

08-015(2)

**SECOND AMENDMENT TO
AGREEMENT BETWEEN THE CITY OF BAKERSFIELD AND REDFLEX TRAFFIC SYSTEMS,
INC (CALIFORNIA) FOR PHOTO RED LIGHT ENFORCEMENT PROGRAM**

PARTIES AND DATE

This Second Amendment ("Amendment") is made and entered into this 4th day of June, 2014. This amendment is made and entered into by and between Redflex Traffic Systems, Inc ("Redflex"); a corporation with offices at 23751 N, 23rd Ave, Ste 150 Phoenix, Arizona 85085-1854 ("Redflex"), and the City of Bakersfield, a municipal corporation, with offices at 1501 Truxtun Avenue, Bakersfield, CA (the "City").

WITNESSETH

WHEREAS, Redflex and the City have previously entered into an agreement dated January 16th, 2008 (hereafter referred to as the "Agreement"); and

WHEREAS, Redflex and City entered into the first amendment to the Agreement on July 15, 2009, which restarted the initial 5 year term of the Agreement; and

WHEREAS, under the Agreement, Redflex provides certain services to the City concerning the use of traffic cameras to enforce certain traffic violations in order to improve traffic safety by reducing red-light violations; and

WHEREAS, Redflex and the City wish to extend the Agreement as permitted by the terms of the Agreement;

NOW THEREFORE, in consideration of mutual promises and obligations set forth herein, the parties hereto agree as follows:

1. Paragraph 2 of the Agreement entitled TERM is amended in its entirety to read as follows:

" From the executed date of this Second Amendment, the term of this Agreement will continue for a period of two (2) years (the "Renewal Term"). The City shall have the right, but not the obligation, to extend the term of the Agreement for an additional two (2) year term following the expiration of the Renewal Term (each, a "Renewal Term" and collectively with the Initial Term, the ("Term"). The City may exercise the right to extend the term of this Agreement for a Renewal Term by providing written notice to Redflex not less than thirty (30) days prior to the last day of the Initial Term or the Renewal Term, as the case may be."

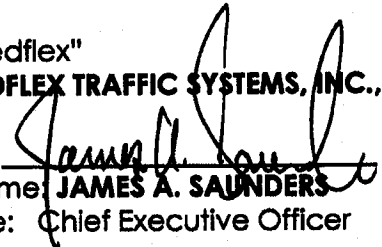
All other provisions of the Agreement shall remain in effect.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first set forth above.

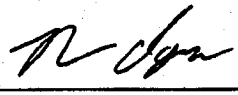
"City"
CITY OF BAKERSFIELD


"Redflex"
REDFLEX TRAFFIC SYSTEMS, INC.,

By: 
Name: HARVEY L. HALL
Title: Mayor

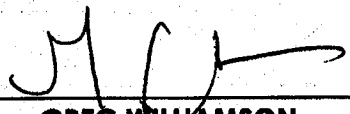
By: 
Name: JAMES A. SAUNDERS
Title: Chief Executive Officer

APPROVED AS TO FORM:
VIRGINIA GENNARO
City Attorney

By: 
Richard Iger

Insurance: 

APPROVED AS TO CONTENT:
BAKERSFIELD POLICE DEPARTMENT

By: 
GREG WILLIAMSON
Chief of Police

COUNTERSIGNED:

By: 
NELSON SMITH
Finance Director

From: [Mike Negrette](#)
To: [Darrin Branson](#)
Subject: RE: Agt #08-015(2) - Amendment #2
Date: Monday, June 02, 2014 5:22:25 PM
Attachments: [image002.png](#)

Hi Darren –

I have not received any input from my general counsel but will pursue this with them. I'll be in touch soon.

Thanks,
Mike

Mike Negrette
Account Manager
Redflex Traffic Systems, Inc.
Voice: 909.730.4499
Fax: 909.899.8243
mnegrette@redflex.com
<https://filedrop.redflex.com/dropbox/~qgl1n>



Making A Safer World!

From: Darrin Branson [<mailto:dbranson@bakersfieldpd.us>]
Sent: Monday, June 02, 2014 5:11 PM
To: Mike Negrette
Subject: FW: Agt #08-015(2) - Amendment #2

Mike,

In your last voice mail, it didn't sound like you are anticipating any issues with our proposed amendment? Since this is an item on the City Council's agenda for this Wednesday, I wanted to make sure we're all on the same page. Have you received any feedback through your channels?

Darrin

From: Darrin Branson
Sent: Wednesday, May 28, 2014 4:58 PM
To: (mnegrette@redflex.com)
Subject: Agt #08-015(2) - Amendment #2

Mike,

Please find attached the administrative report going before our City Council on June

From: [Mike Negrette](#)
To: [Darrin Branson](#)
Subject: RE: Agt #08-015(2) - Amendment #2
Date: Tuesday, June 03, 2014 11:59:05 AM
Attachments: [image002.png](#)
[Bakersfield-CA Signed by RTSI.PDF](#)
[ATT00001.txt](#)

Hi Darrin –

My general counsel approved the amendment and attached is the signed PDF version. You should receive the signed original tomorrow morning via FedEx. See you tomorrow afternoon.

Thanks,
Mike

Mike Negrette
Account Manager
Redflex Traffic Systems, Inc.
Voice: 909.730.4499
Fax: 909.899.8243
mnegrette@redflex.com
<https://filedrop.redflex.com/dropbox/~qgLa1n>



REDFLEX Making A Safer World!

From: Darrin Branson [mailto:dbranson@bakersfieldpd.us]
Sent: Monday, June 02, 2014 5:11 PM
To: Mike Negrette
Subject: FW: Agt #08-015(2) - Amendment #2

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Darrin

From: Darrin Branson
Sent: Wednesday, May 28, 2014 4:58 PM
To: (mnegrette@redflex.com)
Subject: Agt #08-015(2) - Amendment #2

Mike,

Please find attached the administrative report going before our City Council on June 4, 2014. Attached also is our proposed amendment No.2 to agreement 08-015. This amendment, once approved by both parties, would supersede the email exchange below. Would you please review the draft amendment and let me know if it will be acceptable to Redflex, Inc. If there are no changes needed, I would also ask that you forward the document for signatures. Once terms are settled and the documents have been signed by Redflex, Inc., please forward two signed originals with wet signatures to my attention at the address below.

Thanks,
Darrin



Darrin W. Branson
**Business Manager
Bakersfield Police Department
1601 Truxtun Avenue
Bakersfield CA 93301
(661) 326-3831**

From: Mike Negrette [<mailto:mnegrette@redflex.com>]
Sent: Thursday, March 06, 2014 10:53 AM
To: Darrin Branson
Cc: Lyle Martin; Brian Clayton; Rene Chow; Bernard Chase; Joseph Bernard; Robert Warner
Subject: RE: Agt #08-015(1) Renewal Term

Hi Darrin –

We at Redflex place a high value in providing the City of Bakersfield a safety program for your community. I will forward this communication onto our corporate office.

Thank you for your continued support.

Mike

Mike Negrette
Account Manager
Redflex Traffic Systems, Inc.
Voice: 909.730.4499
Fax: 909.899.8243
mnegrette@redflex.com
<https://filedrop.redflex.com/dropbox/~qgLa1n>



Redflex Making A Safer World!

From: Darrin Branson [mailto:dbranson@bakersfieldpd.us]
Sent: Monday, March 03, 2014 5:35 PM
To: Mike Negrette
Cc: Lyle Martin; Brian Clayton; Rene Chow
Subject: Agt #08-015(1) Renewal Term

Mike,

The City of Bakersfield Police Department would like to exercise the first one (1) year Renewal Term beginning on July 15, 2014, per paragraph 2 of our amended agreement #08-015(1).

Paragraph 2, entitled TERM, reads as follows:

“ From the executed date of this First Amendment, the term of this Agreement will continue for a period of five (5) years (the “Initial Term”). The Customer shall have the right, but not the obligation, to extend the term of the Agreement for up to two (2) additional, consecutive two (2) year periods following the expiration of the Initial Term (each, a “Renewal Term” and collectively with the Initial Term, the (“Term”). The Customer may exercise the right to extend the term of this agreement for Renewal Term by providing written notice to Redflex not less than thirty (30) days prior to the last day of the Initial Term or Renewal Term, as the case may be.”

Best Regards,
Darrin



Darrin W. Branson

**Business Manager
Bakersfield Police Department
1601 Truxtun Avenue
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(661) 326-3831**

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Making A Safer World!

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