

JOINT EQUIPMENT OWNERSHIP AND USAGE AGREEMENT

Between

National Capital Technology and Computer User's Group, Inc.

OLLI Personal Computer User Group

Washington Area Computer User Group, Inc.

- page one -

January, 2010

In the spirit of mutual cooperation on which the computer user group movement has been operated since its earliest beginnings, the undersigned representatives commit their respective organizations to this agreement. The groups are members of the Association of Personal Computer User Groups (APCUG), and in the unlikely event of a dispute, agree to binding arbitration by the APCUG Board of Directors, or its assigned representatives, of any dispute that arises from this joint equipment ownership and usage agreement. Arbitration to be by teleconference, and / or submission of paper / electronic documentation, not to exceed five pages in length.

The National Capital Technology & Computer User's Group (NCTCUG), Washington Area Computer User Group (WACUG), and OLLI Personal Computer User Group (OPCUG), represented by its parent organization, the Osher Lifelong Learning Institute @ George Mason University (OLLI), hereby agree to jointly own and share use of a Phonic Audio Mixer, JK Audio THAT2 telephone handset tap, and associated connecting cables (the equipment), described below. Each group will own a one-third share of this equipment, and agrees to promptly pay for its share of the purchase price, necessary maintenance and repairs, insurance costs, and other expenses as may be mutually agreed to during the term of this agreement.

•**General** - The groups agree to act with absolute integrity at all times with respect to this agreement, keeping accurate records and performing required duties under this agreement promptly. The parties recognize that any deviation from open and fair dealing is harmful to the user group movement and the members of their respective organizations.

•**Term** - The initial term of the agreement will be five years. Insurance coverage will be maintained by OLLI under their personal property coverage for the entire term of this agreement.

•**Extension of Term** - At the end of the initial term of the agreement, the groups will communicate to decide on continuing the agreement, in five year extensions, and whether or not to continue insurance coverage.

•**Security and Insurance** - Each group will safeguard the equipment while in its possession. In the event of the equipment's damage, loss, theft, or destruction, an insurance claim will be made and the proceeds from the paid claim will be shared equally by the groups. The groups will communicate and decide on replacing the equipment at such an occasion, and on executing another agreement on ownership and use.

•**Use and Substitution of Equipment** – The primary intended use of the equipment is for a “proof of concept” trial in connection with offering webinars / video teleconferences / distance learning activities to the joint and respective memberships of the organizations. In the event the trial indicates other equipment may be better suited for the intended applications, mutually agreed substitutions may be made. The substituted equipment will then be made available to all signatory parties for their use. Additional equipment items appropriate for the intended use may be borrowed and used with the consent of the owner of same, under the same requirements for care and safekeeping.

JOINT EQUIPMENT OWNERSHIP AND USAGE AGREEMENT
National Capital Technology and Computer User's Group, Inc.
OLLI Personal Computer User Group
Washington Area Computer User Group, Inc.

-page two-

•**Custodian / Usage** – OLLI will be deemed the primary custodian of the equipment, at its Fairfax location, where it will be made available for pickup and use by the other parties. OLLI shall establish an appropriate record keeping and sign-out system covering the equipment.

•**Usage Restrictions** – The equipment shall only be used for the official business of the groups. It shall not be loaned for personal use by members or others, nor rented in contravention of provisions to the contrary by the insurance carriers holding loss, damage, and theft insurance coverage on the equipment. This restriction does not prohibit use of the equipment by an organization's member or members in preparing / practicing for a presentation, or for training and practice in the proper use of equipment.

•**Sharing arrangements - passing equipment between groups** - At the execution of this agreement, the intended use of the equipment is for NCTCUG meetings on the evenings of the 1st and 4th Wednesdays of the month; for WACUG / OPCUG joint meetings on the afternoon of the 3rd Saturday of the month; and by OLLI during its normal classroom schedule on weekdays throughout the year. The groups agree not to schedule events at the same date and time that would result in a conflict in the desired use of the equipment. The groups will assign responsible members as transfer agents to deliver the equipment between the groups at mutually agreeable times. Ideally, such individuals may be members, employees or agents of two or more of the groups. Equipment is expected to be securely stored in the homes of the transfer agents between meetings, if not at OLLI-Fairfax, and carried in vehicles only when necessary to be delivered to or from the other groups.

•**Ownership at termination of agreement** - The depreciation of this equipment is hereby set at -10% per year, or 50% of acquisition cost at the end of five years; reducing 10% per year at the end of each successive year thereafter. By mutual agreement, one group may buy out the others' interests in the equipment for the set depreciated value at the anniversary / renewal dates of the agreement, or before. As an example, if the initial cost is \$600, one group may, with mutual agreement, buy out the others' ownership interest for \$100 each at the end of five years. ($\$600. \times .5 = \$300 / 3 = \$100$ to each of the other two parties).

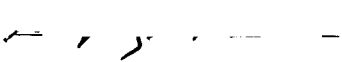
ITEM	Make, Model, Description, Cost of Acquisition	
Audio Mixer	Phonic AM442D, Ser # MFS0GB02690	\$280.000
Telephone Handset Tap	JK Audio THAT2, Ser # T215035	\$229.00
Audio Connecting Cables	3 - Horizon Cables @ \$28	\$ 84.00
	2 - Horizon 15' 1/8" trs to dual 1/4" mono male	
	1 - Horizon 15' dual RCA male to 1/4" dual male	
	Total	\$593.00

WACUG Signature

Name

Title

Date



Geoff Goodrum

President, WACUG

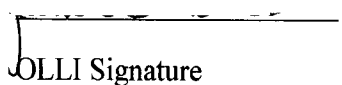
1 Feb 2010

NCTCUG Signature

Name

Title

Date



James W. Rhodes

President, NCTCUG

1/18/10

OLLI Signature

Name

Title

Date



Thomas Clement

Executive Director, OLLI

1/19/10