



AMENDMENT NO. SIX
TO SUBORDINATE AGREEMENT MA-017-16011151
BETWEEN
THE COUNTY OF ORANGE
AND
IRON MOUNTAIN INFORMATION MANAGEMENT, LLC.
FOR
OFF-SITE DATA STORAGE AND RETRIEVAL SERVICES

This Amendment No. Six to Subordinate Agreement MA-017-16011151, hereinafter referred to as “Amendment No. Six”, for Off-Site Data Storage and Retrieval Services, is made and entered into upon execution of all necessary signatures by and between the County of Orange, a political subdivision of the State of California, hereinafter referred to as “County”, acting through the County Executive Office/Office of Information Technology hereinafter referred to as “OCIT”, and Iron Mountain Information Management, LLC., with a place of business at One Federal Street Boston, MA 02111, hereinafter referred to as “Contractor”, with County and Contractor sometimes referred to individually as “Party” or collectively as “Parties”.

RECITALS

WHEREAS, on November 20, 2015, County, acting through the County Executive Office/County Procurement Office (“CPO”), issued a Regional Cooperative Agreement MA-017- 16010594, herein referred to as “RCA”, effective January 1, 2016 through and including December 31, 2016; and

WHEREAS, on December 31, 2015, OCIT entered into Subordinate Agreement MA-017-16011151 herein referred to as “Subordinate Agreement”, effective January 1, 2016 through and including December 31, 2016, for the amount not to exceed \$44,517.96; and

WHEREAS, on September 7, 2016, CPO and Contractor executed Amendment No. 1 to renew the RCA for one (1) additional year, effective January 1, 2017 through and including December 31, 2017; and

WHEREAS, on October 24, 2016, OCIT and Contractor executed Amendment No. 1 to renew the Subordinate Agreement for one (1) additional year, effective January 1, 2017 through and including December 31, 2017, and increase funds by \$50,000.00 for a total contract not to exceed amount of \$94,517.96; and

WHEREAS, on November 30, 2016, OCIT and Contractor executed Amendment No. 2 to Subordinate Agreement to increase funds by \$4,452.00 for the term January 1, 2016 through and including December 31, 2016 for a total contract not to exceed amount of \$98,969.96; and

WHEREAS, on December 5, 2017, the responsibility for administering the RCA was transferred from CPO to OCIT; and

WHEREAS, on December 5, 2017, OCIT and Contractor executed Amendment No. 2 to renew the RCA for one (1) additional year, effective January 1, 2018 through and including December 31, 2018; and

WHEREAS, on December 5, 2017, OCIT and Contractor executed Amendment No. 3 to Subordinate Agreement to increase funds by \$7,000 for the term January 1, 2017 through and including December 31, 2017 and renew Subordinate Agreement for one (1) additional year, effective January 1,

2018 through and including December 31, 2018, and increase funds by \$75,000 for a total contract not to exceed amount of \$180,969.96; and

WHEREAS, on November 20, 2018, OCIT and Contractor executed Amendment No. 3 to renew the RCA for one (1) additional year, effective January 1, 2019 through and including December 31, 2019 and replace paragraph “S”, Change of Ownership, in its entirety; and

WHEREAS, on November 20, 2018, OCIT and Contractor executed Amendment No. 4 to renew the Subordinate Agreement for one (1) additional year, effective January 1, 2019 through and including December 31, 2019, and increase funds by \$75,000.00 for a total contract not to exceed amount of \$255,969.96; and

WHEREAS, on November 25, 2019, OCIT and Contractor executed Amendment No. 4 to renew the RCA for one (1) additional year, effective January 1, 2020 through and including December 31, 2020; and

WHEREAS, on November 25, 2019, OCIT and Contractor executed Amendment No. 5 to renew the Subordinate Agreement for one (1) additional year, effective January 1, 2020 through and including December 31, 2020, and increase funds by \$75,000.00 for a total contract not to exceed amount of \$330,969.96; and

WHEREAS, the Parties desire to extend the Subordinate Agreement for three (3) additional years effective January 1, 2021 through and including December 31, 2023 in an amount of \$225,000.00 for a total contract not to exceed amount of \$555,969.96, amend Article 2, “Term”, replace Article 3, “Compensation and Payment”, amend Article 6, “Notices”, and also amend Article 7, “Invoices”.

NOW THEREFORE, the Parties mutually agree as follows:

1. Article 2, “Term”, shall be amended in its entirety to read as follows:

“2. Term: The term of this Subordinate Agreement shall commence on January 1, 2021 and continue for three (3) calendar years from that date, through and including December 31, 2023, unless otherwise terminated by the County in the manner set forth in Regional Cooperative Agreement MA-017-16010594.”
2. Article 3, “Compensation and Payment”, shall be replaced in its entirety to read as follows:

“3. Compensation and Payment: Contractor agrees to provide all requested goods and/or services as set forth in Attachment “A” at the fixed rates, prices, fees and costs specified in the RCA. Only those charges specified in the RCA are permitted. Funding for this Amendment No. Six (6) to the Subordinate Agreement is \$225,000 for the three (3) year term defined in Article 2 “Term” above.”
3. Article 6, “Notices”, shall be amended in its entirety to read as follows:

“6. Notices: Any and all notices, requests, demands and other communications contemplated, called for, permitted or required to be given hereunder shall be in writing, except through the course of the Parties project managers’ routine exchange of information and cooperation during the terms of the work and services provided. Any written communications shall be deemed to have been duly given upon 1) actual in-person delivery, if delivery is by direct hand, 2) upon delivery on the actual day of receipt or refusal when mailed by US certified or registered mail, return receipt requested, postage prepaid, whichever occurs first, or 3) reputable overnight courier. All communications shall be addressed to the appropriate party at the address stated herein or such other address as the Parties hereto may designate by written notice from time to time in the manner aforesaid.

OCIT Contracts & Purchasing	
County of Orange OCIT/Contracts & Purchasing Division 1055 N. Main Street, 6th Floor Santa Ana, CA 92701 Attn: Annie Pham, DPA Phone: (714) 567-7409 Email: Annie.Pham@ocit.ocgov.com	County of Orange OCIT/Project Manager 1400 S. Grand Avenue Santa Ana, CA 92705 Attn: Robert Perkins Phone: (714) 567-5115 Email: Robert.Perkins@ocit.ocgov.com
Contractor Contact	
Iron Mountain Inc. dba Iron Mountain Information Management LLC. One Federal Street Boston, MA 02111 Attn: Sheila Poggi Phone: 703) 889-6151 Email: imgs-sledcontracts@ironmountain.com”	

4. Article 7, “Invoices”, shall be amended in its entirety to read as follows:

“**7. Invoices:** All invoices and supporting documentation associated with this Subordinate Agreement shall be in compliance with the requirements set forth in the Regional Cooperative Agreement #MA-017-16010594. Payment will be net 45 days after receipt of an invoice in a format acceptable to the County of Orange and verified and approved by the agency/department and subject to routine processing requirements. The responsibility for providing an acceptable invoice rests with the Contractor. All invoices for this Subordinate Agreement shall be submitted to:”

Orange County Information Technology
 1055 N. Main Street, 6th Floor
 Santa Ana, CA 92701
 Attn: Accounts Payable
 and
ocitaccountspayable@ocit.ocgov.com”

5. This Amendment No. Six modifies the Contract only as expressly set forth above. Except as amended herein, all other terms and conditions of the Contract remain unchanged. Except as otherwise expressly set forth herein, all terms and conditions contained in the Contract, including its Amendments, are incorporated by this reference as if fully set forth herein and shall remain in full force and effect as amended herein.

SIGNATURE PAGE

IN WITNESS WHEREOF, Parties hereto have executed this Amendment No. Six on the dates shown opposite their respective signatures below.

IRON MOUNTAIN INFORMATION MANAGEMENT, LLC.

If the Contractor is a corporation, signatures of two specific corporate officers are required as further set forth.

The first corporate officer signature must be one of the following: 1) the Chairman of the Board; 2) the President; 3) any Vice President.

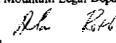
AND

The second corporate officer signature must be one of the following: 1) Secretary; 2) Assistant Secretary; 3) Chief Financial Officer; 4) Assistant Treasurer.

In the alternative, a single corporate signature is acceptable when accompanied by a corporate resolution demonstrating the legal authority of the signature to bind the company.

Bruce Ramo	Vice President, Government Services Compliance
Print Name	Title
Bruce	October 7, 2020
Signature	Date
Ramo	

Digitally signed by Bruce Ramo
 DN: cn=Bruce Ramo, o=Iron Mountain Government Services, ou=Vice President, Government Services Compliance, email=bruce.ramo@ironmountain.com, c=US
 Date: 2020.10.07 11:00:35 -04'00'


Print Name	Title	Approved as to Form and Legal Content Iron Mountain Legal Department  Alan Roth Customer Name: County of Orange, CA Date: October 7, 2020
Signature	Date	

.....
COUNTY OF ORANGE, a political subdivision of the State of California

	Deputy Purchasing Agent
Print Name	Title
Signature	Date

APPROVED AS TO FORM

Office of the County Counsel
County of Orange, California

	10.7.20
Deputy	Date

IRON MOUNTAIN INFORMATION MANAGEMENT, LLC

Written Consent of Sole Member

January 27, 2020

The undersigned, being the sole member of Iron Mountain Information Management, LLC, a Delaware limited liability company (the "Company"), pursuant to section 18-302(d) of the Delaware Limited Liability Act, does hereby take the following actions with respect to the Company and consents in writing to the adoption of the following resolution and consents that such actions shall be deemed to have been taken and such resolution shall be deemed to have been adopted as actions and resolutions duly taken and adopted at a duly called and held meeting of the sole member of the Company at which a quorum was present and acting throughout:

RESOLVED: That the persons identified in Exhibit A be and they are hereby elected to the offices of the Company set forth opposite their names, to serve in accordance with the LLC Operating Agreement of the Company, as of January 2, 2020.

IN WITNESS WHEREOF, the undersigned has hereunto affixed its signature as of the day and year first written above and hereby directs that this instrument be filed with the minutes of the Members of the Company, and shall be effective as of January 2, 2020.

IRON MOUNTAIN INCORPORATED


By: 
Name: Deborah Marson
Title: Executive Vice President, General Counsel
and Secretary

Exhibit A**Iron Mountain Information Management, LLC - Officer List as of January 2, 2020**

First Name	Last Name	Title
Deirdre	Evens	President and EVP, General Manager, Records & Information Management
Sarah	Abrams	Senior Vice President, Global Real Estate
Michelle	Altamura	Vice President, Commercial
Dan	Anninos	Vice President, Facilities Program Management
Kimberly	Anstett	Senior Vice President, Chief Information Officer
Raymond	Aschenbach	Senior Vice President & GM, Records Management
Greer	Aviv	Senior Vice President, Investor Relations
Seth	Bailey	Vice President, Information Security
Linda	Behan	Senior Vice President, Global Procurement
Douglas	Berry	Vice President, Project Delivery
Theodore	Bicks	Senior Vice President and Chief Strategy Officer
Daniel	Borges	Senior Vice President and Chief Accounting Officer
John	Boruvka	Vice President, Sales, IPM
Andrew	Brown	Senior Vice President, Sales
Scott	Brown	Vice President, Operations and Business Support, AB
Stuart	Brown	Executive Vice President
Paul	Brown (IT)	Vice President, M&A Integration Services
David	Buda	Senior Vice President, Finance and Treasurer
Scott	Camp	Vice President, RM/DM Operations
Christine	Canfield	Vice President, SMB & Inside Sales, North America
Joseph	Carlucci	Vice President, Head of Sales & Development – Crozier

First Name	Last Name	Title
Miguel	Carrillo	Vice President and Senior Counsel, International
Shellie	Cherner	Vice President, Business and Customer Development
Anthony	Clark	Vice President, Customer Solutions
Ernest	Cloutier	Executive Vice President & General Manager, International
Ashley	Codd	Vice President, CoE
Steven	Coleman	Vice President, Operations - DMS
Gonzalo	Condes de Bethencourt	Vice President, Marketing & Communications
George	Conti	Vice President Global Real Estate
Renee	Coyle	Vice President, Business Relationship Executives
Brian	Cross	Regional Vice President Data Center Sales
Robert	Crozier	Vice Chairman, Crozier
Rick	Crutchley	Vice President, GM North America, Data Center
Michael	DeVito	Senior Vice President Data Center Sales
Kevin	Dice	Senior Vice President, Global Operations Support
Rachel	Dickinson	Vice President, Chief Operating Officer
Jim	Dodson	Senior Vice President, Strategic Accounts
Katherine	Doe	Global Billing Transformation Leader
Diane	Doering	Vice President, Enterprise Risk Management
Raymond	Dunne	Vice President, Digital, BPO & Mortgage Solutions
Gino	D'Vertola	Vice President, Global Service Delivery
Alan	Ellingson	Vice President, Finance - Global Operations Support
Marla	Estarellas	Vice President, Accounting Operations
Stephen	Fahey	Head of Sales
Nick	Farrer	Vice President, Channel Sales
Thomas	Fetters	Vice President, Customer Enablement
Ed	Foley	Vice President, Sales Strategy & Planning

First Name	Last Name	Title
Steven	Formica	Vice President, DMS & Professional Services Strategy
Raymond	Fox	Executive Vice President, Chief Risk Officer
Jerry	Gallina	Vice President, Business and Customer Development
Katy	Gellert	Vice President, NA Business Office
Ashwin	Ghanate	Vice President, RIM Solutions
Gail	Greener	Senior Vice President, Product Management & Innovation
Kevin	Hagen	Vice President, Environmental Social & Governance Strategy
Stephen	Haggett	Vice President, Revenue Management
Tom	Hale	Senior Vice President & GM, Crozier
Simon	Hornby	President & CEO, Crozier
Donna	Houk	Vice President, Customer Experience and Insights
Susan	Huleatt	Vice President, HR Services & Operations
Stephen	Hultin	Vice President, Chief of Staff
Andrew	Huml	Vice President, Internal Audit
Barry	Hytinen	Executive Vice President and Chief Financial Officer
Serge	Imbeault	Vice President, R&IM Operations
Steven	James	Vice President, HR Business Partnerships - Field
Larry	Jarvis	Senior Vice President, CISO
Swami	Jayaraman	Vice President, Infrastructure Services
Jeff	Forbes	Vice President, Business and Customer Development
Emma	Jeffries	Executive Vice President and Chief People Officer
Pete	Karp	Vice President, Business and Customer Development
Jennifer	Kartono	Senior Vice President, HRBP Products & Enablement
Mark	Kidd	Executive Vice President & General Manager, Data Centers
Rohit	Kinra	Regional Vice President, Account Management & Customer Success Management

First Name	Last Name	Title
Natalia	Kozmina	Senior Vice President, HR Business Partnerships Developed Markets
Michael	Lagg	Vice President, Business and Customer Development
Josh	Langley	Vice President, IT Enterprise Architect
David	Lannon	Vice President, IT Security, Architecture and Engineering
Steven R.	LaPorte	Vice President, Transportation and Engineering
Dale	Lawing	Senior Vice President & GM, Records Management
Darron	Lawson	Senior Vice President, NA Operations
Denis	Leconte	Vice President, Technology – IMES
Thomas	Leith	Head of Operations, Crozier
Michael	Lewis	Vice President & GM, US Federal Government
Jason	Lomax	Senior Vice President, Chief Compliance Officer
Lucian	Lui	Senior Vice President, Global Marketing
Edward	MacLean	Executive Vice President, Adjacent Businesses
Cliff	Madru	Vice President, Cloud Product Management and Presales Engineering
Lisa	Maronski	VP, Talent Acquisition
Deborah	Marson	Executive Vice President, General Counsel & Secretary
Michael	McAlister	Vice President, Business and Customer Development
Greg	McIntosh	Executive Vice President and Chief Commercial Officer
Kevin	McKenna	Vice President, CFO-Americas
Carey	McMaster	Vice President, Emerging Commercial Solutions Development
Ty	Mericle	Vice President, UK Operations and WE Operational Excellence
David	Mettler	Regional Vice President, Data Center Sales
Marcia	Metz	Vice President, Vendor & Program Management Office

First Name	Last Name	Title
Chris	Misiorski	Vice President, Global Sourcing
Joseph	Mizzoni	Vice President, Global Safety
Gene	Molloy	Vice President, IT End User Technology
Philipp	Muelbert	Vice President, Corporate Strategy
Scott	Murphy	Vice President, Finance Global Controller
James	O'Dorisio	Senior Vice President, Emerging Commercial Applications
Ty	Ondatje	Senior Vice President, Corporate Responsibility & Chief Diversity Officer
Daniel	O'Neill	Vice President, Customer Experience and Portfolio Marketing
Sean	O'Riley	Senior Vice President, Sales Operations
Lance	Paczkowski	Vice President, RM/DM Operations
Theresa	Pattara	Vice President, North America Government Affairs
Lisa	Petrielli	Vice President, Business and Customer Development
Alexander	Pfaff	Vice President, Tax
Jason	Pfaff	Vice President, Data Center Operations, North America
Jeff	Pinkham	Vice President, Finance, North America RIM
Lance	Podell	Senior Vice President, IM Entertainment Services
Craig	Preston	Senior Vice President, Infrastructure & Delivery
Donald	Quan	Vice President, DMS
Bruce	Ramo	Vice President, Government Services Compliance
Dan	Rattner	Vice President, Chief Of Staff & VP, Administration, Data Center
Mark	Rempe	Vice President, Customer Success Strategic Accounts
Rob	Reynolds	Senior Vice President, NAO Business Office
Mike	Richardson	Vice President, Labor and Employee Relations
Fidelma	Russo	Executive Vice President and Chief Technology Officer

First Name	Last Name	Title
Mithat	Sancar	Vice President, Order to Invoice
Bob	Schneiders	Vice President, Transactions & Global Lease Administration
Sarah	Sessa-McCaughey	Vice President Finance, Adjacent Business
John	Sharpe	Chief of Staff, IT
Kelly	Sia	Senior Vice President, CFO Developed Markets
Iwona	Sikora	Senior Vice President & GM, Records Management – Canada
Karen	Stein	Vice President, Data Center Legal
Jamesetta	Strickland	Senior Vice President & GM, Secure Shredding
Dick	Surdykowski	Senior Vice President, Sales, North American Records & Information Management
Deirdra	Teodorczuk	Vice President, Chief of Staff, R&IM
John	Tomovcsik	Executive Vice President and Chief Operating Officer
Bao	Tran	Vice President & Treasurer
Derek	Trimble	Vice President, Product Management, Digital Products and Solutions
Daniel	Tucker	Senior Vice President, Global Tax
Barbara	Vietor	Vice President, Total Rewards
Jeremy	Wells	Vice President, National Accounts
Kevin	Werwie	Vice President, NA Sales, IG & Digital Solutions
Rachel	Wilson	Senior Vice President, CFO Data Center
John	Yu	Vice President, Global Engineering
Salman	Yusaf	Vice President, FP&A
Tony	Zaki	Vice President, Business Relationship Management
Jeff	Zeliff	Vice President, Business and Customer Development
Nina	Andersson-Willard	Vice President and Senior Counsel, Global M&A and Securities and Assistant Secretary
Elizabeth	Tammaro	Assistant Secretary