

AMENDMENT NUMBER ~~THREE~~ FOUR  
TO  
CONTRACT MA-060-18010732 (~~formerly MA-060-17011259~~)  
BETWEEN THE  
COUNTY OF ORANGE  
AND  
IDEMIA IDENTITY & SECURITY USA LLC

This AMENDMENT NUMBER ~~THREE~~ FOUR to Contract Number 060-18010732 (formerly MA-060-17011259) (hereinafter "AMENDMENT NUMBER ~~THREE~~ FOUR") between the County of Orange, a political subdivision of the State of California (hereinafter "COUNTY") and Idemia Identity & Security USA LLC (hereinafter "CONTRACTOR"), with a place of business at 296 Concord Road, Suite 300, Billerica, MA 018201, is made and entered upon execution of all necessary signatures.

RECITALS:

WHEREAS, COUNTY and MorphTrust USA, LLC DBA MT USA LLC executed a Contract on August 22, 2017 for Livescan/Biometric Capture Stations, as Contract Number MA-060-17011259 (hereinafter "ORIGINAL CONTRACT"), for a three (3) year term of August 22, 2017 through and including August 21, 2020, renewable for seven (7) additional one-year terms; and

WHEREAS, CONTRACTOR informed COUNTY on January 1, 2018, MorphoTrust USA, LLC DBA MT USA LLC changed its name to Idemia Identity & Security USA LLC, but there was no change in ownership or tax ID, and CONTRACTOR agreed to be bound by all of the terms and conditions of the ORIGINAL CONTRACT, as amended, just as if it had been an original signatory to the Contract, and COUNTY consented to the assignment of the ORIGINAL CONTRACT from MorphoTrust USA, LLC DBA MT USA LLC to CONTRACTOR; and

WHEREAS, the Orange County Board of Supervisor, pursuant to Resolution No. 94-904 adopted August 2, 1994, has authorized the Purchasing Agent of the County of Orange to change the name of vendor in a contract where there is only a name change and not a change of ownership, and accept a vendor's request to assign the contract to the newly named entity; and

WHEREAS, COUNTY and CONTRACTOR amended Paragraph S., Change of Ownership of the ORIGINAL CONTRACT in its entirety and the CONTRACTOR confirmed in writing that they understand and are in compliance with the County's Conflict of Interest Policy as stated in article S herein (hereinafter "AMENDMENT NUMBER ONE");

WHEREAS, COUNTY and CONTRACTOR amended the ORIGINAL CONTRACT to replace the Idemia Touchprint-5300 scanner blocks with CrossMatch LSCAN 1000 scanner blocks and have CONTRACTOR provide replacement silicone membranes for fifty scanner blocks through the warranty and maintenance periods of the Contract, as well as provide new metal



shrouds for housing the CrossMatch scanner blocks at no additional cost to the COUNTY (hereinafter AMENDMENT NUMBER TWO”);

~~WHEREAS, COUNTY desires to renew the ORIGINAL CONTRACT for a one-year term of August 22, 2020 through and including August 21, 2021, to allow CONTRACTOR to complete the project, in that only one (1) of five (5) milestones have been completed, and the CONTRACTOR has agreed to provide those services at the rates and pursuant to the terms set forth in the ORIGINAL CONTRACT; and~~

~~WHEREAS, COUNTY desires to change the Contract number of the ORIGINAL CONTRACT and AMENDMENT ONE from MA-060-17011259 to MA-060-18010732 due to an administrative error in the COUNTY software;~~

WHEREAS, COUNTY AND CONTRACTOR renewed the ORIGINAL CONTRACT on July 15, 2020 for a one-year term of August 22, 2020 through and including August 21, 2021 and allowed CONTRACTOR to complete the project, in that only one (1) of five (5) milestones had been completed (hereinafter “AMENDMENT NUMBER THREE”); and

WHEREAS, COUNTY and CONTRACTOR changed the Contract Number of the ORIGINAL CONTRACT and AMENDMENT NUMBER ONE from MA-060-17011259 to MA-060-18010732 due to an administrative error in the COUNTY software; and

WHEREAS, COUNTY desires to renew the ORIGINAL CONTRACT for a one-year term of August 22, 2021 through and including August 21, 2022 in an amount not to exceed \$275,000 and the CONTRACTOR has agreed to provide those services at the rates and pursuant to the terms set forth in the ORIGINAL CONTRACT; and

NOW, THEREFORE, in consideration of the mutual obligations set forth herein, and in the ORIGINAL CONTRACT, both COUNTY and CONTRACTOR agree as follows:

~~1. —~~ CONTRACT NUMBER

- ~~a. Due to an administrative error, the contract number “MA-060-17011259” assigned to the ORIGINAL CONTRACT and AMENDMENT ONE was deleted and replaced with MA-060-18010732 in COUNTY’S software. COUNTY has no way to track the ORIGINAL CONTRACT, as amended, without changing the contract number.~~
- ~~b. The Parties agree that wherever “MA-060-17011259” appears in the ORIGINAL CONTRACT and AMENDMENTS ONE and TWO, it is hereby replaced with “MA-060-18010732.”~~

21. ARTICLES

- a. Additional Terms and Conditions, Section 1, Term of Contract, of the ORIGINAL CONTRACT is amended to read in its entirety as follows:

1. Term of Contract: This Contract shall commence upon execution of all necessary signatures, and continue in effect from 8/22/17 through and including 8/21/22~~1~~, unless otherwise terminated by COUNTY. The period of 8/22/17 through and including 8/21/21 shall be known as Contract number MA-060-18010732. This Contract may be renewed for ~~six~~ five (~~56~~) additional one (1) year terms upon mutual agreement of both Parties. The County is not under any obligation to provide Contractor with a reason should it elect not to renew this Contract, nor is the County obligated to provide any prior notice to Contractor of its intent not to renew the Contract.
2. A true and correct copy of the ORIGINAL CONTRACT (~~Contract Number 060-18010732, formerly MA-060-17011259~~) is attached hereto as Exhibit A and incorporated by this reference.
3. A true and correct copy of AMENDMENT NUMBER ONE (~~Contract Number 060-18010732, formerly MA-060-17011259~~) is attached hereto as Exhibit B and incorporated by this reference.
4. A true and correct copy of AMENDMENT NUMBER TWO (~~Contract Number MA-060-18010732~~) is attached hereto as Exhibit C and incorporated by this reference.
- 4.5. A true and correct copy of AMENDMENT NUMBER THREE is attached hereto as Exhibit D and incorporated by this reference.
- 5.6. All other provisions of the ORIGINAL CONTRACT and AMENDMENT NUMBER ONE THROUGH AMENDMENT NUMBER ~~TWO-THREE~~ except as amended herein and to the extent are not inconsistent with this AMENDMENT NUMBER ~~THREE~~ FOUR, remain in full force and effect.

-Signature Page Follows-



IN WITNESS WHEREOF, the Parties have executed AMENDMENT NUMBER ~~THREE~~FOUR to Contract Number MA-060-17011259.

\*Contractor: Idemia Identity & Security USA LLC

By: \_\_\_\_\_ Title: \_\_\_\_\_

Print Name: \_\_\_\_\_ Date: \_\_\_\_\_

\*Contractor: Idemia Identity & Security USA LLC

By: \_\_\_\_\_ Title: \_\_\_\_\_

Print Name: \_\_\_\_\_ Date: \_\_\_\_\_

*\*If the contracting party is a corporation, (2) two signatures are required: (1) signature by the Chairman of the Board, the President or any Vice President; and one (1) signature by the Secretary, any Assistant Secretary, the Chief Financial Officer or any Assistant Treasurer. The signature of one person alone is sufficient to bind a corporation, as long as he or she holds corporate offices in each of the two categories described above. For County purposes, proof of such dual office holding will be satisfied by having the individual sign the instrument twice, each time indicating his or her office that qualifies under the above described provision.*

*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.*

County Of Orange

A political subdivision of the State of California



Sheriff-Coroner Department

By: \_\_\_\_\_ Title: \_\_\_\_\_

Print Name: \_\_\_\_\_ Date: \_\_\_\_\_

Approved by the Board of Supervisors: \_\_\_\_\_

Approved as to Form  
Office of the County Counsel  
Orange County, California

By: \_\_\_\_\_  
Deputy

EXHIBIT A

| ORIGINAL CONTRACT (Contract MA-060-18010732 formerly MA-060-17011259)

EXHIBIT B

AMENDMENT NUMBER ONE (Contract ~~Number~~ MA-060-18010732 formerly MA-060-17011259)

EXHIBIT C

AMENDMENT NUMBER TWO (Contract ~~Number~~ MA-060-18010732 formerly MA-060-17011259)

EXHIBIT D

AMENDMENT NUMBER THREE (Contract Number MA-060-18010732)