



**First Amendment to the Sourcewell  
#010720-AXN Piggyback Contract**

This First Amendment ("Amendment") is between Axon Enterprise, Inc. (f/k/a Taser International, Inc.), a Delaware corporation ("Axon"), and the Huntington Beach 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".

Axon and Agency are parties to the Sourcewell Contract #010720-AXN Piggyback Agreement by and between the City of Raleigh and Axon Enterprise, Inc. dated August 29, 2023 ("Agreement").

The Parties wish to incorporate further changes into the Agreement in order to expand the scope of offered products.

The Parties therefore agree as follows:

1. Quote Q-621927 shall now be incorporated into this Agreement in its entirety.
2. 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.**

**Agency**

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

*Isaiah Fields*

Name: \_\_\_\_\_

Title: \_\_\_\_\_

*Chief Legal Officer*

Title: \_\_\_\_\_

Date: \_\_\_\_\_

*October 28, 2024*

Date: \_\_\_\_\_

APPROVED AS TO FORM  
 By: *Michael E. Gates*  
 MICHAEL E. GATES  
 CITY ATTORNEY  
 CITY OF HUNTINGTON BEACH



**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-621927-45588.739LG

Issued: 10/23/2024

Quote Expiration: 11/30/2024

Estimated Contract Start Date: 02/01/2025

Account Number: 112599

Payment Terms: N30

Delivery Method:

SHIP TO	BILL TO
Huntington Beach Police Dept - PD Training Unit 2000 MAIN ST HUNTINGTON BEACH, CA 92648-2702 USA	Huntington Beach Police Dept. - CA 2000 Main St Huntington Beach CA 92648-2702 USA Email:

SALES REPRESENTATIVE	PRIMARY CONTACT
Lauren Gauer Phone: 480-580-3639 Email: lgauer@axon.com Fax:	Bo Svendsbo Phone: Email: gsvendsbo@hbpd.org Fax:

**Quote Summary**

Program Length	60 Months
<b>TOTAL COST</b>	<b>\$577,966.00</b>
<b>ESTIMATED TOTAL W/ TAX</b>	<b>\$589,627.27</b>

**Discount Summary**

Average Savings Per Year	\$0.00
<b>TOTAL SAVINGS</b>	<b>\$0.00</b>

**Payment Summary**

<b>Date</b>	<b>Subtotal</b>	<b>Tax</b>	<b>Total</b>
Jan 2025	\$52,218.08	\$1,053.56	\$53,271.64
Jan 2026	\$131,436.98	\$2,651.92	\$134,088.90
Jan 2027	\$131,436.98	\$2,651.92	\$134,088.90
Jan 2028	\$131,436.98	\$2,651.92	\$134,088.90
Jan 2029	\$131,436.98	\$2,651.95	\$134,088.93
<b>Total</b>	<b>\$577,966.00</b>	<b>\$11,661.27</b>	<b>\$589,627.27</b>

Quote Unbundled Price: \$577,966.00  
 Quote List Price: \$577,966.00  
 Quote Subtotal: \$577,966.00

**Pricing**

*All deliverables are detailed in Delivery Schedules section lower in proposal*

Item	Description	Qty	Term	Unbundled	List Price	Net Price	Subtotal	Tax	Total
<b>A la Carte Hardware</b>									
101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2			\$265.00	\$265.00	\$530.00	\$41.07	\$571.07
101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2			\$320.00	\$320.00	\$640.00	\$49.60	\$689.60
101627	AXON AIR - SKYDIO - READY CASE	1			\$899.00	\$899.00	\$899.00	\$69.67	\$968.67
101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3			\$369.00	\$369.00	\$1,107.00	\$85.80	\$1,192.80
101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2			\$2,800.00	\$2,800.00	\$5,600.00	\$434.00	\$6,034.00
101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA VT300-Z	2			\$16,846.00	\$16,846.00	\$33,692.00	\$2,611.13	\$36,303.13
101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3			\$36,000.00	\$36,000.00	\$108,000.00	\$8,370.00	\$116,370.00
<b>A la Carte Software</b>									
101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	60		\$805.00	\$805.00	\$144,900.00	\$0.00	\$144,900.00
<b>A la Carte Services</b>									
12021	AXON AIR - VIRTUAL ONBOARDING	1			\$2,500.00	\$2,500.00	\$2,500.00	\$0.00	\$2,500.00
101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2			\$9,000.00	\$9,000.00	\$18,000.00	\$0.00	\$18,000.00
100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1			\$70,000.00	\$70,000.00	\$70,000.00	\$0.00	\$70,000.00
101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3	36		\$825.00	\$825.00	\$89,100.00	\$0.00	\$89,100.00
101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2			\$46,250.00	\$46,250.00	\$92,500.00	\$0.00	\$92,500.00
<b>A la Carte Warranties</b>									
101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2			\$5,249.00	\$5,249.00	\$10,498.00	\$0.00	\$10,498.00
<b>Total</b>							<b>\$577,966.00</b>	<b>\$11,561.27</b>	<b>\$589,527.27</b>

**Delivery Schedule**

**Hardware**

Bundle	Item	Description	QTY	Shipping Location	Estimated Delivery Date
A la Carte	101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2	1	01/01/2025
A la Carte	101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2	1	01/01/2025
A la Carte	101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3	1	01/01/2025
A la Carte	101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2	1	01/01/2025
A la Carte	101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3	1	01/01/2025
A la Carte	101627	AXON AIR - SKYDIO - READY CASE	1	1	01/01/2025
A la Carte	101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA	2	1	01/01/2025

**Hardware**

Bundle	Item	Description	QTY	Shipping Location	Estimated Delivery Date
		VT300-Z			

**Software**

Bundle	Item	Description	QTY	Estimated Start Date	Estimated End Date
A la Carte	101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	02/01/2025	01/31/2030

**Services**

Bundle	Item	Description	QTY
A la Carte	100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1
A la Carte	101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2
A la Carte	101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2
A la Carte	101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3
A la Carte	12021	AXON AIR - VIRTUAL ONBOARDING	1

**Warranties**

Bundle	Item	Description	QTY	Estimated Start Date	Estimated End Date
A la Carte	101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2		

## Shipping Locations

Location Number	Street	City	State	Zip	Country
1	2000 MAIN ST	HUNTINGTON BEACH	CA	92648-2702	USA

## Payment Details

Jan 2025						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Annual Payment 1	100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1	\$6,324.36	\$0.00	\$6,324.36
Annual Payment 1	101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	\$13,091.43	\$0.00	\$13,091.43
Annual Payment 1	101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2	\$57.82	\$4.48	\$62.30
Annual Payment 1	101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2	\$47.88	\$3.71	\$51.59
Annual Payment 1	101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3	\$100.02	\$7.75	\$107.77
Annual Payment 1	101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2	\$1,626.26	\$0.00	\$1,626.26
Annual Payment 1	101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2	\$505.95	\$39.21	\$545.16
Annual Payment 1	101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2	\$8,357.19	\$0.00	\$8,357.19
Annual Payment 1	101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2	\$948.47	\$0.00	\$948.47
Annual Payment 1	101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3	\$9,757.59	\$756.21	\$10,513.80
Annual Payment 1	101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3	\$8,050.01	\$0.00	\$8,050.01
Annual Payment 1	101627	AXON AIR - SKYDIO - READY CASE	1	\$81.22	\$6.29	\$87.51
Annual Payment 1	101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA VT300-Z	2	\$3,044.01	\$235.91	\$3,279.92
Annual Payment 1	12021	AXON AIR - VIRTUAL ONBOARDING	1	\$225.87	\$0.00	\$225.87
<b>Total</b>				<b>\$52,218.08</b>	<b>\$1,053.56</b>	<b>\$53,271.64</b>

Jan 2026						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Annual Payment 2	100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1	\$15,918.91	\$0.00	\$15,918.91
Annual Payment 2	101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	\$32,952.16	\$0.00	\$32,952.16
Annual Payment 2	101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2	\$145.54	\$11.28	\$156.82
Annual Payment 2	101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2	\$120.53	\$9.34	\$129.87
Annual Payment 2	101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3	\$251.75	\$19.51	\$271.26
Annual Payment 2	101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2	\$4,093.43	\$0.00	\$4,093.43
Annual Payment 2	101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2	\$1,273.51	\$98.70	\$1,372.21
Annual Payment 2	101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2	\$21,035.70	\$0.00	\$21,035.70
Annual Payment 2	101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2	\$2,387.38	\$0.00	\$2,387.38
Annual Payment 2	101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3	\$24,560.60	\$1,903.45	\$26,464.05
Annual Payment 2	101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3	\$20,262.50	\$0.00	\$20,262.50
Annual Payment 2	101627	AXON AIR - SKYDIO - READY CASE	1	\$204.44	\$15.84	\$220.28
Annual Payment 2	101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA VT300-Z	2	\$7,662.00	\$593.80	\$8,255.80
Annual Payment 2	12021	AXON AIR - VIRTUAL ONBOARDING	1	\$568.53	\$0.00	\$568.53
<b>Total</b>				<b>\$131,436.98</b>	<b>\$2,651.92</b>	<b>\$134,088.90</b>

Jan 2027						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Annual Payment 3	100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1	\$15,918.91	\$0.00	\$15,918.91
Annual Payment 3	101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	\$32,952.16	\$0.00	\$32,952.16
Annual Payment 3	101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2	\$145.54	\$11.28	\$156.82

Jan 2027						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Annual Payment 3	101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2	\$120.53	\$9.34	\$129.87
Annual Payment 3	101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3	\$251.75	\$19.51	\$271.26
Annual Payment 3	101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2	\$4,093.43	\$0.00	\$4,093.43
Annual Payment 3	101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2	\$1,273.51	\$98.70	\$1,372.21
Annual Payment 3	101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2	\$21,035.70	\$0.00	\$21,035.70
Annual Payment 3	101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2	\$2,387.38	\$0.00	\$2,387.38
Annual Payment 3	101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3	\$24,560.60	\$1,903.45	\$26,464.05
Annual Payment 3	101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3	\$20,262.50	\$0.00	\$20,262.50
Annual Payment 3	101627	AXON AIR - SKYDIO - READY CASE	1	\$204.44	\$15.84	\$220.28
Annual Payment 3	101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA VT300-Z	2	\$7,662.00	\$593.80	\$8,255.80
Annual Payment 3	12021	AXON AIR - VIRTUAL ONBOARDING	1	\$568.53	\$0.00	\$568.53
<b>Total</b>				<b>\$131,436.98</b>	<b>\$2,651.92</b>	<b>\$134,088.90</b>

Jan 2028						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Annual Payment 4	100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1	\$15,918.91	\$0.00	\$15,918.91
Annual Payment 4	101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	\$32,952.16	\$0.00	\$32,952.16
Annual Payment 4	101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2	\$145.54	\$11.28	\$156.82
Annual Payment 4	101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2	\$120.53	\$9.34	\$129.87
Annual Payment 4	101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3	\$251.75	\$19.51	\$271.26
Annual Payment 4	101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2	\$4,093.43	\$0.00	\$4,093.43
Annual Payment 4	101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2	\$1,273.51	\$98.70	\$1,372.21
Annual Payment 4	101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2	\$21,035.70	\$0.00	\$21,035.70
Annual Payment 4	101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2	\$2,387.38	\$0.00	\$2,387.38
Annual Payment 4	101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3	\$24,560.60	\$1,903.45	\$26,464.05
Annual Payment 4	101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3	\$20,262.50	\$0.00	\$20,262.50
Annual Payment 4	101627	AXON AIR - SKYDIO - READY CASE	1	\$204.44	\$15.84	\$220.28
Annual Payment 4	101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA VT300-Z	2	\$7,662.00	\$593.80	\$8,255.80
Annual Payment 4	12021	AXON AIR - VIRTUAL ONBOARDING	1	\$568.53	\$0.00	\$568.53
<b>Total</b>				<b>\$131,436.98</b>	<b>\$2,651.92</b>	<b>\$134,088.90</b>

Jan 2029						
Invoice Plan	Item	Description	Qty	Subtotal	Tax	Total
Annual Payment 5	100967	AXON AIR - SKYDIO WAIVER APPLICATION - REMOTE OPS	1	\$15,918.91	\$0.00	\$15,918.91
Annual Payment 5	101199	AXON AIR - SKYDIO DFR COMMAND (T-MOBILE)	3	\$32,952.16	\$0.00	\$32,952.16
Annual Payment 5	101211	AXON AIR - SKYDIO SPEAKER/MIC FOR X10	2	\$145.54	\$11.28	\$156.82
Annual Payment 5	101229	AXON AIR - SKYDIO SPOTLIGHT FOR X10	2	\$120.53	\$9.34	\$129.87
Annual Payment 5	101237	AXON AIR - SKYDIO BATTERY (150W) FOR X10	3	\$251.75	\$19.52	\$271.27
Annual Payment 5	101246	AXON AIR - SKYDIO X10 IN-PERSON TRAINING	2	\$4,093.43	\$0.00	\$4,093.43
Annual Payment 5	101261	AXON AIR - SKYDIO NIGHTSENSE IR FILTER FOR X10	2	\$1,273.51	\$98.69	\$1,372.20
Annual Payment 5	101502	AXON AIR - SKYDIO - DEPLOYMENT AND TRAINING - DOCK FOR X10	2	\$21,035.70	\$0.00	\$21,035.70
Annual Payment 5	101508	AXON AIR - SKYDIO - CARE FOR X10 CELLULAR 5G + VT300-Z 3YR	2	\$2,387.38	\$0.00	\$2,387.38
Annual Payment 5	101580	AXON AIR - SKYDIO DOCK FOR X10 2.4/5 GHZ CELL DOCK ONLY	3	\$24,560.60	\$1,903.44	\$26,464.04
Annual Payment 5	101620	AXON AIR - SKYDIO - MAINTENANCE AND REPAIR FOR X10 DOCK	3	\$20,262.50	\$0.00	\$20,262.50
Annual Payment 5	101627	AXON AIR - SKYDIO - READY CASE	1	\$204.44	\$15.86	\$220.30
Annual Payment 5	101637	AXON AIR - SKYDIO - X10 RDY KIT 2.4/5 GHZ CELL IR NA VT300-Z	2	\$7,662.00	\$593.82	\$8,255.82
Annual Payment 5	12021	AXON AIR - VIRTUAL ONBOARDING	1	\$568.53	\$0.00	\$568.53
<b>Total</b>				<b>\$131,436.98</b>	<b>\$2,651.95</b>	<b>\$134,088.93</b>

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.

## Standard Terms and Conditions

### Axon Enterprise Inc. Sales Terms and Conditions

#### Axon Master Services and Purchasing Agreement:

This Quote is limited to and conditional upon your acceptance of the provisions set forth herein and Axon's Master Services and Purchasing Agreement (posted at <https://www.axon.com/sales-terms-and-conditions>), as well as the attached Statement of Work (SOW) for Axon Fleet and/or Axon Interview Room purchase, if applicable. In the event you and Axon have entered into a prior agreement to govern all future purchases, that agreement shall govern to the extent it includes the products and services being purchased and does not conflict with the Axon Customer Experience Improvement Program Appendix as described below.

#### ACEIP:

The Axon Customer Experience Improvement Program Appendix, which includes the sharing of de-identified segments of Agency Content with Axon to develop new products and improve your product experience (posted at [www.axon.com/legal/sales-terms-and-conditions](http://www.axon.com/legal/sales-terms-and-conditions)), is incorporated herein by reference. By signing below, you agree to the terms of the Axon Customer Experience Improvement Program.

#### Acceptance of Terms:

Any purchase order issued in response to this Quote is subject solely to the above referenced terms and conditions. By signing below, you represent that you are lawfully able to enter into contracts. If you are signing on behalf of an entity (including but not limited to the company, municipality, or government agency for whom you work), you represent to Axon that you have legal authority to bind that entity. If you do not have this authority, please do not sign this Quote.



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Signature

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Date Signed

10/23/2024

