

**THIRD MODIFICATION AND EXTENSION TO AGREEMENT BETWEEN
THE CITY OF COLUMBUS
AND
REDFLEX TRAFFIC SYSTEMS, INC**

This Third Modification to the December 16, 2005 Agreement Between The City of Columbus, Ohio And Redflex Traffic Systems, Inc. For Automated Photo Red Light Enforcement Program (the "Original Agreement") is made as of this 1st day of June 2013 ("Effective Date"), by and between the City of Columbus, Ohio ("City"), by and through its Director of Public Safety, and Redflex Traffic Systems ("Contractor") with its principal place of business at 23751 N. 23rd Ave. Suite 150, Phoenix, AZ 85085.

RECITALS

WHEREAS, On December 16, 2005 City and Contractor entered into the Original Agreement;

WHEREAS, in 2009 City and Contractor entered the First Modification And Extension To Agreement Between City Of Columbus And Redflex Traffic Systems ("First Modification"). The First Modification extended and amended the Original Agreement;

WHEREAS, in 2010 City and Contractor entered the Second Modification And Extension To Agreement Between City Of Columbus And Redflex Traffic Systems ("Second Modification") (First Modification and Second Modification collectively referred to as the "Modifications")

WHEREAS, the Original Agreement and the Modifications reflect varying pricing arrangements as more fully set forth in the Attachment to this Third Modification.

WHEREAS, both parties agree that certain modifications to the Original Agreement and Modifications are required in order to modify the scope, term and compensation provisions of the Original Agreement and the Modifications.

TERMS AND CONDITIONS

City and Contractor agree as follows:

1. Term:

The term of this modification and extension shall be for an additional four year period and shall expire on the 3rd day of June, 2017.

2. Pricing:

Redflex will be paid \$29.74 for each paid citation whether issued from a mobile or fixed camera.

3. Smart Scene Live:

Redflex shall ensure all cameras are upgraded to record Smart Scene Live which offers constant live mode, streaming real time traffic videos. The implementation shall be completed within six months after entering into this contract at no cost to the City.

4. REDFLEXradar:

Redflex shall upgrade intersections by mutual agreement with REDFLEXradar which results in fewer potential red light running violations to be reviewed as it will help to reject violations over a larger area than the current single point sensors. The implementation shall be completed within six months after entering into this contract at no cost to the City.

5. Terms and Conditions:

Except as expressly modified by this Third Modification and Extension to Agreement, all other terms and conditions of the Original Agreement and the Modifications will remain in full force and effect. If terms and conditions are inconsistent between this Third Modification and the Original Agreement and Modifications, this Third Modification will control.

Signed this _____ day of June, 2013.

THE CITY OF COLUMBUS, OHIO

Department of Public Safety
Mitchell J. Brown, Director

REDFLEX TRAFFIC SYSTEMS, INC.

By: _____

Name: Robert DeVincenzi

Title: CEO

APPROVED AS TO FORM: _____

COLUMBUS CITY ATTORNEY'S OFFICE

Attachment of Prior Pricing:

A. Second Modification of 2010:

Compensation per paid citation as set forth in the Second Modification:

	% paid to Redflex	\$ paid to Redflex	\$ paid to City
1. Original intersections	38%	\$36.10	\$58.90
2. Post January 1, 2010 intersections and mobile speed vehicles	45%	\$42.75	\$52.25

B. First Modification of 2009:

Compensation per paid citation as set forth in the First Modification:

Tier	Definition	% paid to Redflex	\$ paid to Redflex	\$ paid to City
1.	0-1000/month paid	65%	\$61.75	\$33.25
2.	1001-2000/month paid	55%	\$52.25	\$42.75
3.	2000+/month paid	40%	\$38.00	\$57.00

C. Original 2005 Contract:

Compensation per paid citation as set forth in Exhibit "D" of the original contract was:

Tier	Definition	% paid to Redflex	\$ paid to Redflex	\$ paid to City
1	1-1000/month paid	75%	\$71.25	\$23.75
2	1001-2000/month paid	65%	\$61.75	\$33.25
3	2000+/month paid	50%	\$47.50	\$47.50