

**FIRST AMENDMENT TO
MASTER SERVICE AGREEMENT**

THIS FIRST AMENDMENT TO MASTER SERVICE AGREEMENT (“Amendment”) is effective upon full execution by the parties (“Effective Date”), is made by and between **LEVEL 3 COMMUNICATIONS, LLC** (“Level 3”) and the **CITY AND COUNTY OF DENVER**, (“Customer” or “City”), and contains the general terms and conditions applicable to purchases of services (“Services”) from Level 3.

WITNESSETH:

WHEREAS, the Parties entered into a Master Service Agreement dated May 5, 2014 (CCN: TECHS-201312955-00), pursuant to which Level 3 provides Dedicated Internet Access services to Customer (the “Agreement”);

WHEREAS, the Parties want to extend the Term of the Agreement and the services provided under the Agreement for an additional one year, as well as increase the amount of Maximum Contract Liability, as set forth below; and

WHEREAS, the Parties agree that within ten (10) days of the Amendment Effective Date Customer will issue payment to Level 3 for any and all past-due payments; and

WHEREAS, the Parties wish to amend the Agreement to extend the term, increase the compensation to the Contractor, and amend the Scope of Work.

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

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

“**2. Term of Agreement.** This Agreement shall be in effect from May 5, 2014 through May 5, 2020. Notwithstanding the foregoing, the terms of this Agreement shall govern all Services provided by Level 3 to Customer for the duration of the Services provided by Level 3 to Customer for the duration of the Service Term as stated in an Order (defined in the Agreement) or as long as Customer receives Service from Level 3.”

2. Modification to Article 4 (A). Article 4 (A) of the Agreement, titled “**Charges**”, is amended to include the following subsection 4 (A)(i):

4 (A)(i) Outstanding Payments. Customer agrees that within 10 (ten) days of the First Amendment Effective Date it will issue to Level 3 any and all past-due payments.

3. Article 4. D. (i) of the Agreement entitled “**Maximum Contract Liability**” is amended to read as follows:

“ **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 Contractor under the terms of this Agreement for any amount in excess of the sum of **SEVEN HUNDRED THOUSAND DOLLARS AND ZERO CENTS** (\$700,000.00). Contractor acknowledges that any work performed by Contractor beyond that specifically authorized by the City is performed at Contractor’s risk and without authorization under this Agreement.”

4. The Pricing Schedule attached as Exhibit A to the Agreement is replaced with the Pricing Schedule attached as Exhibit A to this Amendment.

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

6. This Amendment to Master Service 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.

[SIGNATURE PAGES FOLLOW]

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 _____



Contract Control Number: TECHS-201312955-01

Contractor Name: LEVEL 3 COMMUNICATIONS, LLC.

By: *Susan Baker*
Susan Baker (Mar 28, 2019)

Name: Susan Baker
(please print)

Title: Manager-Offer Management
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)



EXHIBIT A

PRICING SCHEDULE

Service Address	Description	Unit MRC	Unit NRC	Total MRC	Total NRC
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$521.50	\$0.00	\$521.50	\$0.00
	- Bandwidth = GigE				
	- On Net Protection=Protected				
	- Access Sub Bandwidth=500 Mbps				
	Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided)				
	- Additional fees may apply based upon actual site conditions.				
	IP Logical	\$2,222.20	\$0.00	\$2,222.20	\$0.00
	- Billing Method=Flat Rate				
	- Peak Data Rate in Mbps=500				
	- Committed Data Rate in Mbps=500				
	IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$2,743.70	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$521.50	\$0.00	\$521.50	\$0.00
	- Bandwidth = GigE				
	- On Net Protection=Protected				
	- Access Sub Bandwidth=1000 Mbps				
	Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided)				
	- Additional fees may apply based upon actual site conditions.				
	IP Logical	\$3,000.00	\$0.00	\$3,000.00	\$0.00
	- Billing Method=Flat Rate				
	- Peak Data Rate in Mbps=1000				
	- Committed Data Rate in Mbps=1000				

Service Address	Description	Unit MRC	Unit NRC	Total MRC	Total NRC
	IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$3,521.50	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	- Bandwidth = 10 GigE				
	- On Net Protection=Protected				
	- Access Sub Bandwidth=1000 Mbps				
	Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided)				
	- Additional fees may apply based upon actual site conditions.				
	IP Logical	\$3,000.00	\$0.00	\$3,000.00	\$0.00
	- Billing Method=Flat Rate				
	- Peak Data Rate in Mbps=1000				
	- Committed Data Rate in Mbps=1000				
	IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$4,783.53	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	- Bandwidth = 10 GigE				
	- On Net Protection=Protected				
	- Access Sub Bandwidth=2000 Mbps				
	Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided)				
	- Additional fees may apply based upon actual site conditions.				
	IP Logical	\$5,000.00	\$0.00	\$5,000.00	\$0.00
	- Billing Method=Flat Rate				
	- Peak Data Rate in Mbps=2000				
	- Committed Data Rate in Mbps=2000				
	IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$6,783.53	\$0.00

Service Address	Description	Unit MRC	Unit NRC	Total MRC	Total NRC
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	- Bandwidth = 10 GigE				
	- On Net Protection=Protected				
	- Access Sub Bandwidth=3000 Mbps				
	Building Extension		\$0.00		\$0.00
- Extended Delivery - To The Customer Suite (Level 3 Provided)					
- Additional fees may apply based upon actual site conditions.					
IP Logical	\$6,800.10	\$0.00	\$6,800.10	\$0.00	
- Billing Method=Flat Rate					
- Peak Data Rate in Mbps=3000					
- Committed Data Rate in Mbps=3000					
IP Port	\$0.00	\$0.00	\$0.00	\$0.00	
Subtotal				\$8,583.63	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	- Bandwidth = 10 GigE				
	- On Net Protection=Protected				
	- Access Sub Bandwidth=4000 Mbps				
	Building Extension		\$0.00		\$0.00
- Extended Delivery - To The Customer Suite (Level 3 Provided)					
- Additional fees may apply based upon actual site conditions.					
IP Logical	\$8,444.40	\$0.00	\$8,444.40	\$0.00	
- Billing Method=Flat Rate					
- Peak Data Rate in Mbps=4000					
- Committed Data Rate in Mbps=4000					
IP Port	\$0.00	\$0.00	\$0.00	\$0.00	
Subtotal				\$10,227.93	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				

Service Address	Description	Unit MRC	Unit NRC	Total MRC	Total NRC
	Access - On Net - Bandwidth = 10 GigE - On Net Protection=Protected - Access Sub Bandwidth=5000 Mbps Building Extension - Extended Delivery - To The Customer Suite (Level 3 Provided) - Additional fees may apply based upon actual site conditions.	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	IP Logical - Billing Method=Flat Rate - Peak Data Rate in Mbps=5000 - Committed Data Rate in Mbps=5000	\$10,000.00	\$0.00	\$10,000.00	\$0.00
	IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$11,783.53	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access Access - On Net - Bandwidth = 10 GigE - On Net Protection=Protected - Access Sub Bandwidth=6000 Mbps Building Extension - Extended Delivery - To The Customer Suite (Level 3 Provided) - Additional fees may apply based upon actual site conditions.	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	IP Logical - Billing Method=Flat Rate - Peak Data Rate in Mbps=6000 - Committed Data Rate in Mbps=6000	\$11,400.00	\$0.00	\$11,400.00	\$0.00
	IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$13,183.53	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access Access - On Net - Bandwidth = 10 GigE LanWave	\$1,783.53	\$0.00	\$1,783.53	\$0.00

Service Address	Description	Unit MRC	Unit NRC	Total MRC	Total NRC
	- On Net Protection=Protected Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided) - Additional fees may apply based upon actual site conditions. IP Logical	\$12,833.10	\$0.00	\$12,833.10	\$0.00
	- Billing Method=Flat Rate - Peak Data Rate in Mbps=7000 - Committed Data Rate in Mbps=7000 IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$14,616.63	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$1,783.53	\$0.00	\$1,783.53	\$0.00
	- Bandwidth = 10 GigE LanWave - On Net Protection=Protected Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided) - Additional fees may apply based upon actual site conditions. IP Logical	\$14,133.60	\$0.00	\$14,133.60	\$0.00
	- Billing Method=Flat Rate - Peak Data Rate in Mbps=8000 - Committed Data Rate in Mbps=8000 IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$15,917.13	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$2,310.10	\$0.00	\$2,310.10	\$0.00
	- Bandwidth = 10 GigE LanWave - On Net Protection=Protected Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided)				

Service Address	Description	Unit MRC	Unit NRC	Total MRC	Total NRC
	- Additional fees may apply based upon actual site conditions. IP Logical	\$6,503.60	\$0.00	\$6,503.60	\$0.00
	- Billing Method=Flat Rate - Peak Data Rate in Mbps=9000 - Committed Data Rate in Mbps=9000 IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$8,813.70	\$0.00
201 W COLFAX AVE, DENVER, CO 80202 USA	Dedicated Internet Access				
	Access - On Net	\$2,406.35	\$0.00	\$2,406.35	\$0.00
	- Bandwidth = 10 GigE LanWave - On Net Protection=Protected Building Extension		\$0.00		\$0.00
	- Extended Delivery - To The Customer Suite (Level 3 Provided) - Additional fees may apply based upon actual site conditions. IP Logical	\$7,303.35	\$0.00	\$7,303.35	\$0.00
	- Billing Method=Flat Rate - Peak Data Rate in Mbps=10000 - Committed Data Rate in Mbps=10000 IP Port	\$0.00	\$0.00	\$0.00	\$0.00
	Subtotal			\$9,709.70	\$0.00
	Totals			\$110,668.04	\$0.00