

CITY CLERK ORIGINAL

C-9663
01/27/2015

**LINKING AGREEMENT
BETWEEN
THE CITY OF GLENDALE, ARIZONA
AND
LZ DELTA LLC**

THIS LINKING AGREEMENT (this "Agreement") is entered into as of January 27, 2015, between the City of Glendale, an Arizona municipal corporation (the "City"), and LZ Delta, LLC, an Arizona corporation ("Contractor"), collectively, the "Parties."

RECITALS

A. After a bid solicitation, the State of Arizona entered into Contract Number ADSP013-038704 with Contractor (the "LZ Delta Contract") on January 3, 2013, and the LZ Delta Contract is incorporated by this reference.

B. The City is permitted to purchase the goods and services described in the LZ Delta Contract without further public bidding, and the LZ Delta Contract permits its cooperative use by other governmental agencies including the City.

C. Section 2-149 of the City's Procurement Code permits the Materials Manager to authorize procurement through the use of a contract initiated by another governmental entity when that government entity's procurement actions complied with the intent of the City's purchasing procedures in City Code Sections 2-145 and 2-146 and such purchase is in the best interest of the City. The City believes these conditions are met for purposes of the LZ Delta Contract.

D. The City desires to contract with Contractor for supplies, goods or services identical, or nearly identical, to the supplies, goods or services Contractor is providing the State of Arizona under the LZ Delta Contract, Contractor consents to the City's utilization of the LZ Delta Contract as the basis of this Agreement, and Contractor desires to enter into this Agreement to provide the goods and services set forth in this Agreement.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing recitals, which are incorporated by reference, and the covenants and promises contained in this Linking Agreement, the parties agree as follows:

1. Term of Agreement. This Agreement is effective as of the date first set forth above and expires on January 2, 2016 or such other later date as the LZ Delta Contract expires pursuant to extensions or renewals that from time to time may be granted.
2. Scope of Work; Terms, Conditions, and Specifications.

- a) Contractor will provide City the identical supplies, goods or services Contractor provided the State of Arizona under the LZ Delta Contract, as requested by the City in the proposal attached as Exhibit "A."
- b) Contractor agrees to comply with all the terms, conditions and specifications of the LZ Delta Contract for the purposes of this Agreement, and the terms, conditions, and specifications of the LZ Delta Contract are incorporated into this Agreement by this reference. The "City of Glendale" is substituted for "State of Arizona" or similar reference to the State of Arizona throughout the LZ Delta Contract, and the City of Glendale will enjoy all the rights the State of Arizona has under the LZ Delta Contract.

3. Compensation.

- a) The total purchase price for the goods and services as authorized in this Agreement is not to exceed Seventy Thousand Dollars and No Cents (\$70,000), as the amount set forth in Exhibit A.
- b) This amount is estimated and a contract amendment will be executed if additional funds for additional work is needed to complete the deliverables of the Scope of Work. The City may from time to time elect to purchase additional goods and services from Contractor pursuant to the Contract, and the City will comply with all applicable laws regarding procurement and approval of such purchases.

4. Confidential Information. The Parties agree that the terms, conditions and pricing contained in this Agreement, the member Agreement, and the Proposal are not LZ Delta Confidential Information.

5. Arizona Law. The parties agree that this Agreement and the LZ Delta Contract shall be governed by Arizona law, including without limitation A.R.S. § 41-4401 (compliance with immigration laws) and A.R.S. § 38-511 (conflicts of interest).

6. Complete Agreement.

- a) This Agreement contains, except as stated below, the entire agreement between the Contractor and the City.
- b) This Agreement incorporates the following documents:
 - i) Exhibit A, Go AZ Motorcycles Quote, attached hereto and effective as of the date of execution of this Agreement.
 - ii) State of Arizona Contract Number ADSP013-038704, incorporated herein by reference.

[SIGNATURES ON FOLLOWING PAGE]

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

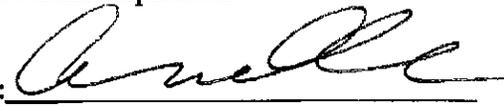
"City"

City of Glendale, an Arizona
municipal corporation

By: 
Brenda S. Fischer, City Manager

"Contractor"

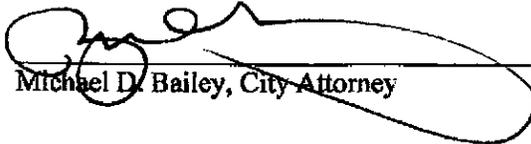
LZ Delta, LLC,
an Arizona corporation

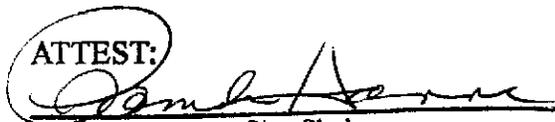
By: 

Name: Anne O'Hoore

Title: Manager

Approved as to Form:


Michael D. Bailey, City Attorney

ATTEST: 
City Clerk

