



Assignment of Contract #6993

FOR VALUE RECEIVED, Quality Pole Inspection and Maintenance, Inc. (“Assignor”) hereby assigns and otherwise transfers to Osmose Utilities Services, Inc. (“Assignee”) all rights, title and interest held by Assignor in and to the “Contract” described as follows (this “Assignment”):

Contract approved November 5, 2019, by and between the City of Denton, Texas and Quality Pole Inspection and Maintenance, Inc. for electric distribution pole inspection and treatment services for Denton Municipal Electric; said Contract being in the original not to exceed amount of \$235,315.

Assignor warrants and represents that said Contract is in full force and effect and is fully assignable. Assignor further warrants that it has the full right and authority to transfer said Contract and that Contract rights herein transferred are free of liens, encumbrances and adverse claims. Said Contract has not been modified and remains on the terms and conditions originally contained therein. If said Contract has been modified, then all modifications to said Contract are attached hereto and made a part hereof.

Assignor grants, bargains, sells, conveys, transfers, assigns and delivers all of its rights, interests, obligations and duties under the Contract to Assignee. Assignee fully assumes and agrees to perform all remaining covenants, duties, and obligations of Assignor under the Contract in strict accordance with the terms and conditions of the Contract and agrees to indemnify and hold Assignor harmless from any claim or demand resulting from non-performance by Assignee. Assignor agrees that Assignee shall be entitled to all monies remaining to be paid under the Contract, which rights are also assigned hereunder. The City of Denton’s obligations to make payment to Assignee shall only be effective following the date this Assignment becomes effective. In the event that a dispute arises between Assignor and Assignee as to the allocation or division of any payments payable or paid to Assignor or Assignee, such dispute shall be resolved strictly between Assignor and Assignee.

This Assignment shall become effective as of the date the Consent to Assignment is executed by the City of Denton after this Assignment is executed by the Assignor and Assignee and shall be binding upon and inure to the benefit of the Assignor and Assignee, their heirs, administrators, successors and assigns.

IN WITNESS WHEREOF the Assignor and Assignee execute and affix their respective approval and signature on this Assignment on the dates herein set forth.

Dated: 8/5/2020

DocuSigned by:
Jon Horton
808BD5B5A88946A...
Assignor

Dated: 8/6/2020

DocuSigned by:
David R. Hagley
5118F4024CEE434...
Assignee

OUR CORE VALUES

Integrity • Fiscal Responsibility • Transparency • Outstanding Customer Service



Procurement & Compliance

215 E. McKinney St., Denton, TX 76201 • (940) 349-7100

Consent to Assignment of Contract

In accordance with the provisions of the Contract, the City of Denton hereby consents to the Assignment of Contract affirming that no modification of the Contract is made or intended, except as noted hereinabove, and that Assignee is now and hereafter substituted for Assignor. The Assignee shall provide to the City of Denton the following documentation before the Assignment of Contract shall become effective: (1) a completed substitute W-9 form, and (2) a certificate of insurance which meets or exceeds the insurance requirements of the Contract.

Attached: Conflict of Interest Questionnaire
Contract #6993

Dated: 8/6/2020

Approved by:

DocuSigned by:
Lori Hewell
13E1D934887C40F...

Lori Hewell
Purchasing Manager
City of Denton
901B Texas Street
Denton, Texas
940-349-7100
lori.hewell@cityofdenton.com

OUR CORE VALUES

Integrity • Fiscal Responsibility • Transparency • Outstanding Customer Service

Certificate Of Completion

Envelope Id: 44B9621385C446E990E5FD451FC5B9CA	Status: Completed
Subject: Please DocuSign: 6993- Assignment of Contract from Texas & Quality Pole to Osmose Utility.doc	
Source Envelope:	
Document Pages: 2	Signatures: 3
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Cheyenne Defee
Time Zone: (UTC-06:00) Central Time (US & Canada)	901B Texas Street
	Denton, TX 76209
	cheyenne.defee@cityofdenton.com
	IP Address: 198.49.140.104

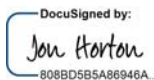
Record Tracking

Status: Original	Holder: Cheyenne Defee	Location: DocuSign
8/5/2020 4:32:26 PM	cheyenne.defee@cityofdenton.com	

Signer Events

Jon Horton
 jhorton@qpim.net
 President
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 808BD5B5A86946A...
 Signature Adoption: Pre-selected Style
 Using IP Address: 107.77.199.86

Timestamp

Sent: 8/5/2020 4:40:30 PM
 Viewed: 8/5/2020 5:23:42 PM
 Signed: 8/5/2020 5:25:18 PM

Electronic Record and Signature Disclosure:
 Accepted: 8/5/2020 5:23:42 PM
 ID: 5d8e80fb-a781-4211-863c-a86b1fbd399e

David R. Hagley
 OsmoseContracts@Osmose.com
 Sr. Vice President
 OSMOSE UTILITIES SERVICES, INC.
 Security Level: Email, Account Authentication (None)

DocuSigned by:

 5118F4024CEE434...
 Signature Adoption: Pre-selected Style
 Using IP Address: 66.17.212.38

Sent: 8/5/2020 5:25:19 PM
 Viewed: 8/6/2020 8:20:33 AM
 Signed: 8/6/2020 3:34:29 PM

Electronic Record and Signature Disclosure:
 Accepted: 8/6/2020 8:20:33 AM
 ID: ee98ba4f-a6aa-4655-97bb-45189bfb2132

Lori Hewell
 Lori.Hewell@cityofdenton.com
 Purchasing Manager
 City of Denton
 Security Level: Email, Account Authentication (None)

DocuSigned by:

 13E1D934887C40F...
 Signature Adoption: Pre-selected Style
 Using IP Address: 198.49.140.10

Sent: 8/6/2020 3:34:30 PM
 Viewed: 8/6/2020 4:03:05 PM
 Signed: 8/6/2020 4:03:11 PM

Electronic Record and Signature Disclosure:
 Not Offered via DocuSign

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events	Status	Timestamp
--------------------	--------	-----------

<p>Cheyenne Defee cheyenne.defee@cityofdenton.com Contract Administrator City of Denton Security Level: Email, Account Authentication (None)</p>	<div style="border: 1px solid blue; padding: 5px; display: inline-block; font-weight: bold; color: blue;">COPIED</div>	Sent: 8/6/2020 4:03:12 PM
--	--	---------------------------

Electronic Record and Signature Disclosure:
 Not Offered via DocuSign

<p>Jon Horton jhorton@qpim.net President Security Level: Email, Account Authentication (None)</p>	<div style="border: 1px solid blue; padding: 5px; display: inline-block; font-weight: bold; color: blue;">COPIED</div>	Sent: 8/6/2020 4:03:12 PM
--	--	---------------------------

Electronic Record and Signature Disclosure:
 Accepted: 8/5/2020 5:23:42 PM
 ID: 5d8e80fb-a781-4211-863c-a86b1fbd399e

<p>David R. Hagley OsmoseContracts@Osmose.com Sr. Vice President OSMOSE UTILITIES SERVICES, INC. Security Level: Email, Account Authentication (None)</p>	<div style="border: 1px solid blue; padding: 5px; display: inline-block; font-weight: bold; color: blue;">COPIED</div>	Sent: 8/6/2020 4:03:13 PM
---	--	---------------------------

Electronic Record and Signature Disclosure:
 Accepted: 8/6/2020 8:20:33 AM
 ID: ee98ba4f-a6aa-4655-97bb-45189bfb2132

Witness Events	Signature	Timestamp
----------------	-----------	-----------

Notary Events	Signature	Timestamp
---------------	-----------	-----------

Envelope Summary Events	Status	Timestamps
-------------------------	--------	------------

Envelope Sent	Hashed/Encrypted	8/6/2020 4:03:13 PM
Certified Delivered	Security Checked	8/6/2020 4:03:13 PM
Signing Complete	Security Checked	8/6/2020 4:03:13 PM
Completed	Security Checked	8/6/2020 4:03:13 PM

Payment Events	Status	Timestamps
----------------	--------	------------

Electronic Record and Signature Disclosure
--

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, City of Denton (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through your DocuSign, Inc. (DocuSign) Express user account. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to these terms and conditions, please confirm your agreement by clicking the 'I agree' button at the bottom of this document.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. For such copies, as long as you are an authorized user of the DocuSign system you will have the ability to download and print any documents we send to you through your DocuSign user account for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. To indicate to us that you are changing your mind, you must withdraw your consent using the DocuSign 'Withdraw Consent' form on the signing page of your DocuSign account. This will indicate to us that you have withdrawn your consent to receive required notices and disclosures electronically from us and you will no longer be able to use your DocuSign Express user account to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through your DocuSign user account all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact City of Denton:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: purchasing@cityofdenton.com

To advise City of Denton of your new e-mail address

To let us know of a change in your e-mail address where we should send notices and disclosures electronically to you, you must send an email message to us at melissa.kraft@cityofdenton.com and in the body of such request you must state: your previous e-mail address, your new e-mail address. We do not require any other information from you to change your email address..

In addition, you must notify DocuSign, Inc to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in DocuSign.

To request paper copies from City of Denton

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an e-mail to purchasing@cityofdenton.com and in the body of such request you must state your e-mail address, full name, US Postal address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with City of Denton

To inform us that you no longer want to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your DocuSign account, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an e-mail to purchasing@cityofdenton.com and in the body of such request you must state your e-mail, full name, IS Postal Address, telephone number, and account number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

Operating Systems:	Windows2000? or WindowsXP?
Browsers (for SENDERS):	Internet Explorer 6.0? or above
Browsers (for SIGNERS):	Internet Explorer 6.0?, Mozilla FireFox 1.0, NetScape 7.2 (or above)
Email:	Access to a valid email account
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	<ul style="list-style-type: none"> •Allow per session cookies •Users accessing the internet behind a Proxy Server must enable HTTP 1.1 settings via proxy connection

** These minimum requirements are subject to change. If these requirements change, we will provide you with an email message at the email address we have on file for you at that time providing you with the revised hardware and software requirements, at which time you will have the right to withdraw your consent.

Acknowledging your access and consent to receive materials electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please verify that you were able to read this electronic disclosure and that you also were able to print on paper or electronically save this page for your future reference and access or that you were able to e-mail this disclosure and consent to an address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format on the terms and conditions described above, please let us know by clicking the 'I agree' button below.

By checking the 'I Agree' box, I confirm that:

- I can access and read this Electronic CONSENT TO ELECTRONIC RECEIPT OF ELECTRONIC RECORD AND SIGNATURE DISCLOSURES document; and
- I can print on paper the disclosure or save or send the disclosure to a place where I can print it, for future reference and access; and
- Until or unless I notify City of Denton as described above, I consent to receive from exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to me by City of Denton during the course of my relationship with you.