

**MODIFICATION # 16  
TO  
CONTRACT NUMBER 2001-035  
BETWEEN THE  
COMMONWEALTH OF VIRGINIA  
AND  
MOTOROLA, INC.**

This MODIFICATION #16 is an agreement between the Commonwealth of Virginia through its Department of State Police, hereinafter referred to as "State" or "Commonwealth," and Motorola, Inc., hereinafter referred to as "Motorola," which modifies Contract Number 2001-035 (the "Contract") between the parties. This Modification #16 is hereby incorporated into and made an integral part of the Contract effective July 13, 2004. This Modification will be effective as of the last date signed below.

The first purpose of this Modification #16 is to increase the Contract Price to pay for the costs of additional subscribers for the Commonwealth of Virginia Department of Forestry, Department of Environmental Quality, Department of Charitable Gaming, and the Virginia Port Authority and Chesapeake Bay Bridge Tunnel, expenditures that were approved by the 2006 General Assembly of Virginia<sup>1</sup>.

The second purpose of this Modification #16 is to increase the Contract Price to pay for the costs of additional subscribers for the Commonwealth of Virginia Department of Virginia Marine Resources and additional consoles and Direct Entry Keypads for the Department of Game and Inland Fisheries, expenditures that were approved by the Commonwealth of Virginia STARS Management Board.

The final purpose of this Modification #16 is to decrease the Contract Price to delete Subscribers and corresponding costs for the Commonwealth of Virginia Department of Aviation and the Department of Professional and Occupational Regulation, since neither department will be joining the STARS system but costs for these departments were included in the original Contract price.

Both parties agree to the following:

**1. Description of the Commonwealth of Virginia Department of Forestry (DOF) Subscribers Addition.**

A. Overview.

The Department of Forestry is adding STARS subscribers, which will be installed throughout DOF.

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<sup>1</sup> **CHAPTER 245:** An Act to authorize the Virginia Public Building Authority to issue bonds in an amount not to exceed \$201,900,000 to pay the costs of the State Agency Radio System for the Department of State Police. Approved March 30, 2006.

B. Modification of Contract Price.

For the additional subscribers and services to be provided by Motorola, as detailed in Attachment A, which is attached hereto and incorporated herein, **\$4,471,900.00** is added to the Contract Price.

2. **Description of the Commonwealth of Virginia Department of Environmental Quality (DEQ) Subscribers Addition.**

A. Overview.

The Department of Environmental Quality will be joining the STARS network. The additional STARS subscribers will be installed throughout DEQ.

B. Modification of Contract Price.

For the additional subscribers and services to be provided by Motorola, as detailed in Attachment A, **\$671,167.00** is added to the Contract Price.

3. **Description of the Commonwealth of Virginia Department of Charitable Gaming (DCG) Subscribers Addition.**

A. Overview.

The Department of Charitable Gaming will be joining the STARS network. The additional STARS subscribers will be installed throughout DCG.

B. Modification of Contract Price.

For the additional subscribers and services provided by Motorola, as detailed in Attachment A, **\$188,903.00** is added to the Contract Price.

4. **Description of the Virginia Port Authority (VPA) System Addition.**

A. Overview.

The Virginia Port Authority (VPA) will be joining the STARS network. The additional STARS subscribers will be installed throughout VPA.

B. Modification of Contract Price.

For the additional subscribers and services provided by Motorola, as detailed in Attachment A, **\$1,530,460.00** is added to the Contract Price.

**5. Description of the Chesapeake Bay Bridge Tunnel (CBB) System Addition.**

A. Overview.

The Chesapeake Bay Bridge Tunnel will be joining the STARS network. The additional STARS subscribers will be installed throughout CBB.

B. Modification of Contract Price.

For the additional equipment and services provided by Motorola, as detailed in Attachment A, **\$708,505.00** is added to the Contract Price.

**6. Description of the Commonwealth of Virginia Department of Game and Inland Fisheries (DGIF) Consoles Addition.**

A. Overview.

The Department of Game and Inland Fisheries will add two (2) additional console positions to the one (1) console position included in the Contract, for a total of three (3) console positions. The additional consoles allow the DGIF the capability of dispatching its personnel across the state 24 hours a day, 7 days a week.

B. Modification of Contract Price.

For the additional equipment and services provided by Motorola, as detailed in Attachment A, **\$151,334.00** is added to the Contract Price.

**7. Description of the Department of Game and Inland Fisheries (DGIF) Direct Entry Keypads (DEK) Addition.**

A. Overview.

The Department of Game and Inland Fisheries will add one hundred sixty-four (164) DEKs to its department's subscribers.

B. Modification of Contract Price.

For the additional equipment and services provided by Motorola, as detailed in Attachment A, **\$216,316.00** is added to the Contract Price.

**8. Description of the Commonwealth of Virginia Marine Resources Commission (MRC) Subscribers Addition.**

A. Overview.

The Virginia Marine Resources Commission will add forty-one (41) subscribers to allow for lowband communications throughout the state.

B. Modification of Contract Price.

For the additional equipment and services provided by Motorola, as detailed in Attachment A, **\$48,790.00** is added to the Contract Price.

9. **Description of the Commonwealth of Virginia Department of Aviation and Department Professional and Occupational Regulation (DPOR) Subscribers Deletion.**

A. Overview.

Both the Department of Aviation and DPOR have decided not to participate in the STARS system. This Modification #16 deletes both departments' subscribers and services from the Contract.

B. Modification of Contract Price.

For the equipment and services deleted as detailed in Attachment A, the Contract Price is decreased **\$445,163.00**.

10. **Contract Price Adjustments.**

Original Contract Value:	\$329,673,699.00
Amount of Previous Modifications numbered 1 through 9, 13, and 14	<b>(\$691,747.14)</b>
Amount of Modifications numbered 10 and 11:	Pending
Modification #12:	\$706,429.00
Modification #15:	\$(595,782.00)
<b>This Modification #16:</b>	<b>\$7,542,212.00</b>
<b>New Contract Price:</b>	<b>\$336,634,810.86</b>

11. **Completion Date Adjustments.**

None.

12. **Milestone Payments.**

In accordance with this Modification #16, the Contract Milestone Payments for the equipment and services described herein are as stated in the Contract Terms and Conditions.

The foregoing is the complete and final expression of the parties' agreement to modify Contract 2001-035 and cannot be modified, except by a writing signed by duly authorized representatives of both parties. If there are any inconsistencies between the provisions of this Modification #16 and the provisions of the Contract, the provisions of this Modification #16 will prevail.

**ALL OTHER TERMS AND CONDITIONS OF THE CONTRACT REMAIN UNCHANGED AND SHALL REMAIN IN FULL FORCE.**

PERSONS SIGNING THIS CONTRACT MODIFICATION ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THIS CONTRACT MODIFICATION.

**MOTOROLA, INC.**

BY: (Signature on File)  
Scott P. Adler  
MCEI Vice President

DATE: September 28, 2006

Reviewed by: (Signature on File)  
Michael Archbold  
Motorola Project Manager

DATE: September 28, 2006

BY: (Signature on File)  
Judith M. Alexander, Esq.  
Commercial Attorney – Law Dept.

DATE: September 28, 2006

**COMMONWEALTH OF VIRGINIA**

Department of State Police

BY: (Signature on File)  
Colonel W. Steven Flaherty  
Superintendent

DATE: September 29, 2006

BY: (Signature on File)  
Patricia T. Trent, CPPB, VCO  
Procurement and Contract Officer

DATE: September 29, 2006