

State of Washington
Contracts & Procurement Division
Department of Enterprise Services
P.O. Box 41411
Olympia, WA 98504-1411

ErgoFlex Systems, Inc.
8207 Southpark Circle
Littleton, CO 80120

**SECOND AMENDMENT
TO
NASPO VALUEPOINT MASTER AGREEMENT NO. 05715
PUBLIC SAFETY COMMUNICATIONS SUPPORT EQUIPMENT**

This Second Amendment ("Amendment") to NASPO ValuePoint Master Agreement No. 05715 is made and entered into by and between the State of Washington acting by and through the Department of Enterprise Services, a Washington State governmental agency ("State") and ErgoFlex Systems, Inc., a Colorado corporation ("Contractor") and is dated and effective as of July 1, 2021.

RECITALS

- A. State and Contractor (collectively the "Parties") entered into that certain NASPO ValuePoint Master Agreement No. 05715 for Public Safety Communications Support Equipment dated effective as of July 13, 2016 ("Contract").
- B. The Parties previously amended the Contract 05715:
 - a. Amendment One dated effective July 1, 2017 deleted and replaced in its entirety Appendix C Section 8 NASPO ValuePoint Master Agreement Terms and Conditions.
 - b. Amendment One dated effective July 1, 2017 deleted and replaced in its entirety NASPO ValuePoint Master Agreement Section 1.5 Term.
- C. The amendment set forth herein is within the scope of the Contract.
- D. The Parties now desire to amend the Contract as set forth herein.

AGREEMENT

NOW THEREFORE, in consideration of the mutual covenants and agreements set forth herein, the Parties hereby agree to amend the Contract, as previously amended, as follows:

- 1. **TERM.** The Parties mutually agree to extend NASPO ValuePoint Master Agreement No. 05715 through December 31, 2021.
- 2. **NO CHANGE OTHER THAN AMENDMENT.** Except as amended herein, the Contract is unaffected and remains in full force and effect.
- 3. **INTEGRATED AGREEMENT; MODIFICATION.** This Amendment constitutes the entire agreement and understanding of the Parties with respect to the subject matter and supersedes all prior negotiations and representations. In the event of any conflict between this Amendment and the

Contract or any earlier amendment, this Amendment shall control and govern. This Amendment may not be modified except in writing signed by the Parties.

4. **AUTHORITY.** Each party to this Amendment, and each individual signing on behalf of each party, hereby represents and warrants to the other that it has full power and authority to enter into this Amendment and that its execution, delivery, and performance of this Amendment has been fully authorized and approved, and that no further approvals or consents are required to bind such party.
5. **ELECTRONIC SIGNATURES.** A signed copy of this Amendment or any other ancillary agreement transmitted by facsimile, email, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original executed copy of this Amendment or such other ancillary agreement for all purposes.
6. **COUNTERPARTS.** This Amendment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which counterparts together shall constitute the same instrument which may be sufficiently evidenced by one counterpart. Execution of this Amendment at different times and places by the parties shall not affect the validity thereof so long as all the parties hereto execute a counterpart of this Amendment.

EXECUTED AND EFFECTIVE as of the day and date first above written.

ERGO FLEX SYSTEMS, INC.
A COLORADO CORPORATION

STATE OF WASHINGTON
DEPARTMENT OF ENTERPRISE SERVICES

By: 

By: 

Name: Kenneth Carson

Name: Kim Kirkland

Title: Executive Vice President

Title: IT Procurement Supervisor

Date: 5/17/21

Date: 5/24/2021






Master AAgreement extension to end of 2021

Final Audit Report

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