



Huntsville, Alabama

308 Fountain Circle
Huntsville, AL 35801

Cover Memo

Meeting Type: City Council Regular Meeting **Meeting Date:** 2/8/2024

File ID: TMP-3814

Department: Administration

Subject:

Type of Action: Approval/Action

Resolution authorizing the Mayor to execute Modification No. 1 to the Agreement between the City of Huntsville and RP Media, Inc., for Digital Billboard Services for increased services.

Resolution No.

Finance Information:

Account Number: N/A

City Cost Amount: \$ 14,400

Total Cost: \$ 14,400

Special Circumstances:

Grant Funded: \$ N/A

Grant Title - CFDA or granting Agency: N/A

Resolution #: N/A

Location: (list below)

Address: N/A

District: District 1 District 2 District 3 District 4 District 5

Additional Comments:

RESOLUTION 24-

BE IT RESOLVED by the City Council of the City of Huntsville, Alabama, that the Mayor be and is hereby authorized to execute Modification No. 1 to the Agreement between the City of Huntsville and RP Media, Inc., for increased billboard media services on behalf of the City of Huntsville, a municipal corporation in the State of Alabama, which said modification is substantially in words and figures similar to the attached and identified as, "Modification No.1 to the Agreement between the City of Huntsville and RP Media, Inc., for Digital Billboard Services," consisting of four (4) pages and the date of February 8, 2024, appearing on the margin of the first page together with the signature of the President or President Pro Tem of the City Council, and an executed copy of said document being permanently kept on file in the Office of the City Clerk of the City of Huntsville, Alabama.

ADOPTED this the 8th day of February, 2024.

President of the City Council
of the City of Huntsville, Alabama

APPROVED this the 8th day of February, 2024.

Mayor of the City of Huntsville,
Alabama

**MODIFICATION NO. 1 TO
AGREEMENT BETWEEN THE CITY OF
HUNTSVILLE AND RP MEDIA, INC.
FOR DIGITAL BILLBOARD SERVICES**

STATE OF ALABAMA)
COUNTY OF MADISON)

MODIFICATION NO. 1 TO AGREEMENT

This Modification No. 1 to Agreement is made and entered into this 8th day of February, 2024 by and between the City of Huntsville, Alabama, a municipal corporation in the State of Alabama (hereinafter referred to as the “City”) and RP Media, Inc. (hereinafter referred to as “RP Media”).

RECITALS

WHEREAS, the City and RP Media entered into an agreement (hereinafter referred to as the “Agreement”) for RP Media to provide digital billboard advertising services on November 2, 2023 pursuant to Resolution No. 23-934 and

WHEREAS, the parties desire to increase the services provided by RP Media, modify the rates and delete Paragraph No. 10 in its entirety as set forth in the original agreement.

WITNESSETH

NOW THEREFORE, in consideration of the mutual promises and covenants, herein contained, the parties hereby agree to modify the Agreement as follows, to wit:

1. RP Media shall provide the City with digital billboard advertising on both sides of a 10 ft x 40 ft full color digital billboard located on the Northbound side of South Memorial Parkway, North of the Airport Road intersection in the City of Huntsville, Alabama.
2. RP Media shall display advertising on both sides of the digital billboard set forth above that includes artwork, design, messaging and visual communication specified and approved by the City for at least 10 seconds every minute, every hour, every day.
3. RP Media shall change the digital billboard advertisements as often as the City directs and approves.
4. RP Media shall operate the digital billboard in a manner that is consistent and compliant with all state and local laws.

President of the City Council
of the City of Huntsville, Alabama
Date: February 8, 2024

5. City shall pay RP Media the sum of \$1200.00 per month for digital billboard services performed pursuant to this agreement. Invoices shall be billed net 30 and payment shall be due within said terms.
6. The term of this contract shall be twelve (12) months and shall continue until February 1, 2025. It may be extended for two additional twelve-month terms by City Council approved amendment executed by the Mayor and authorized signatory for RP Media, Inc.
7. This agreement may be terminated by the City without cause upon thirty (30) days written notice of such termination delivered to the contact person as designated in paragraph 8 of this agreement.
8. The contact person for the City is Kelly Schrimsher, 308 Fountain Circle, Huntsville, Alabama, 35801. The contact person for RP Media is Linda Patterson, P.O. Box 2485, Huntsville, Alabama 35804.
9. In the performance of this work, it is understood between the parties that RP Media and its employees, agents, subcontractors and consultants, if any, shall be acting as independent contractors and not as employees of the City of Huntsville. RP Media shall have no authority to obligate the City to any indebtedness or other obligation.
10. This agreement shall be governed by and interpreted in accordance with the laws of the State of Alabama. Jurisdiction and venue for all legal actions arising out of this agreement shall be in the Courts of Madison County, Alabama.
11. Nothing in this agreement shall create or be interpreted to create privity or any other contractual agreement between the City and any person or entity other than RP Media.
12. This Modification No. 1 to Agreement, including an attachment called RP Media Contract for Digital Billboard Display, represents the entire agreement between the City and RP Media and supersedes all prior communications, negotiations, representations or agreements, either written or oral. This agreement may be amended or extended only by written instrument approved by the City Council of the City of Huntsville, Alabama and executed by the City's Mayor and RP Media's authorized representative.
13. The Parties agree that any form of electronic signature, including but not limited to signatures via facsimile, scanning, or electronic mail, may substitute for the original signature and shall have the same legal effect as the original signature.

IN WITNESS WHEREOF, the parties hereto, by their respective duly authorized officers or representatives, have each executed this agreement, effective as of the date first above written.

RP MEDIA INC.

CITY OF HUNTSVILLE, ALABAMA

By: 

By: _____

Ric Patterson

Tommy Battle

Its: President

Its: Mayor

WITNESS:

Shaundrika Edwards, City Clerk