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Sent: 8/25/2023 8:36:27 AM
From: Jake Sherman <jake.sherman@flocksafety.com>
To: "Irma"
Cc: "Mark" , "John"
Bcc:
Importance: Normal
Subject: Re: Contract - proposed changes
Attachments: [Action Required CA - Benicia PD - Law Enfor.pdf](#)

Irma, please see attached. Thank you!

On Fri, Aug 25, 2023 at 8:27 AM Jake Sherman <jake.sherman@flocksafety.com> wrote:
Hi Irma,
I will push the contract through for signature by our legal team and send it back to you.
Please stand by.
Thank you,

On Fri, Aug 25, 2023 at 6:55 AM Irma Widjojo <IWidjojo@ci.benicia.ca.us> wrote:
Hi Jake,
I just wanted to make sure you got my email yesterday since I need to update the City Managers Office. I'm also cc-ing John here in case you're unavailable.
Thanks,
Irma

Irma Widjojo
Management Analyst/Public Information Officer
Benicia Police Department
200 East L Street
Benicia, CA 94510
[\(707\)746-4263](tel:(707)746-4263)

On Aug 24, 2023, at 3:48 PM, Irma Widjojo <IWidjojo@ci.benicia.ca.us> wrote:

Hi Jake,
Can you get this signed by Flock? The city needs it to be signed before it goes to the council? Time is of the essence so ASAP would be great. Thank you!!!
Thanks,
Irma

Irma Widjojo

Management Analyst/Public Information Officer
Benicia Police Department
200 East L Street
Benicia, CA 94510
[\(707\)746-4263](tel:(707)746-4263)

On Aug 16, 2023, at 1:19 PM, Jake Sherman
<jake.sherman@flocksafety.com> wrote:

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Irma, please see the updated agreement attached. Let me know if you have any questions..
Thank you for your work on this!
Best,
Jake

On Wed, Aug 16, 2023 at 11:52 AM Jake Sherman
<jake.sherman@flocksafety.com> wrote:

Hi Irma, Yes, I am pushing internally to get the updated pricing on the latest agreed upon terms. My goal is to get this to you by EOD today! I will reach back asap.
Thank you,

On Wed, Aug 16, 2023 at 11:36 AM Irma Widjojo
<IWidjojo@ci.benicia.ca.us> wrote:

Thanks Jake. Any update?

Irma Widjojo

Management Analyst/Public Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

(707)746-4263

<image001.jpg>

Follow us on:

[<image002.gif>](#)

[<image003.png>](#)

[<image004.png>](#)



From: Jake Sherman <jake.sherman@flocksafety.com>

Sent: Tuesday, August 15, 2023 8:56 AM

To: Irma Widjojo <IWidjojo@ci.benicia.ca.us>

Cc: John Anderson <john.anderson@flocksafety.com>; Mark Menesini <MMenesini@ci.benicia.ca.us>; Hector Soliman-Valdez <hector.soliman@flocksafety.com>

Subject: Re: Contract - proposed changes

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Hi Irma,

I am back in the office today and am working on getting this finalized for you. Please stand by..

Thank you,

On Tue, Aug 15, 2023 at 8:49 AM Irma Widjojo
<IWidjojo@ci.benicia.ca.us> wrote:

Hi all,

Can we get the contract please? I need to upload everything into the system by Thursday for the council meeting.

Thank you,

Irma

Irma Widjojo

Management Analyst/Public Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

[\(707\)746-4263](tel:(707)746-4263)

On Aug 9, 2023, at 11:13 AM, Irma Widjojo
<IWidjojo@ci.benicia.ca.us> wrote:

Thanks for the follow up John.

Irma Widjojo

Management Analyst/Public Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

(707)746-4263

<image001.jpg>

Follow us on:

<image002.gif>

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<image004.png>



From: John Anderson
<john.anderson@flocksafety.com>
Sent: Wednesday, August 9, 2023 10:33 AM
To: Irma Widjojo <IWidjojo@ci.benicia.ca.us>
Cc: Jake Sherman <jake.sherman@flocksafety.com>;
Mark Menesini <MMenesini@ci.benicia.ca.us>; Hector
Soliman-Valdez <hector.soliman@flocksafety.com>
Subject: Re: Contract - proposed changes

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Hey Irma, nice hearing from you! I talked to Jake about you guys last week and it sounds like things have still been going great with the solution!

It looks like we're still waiting on a couple of our internal approvals and I just reached out to the appropriate people on my team. I'll follow up again as soon as we have it ready for you.

Thanks,

John

John Anderson

Regional Sales Director

Flock Safety

Cell/Text: 214-402-6176 | john.anderson@flocksafety.com

On Tue, Aug 8, 2023 at 12:37 PM Irma Widjojo
<IWidjojo@ci.benicia.ca.us> wrote:

Sorry forgot to respond to this. Thanks Jake.

Hi John, long time! Hope you're doing well. Please send us a copy of the revised contract when it's done.

Thanks,

Irma

Irma Widjojo

Management Analyst/Public Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

(707)746-4263

<image001.jpg>

Follow us on:

<image002.gif>

<image003.png>

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From: Jake Sherman

<jake.sherman@flocksafety.com>

Sent: Friday, August 4, 2023 11:10 AM

To: Irma Widjojo <IWidjojo@ci.benicia.ca.us>

Cc: Mark Menesini <MMenesini@ci.benicia.ca.us>;

Hector Soliman-Valdez

<hector.soliman@flocksafety.com>; John Anderson

<john.anderson@flocksafety.com>

Subject: Re: Contract - proposed changes

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Yes! I submitted the request and will send it over as soon as we have it.

Additionally, I wanted to let you know that I will be out of the office next week with limited access to my email. I've gotten my director, John Anderson, up to speed on next steps. John and Hector will be able to support you while I am away next week.

Thank you,

Jake

On Fri, Aug 4, 2023 at 10:57 AM Irma Widjojo
<IWidjojo@ci.benicia.ca.us> wrote:

Hi Jake,

Mark had mentioned that there's some changes in the numbers for the contract. Do you have the updated version yet?

Thanks!

Irma

Irma Widjojo

Management Analyst/Public Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

[\(707\)746-4263](tel:(707)746-4263)

On Jul 28, 2023, at 9:59 AM, Jake Sherman
<jake.sherman@flocksafety.com> wrote:

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Thank you!

On Fri, Jul 28, 2023 at 9:52 AM Irma Widjojo <IWidjojo@ci.benicia.ca.us> wrote:

Got it thanks. I'll pass it on to our legal.

Irma

Irma Widjojo

Management Analyst/Public
Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

[\(707\)746-4263](tel:(707)746-4263)

On Jul 28, 2023, at 9:24 AM,
Jake Sherman
<jake.sherman@flocksafety.com> wrote:

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Hi Irma,

Per our conversation yesterday, I did receive feedback from our legal team. Please review and let me know if you have any final questions.

"Please see the clean copy w/o the added lease language. In a lease you have ownership interest. We do not convey the property to our customers. They are not allowed to move it, touch it, remove it or relocate it. We are a software and hardware as a service company. They are not paying for the camera. They are paying for access to the Flock system and the data that OUR cameras capture. We take into consideration where they want to install the camera but we maintain final discretion over where it goes.

(As opposed to a vehicle lease where you move the car, maintain insurance, take it home, take it to get fixed, decorate it, etc.)"

On Tue, Jul 25, 2023 at
10:19 AM Irma Widjojo
<IWidjojo@ci.benicia.ca.us>
wrote:

Hi Jake,

The City Attorneys have
signed off on this so this is
the contract that we will be
presenting to the Council
on Sept. 5. I did add
“(lease)” to the order form
as our procurement
specialist has requested.
Let me know if this is OK
with Flock.

Thanks,

Irma

Irma Widjojo

Management Analyst/Public
Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

(707)746-4263

<image001.jpg>

Follow us on:

<image002.gif>

[<image003.png>](#)

[<image004.png>](#)



From: Jake Sherman
<[jake.sherman@flocksafet
y.com](mailto:jake.sherman@flocksafet
y.com)>
Sent: Monday, July 24,
2023 4:08 PM
To: Irma Widjojo
<IWidjojo@ci.benicia.ca.us
>
Cc: Mark Menesini
<[MMenesini@ci.benicia.ca
.us](mailto:MMenesini@ci.benicia.ca
.us)>
Subject: Re: Contract -
proposed changes

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Hi Irma,

Please see the
notes/response from our
legal team and let me
know what
additional questions you
may have..

***"The largest push back
is limitation on
liability. Flock has relied
on these limitations in
determining the price
structure of this deal.
Consequently, Flock can
not easily open itself to
more liability."***

Thank you,

On Mon, Jul 24, 2023 at
1:39 PM Irma Widjojo
<IWidjojo@ci.benicia.ca.us
> wrote:

Hi Jake,

I received this feedback
from our city attorney
and procurement
specialist.

7.1 Term: Changing the
term so that the
Agreement does not
automatically renew, but
so that another
agreement needs to be
signed for each renewal
period.

9.1 Limitation of
Liability: Deleting the
sentence limiting Flock's
potential liability amount
to the City to the amount
paid by the City to Flock
during the prior one-year
period.

9.3 Flock
Indemnity: Deleting the
last sentence that
provides that Flock's
potential third-party
liability is limited to the
amount the City has paid
Flock during the one-
year prior period.

11.8

Publicity: Permitting Flock to use the City's name for advertising purposes only upon the express written consent of the City on a case-by-case basis.

They also asked if the contract will explicitly say that it's a lease of equipment.

Please let me know if you have any questions.

Irma

Irma Widjojo

Management Analyst/Public
Information Officer

Benicia Police Department

200 East L Street

Benicia, CA 94510

(707)746-4263

<image001.jpg>

Follow us on:

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<image004.png>



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Jake Sherman

Territory Sales Manager, NorCal

flock safety

818.746.7444 | jake.sherman@flocksafety.com



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Jake Sherman

Territory Sales Manager, NorCal

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<CLEAN COPY - CA -
Benicia PD - Law
Enforcement Agreement (1)
(002)_KN7.24.23 (2).docx>

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<Updated Copy 8:16 - CA - Benicia PD - Law Enforcement Agreement
(1) (1).pdf>

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