



San Diego Unified Port District
Document No. 72026
Filed 12/02/2020

BUSINESS INFORMATION (Required)

Email Completed Application to:

Office of the District Clerk

Legal Government or Company Name San Diego Unified Port District			Type of Business Government Agency		Years in Business Under Current Owner
Subsidiary or DBA			Main Phone # (619) 686-6321		
Street Address (No PO Boxes) 1400 Tidelands Ave.			Cell Phone # (619) 857-6741		
Street Address 2			Fax # (619) 531-7983		
City National City	State CA	ZIP 91950	Federal ID # 95-2251453		Tax Exempt #
Is Billing Address Different than Business Address? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>			# of Vehicles 90		Monthly Fuel Spend 4,200 gallons/month
Billing Address (If Different Than Above)			# of Full Time Employees 571		
Billing Address 2 3380 North Harbor Drive			Security Code (5 digit) 12345		
City San Diego	State CA	ZIP 92101	Email Address snichols@portofsandiego.org		
First Name Sharalynne	Last Name Nichols		Title Maintenance Support Supervisor		

Type of Organization: ☐ Sole Proprietorship ☐ Partnership ☐ Corporation ☐ Non-Profit ☒ Government ☐ LLC ☐ LLP

AUTHORIZED SIGNATURE Required (*Representative acknowledges receiving fuel pricing and payment terms*) Initial Here MJC

FleetCor Technologies Operating Company, LLC ("FleetCor") operates the Fuelman Fleet Card program. By signing this application, I represent and warrant that I am duly authorized to request that a Fuelman Fleet Card account be created on behalf of my company/government identified above ("Applicant"). FleetCor is hereby authorized to check Applicant's credit worthiness, initially as well as from time to time, including but not limited to obtaining credit report(s), contacting the Applicant's bank, and obtaining trade references. Applicant acknowledges that this application is subject to approval and acceptance by FleetCor. If this application is approved, then the Applicant's Authorized Representative listed above will be notified of the account's available credit limit, the acceptable payment terms & method, and any applicable program fees. The program details including responsibilities and provisions regarding Security, Loss, Theft or Unauthorized Use of Card; Account Administration and Card Issuance are as provided in the ESC Region 19/Allied States Cooperative RFP # 20-7361 for Fuel Cards, Bulk Fuel, and Related (Supplement), (herein "the ESC Region 19 Contract"), which Applicant hereby acknowledges it has been provided these documents. FleetCor may also send to Applicant from time-to-time a copy of its FUELMAN FLEET CARD CLIENT AGREEMENT TERMS AND CONDITIONS, which is FleetCor's standard pamphlet style terms and conditions (herein "Terms & Conditions Pamphlet"). The Terms & Conditions Pamphlet is not intended to supersede the ESC Region 19 Contract, however there may be items covered in the Terms & Conditions Pamphlet which are not specifically addressed in the ESC Region 19 Contract. In the event of a conflict between the ESC Region 19 Contract and the Terms & Conditions Pamphlet, the terms and conditions of the ESC Region 19 Contract shall apply. Applicant acknowledges that the fleet card program is not a revolving credit account and that any purchases made during the billing cycle are due and payable in full, including any applicable fees, upon receipt of the billing statement. If the Applicant's unpaid balance ever meets the established credit line, the account will suspend and the Applicant's credit history may be reported to credit reporting agencies. Applicant's acceptance, signing, in whatever form, or use of any of the cards provided to the Applicant will constitute acceptance of the terms and conditions contained in this application and the account agreement. Applicant agrees that any liability arising or resulting from the misuse, unauthorized or fraudulent use, loss or theft of any of the cards issued to the company's account shall be fully borne, assumed and paid by the Applicant. If FleetCor uses an attorney or collection agency to collect an unpaid overdue amount, the Applicant agrees to pay reasonable attorney and/or collection fees. Applicant agrees that the cards are for business/commercial use only and never used for personal or household purposes and agrees that use of the cards for consumer or household purposes shall be grounds for immediate termination of the Applicant's account. We comply with Section 326 of the USA PATRIOT Act. This law mandates that FleetCor verify certain information about you while processing your account application.

☒ I Agree to the Terms of this Application (Please check box) ☐ I do not want to consider other card programs

Print Name (Authorized Representative) Marcus J. Cromartie	Signature (Authorized Representative) <u>M. J. Cromartie</u>
Title Director of General Services Department	Date 11/24/20
Telephone # 619-686-6054	

BUSINESS OWNER/ACCOUNT PRINCIPAL Required for all Proprietorships, Partnerships or any other business/organization less than two years old or having fewer than five (5) employees.

Each principal ("Principal") for this Account, if any, is personally and unconditionally, jointly and severally liable with Applicant, as principal and not as surety or guarantor, for the payment and performance when due of all obligations owed on the Account, regardless of who made purchases using the Cards, and the Principal agrees to pay such amounts according to the terms of this Agreement. Principal is responsible under this Agreement for all use of all of the Cards issued on the Account to the fullest extent permitted by law. This constitutes Principal's agreement, individually, regarding the provisions under "AUTHORIZED SIGNATORY" above, including without limitation checking and reporting your credit and confirming your identity.

Guarantor First Name	Last Name	Middle Initial	Guarantor Signature
Guarantor Street Address (No PO Boxes)	Social Security #		Date of Birth
Guarantor Street Address 2	Home Phone #	-or-	Cell Phone #
City	State	ZIP	

OFFICE USE ONLY

Market: Rep ID:

Rep Name:

ATS #:

V8.12.20

TERMS DEFINITION**BILLING CYCLE:** ☐ Weekly ☐ Bi-Weekly ☒ Calendar Monthly ☐ FM Monthly**CHECK TERMS:** ☐ NET 10 ☐ NET 14 ☐ NET 21 ☒ NET 30**EFT TERMS:** ☐ NET 4 ☐ NET 7 ☐ NET 10 ☐ NET 14 ☐ NET 21 ☐ NET 30**PAYMENT METHOD**☒ CHECK☐ EFT (Attach EFT Authorization Form)**BILLING FREQUENCY/PAYMENT TERMS ADJUSTMENT** (Mark the applicable BF/PT, the corresponding amount shall adjust the standard markup)

Mark (X) for the desired BF/PT	BF / Terms ID	Billing Frequency / Payment Terms Description *	Applicable Per Gal. BF/PT Adjustment
<input type="checkbox"/>	WN4	Weekly Net 4 (EFT)	-0.0100
<input type="checkbox"/>	WN7	Weekly Net 7 (EFT)	-0.0075
<input type="checkbox"/>	WN10	Weekly Net 10	-0.0050
<input type="checkbox"/>	WN14	Weekly Net 14	-0.0025
<input type="checkbox"/>	WN21	Weekly Net 21	+0.0025
<input type="checkbox"/>	WN30	Weekly Net 30	+0.0100
<input type="checkbox"/>	BWN4	Bi-Weekly Net 4 (EFT)	-0.0075
<input type="checkbox"/>	BWN7	Bi-Weekly Net 7 (EFT)	-0.0050
<input type="checkbox"/>	BWN10	Bi-Weekly Net 10	-0.0025

Mark (X) for the desired BF/PT	BF / Terms ID	Billing Frequency / Payment Terms Description *	Applicable Per Gal. BF/PT Adjustment
<input type="checkbox"/>	BWN14	Bi-Weekly Net 14	0 None Required
<input type="checkbox"/>	BWN21	Bi-Weekly Net 21	+0.0050
<input type="checkbox"/>	BWN30	Bi-Weekly Net 30	+0.0150
<input type="checkbox"/>	MN4	Monthly Net 4 (EFT)	-0.0050
<input type="checkbox"/>	MN7	Monthly Net 7 (EFT)	0 None Required
<input type="checkbox"/>	MN10	Monthly Net 10	+0.0025
<input type="checkbox"/>	MN14	Monthly Net 14	+0.0050
<input type="checkbox"/>	MN21	Monthly Net 21	+0.0100
<input checked="" type="checkbox"/>	MN30	Monthly Net 30	+0.0175

* Where "EFT" is indicated above, EFT is a mandatory payment method and applicant MUST submit an EFT Authorization Form with the Application.

PRICING SELECTION: ☒ OPIS BASED COST-PLUS MARKUPS

OFF-SITE PRICING**				ON-SITE PRICING
Unleaded	Unl Plus	Premium	Diesel	All Fuel Grades
\$0.1100	\$0.1500	\$0.1500	\$0.1900	
0.0175	0.0175	0.0175	0.0175	
0.1275	0.1675	0.1675	0.2075	

ALTERNATIVE FUEL PRICING: ☒ RETAIL BASED PRICE ALWAYS

For OPIS based cost plus accounts, Retail Based Pricing and not OPIS based cost plus pricing shall apply for Alternative Fuels as defined here.

OFF-SITE PRICING**				
CNG	LNG (Propane)	High Blends of Ethanol (E85, E15, E30)	High Blends of Biodiesel (B5, B10, B20)	Diesel Exh. Fluid Dispensed
\$0.000	\$0.000	-\$0.020	-\$0.020	-\$0.020
		0.0175	0.0175	0.0175
		-0.0025	-0.0025	-0.0025

** At locations considered to be in Fuelman's Convenience network, Fuelman reserves the right to charge the station's retail price not an OPIS based cost plus price. FleetCor reserves the right to never bill Applicant for any purchase at an off-site retail/commercial location at a price below FleetCor's cost to settle with the card accepting Merchant and in the event that Applicant's OPIS Index based price (including markup and all merchant taxes) calculates to be below FleetCor's cost to settle with the Merchant, FleetCor's cost shall apply.

SERVICES: ☒ OFF-SITE RETAIL ☐ CONSIGNED INVENTORY ☐ ON-SITE MEMO TRACKING ☒ TAX EXEMPT**OPTIONAL REPORTS:** Optional Reports shall be delivered via Web unless special request submitted to receive by Email.

Check or Mark (X) for the desired Optional Report	Optional Report ID	Optional Report Description
<input type="checkbox"/>	FN03	Employee Management Report (Monthly)
<input type="checkbox"/>	FN04	Vehicle Management Report (Monthly)
<input type="checkbox"/>	FN07	Tax Management Report (Monthly)
<input checked="" type="checkbox"/>	FN14	Monthly Customer Fleet Analysis

Check or Mark (X) for the desired Optional Report	Optional Report ID	Optional Report Description
<input type="checkbox"/>	TRN85	Electronic Transaction File, check below for frequency, Email Delivery, & Contact: <input type="checkbox"/> @ Billing <input type="checkbox"/> Wkly <input type="checkbox"/> BW <input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Email Del. <input checked="" type="checkbox"/> Fleet or <input type="checkbox"/> AP contact

REPORT DELIVERY METHOD (Reports at Billing): ☐ MAIL - \$9.95 ☐ FAX - \$4.95 ☒ EMAIL (no charge) ☐ WEB (no charge)**REPORT/STATEMENT DELIVERY INFO:****FLEET MANAGER**

Name Charles Starns	Email cstarns@portofsandiego.org
Telephone # (619) 686-6331	Fax # (619) 531-7983

ACCOUNTS PAYABLE REPRESENTATIVE

Name Chris Sikes	Email csikes@portofsandiego.org
Telephone # (619) 686-6517	Fax # 619-686-7225

Terms & Conditions of the ESC Region 19 contract RFP # 20-7361 apply. I fully understand and accept the terms of this program.Name: Cid Tesoro Title: Assistant Vice President, InfrastructureSignature:  Date: 11/24/20

OFFICE USE ONLY

Market:

Rep ID:

Rep Name:

ATS #:

V8.12.20



Certificate Of Completion

Envelope Id: 442827E4A4F54DAD833E90A29A2AC76B	Status: Completed
Subject: Please DocuSign: Port of San Diego Fuelman_Allied States Cooperative Application (11_24_20) (00...	
Source Envelope:	
Document Pages: 2	Signatures: 2
Certificate Pages: 5	Initials: 1
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Guillermina Oliva
Time Zone: (UTC-08:00) Pacific Time (US & Canada)	3165 Pacific Highway
	San Diego, CA 92101
	goliva@portofsandiego.org
	IP Address: 207.215.153.162

Record Tracking


Status: Original	Holder: Guillermina Oliva	Location: DocuSign
11/24/2020 11:01:05 AM	goliva@portofsandiego.org	
Security Appliance Status: Connected	Pool: StateLocal	
Storage Appliance Status: Connected	Pool: San Diego Unified Port District	Location: DocuSign

Signer Events

Signature	Timestamp
M.J. Cromartie	Sent: 11/24/2020 1:57:47 PM
mcromartie@portofsandiego.org	Viewed: 11/24/2020 2:01:58 PM
Security Level: Email, Account Authentication (None)	Signed: 11/24/2020 2:03:57 PM
Signature Adoption: Pre-selected Style	
Using IP Address: 207.215.153.162	

Electronic Record and Signature Disclosure:

Accepted: 6/19/2019 9:08:46 AM
ID: 572c2027-9a0d-47cd-af18-ed9e9179be9c

Cid Tesoro		Sent: 11/24/2020 2:03:59 PM
ctesoro@portofsandiego.org		Viewed: 11/24/2020 2:04:59 PM
Assist. VP		Signed: 11/24/2020 2:06:19 PM
Security Level: Email, Account Authentication (None)	Signature Adoption: Drawn on Device	
	Using IP Address: 162.238.132.144	

Electronic Record and Signature Disclosure:

Accepted: 11/24/2020 2:04:59 PM
ID: d43e81e7-3b74-43a7-8b43-b3d1291f7a26

In Person Signer Events

Signature	Timestamp
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Editor Delivery Events

Status	Timestamp
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Agent Delivery Events

Status	Timestamp
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Intermediary Delivery Events

Status	Timestamp
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Certified Delivery Events

Status	Timestamp
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Paige Scott	<div style="border: 2px solid blue; padding: 5px; display: inline-block;">VIEWED</div>	Sent: 11/24/2020 11:12:53 AM
pscott@portofsandiego.org		Viewed: 11/24/2020 1:57:46 PM
Assistant Director		
San Diego Unified Port District	Using IP Address: 207.215.153.162	

Security Level: Email, Account Authentication (None)

Electronic Record and Signature Disclosure:

Certified Delivery Events	Status	Timestamp
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Accepted: 3/23/2020 7:58:43 AM
ID: 3977eabd-e3a0-4a5d-8aa3-c04391545b35

Carbon Copy Events	Status	Timestamp
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Allen Broughton
abroughton@portofsandiego.org
Business Manager
Security Level: Email, Account Authentication
(None)

COPIED

Sent: 11/24/2020 2:06:21 PM
Viewed: 11/24/2020 2:13:24 PM

Electronic Record and Signature Disclosure:

Accepted: 3/24/2020 1:12:40 PM
ID: 51bab658-5553-4cee-bf70-6674bccfe264

Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Envelope Sent	Hashed/Encrypted	11/24/2020 11:12:53 AM
Certified Delivered	Security Checked	11/24/2020 2:04:59 PM
Signing Complete	Security Checked	11/24/2020 2:06:19 PM
Completed	Security Checked	11/24/2020 2:06:21 PM

Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure
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ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, San Diego Unified Port District (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign, Inc. (DocuSign) electronic signing system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to these terms and conditions, please confirm your agreement by clicking the 'I agree' button at the bottom of this document.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after signing session and, if you elect to create a DocuSign signer account, you may access them for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of a DocuSign envelope instead of signing it. This will indicate to us that you have withdrawn your consent to receive required notices and disclosures electronically from us and you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact San Diego Unified Port District:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: rsanagus@portofsandiego.org

To advise San Diego Unified Port District of your new e-mail address

To let us know of a change in your e-mail address where we should send notices and disclosures electronically to you, you must send an email message to us at rsanagus@portofsandiego.org and in the body of such request you must state: your previous e-mail address, your new e-mail address. We do not require any other information from you to change your email address..

In addition, you must notify DocuSign, Inc. to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in the DocuSign system.

To request paper copies from San Diego Unified Port District

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an e-mail to rsanagus@portofsandiego.org and in the body of such request you must state your e-mail address, full name, US Postal address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with San Diego Unified Port District

To inform us that you no longer want to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to rsanagus@portofsandiego.org and in the body of such request you must state your e-mail, full name, US Postal Address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

Operating Systems:	Windows® 2000, Windows® XP, Windows Vista®; Mac OS® X
Browsers:	Final release versions of Internet Explorer® 6.0 or above (Windows only); Mozilla Firefox 2.0 or above (Windows and Mac); Safari™ 3.0 or above (Mac only)
PDF Reader:	Acrobat® or similar software may be required to view and print PDF files
Screen Resolution:	800 x 600 minimum

Enabled Security Settings:	Allow per session cookies
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** These minimum requirements are subject to change. If these requirements change, you will be asked to re-accept the disclosure. Pre-release (e.g. beta) versions of operating systems and browsers are not supported.

Acknowledging your access and consent to receive materials electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I agree' box, I confirm that:

- I can access and read this Electronic CONSENT TO ELECTRONIC RECEIPT OF ELECTRONIC RECORD AND SIGNATURE DISCLOSURES document; and
- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify San Diego Unified Port District as described above, I consent to receive from exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to me by San Diego Unified Port District during the course of my relationship with you.



October 20, 2020

Mark Roberts

Director – Bids & Contracts

FleetCor Technologies Operating Company, LLC d.b.a Fuelman

5445 Triangle Parkway, Suite 400

Norcross, GA 30092

markroberts@fleetcor.com

Re: Renewal Award of Contract #R161501

Dear Mr. Roberts:

Per official action taken by the Board of Directors of Education Service Center, Region 4 on October 20, 2020, Region 4 ESC is pleased to announce that FleetCor Technologies Operating Company, LLC d.b.a Fuelman has been awarded an annual contract renewal for the following, based on the sealed proposal submitted to Region 4 on November 29, 2016, and subsequent performance thereafter:

Contract

Fuel Card Services and Related Products

The contract will expire on March 31, 2022, completing the fifth year of a five-year term contract. The contract is available through OMNIA Partners, Public Sector. Your designated OMNIA Partners, Public Sector contact is Christine Dorantes, at (615) 431-8182 or christine.dorantes@omniapartners.com.

The partnership between FleetCor Technologies Operating Company, LLC d.b.a Fuelman, Region 4 and OMNIA Partners, Public Sector can be of great help to participating agencies. Please provide copies of this letter to your sales representative(s) to assist in their daily course of business.

Sincerely,

DocuSigned by:

AB11C26E709E4C4...

Robert Zingelmann

Chief Financial Officer, Finance and Operations Services