

COOPERATIVE PURCHASE CONTRACT

Contract No. 2024-163

This Cooperative Purchase Contract is made and entered into this _____ day of _____, 20____ by and between the City of Flagstaff, Arizona, a political subdivision of the State of Arizona ("City") and Flock Group, Inc. dba Flock Safety, a Delaware Corporation ("Contractor").

RECITALS:

- A. Contractor is a fully authorized vendor of FlockOS Hardware and Software.
- B. The City of Tempe, conducted a competitive and open procurement process through Request for Proposal Solicitation No. 21-119 that resulted in Contract No.T21-119-01 with Contractor ("Agency Contract"); and
- C. The City has authority to enter into a cooperative purchase contract with Contractor utilizing the Agency Contract.

AGREEMENT:

NOW THEREFORE, in consideration for the mutual promises contained herein, the Parties agree as follows:

1. Materials and or Services Purchased: Contractor shall provide to the City the materials and or services, as specified in the Scope of Work attached as Exhibit A, and in accordance with the Agency Contract. A general description of materials and/or services being purchased is:

FLOCKOS HARDWARE AND SOFTWARE

2. Specific Requirements of City: Contractor shall comply with all specific purchase and delivery requirements and/or options of City, as specified in the Scope of Work attached as Exhibit A and incorporated by reference.
3. Payment: Payment to Contractor for the materials and or services provided for **ONE HUNDRED TWENTY-FOUR THOUSAND ONE HUNDRED DOLLARS AND ZERO CENTS (\$124,100.00)**, in addition to other fees and taxes; made in accordance with the price list and terms set forth in the Agency Contract. Any price adjustment must be approved by mutual written consent of the parties through a formal amendment. The City Manager or his/her designee (the Purchasing Director) may approve an amendment if the amendment price increase is less than \$50,000; otherwise, City Council approval is required.
4. Terms and Conditions of Agency Contract Apply: All provisions of the Agency Contract documents attached as Exhibit B, including any amendments, are incorporated in and shall apply to this Contract as though fully set forth herein. Contractor is responsible for promptly notifying City in writing of any changes to the Agency Contract, including, specifically changes in price for materials and/or services.
5. Certificates of Insurance: All insurance provisions of the Agency Contract shall apply, including any requirement to name the City as an additional insured. Prior to commencing performance under this Contract, Contractor shall furnish City with a copy of the current Certificate of Insurance required by the Agency Contract.

6. Term: This Cooperative Purchase Contract shall commence upon execution by the Parties and shall continue until expiration or termination of the underlying Agency Contract, unless sooner terminated by City in writing.
7. Renewal: This Cooperative Purchase Contract shall be automatically renewed if the underlying Agency Contract is renewed, for the same renewal period, unless City provides advance written notice to Contractor of its intention to non-renew.
8. Notice: Any formal notice required under the Contract shall be in writing and sent by certified mail and email as follows:

To the City:

Collin Seay
City of Flagstaff
211 W. Aspen Ave.
Flagstaff, AZ 86001
cseay@flagstaffaz.gov
Phone: 928-679-4083

To Contractor:

Hamza Al Baroudi
Flock Group, Inc dba Flock Safety
1170 Howell Mill Rd, Suite 210
Atlanta, GA 30318
hamza.albaroudi@flocksafety.com
480-489-2024

With a copy to:

Emily Markel
City of Flagstaff
211 W. Aspen Ave.
Flagstaff, AZ 86001
EMarkel@flagstaffaz.gov
Phone:928-213-2276

9. Authority: Each Party warrants that it has authority to enter into the Contract and perform its obligations hereunder, and that it has taken all actions necessary to enter into the Contract.

FLOCK GROUP, INC dba FLOCK SAFETY:

By: _____

Title: _____

CITY OF FLAGSTAFF

By: _____

Title: _____

ATTEST:

City Clerk

APPROVED AS TO FORM:

City Attorney's Office

Notice to Proceed issued: _____, 20__

Last Updated October 30, 2023

EXHIBIT A
SCOPE OF WORK
(attached)

1. FLOCKOS HARDWARE AND SOFTWARE SOW 11 pages

EXHIBIT B
AGENCY CONTRACT
(attached)

1. City of Tempe Contract #T21-119-01 54 Pages
2. Offer and Acceptance 21 Pages
3. Contract Renewal 4 Pages
4. Amendment for Flex Cameras 1 Page
5. Price Clarification 1 Page