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City of Phoenix
251 West Washington St, 6th Floor
Phoenix, AZ 85003

OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL
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**AMENDMENT No. 1 to INTERGOVERNMENTAL AGREEMENT 125658 - 001
BETWEEN
THE CITIES OF PHOENIX AND SURPRISE**

Pursuant to Intergovernmental Agreement No. 125658, entered into as of the 6th day of March, 2009, the City of Phoenix ("Phoenix") and the City of Surprise ("Surprise"), the "Cities" enter into this Amendment No. 1.

WHEREAS, Phoenix will provide the necessary equipment, services, parts, contract support to purchase, install and test the consoles necessary to bring Surprise onto the Network, and provide the necessary microwave equipment and services necessary to connect the consoles to the RWC Network; and

WHEREAS, Surprise desires to reimburse Phoenix for the costs of implementing the console additions and changes necessary to connect Surprise to the RWC Network; and

WHEREAS, Surprise is authorized by A.R.S. § 11-951 et.seq. to enter into this Agreement and the Surprise City Council has authorized the City Manager to sign this Agreement on behalf of Surprise; and

WHEREAS, Phoenix is authorized by A.R.S. § 11-951 et.seq. and Chapter 2, Section 2(i) Phoenix City Charter to enter into this Agreement and has authorized the undersigned to execute this Agreement on behalf of Phoenix;

NOW THEREFORE, the Cities, in consideration of the foregoing and the mutual promises contained herein, hereby agree to amend the Agreement as follows:

3. DESCRIPTION OF THE PROJECT

In support of the Cities' decision to bring Surprise onto the Network, Phoenix will provide the necessary equipment, services, parts, contract support to purchase, install and test MCC 7500, dispatch consoles, in Surprise's Police Department. Surprise will reimburse Phoenix for costs to purchase, install, and test these consoles.

All of the costs are detailed in Motorola's Proposal and Statement of Work in Attachment A. The following table shows the total project costs and the total funding required from Surprise. Any changes to this amount must be mutually agreed to, in writing, as an amendment to this agreement.

DESCRIPTION	AMOUNT
Motorola Contract	\$1,031,730.35
City of Phoenix, Wireless Services and Network Operations Costs	\$10,300.87
Total to be funded by Surprise	\$1,042,031.22

3.1. Scope of Services. Phoenix will provide the following services:

- 3.1.1. Contract with Motorola to provide the equipment and services listed in Attachment A.
- 3.1.2. Provide engineering services for oversight of the contractor services listed in Attachment A.
- 3.1.3. Provide equipment and engineering services to connect Surprise's consoles to the RWC Network.
- 3.1.4. Provide engineering services to configure the RWC Network to accept Surprise's MCC 7500 consoles.

4. PAYMENT SCHEDULE

In consideration of the Services listed above, Surprise will be charged a total, not to exceed \$1,042,031.22. The payment schedule in the following table shall be used and Phoenix shall submit invoices as they occur, detailing the services performed. Payment terms are net thirty (30) days after Surprise's receipt of the invoice.

DESCRIPTION	INVOICE AMOUNT
Completion of Detailed Design Review	\$103,173.04
Receipt of Equipment	\$412,692.14
Installation of Equipment	\$309,519.10
Completion of Acceptance Testing	\$103,173.04
Completion of Installation and Testing	\$103,173.03
Phoenix Services, to be paid on Completion of Acceptance Testing	\$10,300.87
TOTAL	\$1,042,031.22

All other terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the Cities have caused their duly authorized representatives to execute this Amendment No. 1 on their behalf.

CITY OF SURPRISE, a municipal corporation
 RANDY OLIVER, City Manager

By: Charles R. Oliver
 Title: CHARLES R. OLIVER
 Date: 2/24/10

APPROVED AS TO FORM:

[Signature]
 City Attorney

ATTEST:
[Signature]
 City Clerk

CITY OF PHOENIX, a municipal corporation
 FRANK A. FAIRBANKS, City Manager

By: Charles T. Thompson
 Charles T. Thompson
 Chief Information Officer
 Date: 3-10-2010

APPROVED AS TO FORM:

[Signature]
 ACTING City Attorney
 R.F.

ATTEST:
[Signature]
 ACTING City Clerk



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