



Legislation Text

File #: RES 17-234, **Version:** 1

Authorizing the Office of Technology and Communications to enter into an agreement, with an indemnification clause, with CenturyLink for communication services with deviations from terms specified in Resolution 15-1201.

WHEREAS, the Office of Technology and Communications is in the process of updating the City's voice communication infrastructure; and

WHEREAS, OTC has identified CenturyLink as the appropriate service provider to support voice communication services; and

Whereas the agreement deviates from the City's standard terms and conditions in that it allows for automatic contract renewal unless otherwise terminated, does not specify a vendor project manager but does provide contacts for notices and services, does not expressly provide that the vendor will comply with all applicable laws, require non-discrimination, or acknowledge the City's ordinance pertaining to conflict of interest but states that the contract will be governed by Minnesota law, does not require an insurance certificate for the City's usual coverages, allows for fee adjustments based on regulatory activity or other administrative costs to be determined, allows for future rate increases, allows for subcontracting of services, allows for unilateral assignment for mergers, asset sales, and to affiliates, imposes cancellation fees to be determined, and does not acknowledge City terms pertaining to waiver and force majeure; and

WHEREAS, however, OTC recommends that the City accept these term deviations as industry standards for vendors providing voice communication services; and

WHEREAS, another of the terms in the negotiated agreement is an indemnification clause; and

WHEREAS, the City Council finds that the promise of indemnification as defined in the agreement is appropriate to access voice communication services provided by CenturyLink; now, therefore, be it

RESOLVED, that the Office of Technology and Communications is authorized to enter into an agreement with CenturyLink in form and content substantially and materially similar to the attached agreement.