

FOURTH AMENDATORY AGREEMENT

This **FOURTH AMENDATORY AGREEMENT** is made between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”) and **Q-MATIC CORPORATION**, an Illinois corporation whose address is 2400 Commerce Avenue, Building 1100, Suite 100, Duluth, Georgia 30096 (the “Vendor”), jointly (“the Parties”).

WITNESSETH:

A. The Parties entered into an Agreement dated April 4, 2013, a First Amendatory Agreement dated September 17, 2014, a Second Amendatory Agreement dated June 28, 2016, a Third Amendatory Agreement dated February 7, 2018 (collectively, the “Agreement”) for the continual use and support of the Q-Matic Queueing Management System supporting multiple City Agencies.

B. The Parties wish to amend the Agreement to extend the term, increase the maximum contract amount, and amend examination of records.

NOW THEREFORE, in consideration of the premises and the Parties’ mutual covenants and obligations, the Parties agree as follows:

1. All references to “...Exhibit A, A-1, A-3 and A-4...” in the Agreement shall be amended to read: “...Exhibit A, A-1, A-2, A-3 and A-4...” as applicable. The scope of work marked as **Exhibit A-4** attached to this Fourth Amendatory Agreement is hereby incorporated by reference.

2. Article 4 of the Agreement entitled **TERM** is amended to read as follows:

“4. **TERM**: The term of the Agreement is from March 15, 2013 through October 31, 2023.”

3. Article 5(D)(i) of the Agreement entitled “**Maximum Contract Liability**” are amended to read as follows:

“5. **COMPENSATION AND PAYMENT**:

D. Maximum Contract Liability:

(i) Any other provision of this Agreement notwithstanding, in no event shall the City be liable for payment for services rendered and expenses incurred by Vendor under the terms of this Agreement for any amount in excess of the sum of **ONE MILLION TWO HUNDRED THIRTY-ONE THOUSAND SEVEN HUNDRED ELEVEN DOLLARS AND THIRTY-FIVE CENTS (\$1,231,711.35)**. Vendor acknowledges that any work performed by Vendor beyond that specifically authorized by the City is performed at Vendor’s risk and without authorization under this Agreement.”

4. Article 8 of the Agreement entitled **EXAMINATION OF RECORDS** is amended to read as follows:

“**8. EXAMINATION OF RECORDS AND AUDITS:** Any authorized agent of the City, including the City Auditor or his or her representative, has the right to access, and the right to examine, copy and retain copies, at City's election in paper or electronic form, any pertinent books, documents, papers and records related to Q-Matic Corporation 's performance pursuant to this Agreement, provision of any goods or services to the City, and any other transactions related to this Agreement. Q-Matic Corporation shall cooperate with City representatives and City representatives shall be granted access to the foregoing documents and information during reasonable business hours and until the latter of three (3) years after the final payment under the Agreement or expiration of the applicable statute of limitations. When conducting an audit of this Agreement, the City Auditor shall be subject to government auditing standards issued by the United States Government Accountability Office by the Comptroller General of the United States, including with respect to disclosure of information acquired during the course of an audit. No examination of records and audits pursuant to this paragraph shall require to make disclosures in violation of state or federal privacy laws. Q-Matic Corporation shall at all times comply with D.R.M.C. 20-276.”

5. As herein amended, the Agreement is affirmed and ratified in each and every particular.

6. This Fourth Amendatory Agreement will not be effective or binding on the City until it has been fully executed by all required signatories of the City and County of Denver, and if required by Charter, approved by the City Council.

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Contract Control Number: TECHS-202056143-04 (201310119-04)
Contractor Name: Q-MATIC CORPORATION

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of:

SEAL

CITY AND COUNTY OF DENVER:

ATTEST:

By:

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

Attorney for the City and County of Denver

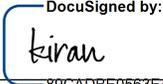
By:

By:

By:

Contract Control Number:
Contractor Name:

TECHS-202056143-04 (201310119-04)
Q-MATIC CORPORATION

By:  _____
89CADBE0563E4AE...

Name: kiran
(please print)

Title: VP sales
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)



Q-MATIC Corporation

**2875 Breckinridge Blvd., Suite 100
 Duluth, GA 30096**

Organization: City and County of Denver	Date: September 11, 2020
Customer Name: Joe Saporito, Technology Services	Expires On:
Address:	Rep: Michelle Gorman
City/State/Zip:	Phone: (770) 817-4282
Phone: (720) 913-4982	Fax: (770) 817-4594
Fax:	Email: michelle.gorman@qmatic.com
Email: joseph.saporito@denvergov.org	Site: See Below

Term: 11/1/2020 - 10/31/2023

QTY	PART #	DESCRIPTION	TERM	TOTAL
ENTERPRISE SOFTWARE				
1	SW7000	Qmatic Care - Annual Software Maintenance - Year 1	11/1/2020 - 10/31/2021	\$30,242.82
1	SW7000	Qmatic Care - Annual Software Maintenance - Year 2	11/1/2021 - 10/31/2022	\$33,014.09
1	SW7000	Qmatic Care - Annual Software Maintenance - Year 3	11/1/2022 - 10/31/2023	\$33,014.09
Total 3 Years				\$96,271.00
CLERK & RECORDER				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$2,223.32
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$2,223.32
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$2,223.32
Total 3 Years				\$6,669.95
EXCISE & LICENSE				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$2,549.04
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$2,549.04
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$2,549.04
Total 3 Years				\$7,647.13
ELECTIONS				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$1,780.95
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$1,780.95
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$1,780.95
Total 3 Years				\$5,342.86
DMV (SOUTHEAST)				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$3,525.94
1	SMS0500	SMS Services - Up to 500K SMS per year - Year 1	11/1/2020 - 10/31/2021	\$0.00
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$3,525.94
1	SMS0500	SMS Services - Up to 500K SMS per year - Year 2	11/1/2021 - 10/31/2022	\$7,725.00
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$3,525.94
1	SMS0500	SMS Services - Up to 500K SMS per year - Year 3	11/1/2022 - 10/31/2023	\$7,725.00
Total 3 Years				\$26,027.81
DMV (4 BRANCHES & TAX OFFICE)				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$17,207.78
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$17,207.78
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$17,207.78
Total 3 Years				\$51,623.33
COMMUNITY PLANNING AND DEVELOPMENT				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$3,508.90
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$3,508.90
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$3,508.90
Total 3 Years				\$10,526.70
ANIMAL SHELTER				
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 1	11/1/2020 - 10/31/2021	\$0.00
1	SMS0050	SMS Services - Up to 50K SMS per year - Year 1	11/1/2020 - 10/31/2021	\$0.00
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 2	11/1/2021 - 10/31/2022	\$2,771.28
1	SMS0050	SMS Services - Up to 50K SMS per year - Year 2	11/1/2021 - 10/31/2022	\$1,030.00
1	HW7000	Qmatic Care Plus - Annual Hardware Maintenance - Year 3	11/1/2022 - 10/31/2023	\$2,771.28
1	SMS0050	SMS Services - Up to 50K SMS per year - Year 3	11/1/2022 - 10/31/2023	\$1,030.00
Total 3 Years				\$7,602.56
TOTAL YEAR 1				\$61,038.75
TOTAL YEAR 2				\$75,336.30
TOTAL YEAR 3				\$75,336.30
GRAND TOTAL				\$211,711.35

GP Part #	DESCRIPTION	PER UNIT
ORCHESTRA 6		
10115500	Orchestra 6 Essentials	\$734.88
ORCHESTRA 6 OPTIONS		
10115511	Orchestra 6 Digital Communication playlist/context marketing tab	\$144.59
10115512	Orchestra 6 Business Intelligence	\$203.68
10115513	Orchestra 6 Mobile Ecosystem	\$144.59
10115514	Orchestra 6 Appointment Management	\$144.59
10115515	Orchestra 6 Enterprise Operations	\$56.08
10115516	Orchestra 6 Connectivity	\$262.70
ORCHESTRA 7		
10115600	Orchestra 7 Platform	\$12.00
10115620	Appointment Management – Entry	\$58.80
10115621	Appointment Manager – Standard	\$126.00
10115623	Journey Manager – Entry	\$138.00
10115624	Journey Manager – Standard	\$162.00
10115625	Journey Manager – Premium	\$258.00
10115640	Counter	\$86.40
10115641	Reception	\$174.00
10115642	Connect	\$130.80
10115643	Concierge	\$209.00
10115644	Staff Notifications	\$27.60
10115660	Reports	\$30.00
10115661	Analysis	\$564.00
10115662	Operations Panel	\$54.00
10115680	Customer Notification	\$27.60
10115681	Voice Announcements	\$12.00
10115682	Media Display	\$222.00
10115683	Digital Signage	\$456.00
10115684	Mobile Ticket	\$54.00
10115685	Context Marketing	\$74.40
10115700	Delivered Services, Outcomes, Marks	\$36.00
10115701	Customer Feedback (Local)	\$36.00
10115720	Hardware monitoring	\$16.20
10115721	Auditing	\$18.00
10115722	Surface Editor	\$7.20
10115723	SAML/LDAP	\$18.00
10115740	Distributed Operations	\$732.00
10115741	High Availability	\$7.20
10115742	Staging	\$7.20
10115760	Appointment Integration	\$94.80
10115761	Digital Signage Integration	\$408.00
10115762	Mobile App Integration	\$82.80
10115763	Entry point Integration	\$12.00
10115764	Customer identification Integration	\$12.00
10115765	3rd party kiosk Integration	\$456.00
10115766	HL7 Integration	\$44.40
10115767	Service point Integration	\$42.00
10115768	Business Intelligence Integration	\$28.20
10115769	Management Info Integration	\$30.00
10115770	Calendar Integration	\$24.00
10115771	Workforce Integration	\$44.40
HUB DEVICES		
10216100	Qmatic Hub	\$784.35
Qmatic HUB Firmware License		
10115401	Hub Network Gateway License	\$352.75
10115402	Hub Distributed Logic License	\$352.75

10115403	Hub Media License	\$976.08
10115510	Orchestra 6 Distributed Operations	\$1,058.25
KIOSKS		
10126110	Intro 17	\$5,454.54
214251	Intro 17 Floor Pedestal	\$854.10
214201	Intro 17 Table/Wall Mount	\$842.40
214192	Qmatic Vision Barcode Reader Kit	\$1,144.40
10214186	Qmatic Vison Barcode Shelf	\$220.50
214190	Qmatic Vision Card Reader Kit	\$1,058.40
99900241	Card Swipe Reader for Vision Kiosk	\$199.50
214301	Qmatic Vision Ceiling Connection Kit	\$934.92
4107323	Vision Signboard Frosted Glass	\$107.10
214180	Qmatic Vision Lighting Kit	\$393.75
TP TICKET PRINTERS		
10213043	Intro 5	\$1,627.78
10213053	Intro 8	\$4,197.69
213210	Intro 5/8 Floor Pedestal	\$608.58
213204	Intro 5/8 Table Stand	\$156.98
213205	Intro 5/8 Wall Mount	\$121.72
14110401C	Qmatic TP31xx Single Button Faceplate	\$120.12
11340110	Qmatic TP31xx Card Reader	\$476.28
99900330	Qmatic Signboard Assembly for TP Ticket Printer Floor Pedestal	\$633.60
213220	Qmatic Extension Pedestal P3311 TP31XX	\$480.25
QMATIC TICKETS		
900084	TP Thermal Tickets Blue (24 rolls @ 2,000 tickets per roll)	\$473.00
900085	TP Thermal Tickets (24 rolls @ 2,000 tickets per roll)	\$450.00
NOTES DISPLAYS		
10460232	Notes 948 Red/Green with Sign	\$1,116.42
10460231	Notes 948 Red/Green wo Sign	\$1,103.95
10460222	Notes 948 White with Sign	\$1,191.27
10460221	Notes 948 White wo Sign	\$1,178.79
10460212	Notes 948 Green with Sign	\$968.81
10460211	Notes 948 Green wo Sign	\$956.34
10460202	Notes 948 Red with Sign	\$810.81
10460201	Notes 948 Red wo Sign	\$798.34
10460132	Notes 924 Red/Green with Sign	\$619.54
10460131	Notes 924 Red/Green wo Sign	\$613.31
10460122	Notes 924 White with Sign	\$671.52
10460121	Notes 924 White wo Sign	\$665.28
10460112	Notes 924 Green with Sign	\$525.99
10460111	Notes 924 Green wo Sign	\$519.75
10460102	Notes 924 Red with Sign	\$455.30
10460101	Notes 924 Red wo Sign	\$449.06
10450122	Notes 917 White with Sign	\$467.78
10450121	Notes 917 White wo Sign	\$461.54
10450112	Notes 917 Green with Sign	\$444.91
10450111	Notes 917 Green wo Sign	\$438.67
10450102	Notes 917 Red with Sign	\$363.83
10450101	Notes 917 Red wo Sign	\$357.59
WORKSTATION TERMINALS		
320105	Qmatic KT2595 Workstation Terminal (33 Buttons)	\$210.00
320107	Qmatic KT2695 Workstation Terminal (5 Buttons)	\$316.80
320203	Qmatic Wireless Terminal	\$140.80
99900129	Direct Wire NEXT Button	\$30.00
320150	Qmatic Expressia Feedback Unit	\$211.20
HARDWARE		
112012	Qmatic Satellite Connection Box	\$103.95
112014	Qmatic Main Connection Box	\$113.40
112018	Qmatic Power Connection Box	\$94.50

112008A	Qmatic Signal Amplifier	\$132.30
100395	Chime	\$47.25
117030	Qmatic Choral Automatic Announcer	\$1,469.40
99900565	Control 12C/T Compact Ceiling Speaker	\$63.33
99900564	Bogen 35 Watt Mixer Amplifier - Classic Series UL/CSA	\$348.48
99900210	Wall Mount Speaker	\$40.00
99900257	Drop Ceiling Speaker Assembly (includes ceiling tile surround)	\$43.00
112043	Qmatic Multi-Interface I/O * 8 channels	\$198.45
112044	Qmatic Multi-Interface I/O * 8 channels + RF-Module	\$274.05
HW9024	Hardware, Signage and Cabling	\$613.80
HW9024L	Hardware, Signage and Cabling Lite	\$309.69
100932	Qmatic Power Supply PS5A	\$184.80
100987	Qmatic Power Supply PS2.5A	\$96.80
99900394	UPS Battery Backup	\$110.00
99900541	UPS Battery Backup 220V	\$170.00
99900269	Keyspan High Speed Serial Adapter	\$50.00
99900573	Android Stick for Spotlight Display Option	\$143.62
99900546	Cat5e Cable - 300' Box	\$165.00
211110	MyQmatic USB Module	\$119.07
99900013	4-Port Ethernet Switch	\$80.00
99900559	8-Port Ethernet Switch	\$125.00
99900534	48-Port Network Switch	\$800.00
99900329	Pedestal Weighted Base	\$150.00
SCANNER HARDWARE & ACCESSORIES (Manufacturer's Warranty)		
99900214	1D Barcode Reader (serial, with stand)	\$270.00
99900187	2D Barcode Reader (serial, with stand)	\$580.00
99900241	CR9059 Magnetic Card Reader	\$199.50
99900558	Barcode Scanner (Hands free) 1D, 2D/PDF417	\$375.00
TELEVISION HARDWARE & ACCESSORIES (Manufacturer's Warranty)		
99900320	19" Flat Screen TV (w/o bracket)	\$340.00
99900318	32" Flat Screen TV (w/o bracket)	\$480.00
99900318	32" Flat Screen TV with DVI and Speakers (w/o bracket)	\$480.00
99900423	42" Flat Screen TV (w/o bracket)	\$790.00
99900521	42" Flat Screen TV with DVI and Speakers (w/o bracket)	\$1,100.00
99900501	47" Flat Screen TV (w/o bracket)	\$1,192.00
99900429	55" Flat Screen TV (w/o bracket)	\$1,680.00
99900259	Wall Bracket for 32" Flat Screen TV	\$60.00
99900428	Tilting Wall Mount Bracket for 42" TV	\$125.00
TM1011	Ceiling Bracket for Flat Screen TV (requires extension pole)	\$420.00
99900335	2' Extension Pole for TM1011 Ceiling Bracket	\$40.00
99900336	3' Extension Pole for TM1011 Ceiling Bracket	\$50.00
99900337	4' Extension Pole for TM1011 Ceiling Bracket	\$100.00
99900538	HDMI over Cat5 – 4-Port Transmitter	\$330.00
99900539	HDMI over Cat5 Receiver/Extender	\$197.60
99900552	HDMI over Cat5 – Terminating Receiver	\$161.25
SERVICES		
CS9025	Non Warranty Tech support Hourly - Normal Business Hours	\$176.70
CS9026	Non Warranty Tech support Hourly - After Hours	\$227.85
CS9037	Software Development Hourly	\$190.00
PM1001	Project Management Services Hourly	\$160.00
SA1001	Systems Analyst Services Hourly	\$175.00
BA1001	Business Analyst Hourly	\$162.75
EE1001	Enterprise Engineer Hourly (Hosting Set-up)	\$153.45
TR9088	Trainer Level I Hourly	\$132.00
TR9087	Trainer Level II Hourly(Web Ex)	\$165.00
TRN1W	1 Hour Web Training	\$269.70
TRN2W	2 Hour Web Training	\$274.35
IN9090	Installation	\$140.00

IN9090S	Installation (Support)	\$175.00
TR9090	Travel Expenses	\$2,000.00
TR9090S	Travel Expenses (Support)	\$150.00
SH9090	Shipping & Handling - UPS Ground	ENTER ZIP
LANGUAGE SERVICES		
LG0001	English (included with voice unit at no charge)	\$0.00
LG0002	Spanish	\$1,092.00
LG0003	Vietnamese	\$1,092.00
LG0005	Farsi	\$1,092.00
LG0006	Cambodian	\$1,092.00
LG0007	Cantonese	\$1,092.00
LG0008	French	\$1,092.00
LG0009	German	\$1,092.00
LG0010	Portuguese	\$1,092.00
LG0011	Macedonia	\$1,092.00
LG0012	Mandarin	\$1,092.00
LG0013	Indonesian	\$1,092.00
LG0014	Turkish	\$1,092.00
LG1000	Studio Recording of Language Set	\$3,360.00
YEARLY SUBSCRIPTION SERVICES		
SMS0050	SMS Services - up to 50,000 sms per year	\$1,000.00
SMS0100	SMS Services - up to 100,000 sms per year	\$2,000.00
SMS0250	SMS Services - up to 250,000 sms per year	\$5,000.00
SMS0500	SMS Services - up to 500,000 sms per year	\$7,500.00
SMS1000	SMS Services - up to 1,000,000 sms per year	\$15,000.00
SMS2000	SMS Services - up to 2,000,000 sms per year	\$20,000.00