

CORPORATE OFFICE

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Mike Hall IT County Courthouse Georgetown, Texas 78628

Dear Mr. Hall:

I enjoyed speaking with you recently regarding the Laserfiche 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 the #1 ranked Laserfiche VAR For the past two years, MCCi was ranked as the #1 Laserfiche VAR in the United States.
- ➤ MCCi focuses on local governments- MCCi was created by Municipal Code Corporation to focus on innovative technologies for Local Government. MCCi provides Laserfiche software and services to more than 400 cities and counties.
- MCCi offers superior project management services- MCCi utilizes a multi-layered support team geared towards offering each client multiple contacts to enhance the usage of every product implemented. In addition, all MCCi technicians have advanced professional certifications and are committed to ethical, effective and friendly support.
- MCCi offers superior support- MCCi offers support through our help desk, email, and toll free number, and 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 Williamson County, Texas.

Sincerely,

Russell Haddock

Senior Account Executive

Executive Summary

Laserfiche has been a resource for over 21,000 organizations since 1987. Laserfiche creates elegant document management solutions that help organizations run smarter. Dedication to customer-driven innovations has built a suite of products and services that address organization-wide business problems from executive, records management, and information technology and end-user perspectives.

Laserfiche is a unified solution that manages all your organization's documents and records, regardless of location or media. Laserfiche strikes a balance between security and accessibility, protecting information while providing efficient access to keep staff working at maximum productivity. Please keep in mind the following competitive advantages of Laserfiche:

- Digital Archiving- Digital archiving is the storage of paper and electronic documents in accessible electronic
 media with long-term preservation capability. It is cost effective because it saves physical storage space
 and it cuts media maintenance costs. Original documents can be stored off-site or destroyed as necessary.
 This simplifies the disaster recovery process by allowing you to backup documents on digital media and
 stores them off-site.
- Comprehensive Security- Laserfiche Comprehensive Security allows you to control the security of your documents on many levels. You determine what functions, such as scanning and printing, each staff member may use. Security features are easy to administer, records managers can administer most security functions without IT staff assistance.
- User Friendly- Laserfiche is very easy to learn and use. It has a folder tree structure similar to Windows
 Explorer to make it easy to use. Your office can begin to scan and retrieve documents almost immediately
 after installation.
- Intelligent Search- Laserfiche lets you search your documents based upon full-text search, index search, and document and folder name searches. The Laserfiche full-text search unlocks the contents of your documents; if you need to find a word or phrase within a document, the full-text search retrieves it immediately. There is not any other imaging software that allows you this many searching possibilities.
- Web Access- Laserfiche allows you to publish your documents on the web with our WebLink software. You decide which documents you wanted published and WebLink publishes them on the web without having to use HTML programming. Users can then search the site to find the information they need using the Intelligent Search feature.
- Integration- Laserfiche is able to integrate with current software and hardware on existing systems.
- Service- Laserfiche understands the importance of a thorough support service. From technical help to the
 latest document imaging news, Laserfiche is dedicated to forming a lasting, complete service relationship.
 Should you need technical assistance; a qualified professional will be available to help you.

*Please check all boxes below for options desired.

DO	CUMENT MANAGEMENT SOFTWARE AND USERS	Qty	Cost	DIR-SDD- 980	Total
V	Avante Server Records Management Edition for MS SQL DoD 5015.2 Certified	1	\$11,000.00	\$10,446.70	\$10,446.70
abla	LF Full Named User Includes Snapshot, Email, and Workflow	25	\$500.00	\$474.85	\$11,871.25
\checkmark	Web Access, 20% Add On to All Named Users	25	\$100.00	\$94.97	\$2,374.25
\checkmark	LF Advanced Audit Trail, 20% Add On to All Named Users		\$100.00	\$94.97	\$2,374.25
\checkmark	LF Workflow		Included	Included	Included
	Document Management Software and Licenses Total				\$27,066.45
BA1	CH PROCESSING MODULES				
Qui	ckfields is licenses per machine				
\checkmark	Quickfields	1	\$595.00	\$565.07	\$565.07
	Zone OCR and Validation Package Includes Zone OCR and Pattern Matching	1	\$2,795.00	\$2,654.41	\$2,654.41
	Real Time Look Up and Validation Package Includes Real Time Look Up and Pattern Matching	1	\$595.00	\$565.07	\$565.07
\checkmark	QF Import Agent	1	\$1,495.00	\$1,419.80	\$1,419.80
	Batch Process Modules Total				\$5,204.36
ANNUAL SOFTWARE SUPPORT - BASIC LSAP					
	Avante Server Records Management Edition for MS SQL DoD 5015.2 Certified	1	\$2,200.00	\$2,089.34	\$2,089.34
	LF Full Named User Includes Snapshot, Email, and Workflow	25	\$100.00	\$94.97	\$2,374.25
$ \mathbf{V} $	Web Access, 20% Add On to All Named Users	25	\$20.00	\$18.99	\$474.85
	LF Advanced Audit Trail, 20% Add On to All Named Users	25	\$20.00	\$18.99	\$474.85
$ \mathbf{V} $	LF Workflow	0	Included	Included	Included
\checkmark	Quickfields	1	\$120.00	\$113.96	\$113.96
	Zone OCR and Validation Package Includes Zone OCR and Pattern Matching	1	\$560.00	\$531.83	\$531.83
	Real Time Look Up and Validation Package Includes Real Time Look Up and Pattern Matching	1	\$120.00	\$113.96	\$113.96
\checkmark	QF Import Agent	1	\$390.00	\$370.38	\$370.38
\checkmark	First Year Managed Services	1	\$1,485.00	\$1,410.30	\$1,410.30
	Annual Support Total				\$7,953.74
	For hudgetary nurnocar the Client should include \$0500 6 in any	لمنظلمين	C		

For budgetary purposes, the Client should include \$8680.6 in annual budget for renewal of LSAP and Managed Services of the above quoted software.

MCCi PROFESSIONAL SERVICES					
	GAP Analysis, per day	2	\$2,500.00	\$2,406.25	\$4,812.50
	Records Management Training	1	\$2,100.00	\$2,021.25	\$2,021.25
$\overline{\mathbf{A}}$	Basic Onsite Installation & Training of software, per day Workflow training and installation excluded. Travel expenses included.	3	\$2,100.00	\$2,021.25	\$6,063.75
\checkmark	MCCi Project Management Services		N/A	N/A	\$8,350.00
Total Project Cost \$61,472.04					

PAYMENT & BILLING TERMS

MCCi will invoice fifty percent (50%) of the total contract amount upon receipt of the signed contract. Balance of total project will be invoiced and billed upon completion of installation. Balance of Gap Analysis will be invoiced and billed upon delivery of the Gap Report. Sales Tax will be included where applicable. Payment will be due upon receipt of an invoice.

*Please check all boxes below for options desired.

	Pieuse check all boxes below for options desirea.				
ANNUAL SOFTWARE SUPPORT - BASIC LSAP			Cost	DIR-SDD-980	Total
	First Year Managed Services for Workflow	1	\$4,500.00	\$4,273.65	\$4,273.65
	Annual Support Total				\$4,273.65
	For budgetary purposes, the Client should include \$4433.91 in annual budget for renewal of LSAP and Managed Services of the above quoted software.				
<u>мсс</u>	CI PROFESSIONAL SERVICES Workflow Configuration Training	1	\$9,800.00	\$9,432.50	\$9,432.50
Total Project Cost \$13.706.1			\$13.706.15		

PAYMENT & BILLING TERMS

MCCi will invoice fifty percent (50%) of the total contract amount upon receipt of the signed contract. Balance of total project will be invoiced and billed upon completion of installation. Sales Tax will be included where applicable. Payment will be due upon receipt of an invoice.

To determine which services and products are included with your project, please refer to the Statement of Work above.

MCCi prides itself in providing high quality professional services and support. Providing the most advanced level of tech support via the web, e-mail and phone, you can rest assured that MCCi will provide you with profession installation, training and support services. Our clients can rely on us to provide a continual flow of information through our technical bulletins and newsletters.

MCCI PROJECT MANAGEMENT SERVICES

MCCi Project Management services include CDIA-certified MCCi professionals. The CDIA (Certified Document Imaging Architect) is awarded after a comprehensive and rigorous exam focused on a broad spectrum of document and records management objectives. MCCi administers these services and concentrates on defining business requirements and the deliverables that follow.

Initial Implementation - The assigned MCCi Project Manager will perform a remote pre-installation solution development plan including configuration of security rules for the Client prior to installation and training. This consultation will include a review of current document organization and retrieval practices to determine desired indexing methods, as well as other basic system set up needs. Once this information has been gathered and provided to the MCCi project manager, the basic folder structure, document naming scheme, scheme, and template set-up will be configured prior to onsite training. Project Management Services may also be included for special projects, and remote training, as well as specific departmental needs.

Future Implementations (additional software) – MCCi Project Management services may be included to provide remote training and/or installation, template creation, specific consultation needs such as security set up, or others needs related to adding additional software and/or departments for the defined project.

These services are included to ensure the Client is prepared for the final project implementation.

GAP ANALYSIS

The MCCi Gap Analysis includes input by CDIA-certified MCCi professionals. The MCCi Gap Analysis is the study of the differences between two different information systems or applications, often for the purpose of determining how to get from one state to a new state. A gap is sometimes spoken of as "the space between where we are and where we want to be," and the Gap Analysis is undertaken as a means of bridging that space. MCCi offers Gap Analysis to new and existing MCCi customers, both with similar deliverables.

New customers may be totally new to Records Management/Document Management, or could be transitioning from one system to another. Either way, Gap Analysis not only serves the consulting needs of a project, but can also mitigate many risks that are inherent and in a new project. Risks such as scope creep, unforeseen needs (people, conversions, integrations, equipment), and unknown stakeholders, can be identified and cleared up in the very beginning of the project.

Existing customers may consider Gap Analysis when looking to expand their system into other departments or enterprise-wide. It is also a great opportunity to investigate and report on how the system is being used versus how it was intended to be used – the result being a plan of action.

Deliverables –The Gap Analysis process involves determining, documenting and approving the variance between business requirements and current capabilities. MCCi takes it a step further by providing recommendations and an action plan. The final deliverable is a report which will detail the following:

- A summary of the current document flow path, with recommended changes/requirements
- Equipment, software, and staffing recommendations
- Storage needs for each department
- Recommendations on the timing of phasing in departments (based on needs/complexity)
- Implementation plan

The amount of time/cost of a Gap Analysis is dependent upon the system size and number of departments to be involved.

AFFINITY INTEGRATION CONFIGURATION & TRAINING

Includes:

- Configuration of integration for up to one department within one application
- "Train the trainer" to empower the client to configure other integrations
- All services are conducted remotely, unless an MCCi representative is onsite for other implementation needs and onsite time permits

Client Deliverables

- Application to be integrated with must meet Affinity requirements
 - o http://www.umdata.com/DataNOWAffinity/requirements.html
- * Testing A test copy of Affinity is available prior to purchase. Client is responsible for testing to make sure needs are met prior to purchase
- Assistance in defining the Measurement of Success (MOS)
- IT resources Appointment of Affinity Administrator
- Laserfiche metadata requirements

MCCi Deliverables

- Install and integrate DataNow Affinity within current Laserfiche system environment pursuant to the Affinity requirements
- Assistance in configuring integration for up to one department within one application
 - At a minimum, if certain data fields cannot be mapped, MCCi will set up Affinity as an image enablement toolbar
- MCCi project manager to assist with defining the MOS
- Affinity integration configuration based on defined MOS
- Define Laserfiche metadata structure to support the specified integration
- Define Laserfiche security to support the integration
- Project Management services up until MOS is met
- Managed Services for up to 30 days past MOS
- Affinity Administrator Training

Measurement of Success (MOS): Based on MCCi's experience, a pre-requisite for providing and/or receiving consulting services is to jointly define an attainable MOS. The MOS is intended to address the desired outcome of the Affinity integration configuration and will be based primarily on the type and capabilities of the application to be integrated with, along with how related data should be organized in the Laserfiche system.

MCCI LASERFICHE ARCHIVE SERVICES BY MUNISCAN

Laserfiche Archive Services are implemented by MCCi's MuniScan department. The service is designed to populate a client's new Laserfiche system with a subset of back-file records, which heightens the system training experience by having a great example to follow. To experience the complete benefit, it is recommended that Laserfiche Archive Services be completed prior to the initial system implementation. While one of MCCi's IT Project Managers consults with the client on the setup and configuration of Laserfiche, a MuniScan Project Manager will assist in determining the scope of the Laserfiche Archive Services based on budget, file types, quantities, indexing requirements, and the file structure desired. Laserfiche Archive Services helps to ensure a successful Laserfiche implementation and a high adoption rate from the very beginning of the Laserfiche project.

MCCi will scan documents using an interface that provides a wide variety of image output formats to allow for easy integration into your current records management system. These image formats include TIFF, JPEG, PDF, Laserfiche, etc. MCCi utilizes slip-sheets to determine document breaks and indexing information. The slip-sheet is created by MCCi to accommodate your organization's indexing needs. Once MCCi has received documents for scanning, the following process will occur according to the terms laid out in MCCi's pricing proposal and may vary according to services selected:

- Pre-Scanning Consultation A Pre-Scanning Consultation will be scheduled via a telephone conference after receipt of signed contract. This consultation is designed to go over the following: the signed contract and terms, folder structure, current searching methods, document naming scheme, slip-sheet customization, document preparation requirements, and document shipment and/or pick up.
- Document Preparation The process of document preparation begins with removing any materials that may prohibit the document from being fed through the scanner (i.e. Removal of documents from file folders, Removal of staples, paperclips, tape, clips, etc) and is described as Document Preparation. Upon completion of scanning, MCCi will organize the documents into their original order as received from the Client. Documents attached together by devices, such as staples and paper clips, will not be reattached. Documents filed in folders, will not be re-inserted into those folders if MCCi uses separator sheets (all files and folders will still be kept in order). The process of reattaching devices and/or re-inserting files into folders is described as Document Re-Preparation and offered in addition to Document Preparation only if requested by the Client.
- Document Organization & Indexing Based on the scope of the project and outcome of your Pre-Scanning Consultation, MCCi will organize and index your documents. This will enable them to be searched and organized by three different methods. The first method includes organizing your documents in a tree-like folder structure, similar to Windows Explorer. This provides a visual method to store and locate your documents. The second method involves the use of electronic template cards. These templates contain unique information pertaining to that particular document. Once a template layout has been agreed upon, no changes can be made once the job has already been started. The third method includes running a process called optical character recognition (OCR), allowing for full-text indexing and searching capabilities. The OCR process converts printed words into alphanumeric characters dependent upon font and paper quality. This enables each occurrence of an OCR'd word to be searched and retrieved. Microfilm, Maps, and Handwritten documents will be searchable by keyword index only (via template card).
- Document Quality Control MCCi performs a thorough quality control process after the job has been completed. Each scanned image is inspected for quality, legibility, and accuracy. Steps are taken to ensure each document has been captured, the quality of the scanned image is comparable to the

- original, and all manual indexing errors have been corrected. MCCi cannot be accountable for records not reflected in original inventory report as provided by Client. MCCi will correct only those discrepancies reported within 90 days after delivery of hard copy materials.
- Document Transportation The client is required to package all materials per MCCi's instruction prior to delivery of materials to MCCi facilities. If the client chooses to utilize MCCi's pickup and delivery service (offered in select states), pricing is based on picking up the entire project described in the scope of services in one shipment. If additional trips are required due to the Client not having all the documents ready for pick up, additional charges will be applied. If the client chooses to ship via a certified carrier, the client incurs all shipping costs.

WORKFLOW CONFIGURATION TRAINING

MCCi will work with the Client to configure a single defined process based on an agreed upon Measurement of Success (MOS).

Client Deliverables

- Provide MCCi with a mapped out/narrative of specified business process
- Define each resource and activity of the business process
- Define the Measurement of Success in conjunction with MCCi
- Appointment of Workflow Configuration Administrator
- Metadata requirements
- Sample reports from this process
- IT resources
- Test Database

MCCi Deliverables

- Up to 2 days onsite with an MCCi Project Manager
- Install and integrate Laserfiche Workflow with current Laserfiche system
- MCCi project manager to collaboratively identify the MOS
- Workflow process based on defined MOS
- Define and set up metadata structure to support the specified workflow process
- Offer best practices in security to support the specified workflow process
- Project Management services up until MOS signoff
- Workflow Managed Services for up to 30 days past MOS signoff date
- Workflow Configuration Administrator Training
- Workflow definitions report initial and editable draft

Measurement of Success (MOS): Based on MCCi's experience, a pre-requisite for providing and/or receiving consulting services is to jointly define an attainable MOS. The MOS is intended to address the desired outcome of the workflow configuration and will be based primarily on the defined resources/activities provided by the client. A typical initial workflow configuration falls within scope listed below. If these levels are exceeded the business process will be broken down to stay within the scope of services to be offered herein.

Process Symbols	Maximum of 10
Decision Gateways	Maximum of 10
Interaction with external data sources	None
	Interaction with external data sources is not funded
	through this package

Document instance per process action	1 Bulk processing is not funded through this package
Custom Scripts	None Custom Scripts are not funded through this package. Workflow process must lend itself to configuration within the Laserfiche Routing, Laserfiche Activities and General Activities of the Workflow Designer Toolbox.

MCCi's Laserfiche Workflow Configuration Training service is designed to be highly collaborative. The primary end goal is for the client to have a trained Workflow Configuration Administrator and an initial business process (or one portion of a complex process) configured based on the defined MOS. As a prerequisite, the client's Workflow Configuration Administrator should be a business process savvy individual with good technical skills. This is the person tasked with handling future workflow configurations, including any modifications needed to the configuration of the specified business process.

WORKFLOW MANAGED SERVICES

MCCi 's Workflow Managed Services package is a post-implementation service, and is designed to assist the client's Workflow Configuration Administrator with ongoing consulting and configuration needs. Workflow Managed Services may be used for the following:

- Additional Workflow Set Up Consultation MCCi continues to consult and make recommendations on best practices for modifying existing / creating new workflow configurations.
- Additional Remote Training MCCi offers additional training for the client's Workflow Configuration Administrator. This is ideal for refresher training, as well as for new personnel in the event of turnover.
- Ongoing Security Consultation Laserfiche security plays a much larger role when business processes are being automated by Laserfiche Workflow. MCCi assists the client's Security and Workflow Configuration Administrators to offer security best practices to align with workflow configurations.
- Leveraging existing system(s) MCCi will help identify more efficient ways of utilizing the Laserfiche product suite, as well as how to leverage other systems and the related data contained therein.
- Meta-data consultation Various meta-data objects must be created/modified to match up with specific workflow needs. MCCi will consult and help identify meta-data needs.
- * Expiration & Additional Services MCCi's Managed Services is an annual package and will expire on the same date as your SAP plan. The service can also be adjusted for any additional hours needed.
- Remote Access Support Managed Services are delivered remotely. 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.

BUSINESS PROCESS ANALYSIS

MCCi will work with the Client to document a current business process. By interviewing process stakeholders and documenting facts and feedback, MCCi is able to deliver a comprehensive report. This

level of engagement is typically done as a needs analysis exercise prior to attempting to automate an existing business process.

Client Deliverables

- Assignment of a Project Manager who will be responsible for:
 - Acting as the main point of contact for MCCi.
 - Identifying and providing contact information for process stake holders
 - Coordinating and scheduling site visits so that stakeholders are aware and set aside the appropriate amount of time to focus on working with MCCi
 - Coordinating and scheduling conference calls/web meetings between process stakeholders and MCCi as part of the document review process
 - Facilitating access to any/all resources needed for a thorough analysis
- Full participation by all process stakeholders in the interview, review, and finalizations stages

MCCi Deliverables

- Introductory call: Share contact information, and review scope of project
- Stakeholder Interviews: Up to 2 days onsite with Business Analyst
 - Conduct workshops and interviews with customers
 - Document Business Processes on whiteboard during workshops and interviews
- Business Process Report Drafting & Review: Up to 30 hours
 - Draft a Business Process/requirements document
 - Review document with customers and make revisions where necessary.
- Business Process Report Delivery: Up to 1 day onsite with Business Analyst
 - Onsite review and presentation of finalized report
- Editable copy of Business Process Report for future use

RECORDS MANAGEMENT CONSULTING

When moving to an enterprise wide Electronic Records Management System, it is important for a Records Program and Records Policies to be in place beforehand. MCCi's Records Management Consulting service focuses on revision and/or creation of such programs and policies. If needed, the service should be completed prior to implementing MCCi's Laserfiche Records Management module. Pricing is dependent on the level of service needed and can be determined by setting up a meeting with MCCi and the appropriate Records Consultant. Services cover a broad spectrum to include designing records management plans, designing systems, identifying records eligible for destruction, assisting with legal compliance, providing training and nearly any other records and information related service requirement.

ELECTRONIC DATA MIGRATION

MCCi will migrate the Client's electronic data and provide the Client with the migrated data on CD/DVD/Removable hard drive in the desired format according to the specifications listed.

To determine which products are included with your project, please refer to the Statement of Work

LASERFICHE AVANTE

Laserfiche Avante solution is a named user model and starts out with a feature rich system that is based on the number of people who will be using the system. It is designed for small to mid size organizations and helps you capture, manage, distribute, and work with information in diverse working environments. Avante comes with Laserfiche Workflow and allows your organization to move beyond simple document routing to automate everyday tasks, optimize business processes, and share information with a wide variety of applications. Avante systems allow you to choose from SQL Express or full MS SQL platforms and incrementally expand the system with records management edition and other plug-ins such as auditing and batch processing.

LASERFICHE RIO

The Laserfiche RIO solution is geared towards Enterprise clients with 100 named users or more. RIO and each RIO license comes coupled with Workflow, Web Access, Snapshot, Email, and Advanced Audit Trail. This licensing structure makes it much easier on IT administration, especially when dealing with a large user base. In addition, RIO supports an unlimited number of application servers, as well as repositories, making it well suited for expansion and testing needs. RIO can either connect to MSSQL or Oracle for the backend database, and of course many of the same optional Laserfiche modules such as the Records Management and Weblink Public Portal licenses are available with RIO.

Feature	Avante	Rio	Comments
Database	SQL Express, SQL, Oracle	SQL, Oracle	
Retrieval Users	Only Public Portal <u>Web</u> <u>Link</u>	Only Public Portal <u>Web</u> <u>Link</u>	Includes Email
Full Named Users	Unlimited	100 - Unlimited	Includes Workflow, Email and Snapshot for Avante; Includes Workflow, Email, Snapshot, Web Access and Advanced Audit Trail for Rio.
Retrieval Named Users	n/a	1000 - Unlimited	Includes Email for Rio, minimum purchase of 1,000 users
Default Servers	1	Unlimited	
User License Model	Named	Named	
Model	WF automation / BPM	Enterprise	
Page Limit	Unlimited	Unlimited	
Public Access	Public Portal (25, 75, PP)	Public Portal (PP)	Per Processor (PP) must purchase the same amount of CPU on Lf Server
Upgrade Path	Rio	n/a	
Laserfiche Versions	Lf 8.1 and later	Lf 8.0.1 and later	

LASERFICHE PLUG-INS

Laserfiche Plug-Ins, Utilities, and Tools

MCCi can provide additional Laserfiche Plug-ins Utilities, & Tools software. Laserfiche offers a selection of add-ons and development tools designed to let you tailor Laserfiche to meet your needs. Certain Plug-Ins may be bundled differently based on the Laserfiche platform (Avante versus RIO).

Laserfiche Batch Processing Tools

- Laserfiche® Quick Fields™ automatically captures useful information from paper and electronic documents and organizes it for fast retrieval. Quick Fields transforms data capture from a costly and labor-intensive operation into an efficient process by collecting precise pieces of information from the masses of unstructured data flowing into your organization. Quick Fields improves the speed and accuracy of data capture while giving authorized staff instant access to the information they need to work effectively.
- Bar Code Validation Package The Bar Code add-on reads bar codes on a specified page in the document. The value returned by the bar code process can be used to identify a page, populate a field, determine the document name, or determine where the document will be stored. Bar Code is very powerful when combined with Real Time Lookup. Supported barcode formats: Codabar, CODE 39, CODE 128, EAN 8, EAN 13, Interleaved 2 of 5, UPCA, and UPCE.
- QF Real-time Look up Validation Package: Lookup populates template fields and validates metadata by retrieving data stored in third-party databases and other applications.
- QF Zone OCR Validation Package: Images that contain clearly printed or typed information can be converted to text files through a process called OCR (Optical Character Recognition). Once text has been extracted from an image, it can be sent along with the image to the repository. Once the document has been imported into the repository, the extracted text will be associated with the corresponding image in the document. The International Zone OCR add-on will scan a zone on an image for text. Only text found within the zone will be extracted. The data returned by this process can be used to identify a page, populate a field, determine the document name, or determine where the document will be stored. The International Zone OCR add-on can be installed when Quick Fields is first installed or after it has already been installed.
- Laserfiche Import Agent: Laserfiche Import Agent is a capture tool that can bring files into a Laserfiche repository from the Windows file system. Any file that can be stored in Laserfiche can also be imported via Import Agent. What's more, Import Agent allows for scheduled and selective imports, so that users can set up specific criteria for what gets imported when. Import Agent can create fully OCR'd and indexed documents complete with template information and filed in the repository.
- * QF Forms Alignment: automatically repositions scanned documents to match a master form, correcting for scanning errors and improving data extraction.
- QF Document Classification: designed for clients who deal with multiple forms, and will recognize
 and process multiple document types.
- QF Auto Stamp/Redaction/Bates Numbering The Bates stamp option is a document autonumbering annotation option
- QF Optical Mark Recognition: detects handwritten information, including marks on surveys, tests and ballots.

- Quickfields Agent: enables administrators to schedule forms processing around the clock and run
 Quick Fields sessions without operator intervention, reducing labor costs and optimizing business
 processes.
- QF Forms Identification: automatically recognizes the form or document based on its overall structure, even in the absence of bar codes, form data or other distinguishing information.
- QF Forms Extractor: removes form outlines to isolate data for more accurate capture.
- Laserfiche ScanConnect™: allows ISIS scanning. A collection of ISIS scanner drivers is included with Laserfiche ScanConnect. These drivers allow images to be scanned through supported scanners. ScanConnect 7.x is can be purchased as an add-on to both Laserfiche scanning and Quick Fields.
- Laserfiche Snapshot™ Laserfiche Snapshot can generate images and text from an electronic file (e.g. a Word document, a web page, a text editor, etc.). The files generated by Laserfiche Snapshot capture the content of the electronic file at the time that it was processed. In other words, they represent an accurate portrayal of an electronic file at a given point in time. The images and text created from an electronic file are then stored in a Laserfiche repository. As you can see, Laserfiche Snapshot can be used as a tool to archive a particular version of an electronic file. Laserfiche Snapshot can process any electronic file that can be opened with a Windows application that has printing capabilities. This feature is automatically included with every Full User purchase.
- MCCi OCR Automator: provides a simple and effective way to mass OCR documents in Laserfiche. It allows users to select a Laserfiche folder from which to begin the OCR process. Once it has begun at this location it will OCR the documents in this folder and the subfolders. Once the process is complete the application will display a report and notification that it has completed

Distribution Plug-Ins

- Laserfiche WebLink™ the WebLink module publishes select documents in a Laserfiche repository to an intranet or the Internet in read-only form. Documents can be made available through the Web almost instantly, and users need only an Internet browser in order to access them. Built on ASP .NET, WebLink can be customized to match the look and feel of an organization's Internet or intranet site.
- Laserfiche WebAccess Laserfiche Web Access is a Web browser-based thin client offering virtually all of the document management capabilities of the standard Laserfiche interface. Web Access allows your IT staff to roll out high-volume Laserfiche access without increasing your organization's application support burden. Authorized users organization-wide enjoy simultaneous access to documents, whether they are using the corporate intranet or logging in from a branch office.
- Laserfiche Plus[™] Laserfiche Plus allows the information stored in a Laserfiche repository to be portable. Laserfiche documents published by Laserfiche Plus can be viewed by anybody, regardless of whether they have Laserfiche installed. If these portable Laserfiche documents are sent to a company or site that already has Laserfiche installed, then that organization can also choose to attach those documents to their repository. This software prepares a copy of the Laserfiche files (images, text, electronic files, annotations, templates and field data) for burning directly to your removable media or to a temporary directory. Choosing to publish to a temporary directory allows you to write it to your removable media at your convenience.
- Laserfiche E-Mail Plug-in™ allows instant electronic document distribution via standard MAPI-compliant e-mail applications. This feature is automatically included in every Full User and Retrieval User license purchase.

Workflow& Process Automation

- Laserfiche Workflow: Efficiency and accountability-enhancing document routing, e-mail notification and audit trail reporting.
- Laserfiche Audit Trail Modules: Three levels of audit reporting to address your specific regulatory compliance and security needs.
- LF Audit Trail Starter: This edition tracks who accesses data in the repository, as well as changes
 made to the repository. Users can then generate reports on the life-cycle of documents, and who
 has accessed them.
- LF Audit Trail Standard: Sites with a larger amount of activity in their repository can use this edition to set up event logging according to individual users. This allows a more finely grained auditing configuration that tracks only the data that a particular customer needs. Standard features the tracking of failed attempts to change content in the repository, giving more insight into user activities. All the functionality of the Starter edition is also included.
- LF Audit Trail Advanced: Customers operating in the most demanding regulatory environments find this version ideally suited to their needs. Besides doing everything that the other two versions do, it also tracks changes in security settings, so not only what a user is looking at or changing is tracked, but who gave them the right to do so. Searches are also tracked. For additional document security, with this edition users can be required to submit reasons for printing and exporting documents. Administrators can force printed documents to have Watermarks applied to them.

Laserfiche Integration Plug-Ins

- LF Integrator's Toolkit: Tools & documentation necessary for customizing Laserfiche
- LF Integration Express HTE: Laserfiche HTE interface

LASERFICHE THIRD PARTY PLUG-IN OFFERINGS

Integration

- DataNow Affinity Integration- DataNow Affinity brings the power of Laserfiche document management to the applications you use most. Document searches can be reduced to a single click of a button. New documents can be added to your Laserfiche repository without manually entering template field values, file names, or folder locations. Affinity truly makes Laserfiche feel like part of your business software
- LF Integrator GP LF Integrator empowers Great Plains users to scan, search and link supporting documents in Laserfiche document management applications directly from the Great Plains menu bar. Link the document and workflow management power of Laserfiche with your current Great Plains implementation.
- * LF Integrator AutoCAD LF Integrator for AutoCAD allows you to store AutoCAD drawing files or associated documents in Laserfiche, including embedded cross reference files, directly from the AutoCAD menu. Launch Laserfiche scan or search modules using the drawing file for template or search criteria, or create a Laserfiche document template using the fields from any AutoCAD drawing title block with a single click.
- GeoDocs: GeoDocs™ is a web-based software that seamlessly integrates ESRI ArcIMS (soon to be ArcGIS Server) and Laserfiche. Utilizing robust search capabilities, users of GeoDocs can access digital documents stored in a Laserfiche repository from within the web-based GIS program and vice versa, access spatial information stored in a GIS from within the Laserfiche web client.
- * TrustedEdge (email and document archival)- The Trusted Edge® Solution automatically captures, classifies, and manages unstructured information created, accessed, and stored at the network's

"edge" – on laptops, desktops, and file shares – where 80% of documents are created and stored. Following a Trusted Edge deployment, organizations can proactively apply enterprise-wide policies to desktop information and email at the point of creation and use - and manage content based on centrally-defined business rules. Furthermore, by intelligently identifying, classifying, and securely routing critical email, documents, and files to their appropriate location with the enterprise content management or records management platform, Trusted Edge improves retention compliance, mitigates litigation risk, and reduces enterprise storage costs. With its rich set of policy management and information management features, Trusted Edge is leveraged by organizations as a unified platform which can be deployed as the foundation for numerous enterprise solutions including:

- LincDocs (Electronic Forms)- LincWare's LincDoc family of eForm creation and document automation tools empowers businesses and government organizations to better serve their customers and constituents, reduce costs and better leverage bottom line critical information. LincDoc data complies with existing systems through features like network-wide interconnectivity, document repositories, version control, business-logic driven data entry, Laserfiche interface, database integration and Word- and PDF-based document authoring.
- InfoLinx (physical records management software) InfoLinx provides both custom and commercial-off-the-shelf records and information management system software and professional business services to manage critical business documents. InfoLinx seamlessly integrates barcode and Radio Frequency Identification (RFID) technology, physical file and electronic record tracking, retention schedule management, color-coded label printing, and document imaging into an integrated, intuitive, and user-friendly records management application.
- MuniMigrator- MuniMigrator is a software tool used to migrate data from a legacy document imaging system into Laserfiche. MCCi will provide remote services to install, configure, and test MuniMigrator on the client's Laserfiche server (or another server capable of connecting to the Laserfiche server). Depending on the size of the legacy database and images, this migration process can take an extended period of time. The process will be run by the client's personnel with MCCi providing support. The primary pre-requisite is that the client must convert all data to XML format conforming to the MuniMigrator XML schema prior to utilizing MuniMigrator. MCCi will provide MuniMigrator XML schema. If the client needs assistance migrating legacy data to the XML format, additional hourly charges will apply and the client must provide the appropriate access and licensing needed to access the legacy data. Due to the vast differences in how document management systems handle sticky notes, redactions and annotations, data migration processes do not include migration of sticky notes or any other redactions and annotations from the legacy system to Laserfiche, unless otherwise stated in the scope of services.

When you become a client of MCCi, you gain much more than just a new product. You gain a relationship between our staff and your organization to make your product implementation successful and the usage of your product an enjoyable experience. In order to make this possible, MCCi offers both Proactive and Technical Support.

PROACTIVE SUPPORT

MCCi assigns each account with a Regional Account Executive and an internal Account Manager Team. You will have already worked with your Account Executive in the pre-project phase and they will continue to support you. Your Account Executive will provide a local presence and contact information should local meetings be necessary. The Account Executive also assists in pre implementation processes.

Your Account Manager will assist in managing ongoing support through the life of the product. MCCi believes in a proactive support methodology and it is the Account Managers' role to insure this ongoing communication with clients. Your Account Manager will be in touch throughout the year to discuss optimal system usage and ensure client satisfaction. Items discussed may include, but are not limited to:

- Identify any needs that could easily be addressed with the current system.
- Provide resource for question and answer, best practices, how other customers are using the system with use of documented case studies, Listservs, support center, etc.
- Provide continued education for existing and new users within the organization through the use of webinars, seminars, workshops, users group, and more.
- Annual review of current system configuration
- Dedicated sales support staff for pricing inquiries and budgetary information
- Annual support renewal notification to ensure your renewal process is timely and accurate

Educational Resource Definitions

- Case Studies- MCCi works with our clients to put together narrative accounts of specific usages of MCCi solutions in their organization. Specific departments, document types, integrations, etc. are noted to allow other users to learn from the information.
- MCCi Listserv- MCCi has created a Listserv for specific types of system customers. A Listserv is a
 creative use of e-mail, which provides a means for End Users to share information on a common
 interest. Members are able to communicate with peers thru a single e-mail. Uses of the Listserv
 may include fielding requests about system usage, as well as best practices.
- Support Center- This resource is a compilation of white papers, best practices, and information for system users all in one location. Through the support center, users can also submit and check the status of their support tickets.
- Webinars- MCCi conducts monthly webinars on different topics promoting more efficient system usage. User webinars are also offered on more specific topics related to products, concepts, departments, etc regarding the usage of your system. These are done through the web and are a convenient way of staying informed on the newest technologies available.
- Seminars- MCCi conducts seminars on different topics to help educate new and existing end
 users throughout the year. They are usually located at a host site of an existing customer.
 These can also be offered at current client's locations to invite departments to learn more
 regarding their current system.
- *User Groups* MCCi offers annual user groups to keep end users trained on the newest versions and products. These are geared to both users and administrators of the system.

TECHNICAL SUPPORT

The Laserfiche Software Assurance Plan (LSAP) helps preserve your investment and extend the benefits of your original purchase by providing you access to the assistance needed to ensure that you maximize system uptime. You have access to a toll free line to call for technical support or submit tickets online through our support center. When you subscribe to the LSAP you receive the following benefits:

- 100% upgrade credit for your existing software (in the event of an upgrade)
- Free software updates for your current system
- 24-hour FTP and website access which includes the MCCi Online Support Center
- Technical bulletins and newsletters

MANAGED SERVICES

MCCi Managed Services are included with every support renewal and provide the client with a discounted hourly rate by purchasing an advanced block of services per year based on the products purchased. Managed Services can be used for the following professional services:

- Additional Training additional training, via web conferencing, can be conducted to train new users on the use of the system or as refresher training for existing users.
- Additional System Set Up Consultation MCCi offers additional consultation that includes recommendations on best practices for adding additional departments, additional types of document etc. to your current system.
- Remote implementation of software updates While the standard SAP plan covers free updates for software, implementation of those updates is sometimes overlooked. With the addition of our Managed Services, MCCi is at your service to directly assist in implementing software updates such as minor updates, quick fixes or point releases. Major software upgrades may or may not be covered and should be discussed with your Account Management Team.
- Annual System Review & Analysis Upon request, MCCi will access your system to review and analyze how your organization is using the system, identify discovered potential problem areas and make recommendations for better use of the system. This analysis is designed to be implemented 6 months after the initial Software installation, and should be performed annually after that date. 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 onsite visits.
- Expiration & Additional Services –MCCi Managed Services is an annual package and will expire on the same date as your SAP plan.

MCCi does provide continued technical support for all MCCi applications. Technical support is provided via email or telephone during normal business hours of 8:00 AM to 6:00 PM EST. Clients can designate several individuals who are to be the technical support contacts. Those individuals may contact MCCi at any time for technical support. There is no limit on the number of technical support calls that can be made. Adjustments in annual support rates may be made to coincide with current U.S. inflation rates.

MCCi will provide necessary consultation as to the compatibility of current hardware with the Laserfiche System. Changes and recommendations will be made at the time of consultation. See system requirements below. Please keep in mind that these are the minimum system requirements. All scanners also require the ScanConnect Software, which is quoted within our pricing section.

Scanning Station PC:

OS: Windows XP Professional (Service Pack 2 or later), Windows Vista,

Windows 2003 (Service Pack 1 or later), or Windows Server 2008

CPU: 2.4 GHz processor or faster

Memory: 1 GB RAM or more

Communications: TCP/IP

Web browser: Internet Explorer 6.0 or higher

Client Requirements

OS: Windows XP Professional (Service Pack 2 or later), Windows Vista,

Windows 2003 (Service Pack 1 or later), or Windows Server 2008

CPU: 1 GHz Processor or better, Performing OCR: 2.4 GHz or faster processor

Memory: 1 GB RAM or more

Communications: TCP/IP

Web browser: Internet Explorer 6.0 or higher

Server Requirements:

OS: Windows XP (Service Pack 2), Windows Server 2003 (Service Pack 1),

Windows Server 2003 R2, Windows Vista, Windows Server 2008

CPU: 2 GHz Professor or better

Memory: 2 GB RAM Communications: TCP/IP

communications.

Database Management System

Microsoft SQL Server 2005 (Service Pack 2 or later), Oracle 9i Release 2

(9.2.0.6.0), Oracle 10g and Oracle 11g

Avante SQL Express: Supports MSDE (Service Pack 3 or later) and Microsoft SQL Server 2005

Express Edition (Service Pack 2 or later).

Web Portal Requirements:

Avante SQL or Rio:

OS: Windows Server 2003 with IIS 6, Windows Server 2008 with IIS 7

CPU: 2.8 GHz or faster processor

A CD DAM

Memory: 1 GB RAM or more

Viewer: Web Browser (minimum versions): WebLink is best viewed using

Internet Explorer 6, Internet Explorer 7, Internet Explorer 8, Firefox 2,

Firefox 3, Safari, Chrome, and Opera.

Scanners:

Must utilize ISIS drives

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:	November 18, 2010
Ву:	(Signature)
	Donn Barstons - President (Printed Name & Title)
Witness:	(Signature)
	(Signature)
Noted Items Accepted by:	WILLIAMSON COUNTY, TX
Date:	12-16-10 1-4-11
By:	(Signature)
	Dan A. Gattis, County Judge (Printed Name & Title)
Witness:	(Signature)
	Jay Schade, Sr. Director Tech Services (Printed Name & Title)

MCG, a Linited 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 MCG, hereby offers the Laserfiche Software & Services to Williamson Country, TX according to the following terms and

LASERFICHE SOFTWARE UPGRADE

(server, full and retrieval users) price and the old system (server, full and retrieval users) price must be greater than or equal to 10% of the new system price. Otherwise, a minimum software upgrade adjustment will be applied to comply with the 10% price difference requirement. One year of LSAP must When software is upgraded, the old copy of the software must be returned and will no longer be a valid copy. Proof of previous purchase is required to receive upgrade. Upgrade credit applied towards new purchase is 100% of original software purchase price. The difference between the new system be purchased for new products when upgrading. LSAP of the original product will not be credited. However, remaining months of SAP can be applied towards the new purchase of one year of LSAP for the new products

SERVICE LEVEL AGREEMENT (SLA)

needed. MCCi's Software Assurance Packages include: Access to software point release updates, Telephone or E-Mail support for software related ssues, 24-hour FTP and web site access, technical bulletins and newsletters. Adjustments in annual support rates may be made to coincide with current U.S. inflation rates - any increase will not exceed the cumulative increase in the Consumer Price Index (CPI) occurring since the last price increase. Any Software Support is provided by MCCi and the manufacturer. MCCi acts as 1º tier support and works with the manufacturer at a 2ººº tier level when updates requiring shipment of software require Client to pay shipping costs Customers may contact MCG support via MCG's Online Support Center, email (<u>support@mccinnoyattons.co</u>m), or telephone 866-942-0464. Support is available Monday-Friday (excluding major holidays) from 8:00 a.m. – 6:00 p.m. EDI

MCCI SOFTWARE CUSTOMIZATIONS

The customer may elect to contract with MCCI to customize the standard software. As standard 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. Otherwise current hourly rates will apply

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.

CLIENT SOFTWARE CUSTOMIZATIONS

customization of the software. MCG 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 MCG's nelp is required to correct/update any customizations made by the The client may also choose to customize their software internally, without MCC's help. MCC is not responsible for any damages caused by the user's client, appropriate charges will apply

CLIENT INFORMATION TECHNOLOGY ASSISTANCE

In order for MCC! to excel in customer service, the client must provide timely access to technical resources. The client must provide adequate technical support for all MCG installation and support services. If the client does not have "in-house" technical support, it is the client's responsibility to make available the appropriate Information Technology resources/consultant when needed.

SOFTWARE INSTALLATION

MCGI will install all software outlined herein. If additional software is needed to bring the site up to specifications, customer will be billed accordingly

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

ARCHIVE SERVICES BY MUNISCAN TERMS AND CONDITIONS

DOCUMENT STORAGE: MCC's facilities contain secure rooms for hardcopy "work in progress" document storage that are designed to prevent damage from natural disasters. MCCi will arrange for the return of hardcopy documents to the client after completion of scanning. If documents reside at MCCi facilities for a period longer than 90 days after a request for delivery has been made, storage charges will apply. MCCi is not responsible for maintaining permanent archive and accepts no responsibility to loss of electronic data.

ENTERPRISE WIDE SCANNING SERVICES: In accordance with the terms and conditions as laid out here within, MCG can provide any department in the organization with scanning services for documents other than those described in Section I of the pricing proposal. Costs will be based on the attached pricing schedule (Exhibit A). MCCi will consult with each department interested in beginning their own Muniscan project to determine individual scanning and indexing needs. For further information and instruction regarding this service please contact our Service Bureau Manager

provide MCG with data to be converted to electronic format. MCG will extract the images contained on the film/fiche and migrate them to Laserfiche or to another industry standard format as requested by the Client. The images will be captured based upon the reduction ratio and threshold between the beginning and ending of new images on the original film. MCG is not responsible for the accuracy of existing image quality, such as black borders, skewed images, blurring images, non-legible images, or other errors that are not controllable by MCCi. Unless otherwise specified in the project scope, MCCi will index by the roll/card number or unique identifier. MICROFILM & FICHE CONVERSION SERVICES: MCC offers electronic conversion services for microfilm, microfiche, and aperture cards. The Client will

PROJECT TIMELINE: MCCi will complete and deliver the project within 90 days after receipt of documents. Should MCCi require additional time, the Client will be notified immediately. The delivery for routine updates to the database will be within 30 days. PRIGING: Charges apply on a per project basis and are dependent upon size and volume of documents. MCG requires having the entire project in bulk, rather than in small quantities. Breaking the project into smaller quantities will affect the volume pricing, and additional charges per image may apply. A sample may be required prior to confirming large volume job pricing.

materials for scanning bureau use and that documents are consistent with the description provided in the scope of services if documents are not as initially represented, additional charges will apply according to Exhibit A. MCCi will call for authorization to proceed with the project. UNANTICIPATED DOCUMENT TYPES & SIZES: The prices quoted are made with the expectation that customer will properly prepare and annotate

recommended that Clients who already have a Laserfiche system have their documents scanned using only Laserfiche software. This will ensure that all associated indexing information will be properly retained after the importing of images into the Laserfiche system. MCCI has knowledge of the software LASERFICHE SYSTEM CUSTOMERS: Due to requirements by Laserfiche systems regarding the importing of mages and indexing information, it is highly versions, indexing requirements, and compatibility issues for each of our Laserfiche system clients. For these reasons, MCC should be considered as a Sole Source provider for scanning services

MCCI CERTIFIED PARTNERS: MCCi maintains Muniscan partnerships for the purpose of additional capacity and flexibility inmeeting client expectations in the event MuniScan partners are used for a project, the management and support of the project is handled directly by MCCi.

ADDITIONAL SERVICES

As an additional service/product under this contact MCC and MCCi can provide the following:

- Electronic Agenda and Legislative Management (Legistar). MCCi offers Legistar Software and related services which provides electronic automation and creation of Agendas.
- Document Scanning Services (MuniScan). MCCi offers scanning, indexing and integration of hard copy documents with laserfiche 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
- 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
- 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)
- agreement. MCCAdvantage, a subsidiary of MCC, can provide the client with design, printing and mailing services for customer billing/statements of Utility Billing Services (MuniBills). MCCAdvantage offers billing, statement and remittance processing services as an additiona, benefit under this all types. These services also include remittance payment options, software and other billing solutions

AGREEMENT EXTENDED TO OTHER GOVERNMENTAL UNITS

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 shall orders 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 incur no financial responsibility in connection with any purchase by another Government agency

LIMITED LIABILITY

TRAVEL EXPENSES

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

FORCE MAJEURE

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

Neither party shall be liable for any delay or failure in performance due to causes beyond its reasonable control

TERMINATION

to the organization. Thereafter, this agreement will be automatically renewed from year to year, provided that either party may alter or cancel the terms 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 of this agreement upon sixty (60) days' written notice.