

PARTICIPATING ADDENDUM
under
WESTERN STATES CONTRACTING ALLIANCE ("WSCA")
WIRELESS COMMUNICATION SERVICES AND EQUIPMENT
MASTER PRICE AGREEMENT NO. S1523

1. **BACKGROUND.** Sprint Solutions, Inc. ("Sprint:" or "Contractor"), on behalf of its affiliated entities providing the products and services and the State of Nevada Purchasing Division (as Lead State for WSCA) entered Master Price Agreement No. S1523 effective October 10, 2006 as amended by Amendment #1 effective January 13, 2007, Amendment #2 effective January 30, 2008, Amendment #3 effective April 9, 2008, Amendment #4 effective December 16, 2008, Amendment #5 effective March 22, 2010, Amendment #6 effective July 27, 2010 and Amendment #7 effective September 19, 2011 (the Master Price Agreement and Amendments are collectively, the "Price Agreement").
2. **SCOPE OF AGREEMENT.** This Participating Addendum (the "Addendum"), dated ____ of _____, 2012 (the "Effective Date") is a separate contract between Sprint and **CITY OF GAHANNA** ("Customer") governing Customer's purchase of Sprint wireless telecommunications services. This Addendum incorporates all the terms and conditions of the Price Agreement except as modified herein.
3. **CUSTOMER SPECIFIC TERMS.**
 - 3.1 **Government-Liable Service Discounts.** Customer will receive a 25% Service pricing discount for all Government-Liable Active Units under this Addendum. It may take up to 3 invoicing cycles after the Effective Date of this Addendum to move all of Customer's pre-existing Active Units to the same invoicing cycle in order to start receiving the WSCA Service pricing discount. Sprint will use commercially reasonable efforts to convert pre-existing Active Units during the same billing cycle. Sprint will not issue credits for any difference in discounts on pre-existing Active Units before conversion to the new discount level.
 - 3.2 **Individual-Liable Service Discounts.** Customer employees may receive an 18% Service pricing discount for eligible service charges and plans ("IL Service Pricing Discount") in accordance with the employee program terms and conditions set forth in Section 1.1 of Amendment #2 to the Price Agreement. In addition to any other policies, procedures and processes established by Sprint from time to time, upon termination of this Addendum for any reason, or upon an employee's termination of employment with Customer, Sprint may cease applying the IL Service Pricing Discount. Except for the IL Service Pricing Discount, employees of Customer purchasing employee program are subject to the terms and conditions of the employee program, including (but not limited to) the terms and conditions in the applicable consumer service agreement.
 - 3.3 **Identification of Orders.** All purchase orders issued by Customer must include a reference to "WSCA Price Agreement S1523."
 - 3.4 **Term.** This Addendum begins on the Effective Date and is coterminous with the Price Agreement.
4. **PRIMARY CONTACTS.** The parties' primary contacts for questions under this Addendum are:

Customer:
Jennifer Teal, Director of Finance
200 South Hamilton Road
Gahanna, OH 43230
Phone: 614-342-4167
Fax: 614-342-4060

Sprint:
Michaela Clairmonte, WSCA Contract Manager
12502 Sunrise Valley Drive, Mailstop VARESA0208-2D351
Reston, VA 20196
Phone: 703-433-8581
Fax: 703-433-8798

EXHIBIT A

5. **ENTIRE AGREEMENT.** This Addendum, including the Price Agreement and all associated orders placed by Customer, constitutes the entire agreement between the parties and supersedes all prior or contemporaneous negotiations or agreements, whether oral or written, relating to its subject matter. Any additional or inconsistent terms and conditions appearing in an order or in any acknowledgment or acceptance are void. This Addendum may be amended or altered only in a writing signed by both parties' authorized representatives.

CITY OF GAHANNA

SPRINT SOLUTIONS, INC.

By: _____
Authorized Signature

By: _____
Authorized Signature

Date: _____

Date: _____

Name and Title: _____
(please type or print)

Name and Title: _____
(please type or print) Michaela Clairmonte – Manager,
Contract Negotiations & Management

Address: _____
200 South Hamilton Road
Gahanna, OH 43230

Address: _____
12502 Sunrise Valley Drive
Reston, VA 20196

Sprint — Approved
as to Legal Form

MRB – 12 Feb 2012