

CLOSED

flock safety

**FLOCK GROUP INC.
SERVICES AGREEMENT
ORDER FORM**

Prescott City Contract No. 2023-151

This Order Form together with the Terms (as defined herein) describe the relationship between Flock Group Inc. ("**Flock**") and the customer identified below ("**Customer**") (each of Flock and Customer, a "**Party**"). This order form ("**Order Form**") hereby incorporates and includes the "GOVERNMENT AGENCY CUSTOMER AGREEMENT" attached (the "**Terms**") which describe and set forth the general legal terms governing the relationship (collectively, the "**Agreement**"). The Terms contain, among other things, warranty disclaimers, liability limitations and use limitations.

The Agreement will become effective when this Order Form is executed by both Parties (the "**Effective Date**").

Customer: AZ - Prescott PD
Address: 222 S Marina St
Prescott, Arizona 86303

Contact Name: Jason Small
Phone: (928) 777-1942

E-Mail:
jason.small@prescott-az.gov

Billing Contact:

Expected Payment Method:

(if different than above)

Initial Term: 12
Renewal Term: 12 Months

Pilot period: First 60 days of Initial Term; option to cancel contract at no cost. Initial Term invoice due after Pilot period.

Billing Term: Annual payment due Net 30 per terms and conditions



Professional Services and One-Time Purchases

Name	Price/Usage Fee	QTY	Subtotal
Professional Services - Standard Implementation Fee	\$350.00	16.00	\$5,600.00

Hardware and Software Products

Annual recurring amounts over subscription term

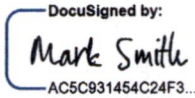
Name	Price/Usage Fee	QTY	Subtotal
Falcon	\$2,500.00	16.00	\$40,000.00
Flock Safety Advanced Search	\$2,500.00	1.00	\$2,500.00

Subtotal Year 1: \$48,100.00**Subscription Term:** 12 Months**Annual Recurring Total:** \$42,500.00**Estimated Sales Tax:** \$3,548.75**Total Contract Amount:** \$48,100.00

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By executing this Order Form, Customer represents and warrants that it has read and agrees all of the terms and conditions contained in the Terms attached. The Parties have executed this Agreement as of the dates set forth below.

Flock Group Inc

By:  AC5C931454C24F3...

Name: Mark Smith

Title: General Counsel

Date: 3/3/2023

Customer:

By: 

Name: Philip R. Goode

Title: Mayor

Date: 3-2-23

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Sole Source Letter for Flock Safety ALPR Cameras and Solution

Flock Safety is the sole manufacturer and developer of the Flock Safety ALPR Camera. Flock Safety is also the sole provider of the comprehensive monitoring, processing, and machine vision services which integrate with the Flock Safety ALPR Camera.

The Flock Safety ALPR camera and devices are the only Law Enforcement Grade ALPR System to offer the following combination of proprietary features:

1. Patented Vehicle Fingerprint Technology:

- Patented proprietary machine vision to analyze vehicle license plate, state recognition, vehicle color, vehicle type, vehicle make and objects (roof rack, bumper stickers, etc.) based on image analytics (not car registration data)
- Machine vision to capture and identify characteristics of vehicles with a paper license plate and vehicles with the absence of a license plate
- Ability to 'Save Search' based on description of vehicles using our patented Vehicle Fingerprint Technology without the need for a license plate, and set up alerts based on vehicle description
- Only LPR provider with "Visual Search" which can transform digital images from any source into an investigative lead by finding matching vehicles based on the vehicle attributes in the uploaded photo

2. Integrated Cloud-Software & Hardware Platform:

- Ability to capture two (2+) lanes of traffic simultaneously with a single camera from a vertical mass
 - Best in class ability to capture and process up to 30,000 vehicles per day with a single camera powered exclusively by solar power
 - Wireless deployment of solar powered license plate reading cameras with integrated cellular communication weighing less than 5lbs and able to be powered solely by a solar panel of 60W or less
 - Web based footage retrieval tool with filtering capabilities such as vehicle color, vehicle type, vehicle manufacturer, partial or full license plate, state of license plate, and object detection
 - Utilizes motion capture to start and stop recording without the need for a reflective plate
 - Motion detection allows for unique cases such as bicycle capture, ATV, motorcycle, etc.
 - On device machine processing to limit LTE bandwidth consumption
 - Cloud storage of footage
-



February 2, 2022

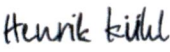
Flock Group, Inc., dba Flock Safety
Attn: Garrett Langley, CEO
1170 Howell Mill Road NW, Suite 210
Atlanta, Georgia 30318

Re: Unified search capabilities

Dear Garrett,

This letter is to confirm that, as of the date of this letter, Flock Group, Inc. ("Flock") and Axon Enterprise, Inc. ("Axon") maintain a strategic relationship that allows Flock to operate the only third-party unified search solution that searches automated license plate recognition information stored and managed across Axon's and Flock's systems.

Sincerely,

DocuSigned by:

819F4A56441C491...

Henrik Kühl
VP, Strategy and Corporate Development



From: "Jason Small" <jason.small@prescott-az.gov>
To: "Kraig Gardner" <kraig.gardner@flocksafety.com>
Date: 2/3/2023 8:55:52 AM
Subject: RE: Flock Pilot Agreement

Kraig

Good deal. I'm work on the blanket authorization to use the City of Prescott light poles. I'll update you when I get approval.

Jason Small
Special Operations Bureau Lieutenant



222 S. Marina St. Prescott Az 86303
928-777-1942
jason.small@prescott-az.gov

From: Kraig Gardner <kraig.gardner@flocksafety.com>
Sent: Friday, February 3, 2023 8:52 AM
To: Jason Small <jason.small@prescott-az.gov>
Subject: Re: Flock Pilot Agreement

Sounds great!

We got approval to do a 60 day pilot for you guys. What that means is that we will install the equipment, and then invoice after the pilot period has completed for 100% of the agreement. It is really, really likely that this pushes past July 1 because it's a 60 day pilot. And it usually takes us at least two or three months to get cameras in the ground.

Looking forward to working with you!

Kraig

On Fri, Feb 3, 2023, 8:25 AM Jason Small <jason.small@prescott-az.gov> wrote:

Kraig

We are good to go with the contract. I am waiting until February 11th due to our procurement rules changing allowing us to not have to go to council for approval. The Chief will have the Mayor sign after the 11th. If possible would we be able to be invoiced after 7/1/23. This is the start of our fiscal year and would make things much easier for us. If not we are still good to go.

Thanks

Jason Small
Special Operations Bureau Lieutenant



222 S. Marina St. Prescott Az 86303
928-777-1942
jason.small@prescott-az.gov

From: Kraig Gardner <kraig.gardner@flocksafety.com>
Sent: Thursday, February 2, 2023 9:55 PM
To: Jason Small <jason.small@prescott-az.gov>
Subject: Re: Flock Pilot Agreement

Hey Lt. Small,

Hope you are doing great!

Wanted to follow up here - did you get the all clear from the team?

Let me know,

Kraig

On Thu, Jan 26, 2023 at 9:27 AM Kraig Gardner <kraig.gardner@flocksafety.com> wrote:

Perfect!

I have attached 2 documents, a letter from Axon and a Sole Source Letter.

Here is how we have managed to obtain sole source with other agencies:

1. Axon has a native integration for Flock that is exclusive to Flock & Evidence.com (see attached letter along with sole source letter)
2. There is no competitive product in the market that designs, manufactures, installs, and supports both gunshot detection and our ALPR with vehicle fingerprint technology.
3. Flock does not work with integrators. The only way to procure Flock's products is directly through the company. (this includes access to Flock networks with other agencies in the state, shared flock custom hot list, and shared LE data)
4. Flock has multiple issued patents on its technology:

Patents:

<https://uspto.report/patent/grant/10.559.200>

<https://uspto.report/patent/grant/10.795.933>

<https://uspto.report/patent/grant/11.030.892>

Talk soon,

Kraig

On Thu, Jan 26, 2023 at 9:14 AM Jason Small <jason.small@prescott-az.gov> wrote:

Kraig

Our legal is good with the changes. Do you guys have GSA, State Contract, or Sole Source documentation I can have. This will save me having to get other bids.

Thanks

Jason Small

Special Operations Bureau Lieutenant

222 S. Marina St. Prescott Az 86303

928-777-1942

jason.small@prescott-az.gov

From: Kraig Gardner <kraig.gardner@flocksafety.com>
Sent: Wednesday, January 25, 2023 12:09 PM
To: Jason Small <jason.small@prescott-az.gov>
Subject: Re: Flock Pilot Agreement

Hey Lt. Small,

Got some minor changes (our team struck attorney's fees) and added some minor language clarifications.

I have attached the redlines, and also a clean doc if that works.

Will you let me know if they give the sign off on this version?

Kraig

On Wed, Jan 25, 2023 at 10:53 AM Kraig Gardner <kraig.gardner@flocksafety.com> wrote:
Got that sent to our legal folks, hoping to have something back today or tomorrow.

Talk soon!

Kraig

On Wed, Jan 25, 2023 at 10:38 AM Jason Small <jason.small@prescott-az.gov> wrote:

Kraig

Please see the attached contract with proposed changes made by our legal department. It's mostly boiler plate stuff all of our contracts have. Let me know if it works for you guys.

Thanks

Jason Small
Special Operations Bureau Lieutenant

222 S. Marina St. Prescott Az 86303
928-777-1942
jason.small@prescott-az.gov

From: Kraig Gardner <kraig.gardner@flocksafety.com>
Sent: Tuesday, January 24, 2023 1:58 PM
To: Jason Small <jason.small@prescott-az.gov>; Mark Parker <mark.parker@prescott-az.gov>
Subject: Flock Pilot Agreement

Hey Lt. Small and Sgt Parker,

Here is the pilot paperwork. Notice on page one, it calls out the 60 day pilot terms. (Note - can't do ADOT permits on pilots, and they cost a bit more to do because of the poles we have to use).

Let me know if there are any questions,

Kraig

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From: "Amy Bonney" <amy.bonney@prescott-az.gov>
To: "Jason Small" <jason.small@prescott-az.gov>
CC: "Jon Brambila" <jon.brambila@prescott-az.gov>
Date: 11/22/2022 12:22:04 PM
Subject: RE: Flock Safety Proposal

Great thank you! I'll look forward to this information and then we can determine when we put it in front of the council.

Amy

From: Jason Small <jason.small@prescott-az.gov>
Sent: Tuesday, November 22, 2022 11:27 AM
To: Amy Bonney <amy.bonney@prescott-az.gov>
Cc: Jon Brambila <jon.brambila@prescott-az.gov>
Subject: RE: Flock Safety Proposal

Amy

I got with Gareth Braxton, he informed me they currently have 4 cameras but are having 5 additional cameras installed next week. They do not post any signage and did not make any public announcements other than the council proposal. Gareth is sending me his power point he presented at council. I asked Mark to check in to extending our trial period to 60 days and look to see what 9 cameras would run us. Let me know if you have any questions.

Thanks

Jason Small
Special Operations Bureau Lieutenant



222 S. Marina St. Prescott Az 86303
928-777-1942
jason.small@prescott-az.gov

From: Amy Bonney <amy.bonney@prescott-az.gov>
Sent: Friday, November 18, 2022 1:31 PM
To: Jason Small <jason.small@prescott-az.gov>
Cc: Jon Brambila <jon.brambila@prescott-az.gov>
Subject: RE: Flock Safety Proposal

Jason,

I spoke with the Mayor and City Manager about these cameras this morning. They are on board. Lets chat about this soon and figure out if we can get a longer trial period.....30 days doesn't sound like its long enough to really see if we get good results in my opinion, so I'd like to see if we can get them for longer. If I'm reading this correctly, it looks like the total annual cost is less than \$20K??

Thank you for the information and for keeping us moving forward with this.
Amy

From: Jason Small <jason.small@prescott-az.gov>
Sent: Thursday, October 6, 2022 1:17 PM
To: Amy Bonney <amy.bonney@prescott-az.gov>
Subject: FW: Flock Safety Proposal

11/25/2025