

**CITY CLERK
ORIGINAL**

**C-8781
01/28/2014**

**AGREEMENT
BETWEEN
THE CITY OF GLENDALE, ARIZONA
AND
CENTURYLINK**

THIS AGREEMENT (this "Agreement") is entered into as of January 28, 2014, between the City of Glendale, an Arizona municipal corporation (the "City"), and Qwest Communications Company LLC, d/b/a CenturyLink QCC, on behalf of itself, and its affiliated entity Qwest Corporation, d/b/a CenturyLink QC ("Contractor"), hereafter, the "Parties."

RECITALS

A. After a bid solicitation on 9-22-10, the State of Arizona entered into Telecommunications Carrier Services Agreement ADSP011-000402 (Content ID: 336562) with Contractor (the "TCS Agreement"), which is incorporated by this reference.

B. The City is permitted to purchase the Services under the TCS Agreement without further public bidding, and the TCS Agreement 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 a 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 TCS Agreement.

D. The City desires to contract with Contractor for supplies, goods or services that are described and priced under the TCS Agreement and that Contractor is eligible to provide the State of Arizona under the TCS Agreement. Pursuant to the terms of the TCS Agreement, Contractor consents to the City's utilization of the TCS Agreement as the basis of this Agreement.

AGREEMENT

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

1. Term of Agreement. This Agreement shall be effective as of the date first set forth above and shall expire on December 1, 2018, or the termination of the TCS Agreement, whichever occurs first.

2. Scope of Work; Terms, Conditions, and Specifications.

a) Contractor shall provide City the supplies, goods or services Contractor is eligible to provide the State of Arizona under the TCS Agreement, subject to its terms, conditions and pricing.

b) Each party agrees to comply with all the terms, conditions and specifications of the TCS Agreement applicable to the respective parties for the purposes of this Agreement which terms, conditions, and specifications are incorporated herein by this reference. The "City of Glendale" shall be substituted for "State of Arizona" or similar reference to the State of Arizona throughout the TCS Agreement.

3. Compensation. City shall pay Contractor the same compensation the State of Arizona pays Contractor under the TCS Agreement under the Attachment 3, titled Prices and Pricing, in the TCS Agreement. In addition, the total purchase price for the Services described in Exhibit A to this Agreement is not to exceed One Hundred Twenty Thousand Dollars (\$120,000). In addition, the City may from time to time elect to purchase additional goods and services from Contractor pursuant to the TCS Agreement, and the City will make such purchases using Contractor's "carrier service order" form or similar documents, and the City will comply with all applicable laws regarding procurement and approval of such purchases.

4. Payments. The City shall pay Contractor in the name of CenturyLink QCC.

5. Cancellation. This Agreement may be cancelled pursuant to the TCS Agreement, including any statutory rights referenced therein and subject to the terms of the TCS Agreement.

6. E-verify. Contractor complies with ARIZ. REV. STAT. § 23-214 and agrees to comply with the requirements of ARIZ. REV. STAT § 41-4401.

[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”

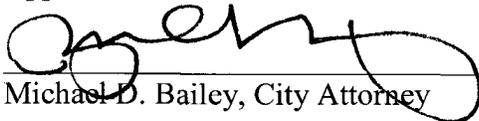
Qwest Communications Company LLC,
d/b/a CenturyLink QCC, on behalf of itself,
and its affiliated entity Qwest Corporation,
d/b/a CenturyLink QC,
a Delaware corporation

By:  1/9/2014

Name: Constantine N. Gartelos

Title: Manager, Offer Management

Approved as to Form:


Michael D. Bailey, City Attorney

ATTEST:

City Clerk

Exhibit A
[Carrier Service Orders]



Carrier Service Order

CSO Number 336562-AZSTATE

Product ordered 100M Ethernet Local Access Loop

Term 60

Quantity Ordered One (1)
(Additional Order Detail must be attached)

Total Monthly Recurring Charge \$960.00

Total Non-recurring Charge Waived upon meeting minimum service period requirement

This CSO (Carrier Service Order) is a supplement to the Telecommunications Carrier Services Agreement ADSPO11-000402 ("Underlying Agreement") with the State of Arizona (Qwest Content ID: 336562) between City of Glendale and QWEST COMMUNICATIONS COMPANY, LLC, D/B/A CENTURYLINK QCC for the provisions of service. Pricing for this CSO is based on 1037 AZ QCC LOCAL ACCESS 03.05.13 A7 as found in Attachment 3, titled Prices and Pricing, in the Underlying Agreement¹. This supplement is effective on the date service becomes functional ("Effective Date"). The customer represents and certifies that it controls, is controlled by, or is in common control with the Underlying Agreement as noted above.

Customer: City of Glendale

**QWEST COMMUNICATIONS COMPANY, LLC,
D/B/A CENTURYLINK QCC**
acting on behalf of itself and as agent for its affiliates

Customer Signature [Signature]
Date 2/20/14
Printed Name Brenda S. Fischer
Printed Title City Manager
Phone Number 623-930-2870
Address 5850 W Glendale Ave, Ste 1431
Glendale, AZ 85301

Centurylink Signature [Signature]
Date 8-26-2013
Printed Name Chrisha Elmer
Printed Title GES Manager
Phone Number 602 512-2528
Address 20 East Thomas Rd, 4th Floor
Phoenix, AZ 85012

E-rate SPIN Number: **143001157**

ATTEST:
[Signature]
City Clerk

Approved as to form

[Signature]
City Attorney

¹ Rates based on State of Arizona Telecommunications Carrier Services Agreement ADSPO11-000402. To verify eligibility, please visit http://www.spo.az.gov/Cooperative_Procurement/SPC/default.asp



Carrier Service Order

CSO Number 336562-AZSTATE

Product ordered 1G IQ Networking Port

Term 60 months

Quantity Ordered One (1)
(Additional Order Detail must be attached)

Total Monthly Recurring Charge \$1,040.00

Total Non-recurring Charge Waived upon meeting minimum service period requirement

This CSO (Carrier Service Order) is a supplement to the Telecommunications Carrier Services Agreement ADSP011-000402 ("Underlying Agreement") with the State of Arizona (Qwest Content ID: 336562) between City of Glendale and QWEST COMMUNICATIONS COMPANY, LLC, D/B/A CENTURYLINK QCC for the provisions of service. Pricing for this CSO is based on 3007 AZ QCC IQ PUBLIC PORT_FLAT & TIERED 03 05.13 A7 as found in Attachment 3, titled Prices and Pricing, in the Underlying Agreement¹. This supplement is effective on the date service becomes functional ("Effective Date"). The customer represents and certifies that it controls, is controlled by, or is in common control with the Underlying Agreement as noted above.

Customer: City of Glendale

**QWEST COMMUNICATIONS COMPANY, LLC,
D/B/A CENTURYLINK QCC**
acting on behalf of itself and as agent for its affiliates

Customer Signature [Signature]
 Date 2/20/14
 Printed Name Brenda S. Hscher
 Printed Title City Manager
 Phone Number 623-930-2870
 Address 5850 W Glendale Ave, Ste 431
Glendale, AZ 85301

Centurylink Signature [Signature]
 Date 8-26-2013
 Printed Name Chrisha Elmer
 Printed Title GES Manager
 Phone Number 602 512-2528
 Address 20 E Thomas Rd, 4th Floor
Phoenix, AZ 85012

E-rate SPIN Number: 143001157

ATTEST:
[Signature]
 City Clerk

Approved as to form

[Signature]
 City Attorney

¹ Rates based on State of Arizona Telecommunications Carrier Services Agreement ADSP011-000402. To verify eligibility, please visit http://www.spo.az.gov/Cooperative_Procurement/SPC/default.asp

City of Glendale



Pricing Quote Detail: ADSP011-000402
Product Name: Ethernet Local Access to iQ Networking
Name: CITY OF GLENDALE
Service Address: 6835 N 57th Dr, Glendale, AZ 85301
Date: August 15, 2013
Account #: 72844396

Billing Number	Service	Service Address	*60-Month Rate per Month	*One - Time Installation
72844396	100 Mbps Ethernet Local Access	6835 N 57th Dr Glendale, AZ 85301	\$ 960.00	\$ -
	1G iQ Networking Port		\$ 1,040.00	\$ -
	Promo Code: FTTC100			
		TOTAL Monthly Recurring:	\$ 2,000.00	\$ -

Notes:

* Requires One-year Minimum Service Period