

CHANGE ORDER NO. 1 TO THE SYSTEM PURCHASE AGREEMENT BETWEEN CITY OF STEPHENVILLE, TEXAS AND L3HARRIS TECHNOLOGIES, INC.

This Change Order No. 1 (“*Change Order*”) is made and entered into this 18th day of August, 2022 (the “*Effective Date*”), by and between City of Stephenville, Texas (“*Buyer*”) and L3Harris Technologies, Inc. acting through its Communication Systems Segment (“*Seller*”).

RECITALS

WHEREAS, the parties previously entered into that certain System Purchase Agreement between City of Stephenville, Texas and L3Harris Technologies, Inc., dated December 3, 2021 (the “*Contract*”);

WHEREAS, in connection with the Detail Design Review process, the parties wish to modify the scope to be provided under the Contract by removing certain items and adding others, and establishing a credit to be applied in a future change order, as set forth in greater detail herein;

WHEREAS, the parties wish to adjust the milestone payment schedule in the Contract to account for the addition and removal of scope as set forth in this Change Order;

WHEREAS, the parties now desire to enter into this Change Order No. 1 to modify the Contract;

NOW, THEREFORE, for and in consideration of the mutual promises of the parties to this Change Order and other good and valuable consideration, the receipt of which is hereby acknowledged, Buyer and Seller hereto do hereby agree as follows:

1. Capitalized terms used but not defined in this Change Order shall have the meaning assigned to them in the Contract.
2. “**Total Agreement Price**” means the sum of the Project Total row of the Pricing Summary in the Contract, or one million three-hundred fifty-seven thousand, one-hundred fourteen dollars and ten cents (\$1,357,114.10).
3. The items of Terminal Hardware and related accessories in the Contract are hereby modified as set forth in the Scope and Pricing Summary (the “**CO #1 Equipment**”) which is attached and made a part of this RFC as **Exhibit A** (the “**CO #1 Equipment Modification**”).
4. After the application of the CO #1 Equipment Modification, the Contract shall contain a net credit in the amount of twenty-seven thousand three hundred ninety-six dollars and two cents (\$27,396.02) (the “**Equipment Credit**”) which is hereby applied to Buyer’s account with no change to the Total Agreement Price. The Equipment Credit may be applied toward the purchase of L3Harris-branded Equipment only by a mutually agreed upon change order signed by both parties.
5. The Contract shall be interpreted to contain CO #1 Equipment in the quantities and types set forth herein.

6. Buyer shall pay the Change Order #1 Updated Total Agreement Price in accordance with the Change Order #1 Payment Milestone Schedule which is attached as **Exhibit B** (the “**CO #1 Payment Milestone Schedule**”), and made a part hereof, and otherwise in accordance with Section 9 (Payments) of the Contract.
7. The payment schedule appearing in the Pricing Summary section of the Contract is hereby deleted in its entirety and replaced with the CO #1 Payment Milestone Schedule. For avoidance of doubt, the payment schedule for Terminal Hardware is unchanged.
8. Total Agreement Price –

Description	Date	Value
Total Agreement Price	12/11/2021	\$1,357,114.10
Change Order #1 Price	08/18/2022	\$0.00
Change Order #1 Updated Total Agreement Price	11/01/2021	\$1,357,114.10

9. Full Force and Effect – The terms and conditions of the Contract, except as amended herein, shall remain in full force and effect.
10. Execution – This instrument may be executed in one or more counterparts. Documents signed and transmitted electronically shall be deemed original and binding documents.

[Signatures Follow]

IN WITNESS WHEREOF, Buyer and Seller, through their duly authorized representatives, have executed this Change Order.

BUYER

CITY OF STEPHENVILLE, TEXAS

By: _____

Name: _____

Title: _____

Date: _____

SELLER

**L3HARRIS TECHNOLOGIES, INC.
COMMUNICATION SYSTEMS SEGMENT**

By:  _____

Name: Jeremy S. Roe

Title: Principal, Contracts

Date: August 18, 2022

EXHIBIT A

CO #1 Equipment Modification

PORTABLES AND MOBILE UNITS	Previous QTY	New QTY	PRICE (USD \$)
XL-200M Mobile , Multi-band VHF+7/800 MHz, LTE, Ext Warranty 3-Yr, Encryption, Phase 2 TDMA, P25 Trunking, Mounting Kit, Microphone, Antenna & Roof Mount Antenna, Mobile Speaker, Control Unit, BeOn	20	17	\$146,519.77
XL-200M Mobile , Multi-band VHF+7/800 MHz, LTE, In-Band GPS, Ext Warranty 3-Yr, Encryption, Phase 2 TDMA, P25 Trunking, Mounting Kit, Microphone, Antenna & Roof Mount Antenna, Mobile Speaker, Control Unit, BeOn	25	25	\$228,327.31
XL-200P Portable , Dual Band VHF+7/800, In-Band GPS, Ext Warranty 3-Yr, NIFOG, P25 Phase 2 TDMA, Encryption Lite, P25 Trunking, 3100 MAH LI-ION Battery, Helical Antenna, C1D2 Speaker Mic, Leather Case, 1-Bay Charger, BeOn, spare 3100 MAH LI-ION Battery	50	59	\$402,764.76
XL-400P Portable , Dual Band VHF+7/800, Ext Warranty 3-Yr, NIFOG, Encryption, P25 Phase 2 TDMA, P25 Trunking, LI-ION EXTRM Battery, Helical XTRM Antenna, C1D2 Speaker Mic, Metal Belt Clip, 1-Bay XTRM Charger, BeOn, Spare LI-ION XTRM Battery	35	20	\$206,608.63
XL-200M Mobile , Multi-band VHF+7/800 MHz, LTE, Ext Warranty 3-Yr, Encryption, Phase 2 TDMA, P25 Trunking, Mounting Kit, Microphone, Antenna & Roof Mount Antenna, Mobile Speaker, Control Unit, BeOn	0	1	\$15,009.20
SUBSCRIBER UNITS SUBTOTAL			\$999,229.67

Description	QTY	Unit Invoice	Unit Total
XL-200M Mobile, Multi-band VHF+7/800 MHz, LTE, Ext Warranty 3-Yr, Encryption, Phase 2 TDMA, P25 Trunking, Mounting Kit, Microphone, Antenna & Roof Mount Antenna, Mobile Speaker, Control Unit, BeOn	17	\$ 5,305.87	\$ 90,199.79
XL-200M Mobile, Multi-band VHF+7/800 MHz, LTE, In-Band GPS, Ext Warranty 3-Yr, Encryption, Phase 2 TDMA, P25 Trunking, Mounting Kit, Microphone, Antenna & Roof Mount Antenna, Mobile Speaker, Control Unit, BeOn	25	\$ 5,622.47	\$ 140,561.75
XL-200P Portable, Dual Band VHF+7/800, In-Band GPS, Ext Warranty 3-Yr, NIFOG, P25 Phase 2 TDMA, Encryption Lite, P25 Trunking, 3100 MAH LI-ION Battery, Helical Antenna, C1D2 Speaker Mic, Leather Case, 1-Bay Charger, BeOn, spare 3100 MAH LI-ION Battery	59	\$ 4,202.51	\$ 247,948.09
XL-400P Portable, Dual Band VHF+7/800, Ext Warranty 3-Yr, NIFOG, Encryption, P25 Phase 2 TDMA, P25 Trunking, LI-ION EXTRM Battery, Helical XTRM Antenna, C1D2 Speaker Mic, Metal Belt Clip, 1-Bay XTRM Charger, BeOn, Spare LI-ION XTRM Battery	20	\$ 6,359.57	\$ 127,191.40
XL-200M Mobile, Dual Control, Multi-band VHF+7/800 MHz, LTE, Ext Warranty 3-Yr, Encryption, Phase 2 TDMA, P25 Trunking, Mounting Kit, Microphone, Antenna & Roof Mount Antenna, Mobile Speaker, Control Unit, BeOn	1	\$ 8,255.06	\$ 8,255.06
SUBSCRIBER UNITS SUBTOTAL			\$ 614,156.09

TERMINAL ACCESSORIES UNITS	QTY
ANTENNA,FLEX,HELICAL,136-870 MHZ (XL-200P)	6
BATTERY,LI-ION,3100 MAH (XL-200P)	6
SPEAKER MIC, WIRELESS, BLUETOOTH, ADVANCED (XL-200P)	6
BELT CLIP,METAL (XL-200P)	12
KIT,GLOVE FRIENDLY KNOB COVER-VOL&CHAN (XL-200P)	4
ROTATION LIMITER RING, CH KNOB, DAYTONA (XL-200P)	2
ENH VEH CHGR, XL GLOBAL LTE, HIGH CAP (XL-200P)	1
ANTENNA,FLEX,HELICAL,XTRM,136-870 MHZ (XL-400P)	12
BATTERY, LI-ION, XTRM (XL-400P)	12
KIT,GLOVE FRIENDLY KNOB COVER-VOL&CHAN (XL-400P)	4
CHARGER,1-BAY, XTRM (XL-400P)	4
ANTENNA, BASE, STD ROOF MOUNT LOW LOSS (XL-200M)	10
TERMINAL ACCESSORIES TOTAL	\$11,148.00

Sub Units	Previous QTY	New QTY
HEADSET,OVER-THE HEAD SOLID BOOM	3	0
MONITOR, 22IN CLASS, NON-TOUCHSCREEN,HD	3	0
MONITOR, 22IN CLASS, TOUCHSCREEN, HD	0	3
ROUTER,NOKIA,7705,SAR-8	2	3
SERVICE,L3H IMPL CHIEF ENGR	0	4
Kit,Coax Hoisting Grip,1 5/8 in	0	1
CABLE ASSY, SURE FLEX DIN(M)-DIN(M) 10FT	0	3
CABLE ASSY, SURE FLEX N MALE-N MALE 6FT	2	0
CONN 7-16 DIN MALE COAX CABLE RGHT ANGLE	0	1
JUMPER 1/2IN SFLEX N(M) 7-16 DIN 3M	1	0
Kit,Hoisting Grip,7/8 in Cable	0	1
Kit,Hoisting Grip,1/2 in Cable	0	1
Connector,N Male,1/2in Coax	0	4
Connector,NF,7/8in Coax,O-Ring Sealing	1	0
Connector,N Female,For 1/2in Coax	1	0
CONN 7/16 DIN FEMALE, CABLE 7/8" FOAM I	0	1
4kVA / 3.60 kW 0.5 Hour	1	1
Change Order #1 Sub Units		\$ 26,689.49

EXHIBIT B

CO #1 Payment Milestone Schedule

<i>Milestone</i>	<i>Percentage of Total Agreement Price</i>	<i>Amount</i>
<i>A.1 Infrastructure Hardware</i>		
<i>Contract Signing</i>	10%	\$ 67,772.45
<i>Detailed Design Review</i>	10%	\$ 67,772.45
<i>Equipment Staging</i>	20%	\$ 135,544.90
<i>Equipment Shipment</i>	30%	\$ 203,317.35
<i>Installation</i>	15%	\$ 101,658.68
<i>Final Acceptance</i>	15%	\$ 101,658.68
<i>A.2 Terminal Hardware</i>		
<i>Terminals</i>	100%	\$ 625,304.09
<i>Other Amounts Due</i>		
<i>Change Order #1 - Signing</i>		\$ 26,689.49
<i>Equipment Credit</i>		\$ 27,396.02
<i>Project Total</i>		<i>\$ 1,357,114.10</i>

[*END OF DOCUMENT*]