



First Amendment to Master Services and Purchasing Agreement

This First Amendment (“**Amendment**”) is between Axon Enterprise, Inc., a Delaware corporation (“**Axon**”), and San Mateo Police Department (“**Agency**”). This Amendment is effective as of the last signature date on this Amendment (“**Effective Date**”). Axon and Agency are each a “**Party**” and collectively “**Parties**”. To the extent this First Amendment contains terms and conditions that differ from those contained in the Agreement, this First Amendment shall control. The Parties agree that a concept or principle covered in this First Amendment shall apply and be incorporated into all other provisions of the Agreement in which the concept or principle is also applicable, notwithstanding the absence of any specific cross-reference thereto. All capitalized and defined terms referenced, but not defined, in this First Amendment shall have the meanings assigned to them in the Agreement.

Axon and Agency are parties to a Master Services and Purchasing Agreement with an effective date of 01 June 2020 (“**Agreement**”).

Agency wishes to add Virtual Reality and associated hardware and service to the Agreement.

The Parties therefore agree as follows:

1. Add and incorporate Attachment A – Axon Virtual Reality Content Terms of Use Appendix
2. Add and incorporate Attachment B – Quote: Q-415300-44796.924CA
3. All other terms and conditions of the Agreement shall remain unchanged and in full force and effect.

Each representative identified below declares that the representative is authorized to execute this Amendment as of the date of signature.

Axon Enterprise, Inc.

Signature: _____

Name: _____

Title: _____

Date: _____

Agency

Signature: _____

Name: _____

Title: _____

Date: _____



First Amendment to Master Services and Purchasing Agreement

Attachment A

Axon Virtual Reality Content Terms of Use Appendix

If Virtual Reality is included on the Quote, this Appendix applies.

1. **Term.** The Quote will detail the products and license duration, as applicable, of the goods, services, and software, and contents thereof, provided by Axon to Agency related to virtual reality (collectively, "Virtual Reality Media").
 2. **Headsets.** Agency may purchase additional virtual reality headsets from Axon. In the event Agency decides to purchase additional virtual reality headsets for use with Virtual Reality Media, Agency must purchase those headsets from Axon.
 3. **License Restrictions.** All licenses will immediately terminate if Agency does not comply with any term of this Agreement. If Agency utilizes more users than stated in this Agreement, Agency must purchase additional Virtual Reality Media licenses from Axon. Agency may not use Virtual Reality Media for any purpose other than as expressly permitted by this Agreement. Agency may not:
 - 3.1. modify, tamper with, repair, or otherwise create derivative works of Virtual Reality Media;
 - 3.2. reverse engineer, disassemble, or decompile Virtual Reality Media or apply any process to derive the source code of Virtual Reality Media, or allow others to do the same;
 - 3.3. copy Virtual Reality Media in whole or part, except as expressly permitted in this Agreement;
 - 3.4. use trade secret information contained in Virtual Reality Media;
 - 3.5. resell, rent, loan or sublicense Virtual Reality Media;
 - 3.6. access Virtual Reality Media to build a competitive device or service or copy any features, functions, or graphics of Virtual Reality Media; or
 - 3.7. remove, alter, or obscure any confidentiality or proprietary rights notices (including copyright and trademark notices) of Axon or Axon's licensors on or within Virtual Reality Media or any copies of Virtual Reality Media.
 4. **Privacy.** Agency's use of the Virtual Reality Media is subject to the Axon Virtual Reality Privacy Policy, a current version of which is available at <https://www.axon.com/legal/axon-virtual-reality-privacy-policy>.
 5. **Termination.** Axon may terminate Agency's license immediately for Agency's failure to comply with any of the terms in this Agreement.
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**First Amendment to Master Services
and Purchasing Agreement**

Attachment B – Axon Quote

See Next Page

Non-Binding Budgetary Estimate



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-415300-44796.924CA

Issued: 08/23/2022

Quote Expiration: 09/30/2022

Estimated Contract Start Date: 11/01/2022

Account Number: 105721

Payment Terms: N30

Delivery Method: Fedex - Ground

SHIP TO	BILL TO
200 Franklin Pkwy 200 Franklin Pkwy San Mateo, CA 94403-1921 USA	San Mateo Police Dept. - CA 200 Franklin Pkwy San Mateo, CA 94403-1921 USA Email:

SALES REPRESENTATIVE	PRIMARY CONTACT
Tom Richardson Phone: +1 3012045323 Email: trichardson@taser.com Fax:	Scott Valencia Phone: (650) 796-7052 Email: svalencia@cityofsanmateo.org Fax: (650) 522-7721

Quote Summary

Program Length	120 Months
TOTAL COST	\$272,379.00
ESTIMATED TOTAL W/ TAX	\$298,126.10

Discount Summary

Average Savings Per Year	\$4,885.36
TOTAL SAVINGS	\$48,853.69

Payment Summary

Date	Subtotal	Tax	Total
Oct 2022	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2023	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2024	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2025	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2026	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2027	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2028	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2029	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2030	\$27,237.90	\$2,574.71	\$29,812.61
Oct 2031	\$27,237.90	\$2,574.71	\$29,812.61
Total	\$272,379.00	\$25,747.10	\$298,126.10

Quote Unbundled Price:	\$5,796,163.81
Quote List Price:	\$5,796,163.81
Quote Subtotal:	\$272,379.00

Pricing

All deliverables are detailed in Delivery Schedules section lower in proposal

Item	Description	Qty	Term	Unbundled	List Price	Net Price	Subtotal	Tax	Total
A la Carte Hardware									
20378	HTC FOCUS 3 VR HEADSET	5			\$1,800.00	\$0.00	\$0.00	\$0.00	\$0.00
VRCK	VR Controller Kit	2			\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	120		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
VRCK	VR Controller Kit	2			\$1,996.23	\$0.00	\$0.00	\$0.00	\$0.00
VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	120		\$9,189.13	\$40.84	\$24,504.00	\$2,286.20	\$26,790.20
A la Carte Software									
20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	120		\$17.50	\$16.25	\$243,750.00	\$23,460.90	\$267,210.90
A la Carte Services									
20379	VR 1-DAY SERVICE	1			\$4,125.00	\$4,125.00	\$4,125.00	\$0.00	\$4,125.00
A la Carte Warranties									
100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	109		\$5.63	\$0.00	\$0.00	\$0.00	\$0.00
Total							\$272,379.00	\$25,747.10	\$298,126.10

Delivery Schedule

Hardware

Bundle	Item	Description	QTY	Estimated Delivery Date
VR Controller Kit	20296	SAMSUNG S7+ TABLET FOR VR SIMULATOR	2	10/01/2022
VR Controller Kit	20297	SAMSUNG S7+ TABLET CASE FOR VR SIMULATOR	2	10/01/2022
VR Controller Kit	20298	VR-ENABLED GLOCK 19 CONTROLLER	2	10/01/2022
VR Controller Kit	22196	TASER 7 VR CARTRIDGE, STANDOFF (3.5-DEGREE)	4	10/01/2022
VR Controller Kit	22197	TASER 7 VR CARTRIDGE, CLOSE-QUARTERS (12-DEGREE)	4	10/01/2022
A la Carte	20378	HTC FOCUS 3 VR HEADSET	5	10/01/2022
VR HARDWARE TAP BUNDLE 10 YR	100210	VIRTUAL REALITY TABLET REFRESH ONE	2	04/01/2025
VR HARDWARE TAP BUNDLE 10 YR	20373	VIRTUAL REALITY HEADSET REFRESH ONE	5	04/01/2025
VR HARDWARE TAP BUNDLE 10 YR	100211	VIRTUAL REALITY TABLET REFRESH TWO	2	10/01/2027
VR HARDWARE TAP BUNDLE 10 YR	20374	VIRTUAL REALITY HEADSET REFRESH TWO	5	10/01/2027
VR HARDWARE TAP BUNDLE 10 YR	100212	VIRTUAL REALITY TABLET REFRESH THREE	2	04/01/2030
VR HARDWARE TAP BUNDLE 10 YR	20375	VIRTUAL REALITY HEADSET REFRESH THREE	5	04/01/2030

Software

Bundle	Item	Description	QTY	Estimated Start Date	Estimated End Date
A la Carte	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	11/01/2022	10/31/2032

Services

Bundle	Item	Description	QTY
A la Carte	20379	VR 1-DAY SERVICE	1

Warranties

Bundle	Item	Description	QTY	Estimated Start Date	Estimated End Date
VR HARDWARE TAP BUNDLE 10 YR	100213	VIRTUAL REALITY TABLET - HARDWARE WARRANTY	2	11/01/2022	10/31/2032
VR Controller Kit	100198	AXON VR CONTROLLER KIT - WARRANTY	2	10/01/2023	10/31/2032
A la Carte	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	10/01/2023	10/31/2032

Payment Details

Oct 2022

Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 1	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 1	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 1	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 1	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 1	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 1	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 1	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 1	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2023

Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 2	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 2	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 2	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 2	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 2	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 2	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 2	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 2	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2024

Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 3	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 3	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 3	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 3	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 3	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 3	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 3	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 3	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2025

Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 4	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 4	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 4	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 4	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 4	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00

Non-Binding Budgetary Estimate

Oct 2025						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 4	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 4	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 4	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2026						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 5	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 5	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 5	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 5	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 5	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 5	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 5	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 5	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2027						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 6	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 6	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 6	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 6	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 6	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 6	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 6	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 6	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2028						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 7	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 7	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 7	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 7	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 7	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 7	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 7	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 7	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2029						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 8	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00

Non-Binding Budgetary Estimate

Oct 2029						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 8	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 8	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 8	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 8	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 8	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 8	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 8	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2030						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 9	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 9	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 9	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 9	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 9	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 9	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 9	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 9	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Oct 2031						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Year 10	100197	HTC FOCUS 3 VR HEADSET - WARRANTY	5	\$0.00	\$0.00	\$0.00
Year 10	20370	FULL VR TASER 7 ADD-ON USER ACCESS	125	\$24,375.00	\$2,346.09	\$26,721.09
Year 10	20378	HTC FOCUS 3 VR HEADSET	5	\$0.00	\$0.00	\$0.00
Year 10	20379	VR 1-DAY SERVICE	1	\$412.50	\$0.00	\$412.50
Year 10	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 10	VRCK	VR Controller Kit	2	\$0.00	\$0.00	\$0.00
Year 10	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$0.00	\$0.00	\$0.00
Year 10	VRTAP10Yr	VR HARDWARE TAP BUNDLE 10 YR	5	\$2,450.40	\$228.62	\$2,679.02
Total				\$27,237.90	\$2,574.71	\$29,812.61

Non-Binding Budgetary Estimate

This Rough Order of Magnitude estimate is being provided for budgetary and planning purposes only. It is non-binding and is not considered a contractable offer for sale of Axon goods or services.

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.

