

## THIRD AMENDATORY AGREEMENT

**THIS THIRD AMENDATORY AGREEMENT** made and entered into by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado, hereinafter referred to as the “City”, and **Qwest Communications Company, LLC d/b/a CenturyLink QCC**, a Delaware corporation, whose address is 930 15<sup>TH</sup> St., 4<sup>th</sup> Floor, Denver, CO 80202 (the “Contractor”), together referred to as (the Parties”).

### WITNESSETH:

**WHEREAS**, the Parties entered into an Agreement dated July 22, 2008 and amended the Agreement on July 31, 2012 and December 2, 2013 to provide maintenance services for the City’s 911 phone switches and supporting systems to the City and County of Denver (the “Agreement”); and

**WHEREAS**, the Parties wish to amend the Agreement to extend the term and increase the compensation to Contractor as set out in the attached quote dated 5/3/2014; and

**NOW, THEREFORE**, in consideration of the premises and mutual covenants and obligations herein set forth, the Parties agree as follows:

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

“2. **TERM**: The Term of the Agreement is from July 1, 2007 through June 30, 2015, unless terminated earlier pursuant to the provisions of this Agreement.”

2. Articles 3A and 3D(i) of the Agreement entitled “**Fee**” and “**Maximum Contract Liability**” are amended to read as follows:

“3. **COMPENSATION AND PAYMENT:**

**A. Fee.** The City agrees to pay to the Contractor, and the Contractor agrees to accept at its sole compensation for services rendered and costs incurred under this Agreement, the following fees: **TWENTY SEVEN THOUSAND, NINE HUNDRED NINETY EIGHT DOLLARS AND NINETY THREE CENTS (\$27,998.93)** per month.

**D. Maximum Contract Liability:**

(i) Any other provision of this Agreement notwithstanding, in no event shall the City be liable to pay for services rendered and expenses incurred by the Contractor under the terms of this Agreement for any amount in excess of **ONE MILLION NINE HUNDRED SEVENTY SIX THOUSAND THREE HUNDRED SEVENTY TWO DOLLARS AND TWENTY FOUR**

**CENTS (\$1,976,372.24)**, (the “Maximum Contract Amount”), unless this Agreement has been amended in writing to reflect otherwise. The Contractor acknowledges that the City is not obligated to execute an amendment to this Agreement for any services and that any services performed by Contractor beyond that specifically described herein are performed at Contractor’s risk and without authorization under this Agreement.”

**3.** This Third Amendatory Agreement may be executed in counterparts, each of which shall be deemed to be an original, and all of which, taken together, shall constitute one and the same instrument.

**4.** Except as herein amended, the Agreement is affirmed and ratified in each and every particular.

**[SIGNATURE PAGES FOLLOW]**

## Quote



**Customer:** Denver City County Public Safety  
**Quote #:** CTL51306  
**Project Name:** Denver City County Public Safety  
**Created On:** 5/3/2014  
**Quote Expires On:** 8/1/2014  
**Account Manager:** Wes Horn  
**Sales Engineer:** Bob Palmer

Revision

**Valid for 90 days**  
303.992.5571 [wes.horn@centurylink.com](mailto:wes.horn@centurylink.com)  
303.992.5563 [robert.palmer@centurylink.com](mailto:robert.palmer@centurylink.com)

**Project:** This is a 12 month (one year) renewal of the current maintenance contact agreed to on July 31, 2012 City County of Denver contract control number SAFETY-CE 76017-01

**Items Included:** See below  
**Items Not Included:** UPS

<b>Pricing Summary:</b>	<b>Price</b>
<b>950 Josephine</b>	
CenturyLink Avaya(Nortel) PBX, CallPilot Voice mail, Contact Center 7x24 Maintenance with 12 (monthly) preventive maintenance.	\$69,779.06
CenturyLink VESTA Meridian 911 system 7x24 Maintenance with preventive maintenance with 12 (monthly) preventive maintenance.	\$45,200.00
Cassidian VESTA Meridian Software support and remote alarm monitoring service	\$126,495.60
Subtotal	\$241,474.66
<b>303 Colfax</b>	
CenturyLink Avaya(Nortel) PBX, Basic ACD 7x24 Maintenance with 12 (monthly) preventive maintenance	\$27,687.94
CenturyLink VESTA Meridian 911 system 7x24 Maintenance with preventive maintenance with 12 (monthly) preventive maintenance	\$21,470.00
Cassidian VESTA Meridian Software support and remote alarm monitoring service	\$45,354.60
Subtotal	\$94,512.54
<b>TOTAL</b>	<b>\$335,987.20</b>

## Product Schedule Main Components

### 950 Josephine

#### Cassidian VESTA Meridian CS 911 system

- 1 Cassidian VESTA Meridian CS 911 system
  - 2 Denver Provided server VESTA Interface cards and software
  - 44 Denver provided Dell 911 workstation VESTA interface cards and software
- All connecting network, telephony network including 911 trunks, administrative lines  
Trunks/PRI circuits and ANI/ALI data circuits

#### Meridian PBX

- 1 Nortel CS1000M Option 81C PBX (includes all slots, redundant CPU, System Software, accompanying cards and all Nortel telephone devices connected by (CTL to the PBX)
- 1 Contact Center 6.0 ACD System
- 1 Meridian Integrated Conference Bridge with accompanying cards and integrated software
- 1 Nortel Rectifier
- 1 Kentrox CSU Equipment

### 303 W Colfax, 6th floor

#### Cassidian VESTA Meridian CS 911 system

- 1 Cassidian VESTA Meridian CS 911 system
  - 2 Denver Provided server VESTA Interface cards and software
  - 16 Denver provided Dell 911 workstation VESTA interface cards and software
- System printers, modems, and monitors

#### Meridian PBX

- 1 Nortel Option 11C PBX (includes all slots, redundant CPU, System Software accompanying cards and all Nortel Telephone devices connected by (CTL to the PBX)
  - 1 Nortel Rectifier
  - 1 Kentrox CSU Equipment
- All connecting network, telephony network including 911 trunks, administrative lines  
Trunks/PRI circuits and ANI/ALI data circuits

Catalog Number	Description	Unit Price	Qty	Total Price
----------------	-------------	------------	-----	-------------

**Denver City County Public Safety**

**Cassidian Support Services**

<b>Denver City County Public Safety Josephine Location</b>				
	VESTA CS System			
809800-80074	SPT VM1 THRU YR1 NPEI	\$1,942.50	44	\$85,470.00
	VESTA Mutiple Queue Display Module			
809800-80161	SPT VMQD-S THRU YR1 NPEI	\$3,891.66	1	\$3,891.66
	VESTA 22 Button Add-On Module			
809800-80200	SPT VM1 22BTN THRU Y1 NP	\$259.74	21	\$5,454.54
	Aurora 2.2 - Standard MIS System			
809800-03306	AURORA STD SPT N-CCI 1YR	\$222.00	44	\$9,768.00
	Monitoring & Response Support Fees			
809800-14161	M&R 3.0 SVR SRVC 1YR	\$1,443.00	3	\$4,329.00
809800-16161	M&R 3.0 WKST SRVC 1YR	\$399.60	44	\$17,582.40
			<b>Subtotal</b>	<b>\$126,495.60</b>
<b>Denver City County Public Safety ROC (Colfax) Location</b>				
	VESTA CS System			
809800-80074	SPT VM1 THRU YR1 NPEI	\$1,942.50	16	\$31,080.00
	Aurora 2.2 - Standard MIS System			
809800-03306	AURORA STD SPT N-CCI 1YR	\$222.00	16	\$3,552.00
	Monitoring & Response Support Fees			
809800-14161	M&R 3.0 SVR SRVC 1YR	\$1,443.00	3	\$4,329.00
809800-16161	M&R 3.0 WKST SRVC 1YR	\$399.60	16	\$6,393.60
			<b>Subtotal</b>	<b>\$45,354.60</b>

Note: Changes to configuration may result in pricing changes. This quote also excludes sales tax, which will be added to the invoice. Any expedite fees incurred after quote acceptance will be added to the invoice.

By signing below you agree that CenturyLink can submit this order for the items in this Quote and that the items ordered hereunder are subject to the CenturyLink agreement signed by.

Customer Representative: \_\_\_\_\_

Customer Signature: \_\_\_\_\_

Job Title: \_\_\_\_\_

Date: \_\_\_\_\_

CenturyLink Representative: \_\_\_\_\_

CenturyLink Signature: \_\_\_\_\_

Job Title: \_\_\_\_\_

Date: \_\_\_\_\_

**Contract Control Number:**

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:

By \_\_\_\_\_

By \_\_\_\_\_

By \_\_\_\_\_



Catalog Number	Description	Unit Price	Qty	Total Price
----------------	-------------	------------	-----	-------------

**Denver City County Public Safety**  
Cassidian Support Services

<b>Denver City County Public Safety Josephine Location</b>				
	VESTA CS System			
809800-80074	SPT VM1 THRU YR1 NPEI	\$1,942.50	44	\$85,470.00
	VESTA Mutiple Queue Display Module			
809800-80161	SPT VMQD-S THRU YR1 NPEI	\$3,891.66	1	\$3,891.66
	VESTA 22 Button Add-On Module			
809800-80200	SPT VM1 22BTN THRU Y1 NP	\$259.74	21	\$5,454.54
	Aurora 2.2 - Standard MIS System			
809800-03306	AURORA STD SPT N-CCI 1YR	\$222.00	44	\$9,768.00
	Monitoring & Response Support Fees			
809800-14161	M&R 3.0 SVR SRVC 1YR	\$1,443.00	3	\$4,329.00
809800-16161	M&R 3.0 WKST SRVC 1YR	\$399.60	44	\$17,582.40
	<b>Subtotal</b>			<b>\$126,495.60</b>
<b>Denver City County Public Safety ROC (Colfax) Location</b>				
	VESTA CS System			
809800-80074	SPT VM1 THRU YR1 NPEI	\$1,942.50	16	\$31,080.00
	Aurora 2.2 - Standard MIS System			
809800-03306	AURORA STD SPT N-CCI 1YR	\$222.00	16	\$3,552.00
	Monitoring & Response Support Fees			
809800-14161	M&R 3.0 SVR SRVC 1YR	\$1,443.00	3	\$4,329.00
809800-16161	M&R 3.0 WKST SRVC 1YR	\$399.60	16	\$6,393.60
	<b>Subtotal</b>			<b>\$45,354.60</b>

Note: Changes to configuration may result in pricing changes. This quote also excludes sales tax, which will be added to the invoice. Any expedite fees incurred after quote acceptance will be added to the invoice.

By signing below you agree that CenturyLink can submit this order for the items in this Quote and that the items ordered hereunder are subject to the CenturyLink agreement signed by.

Customer Representative: \_\_\_\_\_

Customer Signature: \_\_\_\_\_

Job Title: \_\_\_\_\_

Date: \_\_\_\_\_

CenturyLink Representative: Karl Hoyle

CenturyLink Signature: [Signature]

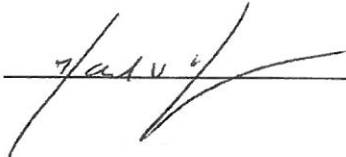
Job Title: Manager -- Offer Management

Date: 7/11/2014



Contract Control Number: TECHS-CE76017-04


Contractor Name: QWEST COMMUNICATIONS

By: 

Name: Karl Hoyle  
(please print)

Title: Manager - Offer Management  
(please print)

ATTEST: [if required]

By: 

Name: William B Begg, IV  
(please print)

Title: Pon Analyst  
(please print)

