

### THIRD AMENDMENT TO ON-CALL SERVICES AGREEMENT

**THIS THIRD AMENDMENT TO ON-CALL SERVICES AGREEMENT** by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”), and **TRUEPOINT SOLUTIONS, LLC**, a Nevada company, registered to do business in Colorado, whose address is 774 Mays Blvd 10-377, Incline Village, NV 89451 (“Contractor”).

#### WITNESSETH:

**WHEREAS**, the Parties entered into an Agreement dated December 14, 2016, a First Amendment Agreement dated January 4, 2018, and a Second Amendment Agreement dated September 16, 2020, collectively (the “Agreement”), relating to providing maintenance and support services; and

**WHEREAS**, the Parties wish to amend the Agreement to extend the term, amend the Examination of Records clause, and amend the No Discrimination In Employment clause.

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

1. Article 3 of the Agreement entitled “**TERM**” is amended to read as follows:

“**3. TERM:** The term of the Agreement is from December 1, 2016 through December 31, 2024.”

2. Section 7 of the Agreement entitled **EXAMINATION OF RECORDS** is amended to read as follows:

“**7. EXAMINATION OF RECORDS:** 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 Contractor’s performance pursuant to this agreement, provision of any goods or services to the City, and any other transactions related to this Agreement. Contractor shall cooperate with City representatives and City representatives shall be granted access to the forgoing 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 Contractor to make disclosures in violation of state or federal privacy laws. Contractor shall at all time comply with D.R.M.C. 20-276.”

3. Section 23 of the Agreement entitled **NO DISCRIMINATION IN EMPLOYMENT** is amended to read as follows:

“**23. NO DISCRIMINATION IN EMPLOYMENT:** In connection with the performance of work under the Agreement, the Contractor may not refuse to hire, discharge, promote, demote, or discriminate in matters of compensation against any person otherwise qualified, solely because of race, color, religion, national origin, ethnicity, citizenship, immigration status, gender, age, sexual orientation, gender identity, gender expression, marital status, source of income, military status, protective hairstyle, or disability. The Contractor shall insert the foregoing provision in all subcontracts.”

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

5. This Third Amendment 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:** TECHS-202160513-03[TECHS-201631861-03]  
**Contractor Name:** TRUEPOINT SOLUTIONS LLC

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-202160513-03[TECHS-201631861-03]  
TRUEPOINT SOLUTIONS LLC

By:   
127F61394E5E4A7...

Name: Kent Johnson  
(please print)

Title: CEO  
(please print)

ATTEST: [if required]

By: \_\_\_\_\_

Name: \_\_\_\_\_  
(please print)

Title: \_\_\_\_\_  
(please print)