



## 2022 Co+nvergence Show Deal Contract Terms and Instructions

*Please read the information below before submitting a contract proposal. The terms herein are applicable to Vendor's participation in NCG's 2022 Co+nvergence vendor showcase. All contract proposals must be submitted in [Partner Co+nnection](#) by June 17, 2022. Please contact [convergenceshowdeals@ncg.coop](mailto:convergenceshowdeals@ncg.coop) with questions about show deals. For technical assistance with Partner Co+nnection, or to register for access, please contact [partnerconnection@ncg.coop](mailto:partnerconnection@ncg.coop).*

### 1. General Information

- **Show Deal Contract Proposals.** By submitting a Show Deal Contract Proposal, Vendor agrees to perform all duties and satisfy all terms & conditions herein. Vendor authorizes NCG and/or its authorized Distributor(s) to invoice Vendor or deduct the discounts, allowances, or cost of free fill as needed to satisfy Vendor's obligations herein. All Show Deal Contract Proposals must be approved and confirmed by NCG to be presented to co-ops prior to, during, and following the Co+nvergence vendor showcase. Unless otherwise directed, participating Vendors must submit a Co+nvergence Show Deal Contract Proposal via NCG's Partner Co+nnection vendor portal. Once NCG confirms a Vendor's Show Deal Contract Proposal it is a binding contract. Following confirmation of a Show Deal Contract Proposal by NCG item and discount/allowance information may not be changed and no further limits, buy-in requirements, or restrictions may be placed on the show deals submitted. The deadline to submit a completed proposal(s) for the Co+nvergence vendor showcase is Friday, June 17<sup>th</sup>. Revisions submitted after June 17<sup>th</sup> will not be accepted except as needed to extend Vendor's discounts/allowances to additional items or increase the discount/allowances. Vendors should contact NCG at [convergenceshowdeals@ncg.coop](mailto:convergenceshowdeals@ncg.coop) with any concerns about a Show Deal Contract Proposal submission after the deadline.
- **Show deal requirements.** All participating 2022 Co+nvergence sponsors are required to offer a show deal unless granted an exception by NCG. Show deals and placement offers for products shipped to co-ops by a Distributor are processed as turnovers and will autoship to NCG co-ops. For Vendors that ship directly to co-op locations, product ordered must ship to arrive on the first date of the shipping window(s) selected by the co-op. All show deals must ship by 12/31/22. All orders for show deals must be collected using the hardware provided by NCG at the vendor showcase; paper orders are not allowed unless authorized by NCG. Show deals must meet the following minimum requirements:
  - I. **Discounts** – Excluding offers for new product placement (referenced in the next section), the minimum total discount/allowance required for Vendor's show deal submissions is 25% off unless granted an exception by NCG. All discounts must be honored in full via an off-invoice discount (OI) and/or manufacturer chargeback (MCB) in a minimum of three of the shipping periods selected by the co-op from the available shipping periods listed below. Vendors able to honor their show deal discount/allowance in more than three shipping periods should indicate that in the Comments or Retailer Requirements field of the proposal in Partner Co+nnection. If Vendor submits a proposal with an OI discount but that discount is not available to NCG's authorized Distributor during a co-op's requested ship date, the discount will be converted to an MCB by the Distributor and charged back to the Vendor. NCG will not process rebates/scans for any show deals. Tiered discounts should be included in the Comments or Retailer Requirements section of the proposal in Partner Co+nnection. No more than two tiers are allowed when a discount requires a minimum purchase requirement (e.g., buy 1-29 cases, get 25%, by 30 or more cases, get 35%). Vendors may submit line drives and all UPCs must be included in the Show Deal Contract Proposal to be accepted. Vendors with products subject to a Core Set Cost Support must include that Core Set Cost Support on their Show Deal Contract Proposal, and the discount/allowance for the show deal must exceed the discount/allowance provided via the Core Set Cost Support.
  - II. **New placement offers** – Unless granted an exception by NCG, all offers for new product placement included in a Show Deal Contract Proposal are subject to minimum "free fill" requirements as follows:
    - Grocery items – the lesser of one (1) case of free product or twelve (12) free units for items

available for purchase by the co-op by the individual unit. NCG will also accept a 3+3 offer (50% MCB) for any products with unit costs more than \$10/unit and that are available for purchase by the co-op by the individual unit.

- Supplement and Body Care items – one (1) free case or three (3) free units for items available for purchase by the co-op by the individual unit.
- Bulk items – one (1) free case for bulk packages 10 lbs. or less, 50% off one (1) case for bulk items available for purchase by the co-op in packages greater than 10 lbs.

Free fill products shipped directly by Vendor must be invoiced at 100% discount off-invoice and may not include additional delivery charges. Vendor will be charged back (MCB) by NCG's authorized Distributor for free fill requirements fulfilled by a Distributor. Minimum SKU requirements are permitted only for new accounts and are not allowed for new placement offers with existing accounts. Any minimum SKU requirements are subject to the approval of the appropriate NCG Category Manager. Bonus gift offers or special offers for new accounts may be included on the proposal in Partner Co+nnnection. Unless granted an exception by NCG Vendor must submit a discount offer in addition to any new placement offers. All participating Vendors are encouraged to submit placement offers. Vendors that opt not to submit an offer for new placement should select 'See Booth at Show' in the Placement Offer dropdown in Partner Co+nnnection and include a note in the Comments or Retailer Requirements field.

- Contract accuracy. All item information submitted via Partner Co+nnnection must be complete and accurate. Vendor is solely responsible for verifying Show Deal Contract Proposals for accuracy and completeness prior to submission. Show Deal Contract Proposals with incomplete or inaccurate information may be returned to the Vendor for revision.
- Show deal confirmation. NCG will review each Show Deal Contract Proposal to ensure it meets the requirements included herein. NCG reserves the right to request revisions to a Show Deal Contract Proposal including but not limited to the selection of products, discounts/allowances, and shipping periods/method and to cancel the participation of Vendor in the Co+nvergence vendor showcase in the event Vendor is unwilling to make requested revisions. NCG communicates all confirmed show deals to co-ops to view and pre-select quantities and shipping periods prior to the day of the vendor showcase. Only those show deals confirmed by NCG are permitted to be presented to co-ops by participating Vendors.
- Show deal booking. NCG will present all confirmed show deals to co-ops prior to the vendor showcase. Co-ops have two weeks prior to the vendor showcase to pre-book their selection of show deals. During the vendor showcase co-op buyers are encouraged but not required to visit each Vendor's table to have any pre-booked show deals processed. Following the vendor showcase, co-ops will have an additional week to modify show deal orders. NCG will notify participating Vendors of the dates the website is open to co-ops for pre-booking to allow Vendor's sales representatives to contact co-ops and encourage pre-booking.
- Shipping periods. Vendors that ship products directly to co-ops may begin shipping starting 08/31/2022. Products shipped by a Distributor will begin shipping starting 10/12/22. Shipping periods correspond with the start of the buy-in periods for NCG's Co+op Deals Promotions program. To ensure the availability of inventory at the Distributor all shipping periods are 30 days long and orders will ship on the first day of product availability at the Distributor within the shipping period. Unless Vendor has increased the allowed number of shipping periods, co-ops will be able to split Co+nvergence show deal shipments across up to three (3) of the below shipping periods in any quantities. New placement offers are excluded from the number of shipping periods a co-op may select. The shipping periods for 2022 Co+nvergence show deals are:
  - 08/31/2022 – 09/30/2022: Direct Only
  - 10/12/2022 – 11/11/2022: October B
  - 10/26/2022 – 11/25/2022: November A
  - 11/09/2022 – 12/09/2022: November B
  - 11/25/2022 – 12/23/2022: December A
  - 12/07/2022 – 01/06/2020: December B

Vendors are strongly encouraged to have copies of their NCG Co+op Deals promotional plan at the vendor showcase to assist co-op buyers with selecting shipping periods.

- Authorized distributors. Only Distributors authorized by NCG are eligible to fulfill Co+nvergence show deal orders. NCG has authorized UNFI (and subsidiaries) and KeHE Distributors as Distributors for fulfillment of Co+nvergence show deal orders. UNFI will be the preferred Distributor and will fulfill show deal orders for products slotted at both UNFI and KeHE. If products are unavailable at a co-op's UNFI distribution center, are discontinued by UNFI, or are out-of-stock during the shipping period, NCG reserves the right to transfer the

show deal order to KeHE Distributors. Vendors whose products are shipped both directly to co-ops and via an authorized Distributor are required to fulfill show deal orders through the Distributor unless that specific product is not available in the distribution center that services the co-op that placed the order. Vendors whose products are available both for direct shipment and from a Distributor must submit a separate Show Deal Contract Proposal in Partner Co+nnnection for those products only available through direct shipment.

- **Direct vendors.** Vendors that ship directly to co-ops must apply show deal discounts/allowances to the invoices for any orders placed at the Co+nvergence vendor showcase. Under no circumstances are co-ops required to request discounts/allowances from Vendor or meet other requirements to have the discounts applied to orders. In the event show deal discounts were not applied to a co-op's invoices during the shipping window, Vendor agrees to credit impacted co-ops for the total difference in cost within 10 business days of being notified by NCG or the impacted co-op.

## 2. Completing and Submitting a Show Deal Contract Proposal

***Below are the process steps for completing and submitting a Co+nvergence Show Deal Contract Proposal. All contract proposals must be submitted in [Partner Co+nnnection](#) by June 17 June 17, 2022. Please contact [convergenceshowdeals@ncg.coop](mailto:convergenceshowdeals@ncg.coop) with questions about show deals. For technical assistance with Partner Co+nnnection, or to register as a Partner Co+nnnection user, please contact [partnerconnection@ncg.coop](mailto:partnerconnection@ncg.coop).***

1. Log in to your Partner Co+nnnection user account at [Partner Co+nnnection](#).
2. Select **Proposals** link at the top of the home page.
3. On the **All Proposals** screen select the **Create Convergence Show Deal** link.
4. On the **New Co+nvergence Show Deals Proposal** screen complete the following actions:
  - a. Select the Ad Type as **Convergence Show Deal**
  - b. Select the Period as **Convergence Show Deal**
  - c. In the **Distribution** section make **only one (1)** distribution type selection (e.g. UNFI or Direct)
  - d. In the **Brand** dropdown select the brand you are submitting the show deal for. If your brand is not listed here, you must request the brand be added to your account by contacting [partnerconnection@ncg.coop](mailto:partnerconnection@ncg.coop).
  - e. In the **Category** selection section, select all the SPINS categories as necessary for the items you are submitting on the show deal proposal.
  - f. In the **Subcategory** selection section, select all the SPINS subcategories as necessary for the items you are submitting on the show deal proposal.
  - g. In the **UPCs** selection section you may select the UPCs you wish to include on your proposal. If nothing is selected here, all the UPCs associated with the Categories and Subcategories selected above.
  - h. **Billing Contact** – Select the billing contact connected to the brand that you would like NCG to send the Co+nvergence participation fees invoice to. If nothing is available in the dropdown, or the billing contact is different, select **Proposal Specific Billing** Contact and enter in all the information in the fields below.
  - i. Select **Continue to UPC** to go to the edit UPC screen when all above fields are completed.
5. **Edit UPC Screen** - On the edit UPC's page you can:
  - See a summary of your proposal details
  - Select items to include in your show deal
  - Indicate discounts for all items selected on your show deal

- a. All UPCs associated with the SPINS Category and Subcategories selected previously are populated on this screen. If you pre-selected your UPCs on the previous screen, only those items you pre-selected will have a check mark next to them. If you did not pre-select your UPCs, all items will be checked.
- b. Uncheck the items that you do not want included on the proposal or check additional items from the UPC list to include them on the proposal. Alternatively, use the **Select/Deselect All** button to unselect all and then select the items you want to include in the proposal.
- c. **OI and MCB %** fields
  - a. Enter discounts here as a whole number (e.g. for 25% enter 25)
  - b. Minimum total discount is 25% off unless you are granted an exception by your NCG Category Manager.
  - c. If the values are the same for ALL UPC's, then click on **Apply discounts to all UPCs.**
  - d. If the discounts are different, you can apply discounts to all UPCs and then edit the discounts below for each item with a different discount.
- d. Leave the **Featured UPC** field blank - featured UPCs do not apply to Co+vergence Show Deals.
- e. **Placement Offer** dropdown options (required):
  - a. **Free Fill** – Select this option for new placement of products that are less than or equal to \$10/unit or for Bulk products available for purchase in a quantity of 10 lbs. or less.
  - b. **50% off** – Select this option for new placement of products that are greater than \$10/unit or for Bulk products available for purchase in a quantity greater than 10 lbs.
  - c. **See booth at show** – Select this option when there is no placement offer or the buyer is required to visit your table for the placement offer. If no placement offer, please note that in the **Comments or Retailer Requirements** field.
- f. **Comments or Retailer Requirements** field:
  - a. Include any comments to clarify your placement offer or any comments related to tiered discounts for volume orders (e.g. buy 10 cases get 25% off, buy 20 cases get 35% off).
- g. **Unit Size** (the size of the product, e.g. 12 oz.) is populated based on UNFI or Direct line data already in the system. If blank you must enter data in this field for all selected items to save your proposal.
- h. **Pack Size** (the case pack of the product that ships to stores, e.g. 12) is populated based on UNFI or Direct line data already in the system. If blank you must enter data in this field for all selected items to save your proposal.
- i. **UNFI East/West, Select Nutrition, Alberts, Tony's, Direct** CODES
  - a. Item codes auto-populate from our most recent distributor info.
  - b. You can change or add codes.
  - c. All selected items are required to have at least one code in order to save your proposal
- j. **Suggested Promo Price** – This is an optional field. NCG's suggested promo price below will be calculated and passed on to NCG co-ops if this field is left blank.
- k. **Availability Data** – Clicking this link will display or hide which UNFI DC's each UPC is available.
- l. **Historical Pricing Data** Clicking this link will identify previous NCG promotions that occurred within the last 52 weeks and what the promoted price was for those promotions.

- m. When the **edit UPC** screen is completed, click on **Save Proposal UPCs**. You will automatically navigate to the **All Proposals** screen and will see a message in a green box that reads: "Proposal UPCs saved successfully."
6. **All Proposals Screen** – On the All Proposals screen you'll want to find your proposal by filtering in the ID Column for the highest number proposal. Remember to note the Proposal ID number so you can search for it later in the Search field. Once you find your proposal on the All Proposals screen you can take the following actions in the Action column:
  - a. **View** – Select the **(Eye)** icon to view your proposal information without editing.
  - b. **Edit UPCs** – Select the **(Blocks)** icon to go back to the edit UPC screen and make any final adjustments or add items to your proposal.
  - c. **Add Category or Subcategory** – Select the **(Binoculars)** icon to add a missing category or subcategory to your proposal. You may need to do this if you were missing items from the edit UPC screen list that were part of a missing subcategory or category.
  - d. **Change Status** – Once you've finished creating your proposal, you'll select the **(Airplane)** icon to submit the proposal to NCG and agree to the Terms and Conditions for the Convergence Show Deal program.
  - e. **Clone Proposal** – Select the **(Double Squares)** icon if you wish to clone your proposal to a new period or additional distribution type.
  - f. **Delete Proposal** – Select the **(Trashcan)** if you need to delete your proposal.
  - g. **Export** – To export your proposal details into an excel spreadsheet.
7. **Add UPC Screen** – If you have items that you would like to include on a Co+vergence Show deal that are not yet included in the SPINS database or have not yet been added to Partner Connection you can select **Add UPC** at the top of the screen and follow the prompts to add an item(s) to the system. You are able to Add a UPC at anytime in the proposal creation process before a proposal has been submitted. If you've already created the proposal, you are able to Add the UPC missing, select the **Edit UPC** icon, select the new item on the Edit UPC screen, and resave your proposal before submitting.
8. **Change Status Screen** – Once you've finished creating and editing your proposal, you'll select the **(Airplane)** icon next to your proposal on the All Proposals Screen to submit the proposal to NCG and agree to the Terms and Conditions for the Convergence Show Deal program.
  - a. **New Status** – Select **Submitted** here to change the proposal status to **Submitted**.
  - b. **Notes** – If you wish to leave a note for the NCG category manager you can leave that in this field.
  - c. **Terms and Conditions** – Read through the terms and conditions and select the box next to the "I agree to the terms and conditions" phrase.
  - d. **Save Status Change** – Click this link to save the proposal. You'll be take back to the All Proposals screen and the proposal will be changed to "Submitted" status. Once in submitted status you will not be able to further edit your proposal and will need to contact your NCG Category Manager to push back the proposal to make further edits.