MCC*i*

Municipal Code Corporation
SALES DEPARTMENT
PO Box 2235 • Tallahassee, Florida 32316
TELEPHONE (800) 342-2633 • FAX (850) 701-0715
Bob Kinsey, Account Executive • extension 721 • bkinsey@mccinnovations.com

June 24, 2008

Mr. Mike Mauldin
IT Director
Nassau County
3163 Bailey Road
Fernandina Beach, FL 32035

Dear Mr. Mauldin:

I enjoyed speaking with you recently regarding the MuniAgenda software. Pursuant to our discussion we are pleased to enclose our Professional Services Proposal. While reviewing the proposal please keep in mind the following advantages of being a customer of MCCi:

➢ **MCCi is a division of Municipal Code Corporation (MCC)** - MCC has been serving local government for more than 50 years and has a proven track record of developing services to meet local government needs. MCC's philosophy is to provide cost effective, easy to use products and provide personalized customer service. MCCi has followed this model.

➢ **MCCi focuses on local governments**- MCCi was created by Municipal Code Corporation to focus on innovative technologies for local government. MCCi provides software and services to more than 250 cities and counties.

➢ **MCCi offers superior support**- MCCi offers support through our help desk, email, and toll free number. We also have a phenomenal online support center that gives end users access to training manuals, "how to" checklists, training videos, a knowledge base, and software updates.

If you have any questions concerning our proposal or desire additional information, please do not hesitate to contact me on our toll-free number. We appreciate your interest and hope that we will have the pleasure of working with you and serving Nassau County.

Sincerely,

Bob Kinsey
Account Executive

BK/cd
Enclosures: Exhibit A – MuniAgenda Proposal

Executive Summary

MuniAgenda is designed to automate the agenda process by giving you the ability to create, approve and track items for upcoming and past Council or Commission meetings with a fully customizable, web-based interface. We focus on customization because we know that every city and county approaches the agenda process differently. With MuniAgenda you can:

> **Eliminate Paper**- MuniAgenda is the only product that tackles the agenda process from the beginning. This means paperwork is eliminated at the source.

> **Publish your agenda automatically**- Once everything has been approved, simply "make the agenda public" and it will be published to your website. End Users or the public can access individual sections, or the entire Agenda in PDF format.

> **Customize your Agenda Layout**- MuniAgenda offers the flexibility of customizing the look and layout of your Agenda. Your constituency is accustomed to seeing Agendas in a familiar layout. Users and the public will see the same Agenda they saw in the old system.

> **Customize & Automate Item Requests**- MuniAgenda offers the flexibility of customizing the look and layout of your Item Request page. The Item Request captures key attributes of each item. Names, Description, Type, Category and more are all captured on the item request page. Focused on user-friendliness, MuniAgenda can be customized to replicate your existing paper electronic form.

> **Customize & Automate Approval Process**- MuniAgenda allows you to have Custom Workflow for your items. Workflow can vary by item type. An ordinance may have one workflow while a contract may have another. Custom workflows combined with the option of allowing user defined workflows helps insure your complex process needs will be met.

> **Board Member Access - MuniBOARDVIEW** offers board members electronic access to agenda, draft and final minutes and full research capability. Members can easily view upcoming agendas and make private comments as part of their meeting preparation. These meeting comments can be used during the meeting to remind the member of comments they want to make or present. Viewing draft minutes prior to the next meeting is easy using MuniBOARDVIEW and comments can be made on draft minutes as well if there is discussion required prior to approval of minutes. The online research option offers members the opportunity to quickly research past items with a few mouse clicks. This feature reduces the strain on staff who often receive calls from members for research.

> **Minutes Creation** - MuniAgenda offers "MuniMeeting" as a module, which allows you to publish both your "action" minutes, and your complete set of minutes when you are ready. MuniAgenda is also integrated with other Minutes creation tools for your convenience.

> **Audio/Video Integration** – Audio/Video integration is a future option for the MuniMeeting module. MuniAgenda is also integrated with Granicus for audio/video and web streaming.

Keeping all of this in mind, you can see how MuniAgenda focuses on customization. We realize that every city and county has different processes, needs, and complex approval processes that must be addressed. MuniAgenda is a web-based solution designed specifically for Government organizations. MuniAgenda will save time and money by streamlining the process of Agenda item creation. Whether big or small, MCCi will package and customize MuniAgenda to meet your technical and budgetary needs.

MUNIAGENDA SOFTWARE
QUOTATION SHEET

Please check all boxes below for options desired.

SOFTWARE

☑ MuniAgenda Enterprise Edition $33,000
     Includes: 1 Meeting Body (up to three meeting types)
               3 agenda layouts
               1 item details page
               2 days onsite training
               1 day JAD session
               40 PSP hours
               Boardview remote configuration & train the trainer training (up to 5 hours)
               Remote installation and configuration
               Configuration of up to 5 workflows

SOFTWARE SUPPORT

☑ MuniAgenda Enterprise Edition Annual Support Premium (MSAP) $4,225
   For budgetary purposes, the Client should include this amount in annual budget for renewal
   of MSAP of the above quoted software.

PAYMENT & BILLING TERMS

MCCi will invoice fifty percent (50%) of the total contract amount upon receipt of signed contract, 30% upon completion and sign off of the Mock Up phase, and the remaining balance will be invoiced upon completion of installation and training. Payment will be due upon receipt of an invoice

Total Cost   *$37,225*

PAYMENT & BILLING TERMS

MCCi will invoice fifty percent (50%) of the total contract amount upon receipt of signed contract, 30% upon completion and sign off of the Mock Up phase, and the remaining balance will be invoiced upon completion of installation and training. Payment will be due upon receipt of an invoice.

MCCi, a Limited Liability Company and subsidiary of **MUNICIPAL CODE CORPORATION**, which is duly organized and existing under the laws of the State of Florida, hereinafter referred to as MCCi, hereby offers the MuniAgenda Software & Services to **NASSAU COUNTY, FL**, duly organized and existing under state law, hereinafter referred to as the Client, according to the following terms and conditions.

1. MUNIAGENDA SOFTWARE

1.1. MuniAgenda Editions. MCCi will provide the client with the MuniAgenda Software (developed by Novusolutions) which is a web based solution designed specifically for Government organizations. MuniAgenda will save time and money by streamlining the process of Agenda item creation. MuniAgenda Editions are listed below:

a. **Standard.** MuniAgenda Standard Edition includes the core code for managing your Agenda process for multiple meetings within your organization. A feature overview follows below:

- **Meeting Bodies** –For example City Council, Planning & Zoning, Finance Committee, etc... Each of these may have multiple meeting types.
- **Create Agenda Items-** Authorized users can create items for your upcoming meetings.
- Add Attachments – Users can add multiple attachments to any item.
- **Workflow** – Users can "send" items for approval to users who are part of the review and approval process for that item. As an option, MCCi can configure "predefined" workflows with email notification.
- **Item Details Page** – The item details page used to create an Agenda item can be customized as an option in the standard edition. Clients can choose to go with the standard item details page at no additional cost.
- **Public Agenda** – The agenda viewed by the public can be customized to meet your specific need. Clients can choose to go with the standard agenda layout at no additional cost.
- **Clerk Meeting Manager** – The board clerk can manage meetings dates and types in a simple to use interface.
- **Item Categories** – Clients can define the categories of items being created.
- **Independent User Management** – You can mange your users within MuniAgenda without interaction with active directory or other services.
- **Internal Item Search** – Internal users can search for items in the database for research purposes.
- **Convert Attachments to PDF** –Automatically convert all attachments to PDF for presentation to the public. MuniAgenda uses a conversion tool that will convert most attachments to PDF on upload. The tool takes advantage of a print driver to handle the conversion. This feature requires a single copy of the client application the file was created to be loaded on the server. For example, in order to convert office documents you must add a single license of Microsoft Office to the server.
- **One Click Printing of Agenda** – Users can print an entire AGENDA packet with one click from one single PDF file. The Agenda along with all the attachments are "stitched" into one single PDF file.
- **Internal departmental access to agendas** – MuniAgenda can be configured to allow internal users access to your agendas at specific points. For example, you may choose to have departments view agendas that are still in draft mode. This will allow staff to see what's coming up knowing it is not finalized. You may prefer to restrict staff to view agenda that are finalized. Finally you may want to offer both options. MuniAgenda is easily configured to support all options at no additional costs.
- **Board Member Access - MuniBOARDVIEW** offers board members electronic access to agenda, draft and final minutes and full research capability. Members can easily view upcoming agendas and make private comments as part of their meeting preparation. These meeting comments can be used during the meeting to remind the member of comments they want to make or present. Viewing draft minutes prior to the next meeting is easy using MuniBOARDVIEW and comments can be made on draft minutes as well if there is discussion required prior to approval of minutes. The online research option offers members the opportunity to quickly research past items with a few mouse clicks. This feature reduces the strain on staff who often receive calls from members for research.

MuniAgenda Standard edition is shipped with a **standard agenda layout** at no added cost. Your logo can be added to the standard layout at no cost. Some clients desire customization so the agenda layout matches the one they use today. This is an option with MuniAgenda standard edition. See the pricing section for

costs. MuniAgenda Standard edition is shipped with a **standard item creation page** at no added cost. Some clients desire customization so the item creation page. This is an option with MuniAgenda standard edition. See the pricing section for costs.

b. **Enterprise.** MuniAgenda Enterprise Edition includes the Standard Edition plus the features listed here:
- **Active Directory Authentication** – Users are authenticated against your Active Directory.
- **Workflow Support Utility** – This utility allows your administrators to create and deploy pre-configured workflows. The workflow engine can support unique workflows for each department as well as multiple organizational workflows. Users simply submit an item to a pre-configured workflow and all the steps in the preset workflow will be added to that item.

1.2. MuniAgenda Optional Software & Integration Services:
a. **Enterprise PDF Converter** – MuniAgenda Standard and Enterprise come with a standard PDF converter. For larger customers with larger agendas. MCCi recommends this option for agendas with a PDF packet size greater than 75 megabytes. The Enterprise Converter is only available with the Enterprise edition of MuniAgenda.

Enterprise PDF Converter Benefits:
- Stamp headers/footers, watermarks, volume & page numbers and overlays to customize documents
- OCR for full text searching
- Generate Tables of Contents and Indexes automatically
- Merge disparate files into a single PDF with managed hyperlinks and bookmarks
- Compressor reduces monochrome image file sizes up to 80% for faster delivery & reduced storage

b. **MuniMeeting Standard**
MuniAgenda and MuniMeeting are fully integrated solutions designed to work together to offer a complete solution to your Legislative/Policy process. MuniAgenda can be purchased by itself if you prefer to tackle one stage of this process at a time. MuniMeeting can be added later.
- **Create Minutes Module** – Clerk can record meeting minutes during the meeting or after.
- **Record Motions** – Motions for each item are recorded.
- **Manually Record Votes** – Board members vote and clerk records their votes for each motion.
- **Minutes Draft and Final**– A web page is created to display your meeting minutes to the public. There is one layout for draft minutes which provides summary information without commentary or votes as well ad final minutes which display votes and commentary. MCCi can customize the minutes layout, or the client can choose the standard layout at no additional cost.
- **Public Search Page**- Public can search for meeting and view the minutes both draft and final.
- **Convert Attachments to PDF** –Automatically convert all attachments to PDF for presentation to the public. MuniMeeting uses a conversion tool that will convert most attachments to PDF on upload. The tool takes advantage of a print driver to handle the conversion. This feature does require a single copy of the client application the file was created in on the server. For example, in order to convert office documents you must add a single license of Microsoft Office to the server.
- **One Click Printing of Minutes** – Users can print the entire minutes packet with one click.
- **Optional Custom In Meeting Public Display** – The public display can be customized to match your needs for layout and design. This is an additional cost that would be reflected in the pricing section.
MuniMeeting Standard edition is shipped with a **standard minute's layout** at no added cost. Your logo can be added to the standard layout at no cost. Some clients desire customization so the minute's layout matches the one they use today. This is an option with MuniMeeting standard edition. See the pricing section for custom minute's layout costs.

c. **Document Management Connector.** MCCi's Document Management Connector gives you the ability to attach attachments to agenda items directly from your Document Management System. Once your agenda is complete this connector also allows you to archive your final agenda packet (and minutes if utilizing the MuniMeeeting module) back into your document management system. Please contact MCCi regarding the type/brand of document management you are using to ensure the connector is compatible.

d. **Granicus Integration (3rd party minutes & audio video solution).** MCCi takes great pride in its partnership and integration with Granicus. Granicus MinutesMaker is the leading minutes annotation tool that integrates streaming video with meeting minutes and automates the publishing to your organizations Internet Website. MuniAgenda represents the best in breed of agenda management solutions for local government. The two combined gives you the most comprehensive end-to-end legislative document workflow solution, creating a powerful and intuitive public access tool for your staff and citizens.
   - **MediaManager Software Developer's Kit** - MCCi utilizes Granicus' MediaManager Software Developer's Kit (SDK) to create the interface between MuniAgenda and Granicus
   - **Automated Agenda To Minutes Workflow** - With a click of a button, your agenda and supporting documents that encompass your agenda packets are transferred from MuniAgenda to Granicus to be utilized to create your public meeting minutes with Granicus MinutesMaker.
   - **Integrated Pubic Website** - The Granicus and MuniAgenda Integration includes a content management feature for your public website. All scheduled meetings, agendas, minutes, staff reports and search features are managed by Granicus MediaManager, eliminating any manual website updates for your meeting agenda and minutes information. Plus, it is easily accessible for your citizens!

1.3. Project Overview. Once a purchase order or signed contract has been received, a MCCi project manager will be assigned to your project. It is the responsibility of your organization to assign a single point of contact for this project. While more than one person can be involved in the process, a single point of contact for key issues is important. Notify your MCCi account representative or project manager of the name of the point of contact. This contact will be handled via conference calls and web conferencing. Your MCCi project manager will contact your coordinator to run through the mockup and deployment process.

   a. **Pre-consultation.** MCCi's Project Manager will send the client our professional services document requesting information pertaining to your implementation. This will include copies of your agenda item request forms, agendas, minutes and any exiting documentation of your workflow/approval process. This documentation will aid MCCi's Project Manager during the mock up phase and customization phases.
   - **JAD Session.** This is a service and is highly recommended. Description of JAD is included in the standard services section (2.1a).
   b. **Mockups.** Each client has their own format for board meeting agendas and minutes. Your MCCi Project Manager will work with you to create mockups that meet your unique needs. This process is handled via teleconference calls. Meetings will focus on the layout of your current Agenda and then any changes you wish to make to it. Once your needs are understood, MCCi will mock-up a sample Agenda for your review. We will go through this mockup process until your needs are met and mock ups are approved.

   c. **Customization.** Once Mockups and Workflows are approved by you, they will be turned over to MCCi developers to create your specific layout. One developer will be assigned to build your layout to insure continuity on the project. The customization time frame can vary based on current workload and the complexity of your project, but typically within one month of mockup approval.

   d. **Demonstration & Pre-testing.** Once customization is complete MCCi's project manager will take the client through a complete demonstration of the product functionality and customizations.

   e. **Installation.** Installation and testing should take no longer than 1 day. The client will have the option of installing MuniAgenda in their live environment prior to training, or allowing MCCi to temporarily host during training and make necessary changes identified during mock agenda sessions.
   Remote Installation: When circumstances allow, installation may be handled "remotely".

   f. **Training.** Training is conducted onsite and includes training the administrator and end-users. MCCi also offers Train-the-trainer training if that is city/county protocol. In most deployments, training can be accomplished within 2-3 days. MCCi also provides the client with admin and user training manuals as part of the software purchase for future reference.
   Remote Training: When circumstances allow, training may be handled "remotely".

   g. **Parallel Testing.** Client agrees to run a parallel testing environment prior to attempting a "live" MuniAgenda environment. Parallel testing is defined as running the current agenda process concurrently

with the new MuniAgenda process, until the client project team is comfortable moving forward into a live environment. MCCi has seen the most success with clients who take the time to apply the parallel concept prior to attempting a live MuniAgenda environment. Final Billing will occur prior to parallel testing, but MCCi support is active and fully available during this period.

1.4. Sample Implementation Timeline. The following steps in the implementation process are based on MCCi experiences and best practices. The overall timeframe may vary depending on the client's responsiveness. Days below are calendar days.

Step	Description	Your Team	User Team	Complete Day After PO Recv'd
1	Pre-consultation	Project team	Project Manager	15 days
2	JAD Session	Project team	Project Manager	45 days
3	Mockups	None	Project Manager	55 days
4	Mockup approval and redesign	Project team	Project Manager	65 days
5	Customization	None	Project Manager	85 days
6	Demonstration & Pre - testing	IT/Project team	Project Manager	87 days
7	Installation	IT	Project Manager	88 days
8	Admin & end user training	IT/Project team/End users	Project Manager	100 days
9	Parallel Testing	Staff		110 days

1.5. Technical Overview. MCCi will provide necessary consultation as to the compatibility of current hardware with the MuniAgenda Software. Changes and recommendations will be made at the time of consultation. MuniAgenda is a solution written in C# Dot NET. The application resides on a web server and stores data in a Microsoft SQL 2000 database. The SQL database can be on the same server or another server in the same domain.

    a. Installation. Upon shipment, MCCi provides complete installation instructions. The software and the installation instructions are shipped to clients on a CD. Client can install the solution without technical support however, remote technical support is made available as part of a standard deployment with no additional cost. Client can schedule time for remote technical support by contacting their MCCi project manager. This should be done with at least three days notice to insure proper support is available. There are certain circumstances when MCCi may be required to be onsite for software installation, and the appropriate charges will apply.

    b. Site Preparation. The Client site should be ready for installation according to specifications outlined within the Hardware section listed below. If site is not prepared and results in cancellation, delays, or rescheduling of an installation after MCCi has made travel arrangements, the client may incur expenses due to circumstances such as non-refundable airline tickets, training/install charges, hotel reservations, rental cars, etc.

    c. Recommended Hardware & Software Specifications
    Web Server

        Hardware
- Intel Xeon 667MHz Processor (or equivalent)
- 1 gigabyte RAM
- 20 gigabytes of available hard disk space
- 100 mbs Network Controller
- CD-ROM Drive
- Server backup/redundancy system (RAID, Tape Backup, SAN, etc.)

        Software
- Microsoft Windows Server 2003—Standard Edition (or higher)
- Microsoft Internet Information Server (IIS) v6.0
- Microsoft .NET Framework v1.1
- Virus Protection Software
- Optional MuniAgenda Replication engine in a fire walled deployment only

Database Server

Hardware
- Intel Xeon 667MHz Processor (or equivalent)
- 2 gigabytes RAM
- 80 gigabytes of available hard disk space
- 100 mbs Network Controller
- CD-ROM Drive
- Server backup/redundancy system (RAID, Tape Backup, SAN, etc.)

Software
- Microsoft Windows Server 2003—Standard Edition (or higher)
- Microsoft SQL Server 2000—Standard Edition (or higher)
- Print-enabled applications (i.e. Microsoft Office, CAD/CAM printing application) for all types of documents that will need to be converted to PDF (not required is using a separate converter server)
- Microsoft .NET Framework v1.1
- Virus Protection Software

Software
- Microsoft Windows Server 2003—Standard Edition (or higher)
- License for Microsoft SQL Server 2000—Standard Edition (or higher)
- Microsoft Reporting Services for the installed version of SQL Server
- Microsoft .NET Framework v1.1
- Virus Protection Software

Standard Converter Server (Optional)
The Converter server specs can be reduced if needed to leverage existing hardware. Contact MCCi with questions.

Hardware
- Intel Xeon 667MHz Processor (or equivalent)
- 2 gigabytes RAM
- 80 gigabytes of available hard disk space
- 100 mbs Network Controller
- CD-ROM Drive
- Server backup/redundancy system (RAID, Tape Backup, SAN, etc.)

Software
- Microsoft Windows Server 2003—Standard Edition (or higher)
- Print-enabled applications (i.e. Microsoft Office, CAD/CAM printing application) for all types of documents that will need to be converted to PDF
- Virus Protection Software

Client Machines
Client computers accessing MuniAgenda can do so using a web browser. No other client-side software is required. Clients can be PC or MAC.

Enterprise PDF Converter Server Requirements

- Microsoft® Windows®
- Windows 2000 Server and Advanced Server with Service Pack 3
- Windows Server 2003
- Microsoft® Internet Explorer Version 5.5 or greater (Version 6.0 recommended)
- Microsoft® .NET Framework Version 2.0
- 512MB of RAM (1GB recommended)
- 45MB of available hard-disk space (140MB with Envision OCR Add-on)

- CD-ROM drive (For CD installation)

d. **MCCi Software Customizations.** The customer may elect to contract with MCCi to customize the standard software. As the basic (MuniAgenda) software is upgraded, any customizations performed will require support in the form of updating through our Integration Support Assurance Program (ISAP). ISAP must be current to receive updates to the integration at no additional charge. Software controls may not be used independently from MuniAgenda.

e. **Other programs and Effects.** Upgrades to existing programs, or the acquisition of new programs from vendors other than MCCi, may have an effect on customizations made to the software by MCCi. MCCi will not be held responsible if upgrades or changes made by the customer or another vendor or application preclude the operation of MCCi's customizations.

f. **Client Software Customizations.** The client may also choose to customize their software internally, without MCCi's help. MCCi is not responsible for any damages caused by the user's customization of the software. MCCi will not be held responsible for correcting any problems that may occur from these customizations. Routine updates to the software may affect any customizations made by the user. If MCCi's help is required to correct/update any customizations made by the client, appropriate charges will apply. Software controls may not be used independently from MuniAgenda.

2. MUNIAGENDA PROFESSIONAL SERVICES

Certain deployment services must be provided to insure a successful deployment of MuniAgenda. In the section below we describe the services required for a successful rollout and the skill set needed to deliver each of the services. If you have the proper skill set on staff and the staff has time to allocate to this project, you can deliver some of these services yourself or under the supervision of MCCi staff.

2.1. Standard Services

a. **MCCi JAD Session.** A Joint Application Development (JAD) session is a scheduled, formal workshop to create deliverables to the desired level of completeness in the shortest reasonable time. MCCi leads these sessions and concentrates on defining business requirements and the actual system design that follows.

Project challenges: There are several challenges facing customers in deploying a customized solution.
- Project risk – a large percentage of failed projects are due to poor planning
- Competition for internal resources
- Project backlogs and timelines
- Excessive maintenance/costs – if proper planning is not done
- Ineffective communication between end users and technical lead

JAD promise: The effective use of a JAD session will directly address these challenges and will allow the client to:
- Make informed decisions on system implementation issues
- Avoid quick and dirty solutions
- Use MCCi as the internal resource required to lead the session
- Reduce project backlogs and time to implementation
- Actively address the communication between end users and technical lead
- Improve the probability of a successful project

Proper planning requires a leader, and dedicated time, feedback, and rapid execution by everyone involved. This is option is strongly recommended by MCCi to insure project success.

b. **Customized Items Details Screen.** This screen has many names (Agenda Request Form, Executive Summary, Memo and more). We have run into an endless variety of layouts for the primary cover sheet for an item. In addition we have seen layouts change based on the nature of the item. For example, a resolution may have a layout different from an ordinance. MuniAgenda is designed to accommodate these variables by making these screens easy to customize during deployment. This is a packaged service not to exceed 15 hours of customization work per item details screen.

c. **Customized Agenda Layout.** Each client has a unique layout for their agendas. Your logos, your boilerplate and your layout are all included in the agendas we create for you. It should be noted that MCCi

also provides a Customized Internal (Draft) Agenda. This is a packaged service not to exceed 15 hours of customization work per agenda layout.

d. **Customized Workflow.** Items take different workflows. The workflow model in MuniAgenda allows for the creation of form specific predefined workflows. Resolutions can take one workflow and ordinances can take another. Finance may have a unique workflow compared to human resources. MCCi will work with the client to configure predefined workflows mirroring, or streamlining current approval processes.

e. **End User Training.** You will require someone to train your end users. We suggest classes with a maximum of 15 students. Each class lasts about 2 ½ hours so two classes per day are easy to deliver. Each classroom should have a projector attached to the trainer machine and all students should be working on their own computers in order to maximize the classroom time. A white board in the room will be useful. Trainers will require 7 ½ hours per day for training and can deliver two classes per day. This includes their preparation time for each class. You should estimate the total student count to be 25 students per day of training. Although classes can accommodate 30 students, our experience indicates some students will miss their scheduled training event for one reason or another so estimate your training days using 25 students per trainer day. MCCi provides training manuals as part of your software purchase so you need to provide only the trainer and classroom. The manuals are provided to you in Microsoft Word format. The resource required for this service is a person who has a good understanding of computers and has at least one year of experience training students on the use of software. MCCi normally provides this service, with exceptions under special circumstances.

f. **Administrator Training.** You will require at least one or a small team of central administrators to oversee your MuniAgenda solution. The Administrators will be managing user rights, creating global groups, overseeing site structure and a number of key centralized tasks related to site appearance and workflows. It is strongly recommended that you have MCCi train your central administrators and your Agenda Clerk. A single day of training will save these administrators valuable time managing the solution. The administrator class lasts 7 hours and should have no more than 8 students in attendance. Administrators should have a solid understand of your Agenda policies and procedures. They should be at or near the decision making level in the department overseeing this project. They do not have to have extensive technical experience but they should be at the power user level. A key criterion for administrators is a firm understanding of the primary goals for your Agenda project. The resource required for this service is a MCCi trainer.

g. **Professional Services Package (PSP).** PSP hours are included with every implementation and the majority are utilized during the Pre-installation consultation/solution development phase. For budgetary purposes, it is best to include a package of hours for any additional changes (customizations) that are needed after initial acceptance testing. If you decide not to renew this package on an annual basis any additional customizations performed by MCCi would be billed out at MCCi Developer hourly rates. Annual PSP hours can be utilized for the following professional services.

- **Additional Training** - additional training, via web conferencing, can be conducted to train new users on the use of MuniAgenda or as refresher training for existing users. On-site training can also be conducted, however PSP hours *do not* include travel costs for on-site visits.

- **Additional System Set Up Consultation** – MCCi offers additional consultation that would include recommendations on best practices for adding additional departments, additional types of document etc. to your current MuniAgenda System.

- **Remote implementation of software updates** – While the standard MSAP plan covers free updates for MuniAgenda software, implementation of those updates is sometimes overlooked. With the addition of a PSP plan, MCCi is at your service to directly assist in implementing software updates.

- **Annual System Review & Analysis** – MCCi will access your system to review and analyze how your organization is using the MuniAgenda System, identify any potential problem areas and make recommendations for better use of the system. This analysis is designed to be implemented 6 months after the initial MuniAgenda Software installation, and would be performed annually after that date, if annual PSP hours have been renewed. This is an optional service that will be completed only if requested by the Client.

- **Remote Access Support** - Remote Access Support allows our helpdesk staff to access your machines remotely to resolve problems faster. The use of Remote Access Support saves you both time and money by reducing the delays in resolving software issues without costly on-site visits.

- **Expiration & Additional Hours** - MCCi's Professional Service Package is an annual package and any unused hours will expire on the same date as your MuniAgenda System MSAP plan. The Client

may elect to renew or purchase additional hours as needed and can be provided with an additional proposal for this upon request.

2.2. Optional Services
   a. **Project Management for Onsite Rollout.** You will require an experienced project manager to help roll this application out within your organization. MuniAgenda touches every major department in your organization and the rollout and deployment plan can be challenging to execute. The resource required for this service is an experienced project manager who can communicate with senior managers, department heads, board clerk and staff in a firm but friendly manner. If your project manager does not have the time to devote to the roll out of the system, MCCi offers our resources for this service as an option.
   b. **Additional Workflows.** If our standard offering of workflows is not enough, additional workflows can be purchased.
   c. **Developer Course.** Should the client prefer to have internal staff make further changes to their customized agenda layouts and workflows, MCCi does offer a 3 day Developer Course. This course is periodically hosted on site at the MCCi Campus in Tallahassee, Florida. Although some basic programming concepts will be taught during the course, as a prerequisite, the developer should have a working knowledge of Visual Studio .Net 2003, XML and XSLT. Course materials and reference guides will be provided by MCCi as well as a certification exam. Transportation, meals and lodging are the client's responsibility.
   Hosting. You may decide to have MCCi host your agenda solution. If you are hosting with MCCi, you may bring the hosting in house at any time with relatively small effort. MCCi hosted sites include the necessary Microsoft licensing, and PDF conversion software. If the client has a need to convert files outside the standard Microsoft Office Family of products, the client must provide the appropriate licenses and software for those file types, and must confirm compatibility with their MCCi project manager. Costs offered here are subject to change annually based on U.S. inflation rates and may be adjusted to accommodate unexpected consumption of bandwidth and memory.
   d. **Optional Custom Minutes Page (MuniMeeting)** – A custom web page can be created to display your meeting minutes to the public. You define the layouts and format. This is an additional cost that would be reflected in the pricing section.

3. MUNIAGENDA SUPPORT SERVICES
   3.1. MuniAgenda Software Assurance Plan (MSAP) is offered by MCCi and is designed to provide your organization continued access to technical support as well as solution updates as they are released. MSAP is designed to be renewed each year on the anniversary date of the initial installation. Adjustments in annual support rates may be made to coincide with current U.S. inflation rates. MCCi recommends the client designate a support contact to channel requests through, but clients can designate several individuals who are to be the technical support contacts if necessary. While this is an optional program, it is strongly recommended due to its low cost and high value to our clients.

   MSAP Basic. MuniAgenda Software Assurance Plan (MSAP) Basic provides support and all software updates as released. Support is handled directly through MCCi and is provided via email or telephone during normal business hours of 8:00 AM to 5:00 PM EST. Emergency Support is available from 5:00 PM to 8:00 PM at a minimum rate of $110 per call. Calls lasting longer than one hour will be billed at the standard rate of $110/hour, and in one hour increments.

   MSAP Premium. MuniAgenda Software Assurance Plan (MSAP) Premium includes all features described in the above MSAP Basic. Due to the nature of the agenda process and the fact that official meetings are typically held after hours, MSAP Premium extends support to after hours to be from 8AM – 8PM EST.

4. MUNIAGENDA UPGRADE PATH
   4.1. MuniAgenda offers a 100% upgrade credit on the product price, when upgrading from MuniAgenda Standard to Enterprise.

5. GENERAL TERMS AND CONDITIONS

5.1. Travel Expenses. If the client cancels or reschedules an installation after travel arrangements have been made by MCCi, travel expenses may be incurred due to circumstances such as non-refundable airline tickets, hotel reservations, rental cars, etc.

5.2. Agreement Extended to Other Governmental Units. MCCi agrees to allow any other Government agency to purchase items, at the same terms, conditions and pricing as this contract during the period of time that this contract is in effect. Minor changes in terms and conditions may be negotiated by MCCi and participating Government agencies. Any orders issued against this agreement shall be the sole responsibility of the Government agency placing the order. It is understood that the Client bound by the contract shall incur no financial responsibility in connection with any purchase by another Government agency.

5.3. Additional Services. As an additional service/product under this contact MCC and MCCi can provide the following:
   a. **Document Imaging and Records Management Software (Laserfiche & MuniDocs).** MCCi offers Laserfiche (LF) Software and related services which provides a records repository allowing storage, retrieval and imaging of all documents. Capabilities include an intuitive browse window, index cards, full-text indexing, keyword template search, fuzzy word search, and virtually unlimited folders, giving users access to any document instantly.
   b. **Document Scanning Services (MuniScan).** MCCi offers scanning, indexing and integration of hard copy documents with MuniAgenda Software to provide the Client with the most powerful index retrieval search engine available with the following features: intuitive browse window, index cards, and fuzzy logic.
   c. **Contract Management Software (Contract Assistant).** MCCi offers the Contract Assistant Software (developed by Blueridge Software) which is a web based solution designed to provide control and automation of the contract management process.
   d. **Code Supplementation and Codification Services (MuniCode).** Municipal Code Corporation offers supplementation of existing Codes, Codification of Ordinances and Recodification of existing Codes. Our optional services include legal review, republishing, editorial and index work and electronic options (CD, Internet).
   e. **Utility Billing Services (MuniBills).** MCCAdvantage offers billing, statement and remittance processing services as an additional benefit under this agreement. MCCAdvantage, a subsidiary of MCC, can provide the client with design, printing and mailing services for customer billing/statements of all types. These services also include remittance payment options, software and other billing solutions.

Pricing information for any of the above services can be supplied upon request.

5.4. Payment and Billing. MCCi will invoice fifty percent (50%) of the total contract amount upon receipt of signed contract, 30% upon completion and sign off of the Mock Up phase, and the remaining balance will be invoiced upon completion of installation and training. Payment will be due upon receipt of an invoice.

5.5. LIMITED LIABILITY. In no event shall MCCi's total liability to the client, exceed the project fees paid to MCCi by the client.

5.6. Termination. The services provided in this agreement will be in full force and effect for a period of three (3) years from the date of shipment of the completed product to the Organization. Thereafter, this agreement will be automatically renewed from year to year, provided that either party may alter or cancel the terms of this agreement upon sixty (60) days' written notice.

MUNIAGENDA OPTIONAL SERVICES
QUOTATION SHEET

Please check all boxes below for options desired.

ADDITIONAL MEETING BODIES

☐ Additional Meeting Body (1 meeting type) $4,500
  Includes: 1 agenda layout
     1 item details page
     10 PSP hours
     Configuration of up to 5 workflows
     1 year Meeting Body MSAP
     Client should include $400 in annual budget for renewal of Additional Meeting Body MSAP.

☐ Additional Meeting Body (up to 3 meeting types) $5,700
  Includes: 3 agenda layouts
     1 item details page
     10 PSP hours
     Configuration of up to 5 workflows
     1 year Meeting Body MSAP
     Client should include $600 in annual budget for renewal of Additional Meeting Body MSAP

ENTERPRISE PDF CONVERTER SOFTWARE, SUPPORT & IMPLEMENTATION:

☐ Enterprise PDF Converter Bundle $9,520
☐ Enterprise PDF Converter Bundle MSAP $2,480
☐ Remote Installation & Configuration – up to 10 hours $1,100

MUNIAGENDA TEST SERVER & SUPPORT

☐ MA Enterprise Test Server Setup $2,113
☐ MA Enterprise Test Server MSAP $2,113

MUNIAGENDA OPTIONAL IMPLEMENTATION SERVICES:

☐ Additional JAD session, per day $2,500
☐ Additional day of installation/training $2,100
☐ Project management for on site rollout, per day $2,100
☐ Board member training $2,100
☐ Developer course (conducted at MCCi corporate, 3 days), per trainee $4,500
  Additional trainee's $2,250 each. Courses enrollment is limited to 5 developers from your organization.
☐ Hosting, up to 5 GBs, per year $6,000[1]
☐ Additional item details screen per each $1,000
☐ Additional agenda layouts per each $1,000
☐ Additional workflow configuration per each $200
☐ Future customization, per hour $110

MUNIMEETING SOFTWARE, SUPPORT & IMPLEMENTATION:

☐ MuniMeeting Standard Edition $4,200

---

[1] *Cost is per year and may vary if bandwidth varies unexpectedly. Discuss variances with your project manager*

- ❏ MuniMeeting Standard Edition Premium MSAP $1,260
- ❏ MuniMeeting Standard Edition Basic MSAP $800
- ❏ Minutes Layouts (up to 2 layouts for "action" and "final" minutes) $1,500
- ❏ Remote training & installation – up to 10 hours $1,100

DOCUMENT MANAGEMENT CONNECTOR SOFTWARE, SUPPORT & IMPLEMENTATION:

- ❏ Document Management Connector $3,000
- ❏ Document Management Connector ISAP $600
- ❏ Remote installation & training – up to 10 hours $1,100

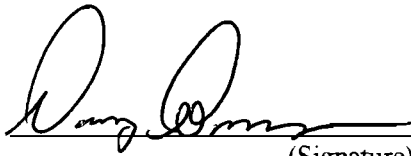## GRANICUS INTEGRATION SOFTWARE, SUPPORT & IMPLEMENTATION:

- ❏ Granicus Connector $3,000

** *Please contact your Granicus representative for their fees associated with this integration*

- ❏ Granicus Connector ISAP $600
- ❏ Remote installation & training – up to 5 hours $550

The terms of this agreement shall remain in force and effect for a period of ninety (90) days from the date appearing below, unless accepted by the Client.

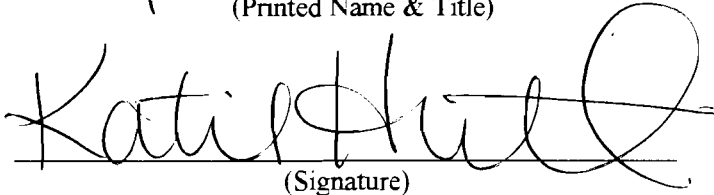Submitted by: **MCCi, a Limited Liability Company**

Date: June 24, 2008

By: _____
                                              (Signature)

                                 _____
                                 Donny Barstow - President
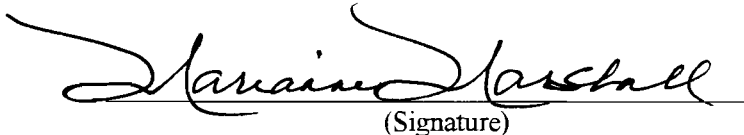   (Printed Name & Title)

Witness: _____
                                              (Signature)

Noted Items Accepted by: **NASSAU COUNTY, FL**

Date: _____July 9, 2008_____

By: _____
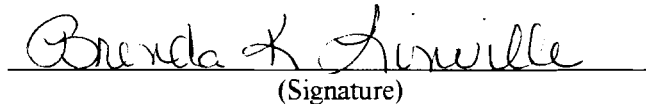   (Signature)

                                 Marianne Marshall, Chair, Nassau County Board
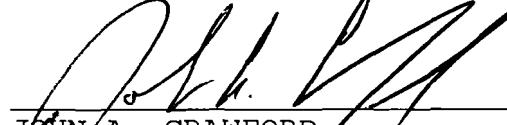   of County Commissioners
                                        (Printed Name & Title)

Witness: _____
                                              (Signature)

                                 Brenda K Linville, Deputy Clerk
                                        (Printed Name & Title)

NASSAU COUNTY BOARD OF COUNTY COMMISSIONERS

ATTEST AS TO CHAIR'S SIGNATURE:

_____
JOHN A. CRAWFORD
EX-OFFICIO CLERK

APPROVED AS TO FORM:

_____
DAVID A. HALLMAN
COUNTY ATTORNEY