

**SECOND AMENDMENT  
TO  
PROFESSIONAL SERVICES AGREEMENT**

**THIS SECOND AMENDMENT TO PROFESSIONAL SERVICES AGREEMENT** (the “Second Amendment”) is made and entered into as of \_\_\_\_\_, 2021, by and between the CITY OF ORANGE, a municipal corporation (“City”), and AXON ENTERPRISE, INC., a Delaware corporation (“Contractor”), with reference to the following:

A. City and Contractor entered into a Professional Services Agreement (Agreement No. 6964) dated March 10, 2020, which is incorporated herein by this reference (the “Original Agreement”); and

B. City and Contractor amended the Original Agreement to revise the Scope of Services and increase the compensation by a First Amendment to Professional Services Agreement (Agreement No. 6964.1) dated October 13, 2020, which is incorporated herein by this reference (the “First Amendment”); and

C. City and Contractor desire to further amend the Original Agreement to modify, amend and supplement certain portions of the Original Agreement to revise the Scope of Services and increase the compensation.

**NOW, THEREFORE**, the parties hereby agree as follows:

Section 1.     **Defined Terms.** Except as otherwise defined herein, all capitalized terms used herein shall have the meanings set forth for such terms in the Original Agreement.

Section 2.     **Cross-References.** City and Contractor agree that all references in this Second Amendment are deemed and construed to refer to the Original Agreement, as implemented by this Second Amendment.

Section 3     **Revised Scope of Services.** The Scope of Services, Section 1, Exhibit A of the Original Agreement, is hereby amended, modified and supplemented to include the services described on Exhibit A attached hereto and incorporated herein by this reference.

Section 4     **Compensation.** The total not-to-exceed compensation for the services to be rendered as set forth in Section 2.a of the Original Agreement is increased by TWO HUNDRED FIVE THOUSAND FIVE HUNDRED TWENTY-NINE DOLLARS and 81/100 (\$205,529.81) and Section 2.a is hereby amended in its entirety to read as follows:

“Contractor's total compensation for all services performed under this Agreement, shall not exceed TWO MILLION FORTY-SIX THOUSAND THREE HUNDRED FIFTY-TWO DOLLARS and 87/100 (\$2,046,352.87) without the prior written authorization of City.”

Section 5.     **Integration.** This Second Amendment amends, as set forth herein, the Original Agreement and, except as specifically amended hereby, the Original Agreement shall remain in full force and effect. To the extent that there is any conflict or inconsistency between the terms and provisions of this Second Amendment and the terms and provisions of the Original Agreement, the terms and provisions of this Second Amendment shall control and govern the rights and obligations of the parties.

**IN WITNESS** of this Second Amendment, the parties enter into this Second Amendment on the year and day first above written.

“CONTRACTOR”

“CITY”

AXON ENTERPRISE, INC., a Delaware corporation

CITY OF ORANGE, a municipal corporation

\*By: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: \_\_\_\_\_  
Mark A. Murphy, Mayor

\*By: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Title: \_\_\_\_\_

ATTEST:

\_\_\_\_\_  
Pamela Coleman, City Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
Mary E. Binning  
Senior Assistant City Attorney

**\*NOTE:**     *If CONTRACTOR is a corporation, the City requires the following signature(s):*  
--     *(1) the Chairman of the Board, the President or a Vice-President, AND (2) the Secretary, the Chief Financial Officer, the Treasurer, an Assistant Secretary or an Assistant Treasurer. If only one corporate officer exists or one corporate officer holds more than one corporate office, please so indicate. OR*  
--     *The corporate officer named in a corporate resolution as authorized to enter into this Agreement. A copy of the corporate resolution, certified by the Secretary close in time to the execution of the Agreement, must be provided to the City.*

**EXHIBIT “A”**

**SUPPLEMENTAL SCOPE OF SERVICES**

[Behind this page.]



**Axon Enterprise, Inc.**  
17800 N 85th St.  
Scottsdale, Arizona 85255  
United States  
VAT: 86-0741227  
Domestic: (800) 978-2737  
International: +1.800.978.2737

Q-339383-44461.128CM

Issued: 09/21/2021



Quote Expiration: 09/30/2021

EST Contract Start Date: 10/15/2021

Account Number: 112453

Payment Terms: N30

Delivery Method: Fedex - Ground

SHIP TO	BILL TO
Business;Delivery;Invoice-1107 N Batavia St 1107 N Batavia St Orange, CA 92867-4615 USA	Orange Police Dept. - CA  1107 N Batavia St Orange, CA 92867-4615 USA Email:

SALES REPRESENTATIVE	PRIMARY CONTACT
Chris Morton  Phone: +1 2063106165 Email: cmorton@axon.com Fax:	Timothy Kohrs  Phone: 7147447492 Email: tkohrs@orangepd.org Fax:

Program Length	12 Months
<b>TOTAL COST</b>	\$3,966.25
<b>ESTIMATED TOTAL W/ TAX</b>	\$4,273.63

Bundle Savings	\$0.00
Additional Savings	\$208.75
<b>TOTAL SAVINGS</b>	\$208.75

PAYMENT PLAN			
PLAN NAME	INVOICE DATE	TAX AMOUNT	AMOUNT DUE

BILLED ON FULFILLMENT		
PLAN NAME	INVOICE DATE	AMOUNT DUE
None	As Fulfilled	\$3,966.25

## Quote Details

Individual Items USD			
Category	Item	Description	QTY
Other	11508	MOLLE MOUNT, DOUBLE, AXON RAPIDLOCK	100

INDIVIDUAL ITEMS							
Category	Item	Description	QTY	List Price	Tax	Net Price	Total(USD)
Total:							0

Item	Description	QTY	Delivery/ Start	End Date	List Price	Tax	Net Price	Total(USD)
DynamicBundl e	Dynamic Bundle	1	09/15/2021	10/14/2022	\$0.00	\$0.00	\$0.00	\$0.00
11508	MOLLE MOUNT, DOUBLE, AXON RAPIDLOCK	100	09/15/2021	10/14/2022	\$41.75	\$307.38	\$39.66	\$3,966.25
Total								\$3,966.25

Tax is estimated based on rates applicable at date of quote and subject to change at time of invoicing. If a tax exemption certificate should be applied, please submit prior to invoicing.

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Signature

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Date Signed

9/21/2021



**Axon Enterprise, Inc.**  
17800 N 85th St.  
Scottsdale, Arizona 85255  
United States  
VAT: 86-0741227  
Domestic: (800) 978-2737  
International: +1.800.978.2737

Q-336016-44461.945CM

Issued: 09/22/2021

Quote Expiration: 11/30/2021

EST Contract Start Date: 12/01/2021

Account Number: 112453

Payment Terms: N30

Delivery Method: Fedex - Ground

SHIP TO	BILL TO
Business;Delivery;Invoice-1107 N Batavia St 1107 N Batavia St Orange, CA 92867-4615 USA	Orange Police Dept. - CA  1107 N Batavia St Orange, CA 92867-4615 USA Email:

SALES REPRESENTATIVE	PRIMARY CONTACT
Chris Morton  Phone: +1 2063106165 Email: cmorton@axon.com Fax:	Scott Trausch  Phone: (714) 744-7356 Email: strausch@orangepd.org Fax: (714) 744-7320

Program Length	44 Months
<b>TOTAL COST</b>	\$12,451.23
<b>ESTIMATED TOTAL W/ TAX</b>	\$13,093.40

Bundle Savings	\$6,188.75
Additional Savings	\$724.68
<b>TOTAL SAVINGS</b>	\$6,913.43

PAYMENT PLAN			
PLAN NAME	INVOICE DATE	TAX AMOUNT	AMOUNT DUE
Year 1 HW/True Up	Sep, 2021	\$380.98	\$5,296.60
Year 1	Sep, 2021	\$65.30	\$1,949.20
Year 2	Jun, 2022	\$65.30	\$1,949.20
Year 3	Jun, 2023	\$65.30	\$1,949.20
Year 4	Jun, 2024	\$65.30	\$1,949.20

## Quote Details

### Bundle Summary

Item	Description	QTY
AB3C	AB3 Camera Bundle	2
AB3MBD	AB3 Multi Bay Dock Bundle	1
BWCUwTAP	BWC Unlimited with TAP	2
DynamicBundle	Dynamic Bundle	1

### Bundle: AB3 Camera Bundle    Quantity: 2    Start: 12/1/2021    End: 7/14/2025    Total: 1321.11 USD

Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Camera	73202	AXON BODY 3 - NA10	2	\$699.00	\$102.39	\$660.56	\$1,321.11
Camera Mount	74020	MAGNET MOUNT, FLEXIBLE, AXON RAPIDLOCK	3	\$0.00	\$0.00	\$0.00	\$0.00
USB	11534	USB-C to USB-A CABLE FOR AB3 OR FLEX 2	3	\$0.00	\$0.00	\$0.00	\$0.00

### Bundle: AB3 Multi Bay Dock Bundle    Quantity: 1    Start: 12/1/2021    End: 7/14/2025    Total: 1412.78 USD

Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Dock	74210	AXON BODY 3 - 8 BAY DOCK	1	\$1,495.00	\$109.49	\$1,412.78	\$1,412.78
Power Cord	71019	NORTH AMER POWER CORD FOR AB3 8-BAY, AB2 1-BAY / 6-BAY DOCK	1	\$0.00	\$0.00	\$0.00	\$0.00

### Bundle: BWC Unlimited with TAP    Quantity: 2    Start: 12/1/2021    End: 7/14/2025    Total: 7401.24 USD

Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Camera Warranty	80464	EXT WARRANTY, CAMERA (TAP)	2	\$286.83	\$42.02	\$271.05	\$542.11
E.com License	73746	PROFESSIONAL EVIDENCE.COM LICENSE (Formerly SKU 73746)	2	\$958.56	\$0.00	\$905.84	\$1,811.67
Warranty	80465	EXT WARRANTY, MULTI-BAY DOCK (TAP)	1	\$516.15	\$37.81	\$487.76	\$487.76
Camera Refresh 1 with Spares	73309	AXON CAMERA REFRESH ONE	2	\$421.74	\$61.75	\$398.55	\$797.09
Multi-bay Dock Refresh 1	73689	MULTI-BAY BWC DOCK 1ST REFRESH	1	\$899.35	\$65.86	\$849.88	\$849.88
Device Storage	73686	EVIDENCE.COM UNLIMITED AXON DEVICE	2	\$589.88	\$0.00	\$557.44	\$1,114.88

		STORAGE					
Multi-bay Dock Refresh 2	73688	MULTI-BAY BWC DOCK 2ND REFRESH	1	\$941.24	\$68.94	\$889.47	\$889.47
Camera Refresh 2 with Spares	73310	AXON CAMERA REFRESH TWO	2	\$441.29	\$64.64	\$417.02	\$834.05
A La Carte Storage	73683	10 GB EVIDENCE.COM A-LA-CART STORAGE	8	\$9.83	\$0.00	\$9.29	\$74.33

Bundle: Dynamic Bundle    Quantity: 1    Start: 12/1/2021    End: 7/14/2025    Total: 1900.3 USD							
Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Other	73682	AUTO TAGGING LICENSE	2	\$396.00	\$0.00	\$374.22	\$748.44
Other	73843	UNLIMITED EVIDENCE.COM TAP BUNDLE TRUE UP PAYMENT YEAR 1	2	\$609.45	\$89.27	\$575.93	\$1,151.86

INDIVIDUAL ITEMS							
Category	Item	Description	QTY	List Price	Tax	Net Price	Total(USD)
Other	73449	RESPOND DEVICE LICENSE	2	\$220.00	\$0.00	\$207.90	\$415.80
Total:							\$415.80

Item	Description	QTY	Delivery/ Start	End Date	List Price	Tax	Net Price	Total(USD)
AB3C	AB3 Camera Bundle	2	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
AB3MBD	AB3 Multi Bay Dock Bundle	1	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
BWCUwTAP	BWC Unlimited with TAP	2	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
73449	RESPOND DEVICE LICENSE	2	11/01/2021	07/14/2025	\$220.00	\$0.00	\$207.90	\$415.80
73202	AXON BODY 3 - NA10	2	11/01/2021	07/14/2025	\$699.00	\$102.39	\$660.56	\$1,321.11
74020	MAGNET MOUNT, FLEXIBLE, AXON RAPIDLOCK	3	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
11534	USB-C to USB-A CABLE FOR AB3 OR FLEX 2	3	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
74210	AXON BODY 3 - 8 BAY DOCK	1	11/01/2021	07/14/2025	\$1,495.00	\$109.49	\$1,412.78	\$1,412.78
71019	NORTH AMER POWER CORD FOR AB3 8-BAY, AB2 1-BAY / 6-BAY DOCK	1	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
80464	EXT WARRANTY, CAMERA (TAP)	2	11/01/2021	07/14/2025	\$286.83	\$42.02	\$271.05	\$542.11



73746	PROFESSIONAL EVIDENCE.COM LICENSE (Formerly SKU 73746)	2	12/01/2021	07/14/2025	\$958.56	\$0.00	\$905.84	\$1,811.67
80465	EXT WARRANTY, MULTI-BAY DOCK (TAP)	1	11/01/2021	07/14/2025	\$516.15	\$37.81	\$487.76	\$487.76
73309	AXON CAMERA REFRESH ONE	2	03/15/2023	07/14/2025	\$421.74	\$61.75	\$398.55	\$797.09
73689	MULTI-BAY BWC DOCK 1ST REFRESH	1	03/15/2023	07/14/2025	\$899.35	\$65.86	\$849.88	\$849.88
73686	EVIDENCE.COM UNLIMITED AXON DEVICE STORAGE	2	12/01/2021	07/14/2025	\$589.88	\$0.00	\$557.44	\$1,114.88
73688	MULTI-BAY BWC DOCK 2ND REFRESH	1	07/15/2025	07/14/2025	\$941.24	\$68.94	\$889.47	\$889.47
73310	AXON CAMERA REFRESH TWO	2	07/15/2025	07/14/2025	\$441.29	\$64.64	\$417.02	\$834.05
73683	10 GB EVIDENCE.COM A-LA-CART STORAGE	8	12/01/2021	07/14/2025	\$9.83	\$0.00	\$9.29	\$74.33
DynamicBundle	Dynamic Bundle	1	11/01/2021	07/14/2025	\$0.00	\$0.00	\$0.00	\$0.00
73682	AUTO TAGGING LICENSE	2	12/01/2021	07/14/2025	\$396.00	\$0.00	\$374.22	\$748.44
73843	UNLIMITED EVIDENCE.COM TAP BUNDLE TRUE UP PAYMENT YEAR 1	2	11/01/2021	11/30/2021	\$609.45	\$89.27	\$575.93	\$1,151.86
							<b>Total</b>	<b>\$12,451.23</b>

Tax is estimated based on rates applicable at date of quote and subject to change at time of invoicing. If a tax exemption certificate should be applied, please submit prior to invoicing.

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Signature

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Date Signed

9/22/2021



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Chris Morton  Phone: +1 2063106165 Email: cmorton@axon.com Fax:	Scott Trausch  Phone: (714) 744-7356 Email: strausch@orangepd.org Fax: (714) 744-7320

Program Length	44 Months
<b>TOTAL COST</b>	\$179,885.61
<b>ESTIMATED TOTAL W/ TAX</b>	\$188,162.77

Bundle Savings	\$50,450.63
Additional Savings	\$14,988.80
<b>TOTAL SAVINGS</b>	\$65,439.43

PAYMENT PLAN			
PLAN NAME	INVOICE DATE	TAX AMOUNT	AMOUNT DUE
Year 1	Nov, 2021	\$1,518.85	\$34,527.67
Year 1	Nov, 2021	\$2,201.76	\$50,052.16
Year 2	Jun, 2022	\$1,518.85	\$34,527.65
Year 3	Jun, 2023	\$1,518.85	\$34,527.65
Year 4	Jun, 2024	\$1,518.85	\$34,527.65

## Quote Details

### Bundle Summary

Item	Description	QTY
AB3C	AB3 Camera Bundle	32
AB3MBD	AB3 Multi Bay Dock Bundle	4
BWCUwTAP	BWC Unlimited with TAP	32

### Bundle: AB3 Camera Bundle    Quantity: 32    Start: 12/1/2021    End: 7/14/2025    Total: 22368 USD

Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Camera	73202	AXON BODY 3 - NA10	32	\$699.00	\$1,733.52	\$699.00	\$22,368.00
Spare Camera	73202	AXON BODY 3 - NA10	1	\$0.00	\$0.00	\$0.00	\$0.00
Camera Mount	74020	MAGNET MOUNT, FLEXIBLE, AXON RAPIDLOCK	32	\$0.00	\$0.00	\$0.00	\$0.00
USB	11534	USB-C to USB-A CABLE FOR AB3 OR FLEX 2	32	\$0.00	\$0.00	\$0.00	\$0.00
Other	74020	MAGNET MOUNT, FLEXIBLE, AXON RAPIDLOCK	4	\$0.00	\$0.00	\$0.00	\$0.00
Other	11534	USB-C to USB-A CABLE FOR AB3 OR FLEX 2	4	\$0.00	\$0.00	\$0.00	\$0.00

### Bundle: AB3 Multi Bay Dock Bundle    Quantity: 4    Start: 12/1/2021    End: 7/14/2025    Total: 5980 USD

Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Dock	74210	AXON BODY 3 - 8 BAY DOCK	4	\$1,495.00	\$463.45	\$1,495.00	\$5,980.00
Power Cord	71019	NORTH AMER POWER CORD FOR AB3 8-BAY, AB2 1-BAY / 6-BAY DOCK	4	\$0.00	\$0.00	\$0.00	\$0.00

### Bundle: BWC Unlimited with TAP    Quantity: 32    Start: 12/1/2021    End: 7/14/2025    Total: 122179.21 USD

Category	Item	Description	QTY	List Unit Price	Tax	Net Unit Price	Total(USD)
Camera Warranty	80464	EXT WARRANTY, CAMERA (TAP)	32	\$366.09	\$885.21	\$356.94	\$11,422.05
E.com License	73746	PROFESSIONAL EVIDENCE.COM LICENSE (Formerly SKU 73746)	32	\$1,223.44	\$0.00	\$1,192.86	\$38,171.39
Warranty	80465	EXT WARRANTY, MULTI-BAY DOCK (TAP)	4	\$658.78	\$199.11	\$642.31	\$2,569.23

Multi-bay Dock Refresh 1	73689	MULTI-BAY BWC DOCK 1ST REFRESH	4	\$1,147.87	\$346.94	\$1,119.17	\$4,476.69
Camera Refresh 1 with Spares	73309	AXON CAMERA REFRESH ONE	33	\$538.29	\$1,342.25	\$524.83	\$17,319.35
Multi-bay Dock Refresh 2	73688	MULTI-BAY BWC DOCK 2ND REFRESH	4	\$1,201.34	\$363.11	\$1,171.31	\$4,685.23
Device Storage	73686	EVIDENCE.COM UNLIMITED AXON DEVICE STORAGE	32	\$752.89	\$0.00	\$734.07	\$23,490.09
Camera Refresh 2 with Spares	73310	AXON CAMERA REFRESH TWO	33	\$563.24	\$1,404.47	\$549.16	\$18,122.23
A La Carte Storage	73683	10 GB EVIDENCE.COM A-LA-CART STORAGE	128	\$12.55	\$0.00	\$12.23	\$1,566.01
Spare Camera Warranty	80464	EXT WARRANTY, CAMERA (TAP)	1	\$366.09	\$27.66	\$356.94	\$356.94

Tax is estimated based on rates applicable at date of quote and subject to change at time of invoicing. If a tax exemption certificate should be applied, please submit prior to invoicing.

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Signature

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Date Signed

9/21/2021