERIOR QUALITY OR DO NOT CONFORM TO THE SPECIFICATIONS OF THE BID AND CONTRACT HEREIN.</b></p> <p><b>OPEN MARKET CLAUSE: THE DIRECTOR OF PURCHASING MAY AUTHORIZE A SPENDING UNIT TO PURCHASE ON THE OPEN MARKET, WITHOUT THE FILING OF A REQUISITION OR COST ESTIMATE, ITEMS SPECIFIED ON THIS CONTRACT FOR IMMEDIATE DELIVERY IN EMERGENCIES DUE TO UNFORESEEN CAUSES (INCLUDING BUT NOT LIMITED TO DELAYS IN TRANSPORTATION OR AN UNANTICIPATED INCREASE IN THE VOLUME OF WORK.)</b></p> <p><b>QUANTITIES: QUANTITIES LISTED IN THE REQUISITION ARE APPROXIMATIONS ONLY, BASED ON ESTIMATES SUPPLIED BY THE STATE SPENDING UNIT. IT IS UNDERSTOOD AND AGREED THAT THE CONTRACT SHALL COVER THE QUANTITIES ACTUALLY ORDERED FOR DELIVERY DURING THE TERM OF THE CONTRACT, WHETHER MORE OR LESS THAN THE QUANTITIES SHOWN.</b></p> <p><b>ORDERING PROCEDURE: SPENDING UNIT(S) SHALL ISSUE A WRITTEN STATE CONTRACT ORDER (FORM NUMBER WV-39) TO THE VENDOR FOR COMMODITIES COVERED BY THIS CONTRACT. THE ORIGINAL COPY OF THE WV-39 SHALL BE MAILED TO THE</b></p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE *[Signature]* TELEPHONE **(612) 973-1315** DATE **July 6, 2011**

TITLE **V.P. Sales Administration** FEIN **76-0176053** ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER:  
**FLT11918**

PAGE:  
**6**

ADDRESS CORRESPONDENCE TO ATTENTION OF:  
**KRISTA FERRELL  
 304-558-2596**

**RFQ COPY  
 TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	POB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UCP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>VENDOR AS AUTHORIZATION FOR SHIPMENT, A SECOND COPY MAILED TO THE PURCHASING DIVISION, AND A THIRD COPY RETAINED BY THE SPENDING UNIT.</p> <p>BANKRUPTCY: IN THE EVENT THE VENDOR/CONTRACTOR FILES FOR BANKRUPTCY PROTECTION, THE STATE MAY DEEM THE CONTRACT NULL AND VOID, AND TERMINATE SUCH CONTRACT WITHOUT FURTHER ORDER.</p> <p>THE TERMS AND CONDITIONS CONTAINED IN THIS CONTRACT SHALL SUPERSEDE ANY AND ALL SUBSEQUENT TERMS AND CONDITIONS WHICH MAY APPEAR ON ANY ATTACHED PRINTED DOCUMENTS SUCH AS PRICE LISTS, ORDER FORMS, SALES AGREEMENTS OR MAINTENANCE AGREEMENTS, INCLUDING ANY ELECTRONIC MEDIUM SUCH AS CD-ROM.</p> <p>REV. 05/26/2009</p> <p>PURCHASING CARD ACCEPTANCE: THE STATE OF WEST VIRGINIA CURRENTLY UTILIZES A VISA PURCHASING CARD PROGRAM WHICH IS ISSUED THROUGH A BANK. THE SUCCESSFUL VENDOR MUST ACCEPT THE STATE OF WEST VIRGINIA VISA PURCHASING CARD FOR PAYMENT OF ALL ORDERS PLACED BY ANY STATE AGENCY AS A CONDITION OF AWARD.</p> <p>EXHIBIT 4</p> <p>LOCAL GOVERNMENT BODIES: UNLESS THE VENDOR INDICATES IN THE BID HIS REFUSAL TO EXTEND THE PRICES, TERMS, AND CONDITIONS OF THE BID TO COUNTY, SCHOOL, MUNICIPAL AND OTHER LOCAL GOVERNMENT BODIES, THE BID SHALL EXTEND TO POLITICAL SUBDIVISIONS OF THE STATE OF WEST VIRGINIA. IF THE VENDOR DOES NOT WISH TO EXTEND THE PRICES, TERMS, AND CONDITIONS OF THE BID TO ALL POLITICAL SUBDIVISIONS OF THE STATE, THE VENDOR MUST</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE: *[Signature]* TELEPHONE: (612) 973-1315 DATE: July 6, 2011  
 TITLE: V.P. Sales Administration FEIN: 76-0174053 ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**7**

ADDRESS CORRESPONDENCE TO ATTENTION OF:  
**KRISTA FERRELL  
 304-558-2596**

**RFQ COPY  
 TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>CLEARLY INDICATE SUCH REFUSAL IN HIS BID. SUCH REFUSAL SHALL NOT PREJUDICE THE AWARD OF THIS CONTRACT IN ANY MANNER.</p> <p>REV. 3/88</p> <p>NOTICE</p> <p>A SIGNED BID MUST BE SUBMITTED TO:</p> <p>DEPARTMENT OF ADMINISTRATION            PURCHASING DIVISION            BUILDING 15            2019 WASHINGTON STREET, EAST            CHARLESTON, WV 25305-0130</p> <p>THE BID SHOULD CONTAIN THIS INFORMATION ON THE FACE OF THE ENVELOPE OR THE BID MAY NOT BE CONSIDERED:</p> <p>SEALED BID</p> <p>BUYER: KRISTA FERRELL-FILE 21</p> <p>RFQ. NO.: FLT11918</p> <p>BID OPENING DATE: 07/06/2011</p> <p>BID OPENING TIME: 1:30 PM</p> <p>PLEASE PROVIDE A FAX NUMBER IN CASE IT IS NECESSARY</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>T. Cassper</i>	TELEPHONE (612) 973-1315	DATE July 6, 2011
TITLE V.P. Sales Administration	FEIN 76-0176053	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

# Request for Quotation

RFQ NUMBER  
**FLT11918**

PAGE  
**8**

ADDRESS CORRESPONDENCE TO ATTENTION OF  
**KRISTA FERRELL  
 304-558-2596**

**RFQ COPY  
 TYPE NAME/ADDRESS HERE**

U.S. Bank National Association ND  
 200 South Sixth Street  
 Minneapolis, MN 55402  
 (612) 973-1315 phone  
 (612) 973-3757 fax

**DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086**

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/01/2011				

BID OPENING DATE: **07/06/2011** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
TO CONTACT YOU REGARDING YOUR BID: ----- (704) 243-3278 (phone) (704) 243-3279 (fax) CONTACT PERSON (PLEASE PRINT CLEARLY): ----- Ryan Calloway VP Sales, Public Sector						
***** THIS IS THE END OF RFQ FLT11918 ***** TOTAL:						<u>\$0.00</u>

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>[Signature]</i>	TELEPHONE (612) 973-1315	DATE July 6, 2011
TITLE VP, Sales Administration	FEDIN 76-0176053	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

FIVE



State of West Virginia  
 Department of Administration  
 Purchasing Division  
 2019 Washington Street East  
 Post Office Box 50130  
 Charleston, WV 25305-0130

Request for  
**Quotation**

WV PURCHASING ACA SEC 1 Fax 304-558-4115 Jun 27 2011 03:49pm P001/004  
 ITEM NUMBER: ELT111918

ADDRESS CORRESPONDENCE TO ATTENTION OF:  
 KRISTA FERRELL  
 304-558-2596

Ryan Calloway  
 US Bank Voyager  
 901 Fountaine Ct.  
 Waxhaw, NC 28173

DEPARTMENT OF ADMINISTRATION  
 FLEET MANAGEMENT OFFICE  
 2101 WASHINGTON STREET, EAST  
 BUILDING 17  
 CHARLESTON, WV  
 25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/27/2011				

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	BID OPENING TIME	UNIT PRICE	AMOUNT
					01:30PM		

ADDENDUM NO. 1

THIS ADDENDUM IS ISSUED TO:





State of West Virginia  
Department of Administration  
Purchasing Division  
2019 Washington Street East  
Post Office Box 50130  
Charleston, WV 25305-0130

Request for Quotation

Jun 27 2011 03:49pm P001/004

FLT11918

1

ADDRESS TO CORRESPONDENCE TO ATTENTION OF  
KRISTA FERRELL  
304 558 2596

RYAN CALLOWAY  
US Bank Voyager  
901 Fountaine Ct.  
Waxhaw, NC 28173

DEPARTMENT OF ADMINISTRATION  
FLEET MANAGEMENT OFFICE  
2101 WASHINGTON STREET, EAST  
BUILDING 17  
CHARLESTON, WV  
25305 304-558-0086

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
06/27/2011				
BID OPENING DATE: 07/06/2011				

LINE	QUANTITY	UOP	CA NO	ITEM NUMBER	BID OPENING TIME	UNIT PRICE	AMOUNT
ADDENDUM NO. 1							
THIS ADDENDUM IS ISSUED TO:							
1.) PROVIDE A COPY OF THE MANDATORY PRE-BID ATTENDEE LIST AND							
2.) PROVIDE ANSWERS TO ALL TECHNICAL QUESTIONS SUBMITTED IN ACCORDANCE WITH THE PROVISIONS OF THE ORIGINAL RFQ (FLT11918)							
BID OPENING DATE REMAINS: 07/06/2011							
BID OPENING TIME REMAINS: 1:30 PM							
***** END ADDENDUM NO. 1 *****							
1001	1	EA		946-35			
FUEL ONLY CREDIT CARD							
***** THIS IS THE END OF RFQ FLT11918 ***** TOTAL:							

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE: *Raspers* TELEPHONE: (Cell) 973-1315 DATE: July 6, 2011

TITLE: V.P. Sales Administration FEIN: 76-0176053 ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

WV-35A (Rev. 01/10/07)

**STATE OF WEST VIRGINIA  
PURCHASE CONTINUATION SHEET**

Vendor: U.S. Bank National Association ASD

Buyer:	Page:	Requisition or P.O. No.:
		FLT11918
Spending Unit:		
DOA Fleet Management Office		

Question7: How many agencies are on current program? i.e., how many billing accounts?

Answer7:

As of 28 April 2011, there were nineteen (19) department-level and one hundred seventy-one (171) divisional, sub divisional, or office-level organizations on the current program.

As of 28 April 2011, there were one hundred seventy-one (171) divisional, sub divisional or office-level billing accounts.

Question8: Can you provide either the data file or the required fields needed in 2.2.1.7?

Answer8: The vendor must provide the following user-defined data fields or combination of user-defined data fields as designated by FMO: Billing Account; Transaction Location City; Transaction Location State; Vehicle Model; Vehicle Status; Vehicle Number; VIN Make; VIN Model; Fuel Product; Day of Week; Transaction Date; Transaction Time; Exception Transactions Per Day; Exception Single Transaction Exceeding Agency Assigned Dollar Threshold; and Exception Transaction Fuel Type.

Question9: Under 2.2.2.3 can you expand further what is required behind the 6 decimal places?

Answer9: 2.2.2.3 is amended to read: "2.2.2.3 Reports must be mathematically correct. Rounding individual costs and/or other totals is not acceptable."

Question10: When they explain the proposal format it seems that they just want a cover letter with our contact information and a confirmation that we can meet all of the requirements covered in 2.2. I would like to know if we can provide explanations to each requirement or at the very least - if we can provide exceptions to any requirement that we cannot meet or have an amendment to?

Answer10: 3.1 is amended to read: "3.1 Title Page - This page should be a letter from the vendor stating the RFQ subject and number, the name of the vendor, the vendor's business address, telephone number, name of authorized contact person to speak on behalf of the vendor, e-mail address of that contract person, and confirmation that items offered are in compliance with the bid specifications. Any deviation from the specifications must be clearly indicated by the bidder. Alternates offered by the bidder as EQUAL to the specifications must be clearly defined. A bidder offering an alternate should attach complete specifications and literature to the bid. The Purchasing Division may waive minor deviations to specifications."

Question11: Under 3.2- can you elaborate what is meant by Wright Express vendors?

Answer11: Wright Express vendors are those vendors who have a formal business relationship with Wright Express and are authorized to offer secure, fuel-only credit cards on behalf of Wright Express.

END OF ADDENDUM NO. 1

# GENERAL TERMS & CONDITIONS REQUEST FOR QUOTATION (RFQ) AND REQUEST FOR PROPOSAL (RFP)

1. Awards will be made in the best interest of the State of West Virginia.
  2. The State may accept or reject in part, or in whole, any bid.
  3. Prior to any award, the apparent successful vendor must be properly registered with the Purchasing Division and have paid the required \$125 fee.
  4. All services performed or goods delivered under State Purchase Order/Contracts are to be continued for the term of the Purchase Order/Contracts, contingent upon funds being appropriated by the Legislature or otherwise being made available. In the event funds are not appropriated or otherwise available for these services or goods this Purchase Order/Contract becomes void and of no effect after June 30.
  5. Payment may only be made after the delivery and acceptance of goods or services.
  6. Interest may be paid for late payment in accordance with the *West Virginia Code*.
  7. Vendor preference will be granted upon written request in accordance with the *West Virginia Code*.
  8. The State of West Virginia is exempt from federal and state taxes and will not pay or reimburse such taxes.
  9. The Director of Purchasing may cancel any Purchase Order/Contract upon 30 days written notice to the seller.
  10. The laws of the State of West Virginia and the *Legislative Rules* of the Purchasing Division shall govern the purchasing process.
  11. Any reference to automatic renewal is hereby deleted. The Contract may be renewed only upon mutual written agreement of the parties.
  12. **BANKRUPTCY:** In the event the vendor/contractor files for bankruptcy protection, the State may deem this contract null and void, and terminate such contract without further order.
  13. **HIPAA BUSINESS ASSOCIATE ADDENDUM:** The West Virginia State Government HIPAA Business Associate Addendum (BAA), approved by the Attorney General, is available online at [www.state.wv.us/admin/purchase/vrc/hipaa.htm](http://www.state.wv.us/admin/purchase/vrc/hipaa.htm) and is hereby made part of the agreement. Provided that the Agency meets the definition of a Cover Entity (45 CFR §160.103) and will be disclosing Protected Health Information (45 CFR §160.103) to the vendor.
  14. **CONFIDENTIALITY:** The vendor agrees that he or she will not disclose to anyone, directly or indirectly, any such personally identifiable information or other confidential information gained from the agency, unless the individual who is the subject of the information consents to the disclosure in writing or the disclosure is made pursuant to the agency's policies, procedures, and rules. Vendor further agrees to comply with the Confidentiality Policies and Information Security Accountability Requirements, set forth in <http://www.state.wv.us/admin/purchase/privacy/noticeConfidentiality.pdf>.
  15. **LICENSING:** Vendors must be licensed and in good standing in accordance with any and all state and local laws and requirements by any state or local agency of West Virginia, including, but not limited to, the West Virginia Secretary of State's Office, the West Virginia Tax Department, and the West Virginia Insurance Commission. The vendor must provide all necessary releases to obtain information to enable the director or spending unit to verify that the vendor is licensed and in good standing with the above entities.
  16. **ANTITRUST:** In submitting a bid to any agency for the State of West Virginia, the bidder offers and agrees that if the bid is accepted the bidder will convey, sell, assign or transfer to the State of West Virginia all rights, title and interest in and to all causes of action it may now or hereafter acquire under the antitrust laws of the United States and the State of West Virginia for price fixing and/or unreasonable restraints of trade relating to the particular commodities or services purchased or acquired by the State of West Virginia. Such assignment shall be made and become effective at the time the purchasing agency tenders the initial payment to the bidder.
- I certify that this bid is made without prior understanding, agreement, or connection with any corporation, firm, limited liability company, partnership, or person or entity submitting a bid for the same material, supplies, equipment or services and is in all respects fair and without collusion or fraud. I further certify that I am authorized to sign the certification on behalf of the bidder or this bid.

## INSTRUCTIONS TO BIDDERS

1. Use the quotation forms provided by the Purchasing Division. Complete all sections of the quotation form.
2. Items offered must be in compliance with the specifications. Any deviation from the specifications must be clearly indicated by the bidder. Alternates offered by the bidder as EQUAL to the specifications must be clearly defined. A bidder offering an alternate should attach complete specifications and literature to the bid. The Purchasing Division may waive minor deviations to specifications.
3. Unit prices shall prevail in case of discrepancy. All quotations are considered F.O.B. destination unless alternate shipping terms are clearly identified in the quotation.
4. All quotations must be delivered by the bidder to the office listed below prior to the date and time of the bid opening. Failure of the bidder to deliver the quotations on time will result in bid disqualification: Department of Administration, Purchasing Division, 2019 Washington Street East, P.O. Box 50130, Charleston, WV 25305-0130
5. Communication during the solicitation, bid, evaluation or award periods, except through the Purchasing Division, is strictly prohibited (W. Va. C.S.R. §148-1-6.6).

SIX



State of West Virginia  
Department of Administration  
Purchasing Division  
2019 Washington Street East  
Post Office Box 50130  
Charleston, WV 25305-0130

REQUEST FOR  
Quotation

RFQ NUMBER  
FLT11918

PAGE  
1

ADDRESS CORRESPONDENCE TO ATTENTION OF  
KRISTA FERRELL  
304-558-2596

Ryan Calloway  
US Bank Voyager  
901 Fountaine Ct.  
Waxhaw, NC 28173

DEPARTMENT OF ADMINISTRATION  
FLEET MANAGEMENT OFFICE  
2101 WASHINGTON STREET, EAST  
BUILDING 17  
CHARLESTON, WV  
25305 304-558-0086

MODIFY

SHIP TO

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
06/27/2011				

OPENING DATE: 07/06/2011 BID OPENING TIME 01:30PM

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
				ADDENDUM NO. 2		
				TO ADD THE ANSWERS TO QUESTIONS 1-6 INADVERTANTLY OMITTED FROM ADDENDUM NO. 1		
				***** END ADDENDUM NO. 2 *****		
001	1	EA		946-35		
				FUEL ONLY CREDIT CARD		
				***** THIS IS THE END OF RFQ FLT11918 *****		
				TOTAL:		\$ 0.00

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

NATURE	TELEPHONE (612) 973-1315	DATE 7/6/2011
--------	--------------------------	---------------

FEIN 76-0176053	ADDRESS CHANGES TO BE NOTED ABOVE
-----------------	-----------------------------------

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

## GENERAL TERMS & CONDITIONS REQUEST FOR QUOTATION (RFQ) AND REQUEST FOR PROPOSAL (RFP)

2

1. Awards will be made in the best interest of the State of West Virginia.
2. The State may accept or reject in part, or in whole, any bid.
3. Prior to any award, the apparent successful vendor must be properly registered with the Purchasing Division and have paid the required \$125 fee.
4. All services performed or goods delivered under State Purchase Order/Contracts are to be continued for the term of the Purchase Order/Contracts, contingent upon funds being appropriated by the Legislature or otherwise being made available. In the event funds are not appropriated or otherwise available for these services or goods this Purchase Order/Contract becomes void and of no effect after June 30.
5. Payment may only be made after the delivery and acceptance of goods or services.
6. Interest may be paid for late payment in accordance with the *West Virginia Code*.
7. Vendor preference will be granted upon written request in accordance with the *West Virginia Code*.
8. The State of West Virginia is exempt from federal and state taxes and will not pay or reimburse such taxes.
9. The Director of Purchasing may cancel any Purchase Order/Contract upon 30 days written notice to the seller.
10. The laws of the State of West Virginia and the *Legislative Rules* of the Purchasing Division shall govern the purchasing process.
11. Any reference to automatic renewal is hereby deleted. The Contract may be renewed only upon mutual written agreement of the parties.
12. **BANKRUPTCY:** In the event the vendor/contractor files for bankruptcy protection, the State may deem this contract null and void, and terminate such contract without further order.
13. **HIPAA BUSINESS ASSOCIATE ADDENDUM:** The West Virginia State Government HIPAA Business Associate Addendum (BAA), approved by the Attorney General, is available online at [www.state.wv.us/admin/purchase/vrc/hipaa.htm](http://www.state.wv.us/admin/purchase/vrc/hipaa.htm) and is hereby made part of the agreement. Provided that the Agency meets the definition of a Cover Entity (45 CFR §160.103) and will be disclosing Protected Health Information (45 CFR §160.103) to the vendor.
14. **CONFIDENTIALITY:** The vendor agrees that he or she will not disclose to anyone, directly or indirectly, any such personally identifiable information or other confidential information gained from the agency, unless the individual who is the subject of the information consents to the disclosure in writing or the disclosure is made pursuant to the agency's policies, procedures, and rules. Vendor further agrees to comply with the Confidentiality Policies and Information Security Accountability Requirements, set forth in <http://www.state.wv.us/admin/purchase/privacy/noticeConfidentiality.pdf>.
15. **LICENSING:** Vendors must be licensed and in good standing in accordance with any and all state and local laws and requirements by any state or local agency of West Virginia, including, but not limited to, the West Virginia Secretary of State's Office, the West Virginia Tax Department, and the West Virginia Insurance Commission. The vendor must provide all necessary releases to obtain information to enable the director or spending unit to verify that the vendor is licensed and in good standing with the above entities.
16. **ANTITRUST:** In submitting a bid to any agency for the State of West Virginia, the bidder offers and agrees that if the bid is accepted the bidder will convey, sell, assign or transfer to the State of West Virginia all rights, title and interest in and to all causes of action it may now or hereafter acquire under the antitrust laws of the United States and the State of West Virginia for price fixing and/or unreasonable restraints of trade relating to the particular commodities or services purchased or acquired by the State of West Virginia. Such assignment shall be made and become effective at the time the purchasing agency tenders the initial payment to the bidder.

I certify that this bid is made without prior understanding, agreement, or connection with any corporation, firm, limited liability company, partnership, or person or entity submitting a bid for the same material, supplies, equipment or services and is in all respects fair and without collusion or fraud. I further certify that I am authorized to sign the certification on behalf of the bidder or this bid.

### INSTRUCTIONS TO BIDDERS

1. Use the quotation forms provided by the Purchasing Division. Complete all sections of the quotation form.
2. Items offered must be in compliance with the specifications. Any deviation from the specifications must be clearly indicated by the bidder. Alternates offered by the bidder as **EQUAL** to the specifications must be clearly defined. A bidder offering an alternate should attach complete specifications and literature to the bid. The Purchasing Division may waive minor deviations to specifications.
3. Unit prices shall prevail in case of discrepancy. All quotations are considered F.O.B. destination unless alternate shipping terms are clearly identified in the quotation.
4. All quotations must be delivered by the bidder to the office listed below prior to the date and time of the bid opening. Failure of the bidder to deliver the quotations on time will result in bid disqualifications: Department of Administration, Purchasing Division, 2019 Washington Street East, P.O. Box 50130, Charleston, WV 25305-0130
5. Communication during the solicitation, bid, evaluation or award periods, except through the Purchasing Division, is strictly prohibited (W.Va. C.S.R. §148-1-6.6).

WV-35A (Rev. 01/01/07)

STATE OF WEST VIRGINIA  
**PURCHASE CONTINUATION SHEET**

Vendor: U.S. Bank National Association ND

Buyer:	Page:	Requisition or P.O. No.:	3
	1 of 2	FLT11918	
Spending Unit:			
DOA Fleet Management Office			

Question1: On page 6 of your request for quotation number FLT11918, you state that Visa purchasing cards must be accepted. 1. Is there a purchasing limit on the cards? 2. Can the requirement to accept Visa cards be waived?

Answer1:

The State of West Virginia Purchasing Card purchasing limit is \$5,000 (five thousand dollars) per transaction. Invoices that exceed the \$5,000 threshold require a purchasing document (P-Doc) and are paid by warrant.

The Request for Quotation states: "The successful vendor must accept the State of West Virginia Purchasing Card for payment of all orders placed by any state agency as a condition of award."

Question2: Please confirm that payment by purchasing card is not required or applicable.

Answer2: The Request for Quotation states: "The successful vendor must accept the State of West Virginia Purchasing Card for payment of all orders placed by any state agency as a condition of award."

Question3: You mentioned you have bulk sites, who is your bulk fuel provider?

Answer3: A synopsis of currently awarded vendors is available at the following web locations:

[http://www.state.wv.us/admin/purchase/swc/FUELTT011\\_synopsis.pdf](http://www.state.wv.us/admin/purchase/swc/FUELTT011_synopsis.pdf)

[http://www.state.wv.us/admin/purchase/swc/FUELW011\\_synopsis.pdf](http://www.state.wv.us/admin/purchase/swc/FUELW011_synopsis.pdf)

Question4: Do you have any interest in cards working at those sites?

Answer4: The request for quotation requires that the card must be "universal" and honored by multiple retail franchises, i.e., ExxonMobil, BP, 7-Eleven, GoMart, Sheetz, Shell, Marathon, Pilot, and Speedway throughout West Virginia, Virginia, Kentucky, Ohio, Maryland, and Pennsylvania.

Question5: You mention that you are looking to expand current 2,000 cards up to 9,300 cards possibly. How are you fueling those 7,300 vehicles today? Are you moving them away from bulk to retail?

Answer5:

The remaining approximately 7,300 vehicles are being fueled using several disparate methods, e.g., manual charge back systems where fuel dispensing transactions are recorded manually and later entered into an automated billing system; automated charge back systems where fuel dispensing transactions are recorded by an automated card reader (state provided smart card, prokey, fuel key, or RFID interface) and transmitted directly into an automated billing system; automated retail card reading systems where fuel dispensing transactions are recorded by an automated card reader (state provided purchasing credit card or agency-acquired universal fuel card) and transmitted directly into an automated billing system, etc.

FMO intends to extend the use of secure, fuel-only credit cards to 7,300 additional vehicles and ancillary equipment (approximately 5,000 units) rented, leased, owned, operated, maintained, managed, or administered (WV Code §5A-3-48 through 5A-3-53) by FMO. Agencies which own and operate bulk-fuel sites may continue to fuel agency-owned, leased, rented vehicles at those locations and may provide exigent fuel support to other state agencies.

Question6: Under 2.2.1.3 is the State looking for both the PIN and Odometer reading to be validated before pump is authorized?

Answer6: Personal identification number (PIN) and odometer, hours, or power take off (PTO) reading must be entered and verified as an authorized entry (valid PIN [active] and valid odometer, hour, or PTO reading [no numeric value less than the last recorded odometer, hour, or PTO reading]) prior to fuel being dispensed.