

**PARTICIPATING ADDENDUM
NASPO ValuePoint
Public Safety Communication Equipment 06913
Lead by the State of Washington (hereinafter "Lead State")**

MASTER AGREEMENT

Tait North America, Inc.
(hereinafter "Contractor")

And

[Lexington-Fayette Urban County Government, Lexington, KY]
(hereinafter "Participating Entity")

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1. Scope: This addendum covers the purchase of public safety communication equipment and is for use by state agencies and other entities located in the Participating Entity authorized by that state's statutes to utilize **Kentucky** contracts with the prior approval of the state's chief procurement official.

Contractor has been awarded the following categories:

Category: Radios

Subcategory: Portable, Single-Band tier II

Subcategory: Mobile, Single-Band tier I

Subcategory: Mobile, Single-Band tier II

Subcategory: Desktop, Single-Band tier II

Subcategory: Desktop, Single-Band tier III

Category: Base Stations/Repeaters, Single-Band tier I

Category: Base Stations/Repeaters, Single-Band tier II

2. Participation: Use of specific NASPO ValuePoint cooperative contracts by agencies, political subdivisions and other entities (including cooperatives) authorized by an individual state's statutes to use **Kentucky** contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

3. Participating State Modifications or Additions to Master Agreement:
[Specific changes or a statement that No Changes Are Required]

4. Primary Contacts: The primary contact individuals for this participating addendum are as follows (or their named successors):

Contractor

Name	Debora Cirino
Address	15340 Park Row Houston, TX 77084
Telephone	(281) 829-3300
E-mail	commercial.tam@taitradio.com

Participating Entity

Name	Lexington-Fayette Urban County Government
Address	200 E. Main Street, Lexington, KY 40507
Telephone	859-258-3320
Fax	859-258-3322
E-mail	tslatin@lexingtonky.gov

5. Subcontractors:

All [contractor] dealers/resellers/distributors authorized in the State of Kentucky, as shown on the NASPO ValuePoint website, are approved to provide sales and service support to participants in the NASPO Master Agreement. The [contractors] dealer's/resellers/distributors participation will be in accordance with the terms and conditions set forth in the aforementioned Master Agreement.

6. Purchase Order Instructions:

All orders should contain the following (1) Mandatory Language "PO is subject to NASPO ValuePoint Contract # 06913 (2) Your Name, Address, Contact, & Phone-Number (3) Purchase order amount. Please channel your PO through one of our authorized dealers/resellers/distributors so they can arrange for proper ordering and installation of your equipment. During Contract performance, Contractor shall identify and make available to Purchasers upon request a list of subcontractors, dealers, and distributors who will supply products or perform services in fulfillment of Contract requirements. Information shall include their name, the nature of services to be performed or products to be sold by product category/subcategory, address, telephone, facsimile, email, and federal tax identification number (TIN) (if the company is authorized to sell and invoice for products and services).

7. Price Agreement Number:

All purchase orders issued by purchasing entities within the jurisdiction of this participating addendum shall include the Participating State contract number: [385-2018] and the Lead State Master Agreement number: 06913.

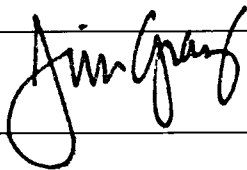

8. Individual Customer:

Each State agency and political subdivision, as a Participating Entity, that purchases products/services will be treated as if they were Individual Customers. Except to the extent modified by a Participating Addendum, each agency and political subdivision will be responsible to follow the terms and conditions of the Master Agreement; and they will have the same rights and responsibilities for their purchases as the Lead State has in the Master Agreement. Each agency and political subdivision will be responsible for their own charges, fees, and liabilities. Each agency and political subdivision will have the same rights to any indemnity or to recover any costs allowed in the contract for their purchases. The Contractor will apply the charges to each Participating Entity individually.

This Participating Addendum and the Master Agreement number 06913 (administered by the State of Washington) together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Master Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Master Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected.

The terms and conditions of this Addendum and the Master Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms within the Participating State.

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Participating Entity: Lexington-Fayette Government	Urban County	Contractor: Tait North America, Inc.
By: 		By: 
Name: Jim Gray		Name: Bruce Mazza
Title: Mayor		Title: President, Americas Region
Date: <u>June 26 2018</u>		Date: <u>31 August 2018</u>

[Additional signatures as required by Participating State]

If you have questions about this Participating Addendum or the participation process, please contact:

NASPO-NASPO COOPERATIVE PURCHASING ORGANIZATION

Name	Tim Hay, Cooperative Development Coordinator
Telephone	503-428-5705
E-mail	thay@naspovalupoint.org

[Fully executed PDF copy of this document should be emailed to PA@NASPO-naspo.org to support documentation of participation and posting in appropriate data bases]



August 31st, 2018.

Lexington-Fayette Urban County Government
Division of Central Purchasing, RM 338
Attn.: Conni M. Hayes, MS (Buyer, Central Purchasing)
200 E. Main St.
Lexington, KY 40507

RE: Participating Addendum - NASPO ValuePoint Master Agreement No. 06913

Dear Mrs. Hayes,

Please find enclosed Two (2) copies of the Participating Addendum between the Lexington-Fayette Urban County Government and Tait North America, Inc., in relation to the NASPO ValuePoint Master Agreement No. 06913, dully signed by Tait's representative.

Please proceed with the signing of both documents and send us back one of the executed originals for our records.

Sincerely Yours,

TAIT COMMUNICATIONS

Miriam Mambru
Contract Specialist
Tait North America Inc.