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Fifth Amendment to Master Price Agreement for PUBLIC SAFETY MEDICAL SUPPLIES, EQUIPMENT AND PATIENT MONITORS

Product Line Addition

This Amendment to the Master Price Agreement is entered into this 24th day of January 2023 by LEAGUE OF OREGON CITIES LOC ("Purchaser") and ZOLL MEDICAL CORPORATION ("Vendor") based upon the sales and/or service of Public Safety Medical Supplies, Equipment and Patient Monitors.

RECITALS

WHEREAS, Purchaser and Vendor entered into a Master Price Agreement numbered PS20200 on or about June 8, 2020, and by this reference incorporated herein; and

WHEREAS, Purchaser and Vendor entered into the First Amendment to the Master Price Agreement on or about June 18, 2020, and by this reference incorporated herein; and

WHEREAS, Purchaser and Vendor entered into the Second Amendment to the Master Price Agreement on or about November 6, 2020, and by this reference incorporated herein; and

WHEREAS, Purchaser and Vendor entered into the Third Amendment to the Master Price Agreement on or about December 8, 2020, and by this reference incorporated herein; and

WHEREAS, Purchaser and Vendor entered into the Fourth Amendment to the Master Price Agreement on or about August 12, 2021, and by this reference incorporated herein; and

WHEREAS, Vendor desires to add four products to Attachment A as permitted under the terms of the Master Price Agreement; and

WHEREAS, Vendor has provided notice, on or about January 23, 2023, to add four products to Attachment A in the Master Price Agreement; and

WHEREAS, Purchaser and Vendor desire that the Master Price Agreement shall be amended in part to reflect the product line additions.

NOW, THEREFORE, Purchaser and Vendor enter into the following:

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AMENDMENT TO MASTER PRICE AGREEMENT

1. **Product Addition**. Attachment A to the Master Price Agreement shall be amended in part to reflect the addition of the following products:

ATTACHMENT A

to Master Price Agreement by and between VENDOR and PURCHASER.

PRODUCTS, SERVICES, SPECIFICATIONS AND PRICES

NEW ITEM OR PART #	CONTRACT CATEGORY	CATALOG/PRODUCT DESCRIPTION	DISCOUNT
8000-000393-01	EMS XSERIES UNITS & ACCESSORIES	X SERIES CARRY CASE, PREMIUM	50%
8000-001128	EMS XSERIES UNITS & ACCESSORIES	FLOWTUBE, ACCUVENT, BOX OF 10	18%
8400-110045	OTHER	CaseReview SUBSCRIPTION, 5 YEAR, X SERIES	0%
7508-000009-01	OTHER	Upgrade, EtCO2, X Series	10%

2. **Full Force and Effect**. In each and every other respect, the terms of the Master Price Agreement, as amended, entered into between the parties on or about June 8, 2020 shall remain in full force and effect during the term of the agreement and the parties hereto hereby ratify said Master Price Agreement in its entirety, as if fully set out herein, along with the modifications identified herein.

IN WITNESS WHEREOF, the parties have hereto signed this Amendment on the day and year first above written.

LEAGUE OF OREGON CITIES

DocuSigned by:
Patricia M. Mulvihill
1A9AFD929F7246E...

Date January 24, 2023 | 9:03 PM PST

BY: Patricia M. Mulvihill
ITS: Executive Director

ZOLL MEDICAL CORPORATION

DocuSigned by:
Kurt Sandstrom
C7614D67AEF408...

Date January 24, 2023 | 11:55 AM PST

BY: Kurt Sandstrom
ITS: VP of North American Sales

DocuSign

Certificate Of Completion

Envelope Id: E71C40CA8B4848D08124660268C3C76A
Status: Completed
Subject: Complete with DocuSign: Amendment 5 RFP 1935 ZOLL FINAL.pdf
Source Envelope:
Document Pages: 3
Signatures: 2
Certificate Pages: 5
Initials: 0
AutoNav: Enabled
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Envelope Originator:
Marshall Stiles
17930 International Boulevard
Suite 900
SeaTac, WA 98188
marshall.stiles@mynpp.com
IP Address: 4.79.109.94

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1/24/2023 10:50:03 AM

Holder: Marshall Stiles
marshall.stiles@mynpp.com

Location: DocuSign

Signer Events	Signature	Timestamp
Kurt Sandstrom ksandstrom@zoll.com VP of North American Sales ZOLL Medical Corporation Security Level: Email, Account Authentication (None)	DocuSigned by: Kurt Sandstrom C7611D67AEFF408... Signature Adoption: Pre-selected Style Using IP Address: 75.104.90.20	Sent: 1/24/2023 10:52:20 AM Resent: 1/24/2023 10:55:14 AM Viewed: 1/24/2023 11:54:53 AM Signed: 1/24/2023 11:55:24 AM
Electronic Record and Signature Disclosure: Accepted: 1/24/2023 11:54:53 AM ID: c638b92a-9cc9-4c9d-8feb-e406bc7c30e9		
Patricia M. Mulvihill pmulvihill@orcities.org Executive Director Security Level: Email, Account Authentication (None)	DocuSigned by: Patricia M. Mulvihill A49AFD929F7246E... Signature Adoption: Pre-selected Style Using IP Address: 65.152.168.162	Sent: 1/24/2023 1:54:34 PM Viewed: 1/24/2023 9:03:38 PM Signed: 1/24/2023 9:03:47 PM
Electronic Record and Signature Disclosure: Accepted: 1/24/2023 9:03:38 PM ID: df58f7b5-a66d-4af0-a559-122c8706754d		

In Person Signer Events	Signature	Timestamp

Editor Delivery Events	Status	Timestamp

Agent Delivery Events	Status	Timestamp

Intermediary Delivery Events	Status	Timestamp

Certified Delivery Events	Status	Timestamp
Marshall Stiles marshall.stiles@mynpp.com Contract Administrator NPP & NPPGov Security Level: Email, Account Authentication (None)	VIEWED Using IP Address: 4.79.109.94	Sent: 1/24/2023 11:55:26 AM Viewed: 1/24/2023 1:54:33 PM
Electronic Record and Signature Disclosure: Not Offered via DocuSign		

Carbon Copy Events	Status	Timestamp

Witness Events	Signature	Timestamp

Notary Events	Signature	Timestamp

Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	1/24/2023 10:52:20 AM
Envelope Updated	Security Checked	1/24/2023 11:08:24 AM
Envelope Updated	Security Checked	1/24/2023 11:08:25 AM
Envelope Updated	Security Checked	1/24/2023 11:08:25 AM
Certified Delivered	Security Checked	1/24/2023 9:03:38 PM
Signing Complete	Security Checked	1/24/2023 9:03:47 PM
Completed	Security Checked	1/24/2023 9:03:47 PM

Payment Events	Status	Timestamps

Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, National Purchasing Partners (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

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If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact National Purchasing Partners:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:
To contact us by email send messages to: marshall.stiles@mynpp.com

To advise National Purchasing Partners of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at bruce.busch@mynpp.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

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To request paper copies from National Purchasing Partners

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to marshall.stiles@mynpp.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with National Purchasing Partners

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to marshall.stiles@mynpp.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

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Acknowledging your access and consent to receive and sign documents electronically

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- Until or unless you notify National Purchasing Partners as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by National Purchasing Partners during the course of your relationship with National Purchasing Partners.