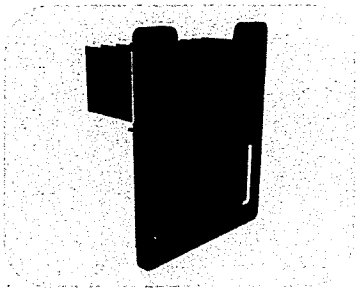


GATSO USA

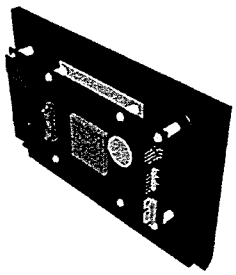
FT3 FLASH

Adequate illumination is prerequisite for achieving the best image quality under all weather conditions, day and night. A number of illuminators are available for the T-Series solution platform, providing a matching solution for each application. All illuminators are developed exclusively by GATSO to complement the capabilities of the GT20 camera.

TECHNICAL SPECIFICATIONS	
Flash type	LED
Flash duration	10 – 1000 µs
Spectrum	850nm
No. LEDs	48
Optics	Exchangeable lenses
Repetition rate	6 Hz still imaging 30 Hz video capturing
Standby power consumption	<1 W
MECHANICAL SPECIFICATIONS	
Height / width / depth	17 / 99 / 169 mm
Weight	0.3 kg

KEY FEATURES & BENEFITS

- Still image & video illumination
- Invisible to the human eye
- Multiple passing vehicle capturing
- Operates at 30 flashes per second
- No wear parts
- Low power consumption



GATSO USA

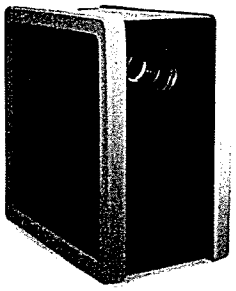
RT4 RADAR

Automated traffic enforcement begins with reliable detection and accurate speed measurement. Developed exclusively for traffic enforcement, GATSO radars provide the highest accuracy and detection rates in the industry.

TECHNICAL SPECIFICATIONS	
Antenna type	Planar patch array
Horizontal beam width Vertical beam width	60° (to -3 dB) 11° (to -3 dB)
Squint angle	0°
Measuring direction	Approaching, receding or both
Lane coverage	6
Range	150 m
Transmitter frequency band	K-band ISM
Radiated power	Less than 100 mW EIRP
Measurement accuracy	Conforms to OIML R91
Measuring range	10 - 350 km/h
Thresholds	Setting of threshold speeds between 10 and 350 km/h in steps of 1 km/h
MECHANICAL	
Height / width / depth	120 / 186 / 40 mm
Weight	1 kg

KEY FEATURES & BENEFITS

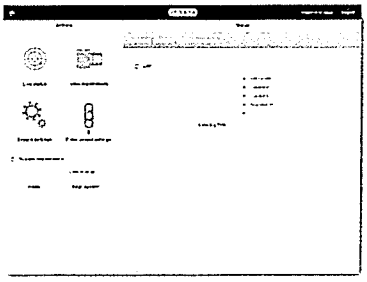
- Combined red-light and speed enforcement
- Pre - and post event tracking
- Front and rear detection
- Vehicle classification
- Simultaneous tracking of up to 32 vehicles



GATSOUSA

T-SERIES SYSTEM

TECHNICAL SPECIFICATIONS	
Housing material	Aluminum 2.5 mm
Imaging	GT20 Camera
Detection	RT4 Radar
Illumination	FT3 Inferred Flash
EXTERNAL INTERFACES	
Network	RJ-45 Ethernet
External storage (optional)	USB
Auxiliary	CAN, RS485, RS232, dry contact
ELECTRICAL SPECIFICATIONS	
Input voltage range	12 – 30 VDC
Power consumption	70 W
MECHANICAL	
Height	375 mm
Width	210 mm
Depth	375 mm
Weight	14.6 kg
ENVIRONMENTAL	
Protection class	IP65
Operational temperature range	-25 to +55°C
Storage temperature range	-40 to +85°C
Relative humidity	95% non-condensed



GATSOUSA

T-SERIES WEB INTERFACE

Today's best-of-breed automated enforcement systems should require minimal interaction. When interaction is necessary, it should be intuitive and not require extensive time or training. The T-Series web-interface offers you full control of all system features.

The interface can be accessed via a network connection with an device running a supported browser and is hosted by the system itself. That means there's no need for complicated hardware or network set-ups. All controls are intuitively accessible for both operators and service personnel.

SUPPORTED BROWSERS

Microsoft Internet Explorer

Mozilla Firefox

Google Chrome 8

AVAILABLE NETWORK INTERFACES

Ethernet

Wifi IEEE 802.11b/g/n/

KEY FEATURES

- Web-based
- Device independent
- Intuitive controls
- Fluent navigation
- Wizard based location setup
- System diagnostics
- Remote software updating
- Accessible anytime

GATSO USA

GATSO T-SERIES

The future of traffic enforcement

The details of this violation and how to make a payment are recorded on the front of this notice. Please read below for instructions on alternative options to address this violation.

To view image and video evidence of this violation and to review the local ordinance, visit www.viewcitation.com

TO CONTEST THIS VIOLATION

You have the right to contest this violation at an administrative hearing or by mail. Before contesting your violation it is recommended that you review the local ordinance, images and the actual recorded video of the infraction to determine if you have a valid defense supporting dismissal of this citation.

Valid defenses include:

- The vehicle or its registration plates were stolen prior to the infraction.
- The driver passed through the intersection in order to yield the right-of-way to an emergency vehicle.
- The vehicle was sold or ownership transferred prior to the violation occurring.
- The registered owner is an enterprise engaged in a rental, sale or lease of motor vehicles. (see below)

In-Person Administrative Hearing request	**Contest-By-Mail option**
Go online to www.viewcitation.com or call 1-866-483-4999. You must request such a hearing prior to the due date specified. Failure to appear at this hearing will result in an automatic final determination of liability. You may be subject to applicable administrative court fees and/or costs.	Only available to citizens living greater than XX miles from City center. To contest this citation by mail, download and completely fill out the non-appearance form at **www.viewcitation.com.** Please mail this form, as well as any additional documentation and/or evidence, by the due date specified on this notice.
Administrative hearings will take place at: Address of road City, ST XXXXX	Mail to: **Citations Processing Center, City, ST** **PO BOX 7200** **Beverly, MA 01915**

Optional text goes here

TO CERTIFY SALE, LEASE OR RENTAL

A corporation or other business not engaged in the rental, sale or lease of motor vehicles is responsible for the proper operation of its vehicles and may NOT transfer liability to an employee or other person.

By the due date specified on this notice, you must provide, in the Certification Form below, the full name and current address of the person or party who leased, rented or became the new owner of the vehicle **PRIOR** to the violation.

Please note that furnishing false information may subject you to criminal penalties.

This Certification must be notarized before it is returned.

CERTIFICATION OF SALE, LEASE OR RENTAL

Name of Renter/New Owner/ Leasee	Citation Number	Address	City	State	Zip

I declare under penalty of perjury that the vehicle listed on the front of this notice, which was registered in my name, was leased, rented or transferred to the person listed above prior to the violation occurring. All of the information I have submitted is true and correct to the best of my knowledge.

Signature **Date** **Phone Number**

STATE OF _____ **COUNTY OF** _____

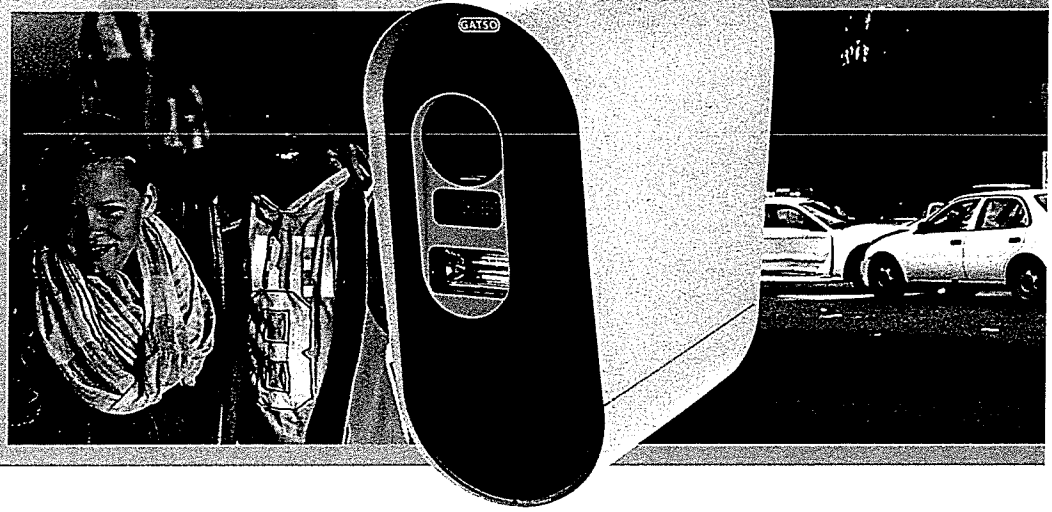
This instrument was acknowledged before me on _____ **by** _____ **(SEAL)** _____

_____ **My Commission Expires:** _____

Signature of Notary Public

Original

EXPERTS IN TRAFFIC ENFORCEMENT | GATSOUSA



CITY OF NAPA, CA RFP #2015-105

Red Light Camera System

Due 12/30/15 @ 3:00 PM

CITY OF NAPA

Contact: Andrew Noble

(978) 922-7294 x210

(978) 922-7293

a.noble@gatso.com

GATSOUSA

900 Cummings Center • Suite 222-T • Beverly Massachusetts 01915 978.922.7294 Tel 978.922.7293 Fax gatso-usa.com

December 28, 2015

City of Napa
Office of the City Clerk
955 School Street
Napa, CA 94559

Re: RFP No. 2015-105, Red Light Camera System

Dear Selection Committee:

GATSO is pleased to provide this solicitation response to the City of Napa for turnkey red light camera enforcement services. Our submittal will include a brief overview of our company and a detailed narrative of our technology. Response information will be presented in the format and sequence requested by the City.

GATSO is the world's largest and most established automated traffic safety enforcement company. We are the only vendor that designs, manufactures and services our entire solution platform. GATSO boasts a 57-year legacy of industry achievement, and an installation base of over 45,000 systems in 60 countries across the world. Ongoing Major Projects include:

2015	Albany, New York – **64** Red Light Cameras
2015	West Hollywood, California - **16** Red Light Cameras
2012	Project EG100, Netherlands – **237** Red Light/Speed Cameras
2009	Interior Ministry, France – **477** Red Light/Mobile Speed Cameras
2010	Queensland, Australia – **107** Red Light/Speed Cameras
2008	Department of Transport, Hong Kong – **77** Red Light Cameras
2012	Winnipeg, Manitoba, Canada – **48** Red Light/Speed Cameras
2009	Cedar Rapids Iowa – **30** Red Light/Speed Cameras

The wide international acceptance of our solution speaks to our ability to meet a variety of technological, governmental, regulatory and performance challenges. Our equipment enjoys the highest level of national and international certification, and most importantly is considered the de facto standard for automated photo enforcement around the world. Our reputation speaks for itself in the areas of integrity and ability to deliver...

Our offering will be the T-Series Enforcement Platform with XILIUM, our latest photo enforcement and back-office software solution. Its scalability, ease of installation and service, and sheer performance make it the industry's most sophisticated intersection imaging and detection solution. Our design philosophy included the following must-haves:

» A fully turnkey RLC enforcement and back-office solution
» Built-in deployment flexibility and wireless utility
» Unmatched system robustness and ease-of-use
» Web-based, multi-platform user interface & XILIUM Back-office Software Suite
» Local and remote access, setup, configuration and control

GATSO USA

» Virtual lane designation and wireless signal recognition technology
» Self-communicated, port-forwarded system status reports
» In-house inventory control and manufacturing quality control
» Latest TLS and IPSec standards for data transmission and system security
» Unparalleled international certification

We are proud of the fact that with our technology you also get GATSO as a partner. As a company we strive to remain true to the genuine intent of automated photo enforcement programs - public safety. We strive to foster alliance and trust with each of our business associates. Automated enforcement programs are indeed partnerships to GATSO, and unlike other vendors, and negative accounts about our business ethics are virtually unheard of. We welcome a vigorous review of our reference accounts.

Our solution is fully compliant with all applicable laws, including the California Vehicle Code. Our Project Manager Rich Kosina is fully versed in all local, state and federal installation guidelines, and is currently managing the installation of the West Hollywood Red Light Camera Program.

GATSO would truly welcome the opportunity to partner with the City of Napa, and we thank you for your kind consideration. Please call me directly if I can be of assistance or service.

Sincerely,

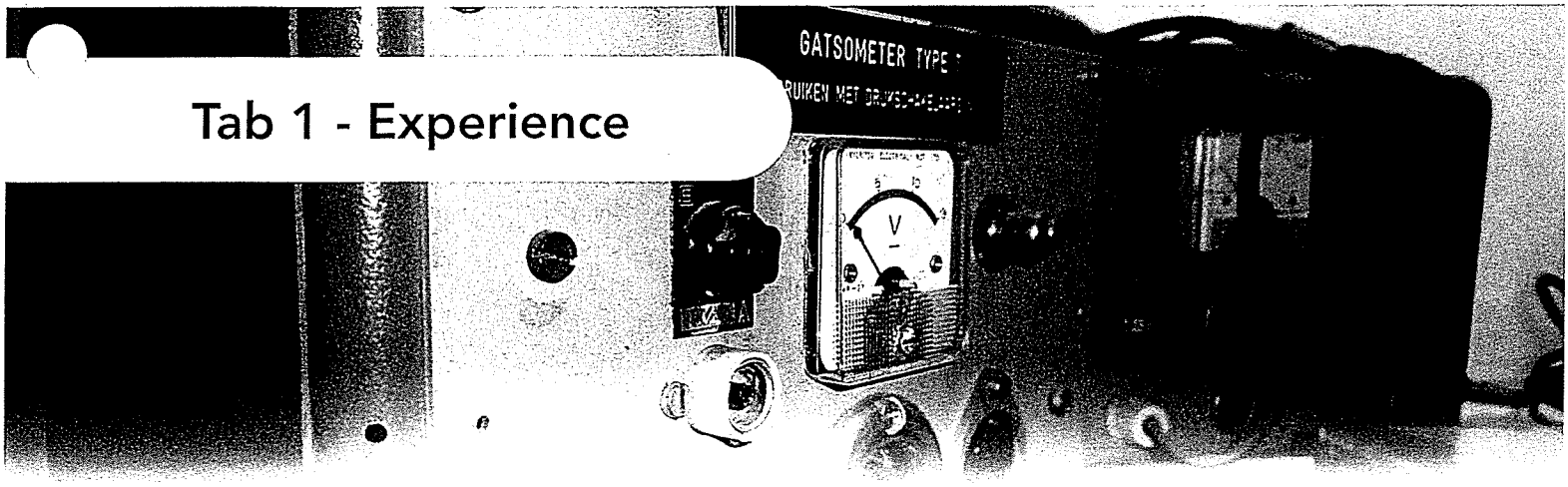
Andrew Noble – President
GATSO USA

TABLE OF CONTENTS

Iconography

Remember | Did you Know? | Important | Technical

Tab 1 - Experience



12V "Standard" tube Gatsometer

INDUSTRY PIONEER SINCE 1958

GATSO is a privately held company, owned by the family of founder Maurice Gatsonides, an accomplished innovator and fierce competitor, whose passion for motor sport racing and quest for timekeeping accuracy drove him to develop and design his own "Gatsometer," a highly accurate race timing system. His first commercially available speed-measuring device was ordered by the Velsen, Netherlands Police in 1958.

GATSO is celebrating its 57th year in photo enforcement. With over 45,000 camera installations in 60 countries, GATSO supplies nearly 50% of the photo enforcement cameras in operation around the world. All major technological advances in the automated photo enforcement industry were developed by GATSO, including the world's first speed camera system in 1960, and the world's first red light camera system in 1966.

"GATSO supplies nearly 50% of the photo enforcement cameras in operation around the world"

Doing business in North America through a third party partner until 2007, the decision was made to incorporate domestic operations. GATSO USA was established and incorporated in the spring of 2007, and GATSO Canada in 2014. With over 1200 cameras installed over the last ten years, and over a million violations processed per year, GATSO USA has the experience, legacy and resourcefulness to deliver a world-class automated photo enforcement program to your community.

OUR COMMITMENT TO YOU

GATSO USA takes pride in its heritage of safety, innovation and integrity. We are - first and foremost - a service company. The greatest technology in the world will not be enough if a truly dedicated service model is not at its foundation. This is an industry that lives and dies on **TRUST** and **PARTNERSHIP**. The public trusts that its decision makers at the local level value integrity and professionalism in its chosen vendors. We have the technology, and we let our service build the trust...

NORTH AMERICAN INSTALLATIONS

Turnkey
Cedar Rapids, IA
Des Moines, IA
Windsor Heights, IA
Polk County, IA
Muscatine, IA
Alsip, IL
Homewood, IL
Streamwood, IL
Libertyville, IL
Oak Forest, IL
Lake Zurich, IL
Hanover Park, IL
Columbia, MO
Daytona Beach, FL
Winter Park, FL
Holly Hill, FL
Maitland, FL
Palm Bay, FL
Edgewood, FL
Tuscaloosa, AL
Abington, PA
Orland Park, IL
South Holland, IL
Albany, NY
W/Hollywood, CA
Newburgh Hts, OH
Capitol Heights, MD

Equipment
Cárdenas, MX
San Francisco, CA
West Hollywood, CA
Cleveland, OH
Portland, OR
Dallas, TX
Garland, TX
Rowlett, TX
Montgomery Co, MD
Wilmington, DE
Wooddale, IL
Algonquin, IL
State Police, IL
Denver, CO
City of Camrose, AB
Wood Buffalo, AB
Red Deer, AB
Milwaukie, OR
Winnipeg, MB
Providence, RI

US Turnkey Installations & Offices

World Wide Reach

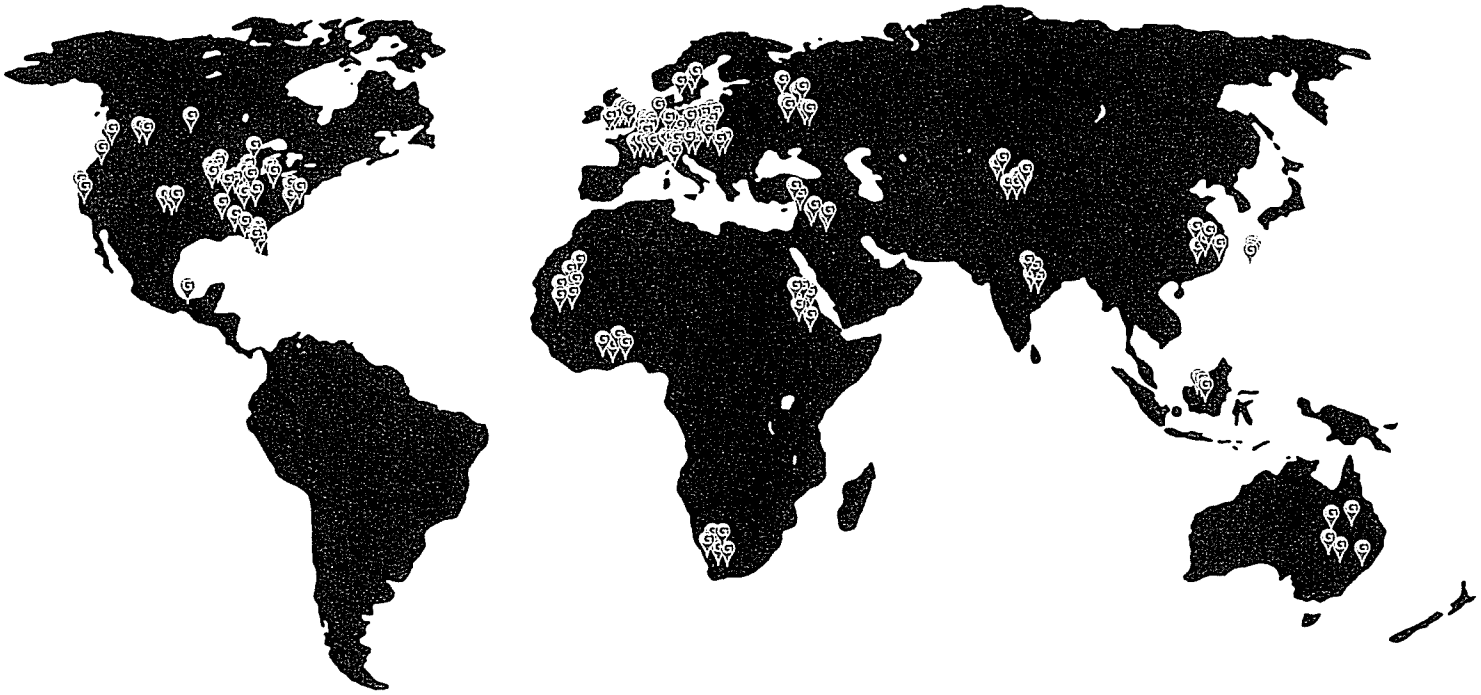
45,000 GATSO SYSTEMS DELIVERED IN 60 COUNTRIES ACROSS THE GLOBE

INTERNATIONALLY RECOGNIZED

There is no specific US Federal certification of photo enforcement technology, per se. Internationally, however, national governments require extensive certification and recertification of a vendor's technology before any consideration of their use. Additionally, many international jurisdictions will require that a vendor meet these stringent European requirements. GATSO enjoys the highest level of this international certification in the automated photo enforcement industry.

TECHNOLOGICAL CERTIFICATIONS

- Dutch Metrology Institute T-Series Enforcement Platform Certification
- FCC Certification for RT3 Radar Antenna
- EMC-R&TTE Directives Certification for Radars
- ISO 9000-1 Certification
- ISO 1400-1 Certification
- FCC Certification for RT2 Radar Antenna
- National Laboratory of Metrology & Testing – France Speed Camera Certification
- Dutch Metrology Institute AS-002-SCM Radar Certificate



CONTRACTOR COMMITMENT

ACTIVE CONTRACTS AND STATUS IN THE USA

No uncompleted projects or contractual commitments will affect our ability to deliver your project on-time and to scope. Our solutions delivery model is scalable, as noted in this RFP submittal, and all performance deliverables will be met. The list below outlines the turnkey US projects currently in pre-production, additional installations or production at GATSO USA.

DOMESTIC TURNKEY PROJECTS IN PRE-PRODUCTION

Orland Park IL	RLC 3
Streamwood IL	RLC 2 (additional)
Albany NY	RLC 32
West Hollywood CA	RLC
Capitol Heights MD	School Speed

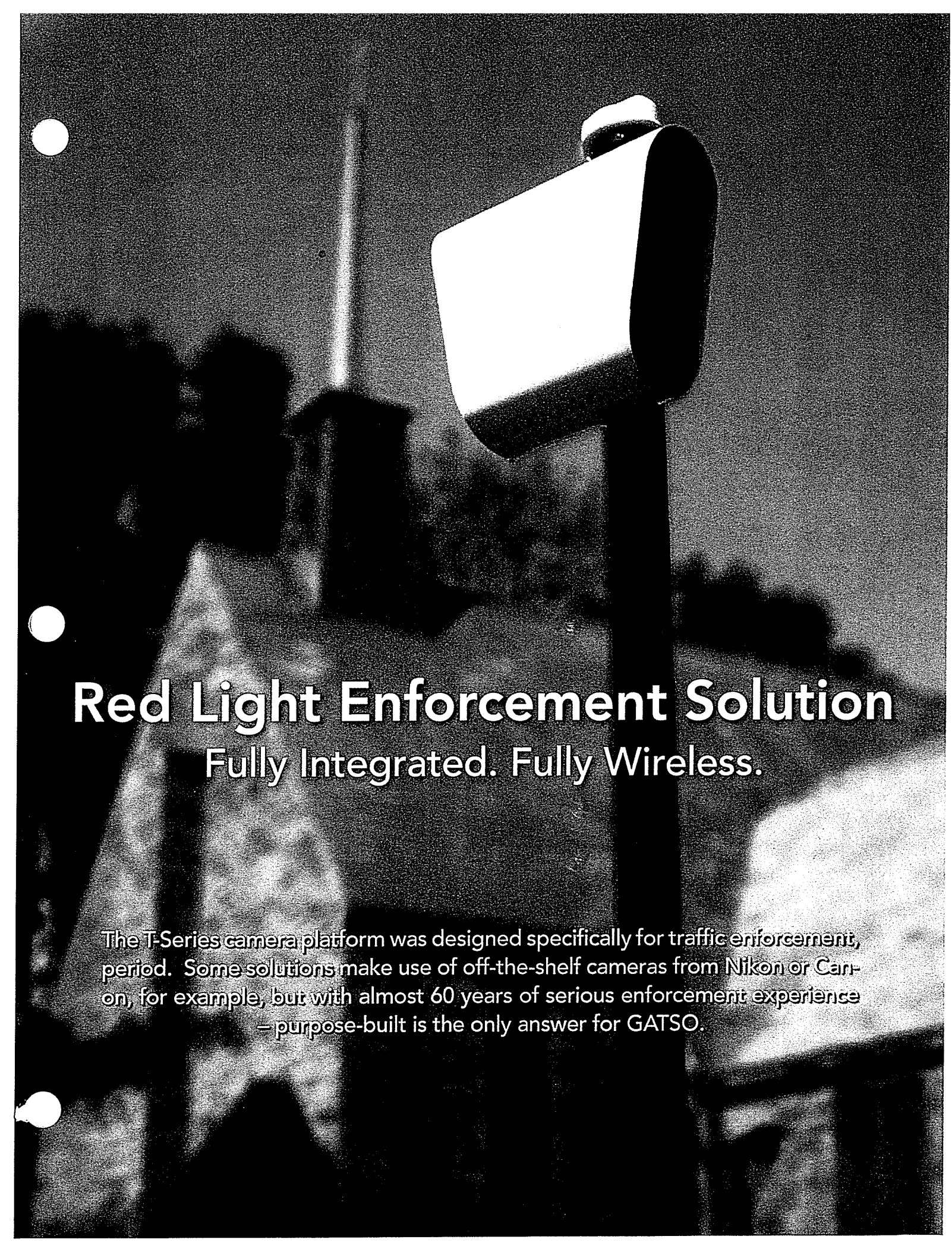
ACTIVE DOMESTIC TURNKEY PROJECTS

Streamwood IL	2009	Muscatine IA	2010	Melbourne FL	2012
Homewood IL	2009	Columbia MO	2009	Edgewood FL	2011
Lake Zurich IL	2008	Palm Bay FL	2009	Polk County IA	2012
Hanover Park IL	2008	Des Moines IA	2011	Abington PA	2014
Oak Forest IL	2011	Maitland FL	2009	Alsip IL	2015
Winter Park FL	2010	Tuscaloosa AL	2012	Newburgh Hgts OH	2015
Daytona Beach FL	2010	Windsor Heights IA	2012	South Holland IL	2015
Cedar Rapids IA	2009	Holly Hill FL	2010		

FINANCIAL CONDITION

PRIVATELY HELD SINCE 1958

Since the start of GATSO in 1958, the company has been privately held. We can attest that our assets are privately held by the family of the founder Maurice Gatsonides. In addition, we do not have equity bankers as partners; that we have no liens on our enforcement equipment; and we do not require financing to build or install our systems. All technology is 100% wholly owned and maintained by GATSO, and our municipal partners can be sure of our long-term financial security. In support of this statement, please consider that our largest customer base is National Governments, in countries where stringent technology and corporate standards exist to ensure only the most financially stable companies are enjoined to deliver these technologies and services.



Red Light Enforcement Solution

Fully Integrated. Fully Wireless.

The T-Series camera platform was designed specifically for traffic enforcement, period. Some solutions make use of off-the-shelf cameras from Nikon or Canon, for example, but with almost 60 years of serious enforcement experience – purpose-built is the only answer for GATSO.

Tab 2 - RLC Technology

Our latest generation Enforcement Platform

90 Minute Installation

30 FPS Video

20 Megapixel Imaging

Simultaneous RLC & Speed **Enforcement**

Virtual Traffic Signal Connection

IP65 Rated System Box

2kv Power Surge Protection

32 Vehicle Tracking Radar

T-Series. The most state-of-the-art Red Light & Speed Camera System on the market today. While other camera vendors have continued to use systems based on technologies invented up to ten years ago, we offer our 5th generation digital system using the newest advances in technology.

Utilizing our new best-in-class 20 mega-pixel camera and state-of-the-art tracking radar, the T-Series from an all-in-one Red Light/Speed Enforcement solution. It is designed to be installed on any piece of existing infrastructure in the vicinity of the intersection approach. It works autonomously from data lines and traffic signal controllers, and can be installed in less than two hours. The T-Series can be installed virtually anywhere.

"A red light system becomes a RLC/Speed-on-Green at the flip of a switch... "

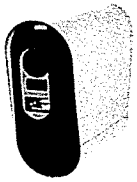
Reliability is a direct result of our non-use of mechanical parts and choosing electronic parts with tight tolerances. For example, the T-Series Camera System we are proposing has no mechanical-moving parts except the aperture blades in the camera lens. Even the camera shutter is electronic. You won't find that kind of reliability from an off-the-shelf system.

Every comprehensive photo-enforcement solution you may have encountered has been a permanently installed, heavily constructed site with hard wiring to power, data, light signal interface and the ground. Design plans, construction drawings, construction time-lines and permit procurement have always been necessary encumbrances within the enforcement world – UNTIL NOW.

VERSATILITY

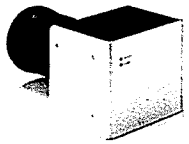
The T-Series roadside platform is an all-in-one Red Light/Speed Enforcement platform. It is designed to be installed on new or any piece of existing infrastructure in the vicinity of the intersection approach or speed zone. It's advanced technology allows it to enforce the widest intersections and the largest speed zones with extreme accuracy. It is engineered to perform autonomously from traffic signal controllers, inductive in-ground loops and data lines - fully wireless to the roadway and to the signal box. It requires only a single pole per system with power, and can be installed in less than two hours if existing street furniture dictates. Its components are ruggedized and robust - built for uptime in the harshest environments.

PRIMARY ENFORCEMENT COMPONENTS - MEETS IACP STANDARDS



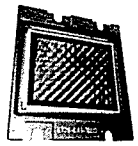
Platform

Our 5th generation Automated Enforcement Platform was conceived, built and tested in-house – the ONE solution for any and all automated enforcement scenarios. Purpose-built for Red Light and Speed enforcement. **This single cabinet encompasses ALL enforcement hardware.**



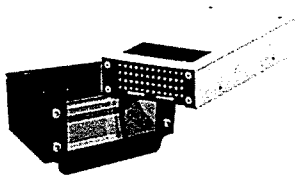
Imaging Unit

The compact imager captures crystal clear images of fast moving vehicles. It combines 30fps HD video with 20MP imaging capability and unrivaled photo-sensitivity to allow the capture of multiple violations under all light conditions.



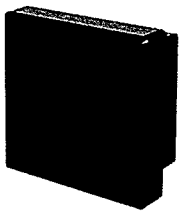
CMOS Sensor

Our ultra-efficient full 12-bit CMOS pixel sensor is 16x more powerful than our competitor's typical 8-bit sensor. The dynamic range of the 12-bit camera is significantly better, resulting in reduced motion blur and improved license plate recognition even under poor lighting conditions.



Flash Units
White Flash
Infrared Flash

The White or Infrared flash are utilized as the system continually monitors light at the roadway installation using Through-the-Lens (TTL) technology. Programmed to deliver minimal intensity yet still provide the perfect level of illumination of the enforcement zone.

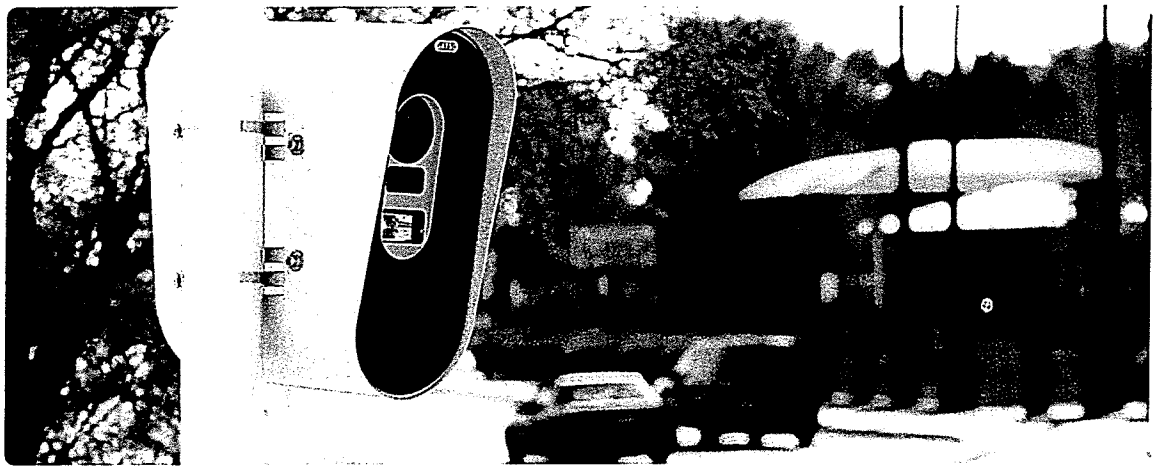


Radar

Our RT4 LTR is an advanced, tracking radar. In simple terms this means it can detect and track up to 32 different vehicles simultaneously in 6 lanes of through, left-turn and right-turn traffic. Its wide coverage area and ability to track multiple vehicles make the RT4 the ideal solution for multi-lane, traffic dense intersections.

Decision Unit

The control unit provides ample processing power to manage the image data generated by the camera head. Up to 4 Intel Atom processing cores offer sufficient processing power to execute on-the-edge machine vision algorithms such as ALPR, and Virtual Traffic Light Monitoring.



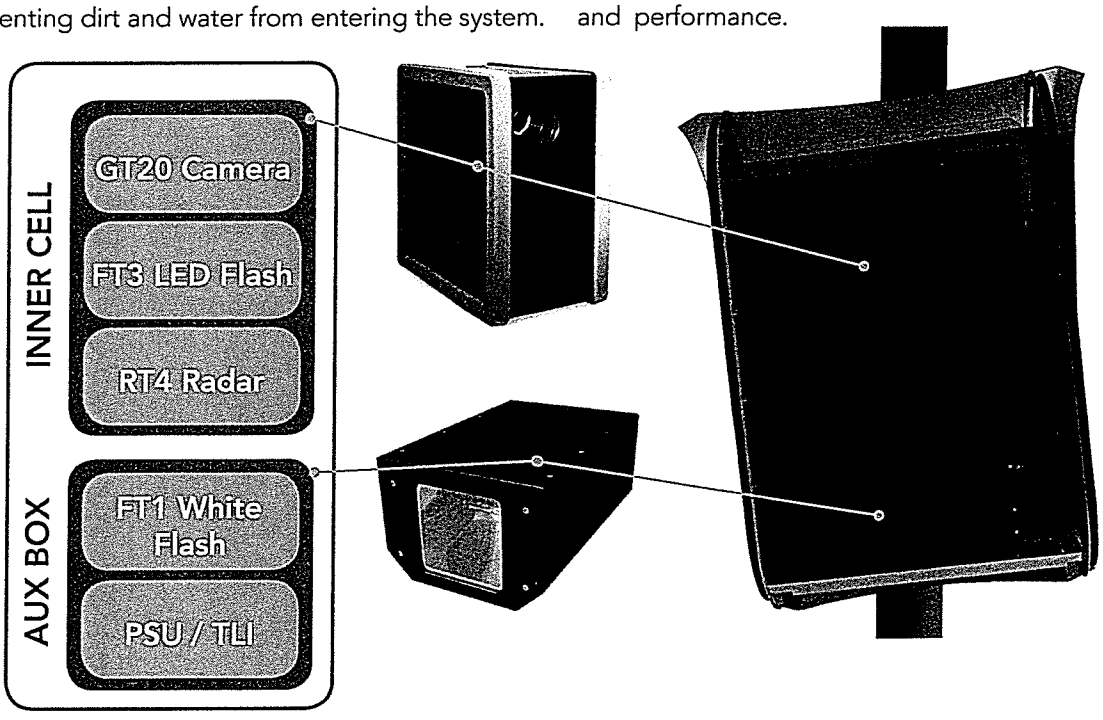
POLE MOUNTED CABINET

Our pole mounted cabinets are designed for easy installation and low maintenance. The functional modules of the system are kept safe from weather and dust in the IP65 inner cell, which is protected from impact and vandalism by the locked outer shell. Unlike other vendor systems which start with a outer cabinet and then install multiple components and wiring within, the GATSO system is housed in a single cabinet. All internal components are installed, connected, wired and tested before leaving the factory. The inner cell can easily be taken out in one piece and never needs to be opened roadside, preventing dirt and water from entering the system.

Electronic regulation of internal operating temp to protect system and ensure optimal performance.

The outer shell can be mounted to existing street furniture or stock poles, greatly reducing purchase and transportation costs. The compact design blends well with most street environments and aesthetics. The pole housing provides basic ballistic protection and can be equipped with an air-conditioning unit for effective climate control, even under harsh conditions.

The Inner Cell holds the radar, imager, flash unit, the system controller (decision unit) and 12 DC power supply. The IP65 rated T-Series inner cell - designed for maximum portability, swappability and performance.



CABINET TECHNICAL SPECIFICATIONS

OUTER CABINET

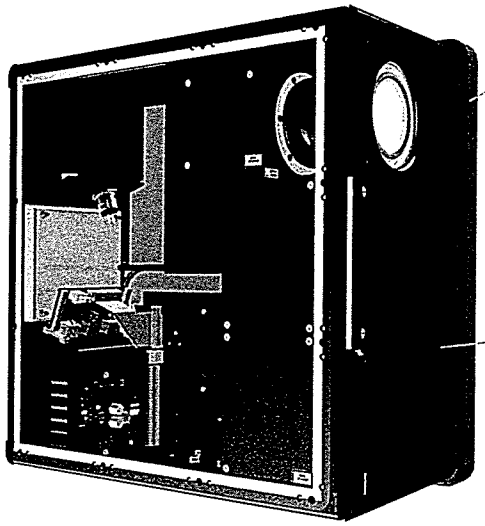
TECHNICAL SPECIFICATIONS

» Outer shell 1.5 mm stainless steel
» Anti-bump, drill and pick-proof locking mechanism
» Standard mounting = round poles, ø3.9 - 9.8 in
» Inner Cell
» Axillary Box

PHYSICAL SPECIFICATIONS

» Height 518 mm
» Width 248 mm
» Depth 570 mm
» Total weight 39.6 kg

INNER CELL

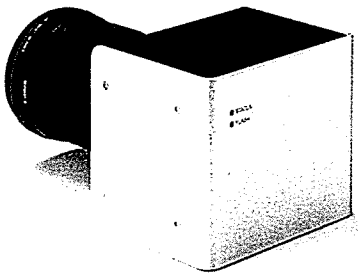


ENVIRONMENTAL SPECIFICATIONS

» Ingress protection IP65
» Dust tight
» Water-jet resistant
» Operating range -25C to 55C
» Self-regulating for temperature
» 95% non-condensed

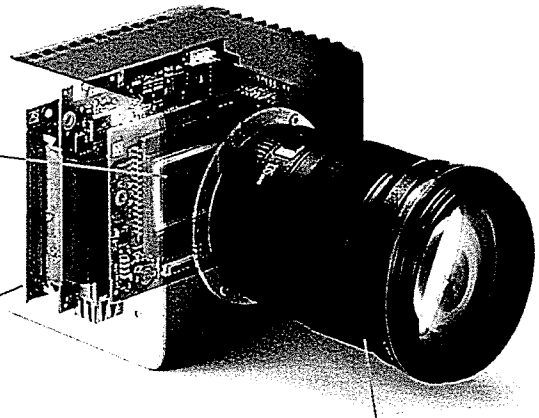
PHYSICAL SPECIFICATIONS

» Height 375 mm.
» Width 210 mm.
» Depth 375 mm
» Cell weight 14.6 kg.
» Power supply 12 – 30 VDC
» Power consumptions 70Watts
» RJ-45 Ethernet
» CAN, RS485, RS232, dry contact



GT20 CAMERA

An automated enforcement camera system must be purpose-built and robust to withstand the high-stress workload of 24/7/365 violation capture. Our commercial grade GT20 single-camera system within the T-Series platform utilizes full-time 12-bit imaging and a 20MP ultra-sensitive CMOS sensor. GATSO feels our purpose-built system strikes a perfect balance of pixel density and quality with high-sensitivity and conditional flexibility. Most photographic experts will agree that 16-20MP is the upper limit of requisite pixel density for capturing, cropping and presenting a violation event. Other fine variables such as aperture type, shutter speed, ISO, depth-of-field, focal length, Bayer filter mosaic and moiré patterns are equally important to the overall performance of an imaging solution. All system variables must be addressed and fine-tuned by an enforcement vendor.



ULTRA
HIGH
RESOLUTION

» 20 Mega-Pixels @ 30 FPS
» Live & retrospect PTZ
» Wide/High Dynamic Range

MULTI
VIEW
ARCHITECTURE

» 30 fps / motion detection
» Region of Interest (view)
» Light control (exposure settings) (automatic / manual)
» Full Flash control (including IR)

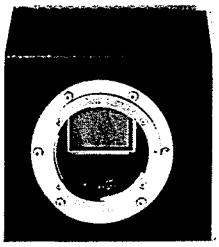
EXCEPTIONAL
LOW LIGHT
PERFORMANCE

» 35mm full frame sensor
» Extremely low pixel noise
» SLR Lens

Same imager in front and rear unit.

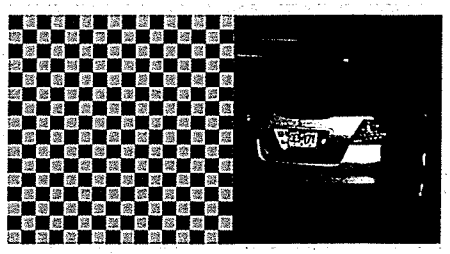
GT20 FEATURES

» Huge imaging sensor - 5120x3840
» Transparent Bayer Pattern pixel array
» Constant ambient-light monitoring with TTL technology
» 12-bit ADC resolution
» Extremely low flash requirement - always <70 watts
» Fully electronic – non-mechanical shutter



LOW-LIGHT SENSITIVITY

GATSO system engineers designed our custom-built CMOS sensors specifically for photo enforcement under harsh and variable lighting conditions. The standard "Bayer Pattern" pixel architecture was reconfigured and refined, with more transparency, a larger surface area and clearer, larger square pixels.

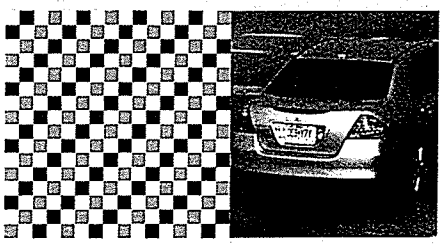


COMPETITOR METHOD

Standard Bayer Pattern - smaller, darker, denser pixels = less light to sensor

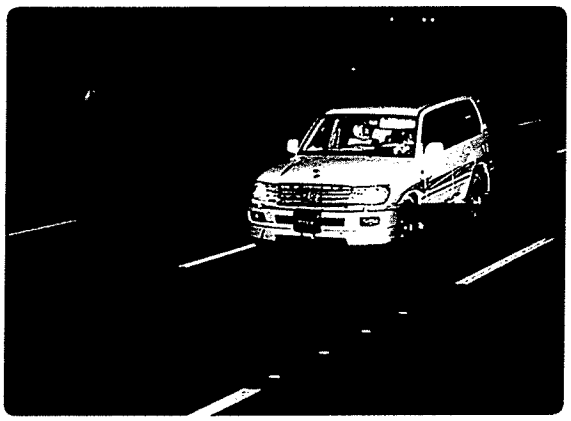
DUAL EXPOSURE

The GT20 sensor and invisible IR Flash have the capability to use two different exposure times for a single front image. By defining a shorter exposure time for the lower part of the image both the license plate and driver face are correctly exposed.



GATSO METHOD

Transparent Bayer Pattern - more light to our larger sensor



LENS/IMAGER FEATURES

- 5120x3840 vehicle-targeted photos
- "Focused-flashing"
- Concentrated field-of-view
- Custom 55mm zoom
- Minimal image compression
- Custom "Polarizer" lens filter
- HDR - Dual-exposure imaging
- Low in-line angling of focus
- Low intensity flash requirement

TECHNICALLY SPEAKING

The purpose built image sensor features a 20 Megapixel (5120x3840) resolution with 6.4µm sized square pixels resulting in an active sensor area of 32.8x24.6mm. Peak quantum efficiency >45% resulting in a superb responsivity of 8.29 V/lux.s in combination with an excellent dynamic range of 66dB. By means of correlated double sampling in global shutter mode, the patented 8-transistor pixel cell architecture reduces any dark noise and FPN non-uniformity of the sensor matrix. The sensor also offers excellent shutter efficiency. At full 20MP resolution and with a 12- bit ADC resolution the GT20 delivers full 30fps. This is achieved by using 16 LVDS outputs running at 480 Mbit/s each. Lower frame rates can be supported by multiplexing to 8 output channels only. Partial read out, windowing and subsamples modes can be programmed to support higher frame rates. At full resolution and frame rate, the power dissipation is 1.1W. This power consumption can be dynamically controlled when lower frame rates are used. Driving and programming the on-chip features such as HDR modes, offset and gain programming and power dissipation control is done over a 3-wire read-write SPI control.

FRONT IMAGER

DISTINCT CHALLENGES

Experience and testing has indicated that the front camera in a front/rear system is at least as important as the rear unit. As noted our rear unit is designed to capture both full HD video and dense 5120x3840 resolution images. The extremely dense images are critical for providing vehicle identification and enable the zoom-in capabilities required to capture license plate crops from either of the full sized images. Large vehicle and high-contrast license plate capture are not the object of the front camera, however...

WINDSHIELD OCCLUSION

Today's advanced windshields are light and heat inhibiting by their purpose, and the severe angle of the screen introduces image quality issues that have limited the effectiveness of many programs. These inhibitions can cause real challenges to installation and performance of the front unit. These unique imaging obstacles need to be overcome in the laboratory and in the field through engineering and testing. Our engineers have designed and calibrated our front end solution with a number of these specific variables in mind. As noted, GATSO designs and manufactures its own imaging solutions. We do not depend on third parties or off-the-shelf imagers - we engineer our own solution.

Front / Rear RLC/SOG enforcement installation. You can see the rear T-Series in the upper left of the photo.

RADAR SYSTEM

Our RT4 Radar System is a wireless, tracking radar. In simple terms this means it can detect and track up to 32 different vehicles simultaneously as they travel toward and through the intersection approach. Both the speed and position of the vehicles are accurately measured and tracked, providing the system with all the data required to confirm speed and red light violations as-well-as vehicle length needed for vehicle classification. Its wide coverage area and ability to track multiple vehicles make the GATSO radar the ideal solution for dense traffic and busy enforcement scenarios.

EXTREME PERFORMANCE

A single system can handle multiple distinct light signal phases. Turn arrows for the LHT, RHT, as well as the through lanes are all monitored independently, providing unmatched flexibility. Its narrow-field police K-band radar is unaffected by time of day or weather. The unit is designed to simultaneously detect and track up to 32 vehicles for location and speed at an enforced zone. By configuring the system to create a unique detection zone for each lane the GATSO technology has no trouble detecting simultaneous violations in up to 6 lanes of traffic. Our solution is a fixed position detection system. It does not have to reset or recoil in order to detect the next violation. Reset time is a real challenge that plagues most other tracking video detection and capture systems.

AUTO ALIGNMENT WIZARD

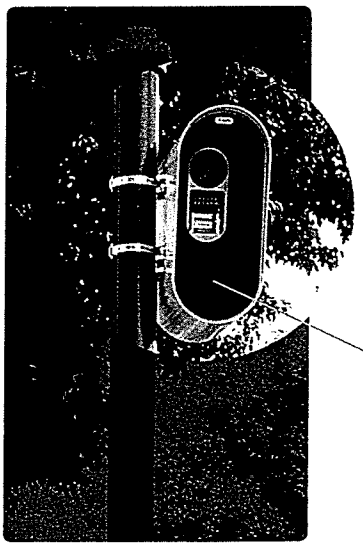
GATSO employs an intuitive set-up screen to demark the enforced lanes within an intersection approach. In addition, over time the system's CPU will "learn" the lane coordinates based on an analysis of traffic flow and patterns, further diminishing the number of tall-vehicle lane incursions and occlusions that plague other vendors' detection systems.

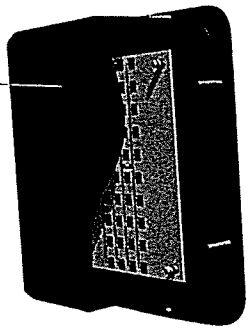
VEHICLE TARGETING

To aid in designating the violating vehicle, a symbol can be overlaid on the image. The shape of the cross-hair can be configured by program officials.

RADAR FEATURES

In 2005, GATSO is first in the industry with non-invasive detection (GATSO Loopless Trigger Radar)



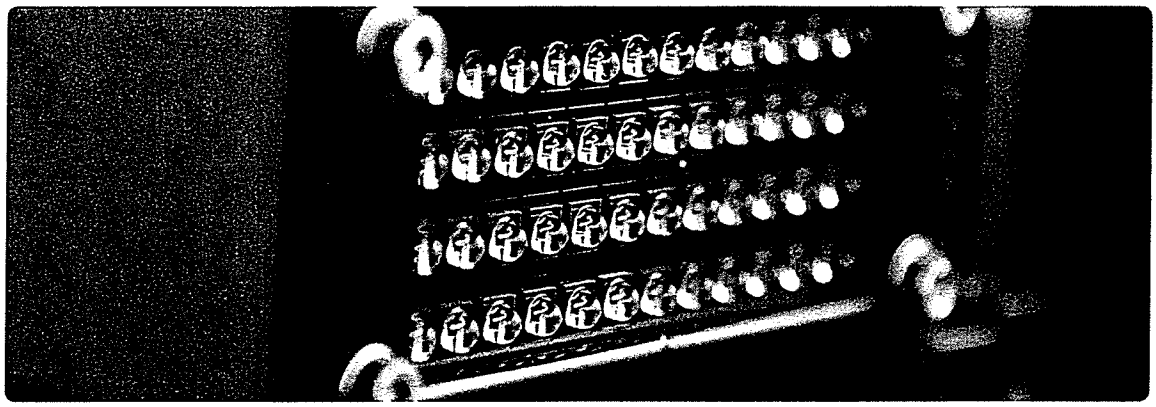


TECHNICAL FEATURES

- » Narrow-field police K-band ISM
- » No rest / no recoil
- » Lane & distance-to-vehicle indication
- » ZERO false triggering
- » Vehicle Targeting
- » Vehicle Classification

DEPLOYMENT FEATURES

- » Simultaneous receding/approaching detection
- » Fully wireless, loop-free installation
- » Massive 450' coverage range
- » 32-vehicles simultaneous tracking



IR Flash Unit

Xenon & Infrared

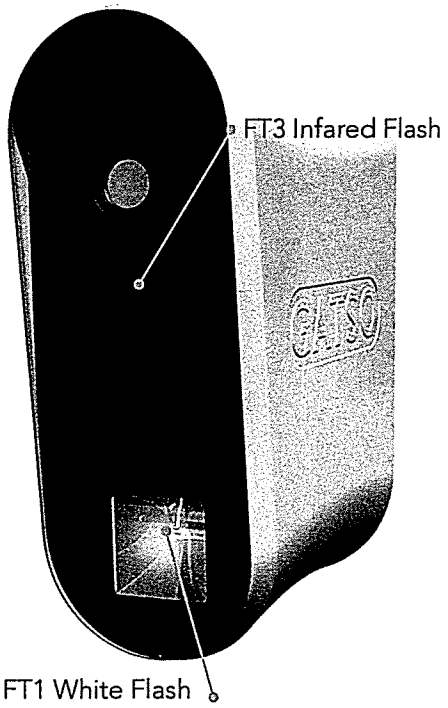
Our White Xenon and Infrared flash units are purpose built by GATSO for photo enforcement - designed to recharge rapidly, providing the correct amount of light each and every time. There is no need for overly-obtrusive lighting at a GATSO-installed intersection.

FT1 & FT3 FLASH UNITS

- » Dual units - White Light & Infrared
- » Purpose-built by GATSO
- » Always <= 70 watts; < 40 watts on average
- » "Ambiance Sensing" technology
- » Easily swappable

DISCRETE FLASH

An automated traffic safety camera system must discretely capture images of multiple violators at all speeds under all lighting and weather conditions. The captured images must clearly display an identifiable vehicle and license plate. The vendor CANNOT have bright lights blazing away at an enforcement zone... A digital camera system must be able to capture prosecutable images from dusk to dawn in both full sun and moonless night.



The imaging system continually monitors light at the roadway installation using Through-the-Lens (TTL) technology. When the system senses a violation event, the camera sends a distinct electronic frequency to trigger the flash unit. The flash unit then outputs the precise amount of light to properly illuminate the violating vehicle - typically 40 watts or less. In all cases, this is never greater than 70 watts, and often much less thanks to the low light capability of the 12-bit camera, negating the need for overly bright and obtrusive lighting. 40-70 watts is extremely small when compared to most other suppliers of consumer grade off-the-shelf flash units which often output an unacceptable level of illumination.

Tab 3 - Software

Our custom-built, web-based configuration utility controls all system functions. This secure, powerful system allows 24/7 oversight of the entire program.

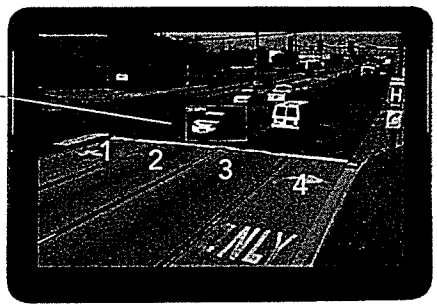
T-Series Intersection Configuration User Interface (UI)

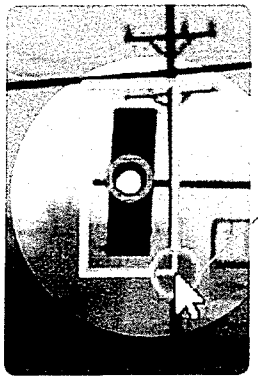
Initialization of the enforcement zone is performed through our custom-built set-up utility, known as the T-Series User Interface. Our engineers and authorized personnel use this powerful, "wizard" based tool to register critical setup parameters; make authorized adjustments and updates to those parameters; access key system settings and monitor system performance in real time.

ACCESS & CONFIGURATION

OPERATOR SETUP

- » Web-based, device and operating system independent
- » Intuitive controls & user navigation
- » Local or remote control via wired or 3-4G / WiFI
- » Fully automated system-diagnostic routines
- » 24/7 access to operational parameters & data



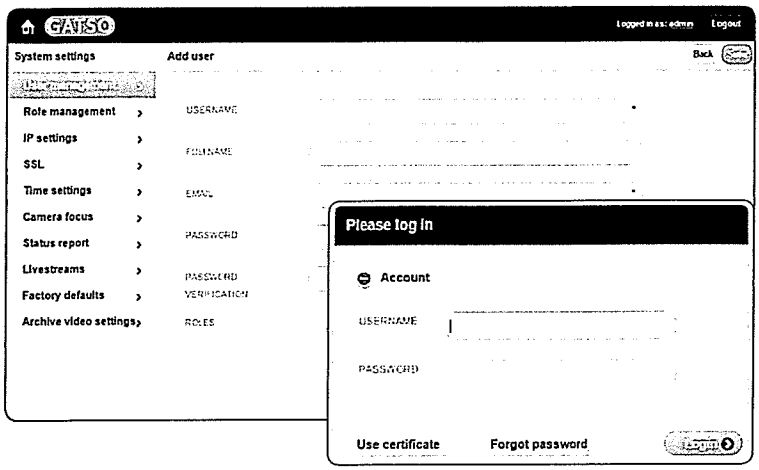


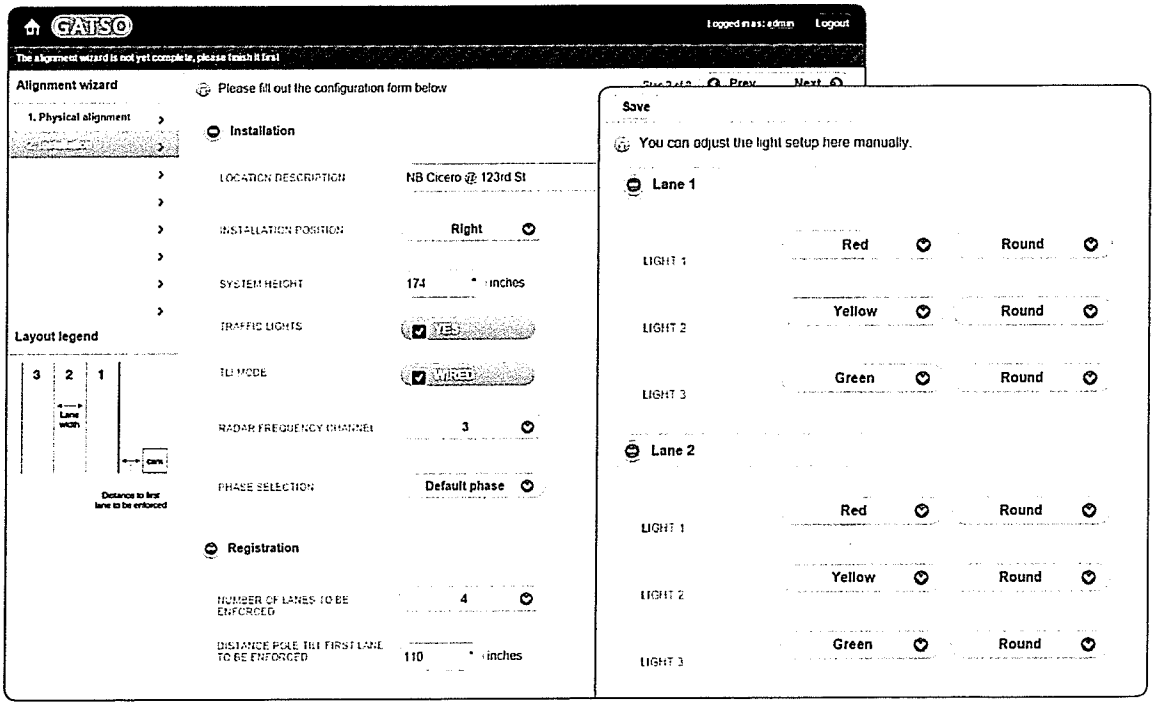
ADVANCED FEATURES

- » Exclusive "Through the Lens" enforcement zone setup
- » Exclusive "Virtual Traffic-Light Interface" technology
- » Fully wireless to traffic signal and roadway
- » Dynamic, programmable lane-specific speed enforcement
- » Multi-phase lane designation utility

SECURE LOGIN

The T-Series UI can be securely accessed remotely from any mobile device for unmatched ease-of-use and 24/7 configuration monitoring. Secure access is strictly controlled through the use of strict administrator privileges and dual-authentication. Our Project Manager will control access and authorizations based on stated business rules.

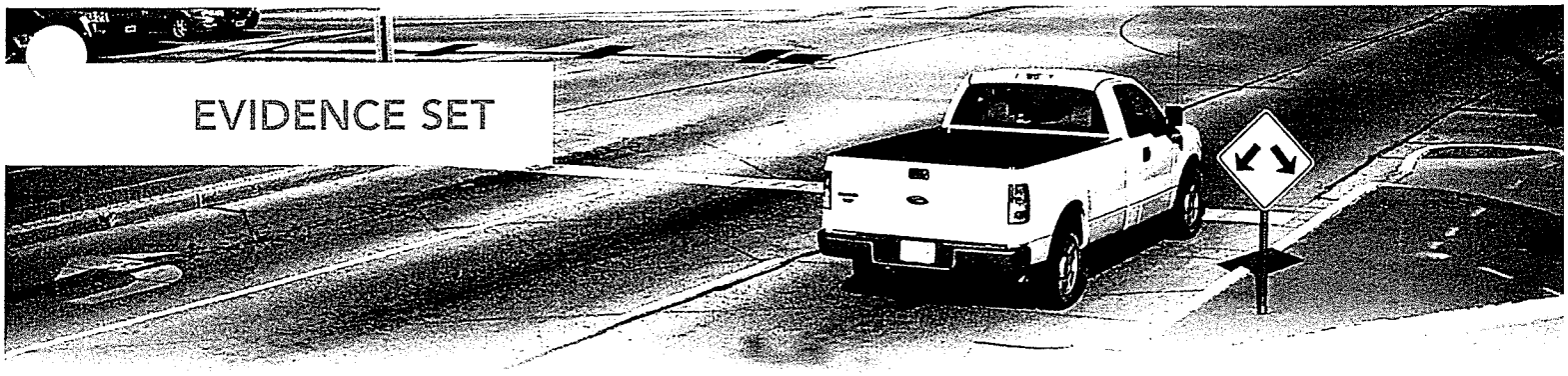




INITIAL ALIGNMENT

A GATSO T-Series solution is built to be fully wireless to the roadway and signal box. Enforcing a red light or speed zone wirelessly requires the detection and imaging systems to "see" the characteristics of the intersection or speed zone, and the Internal Controller to designate functions and monitor conditions. The alignment wizard guides our engineers through the initial installation procedure by aligning the radar with the specific location parameters, including lane and distance-to-camera measurements. Wireless traffic light detection (if needed) utilizes the light information of the traffic signal captured in the video frames of the imaging system. Specific alignment settings established during the initial setup phase include:

- Lane Designation
- Yaw Adjustment
- Photo Trigger Position
- Traffic Light Settings
- Enforcement Settings



EVIDENCE SET

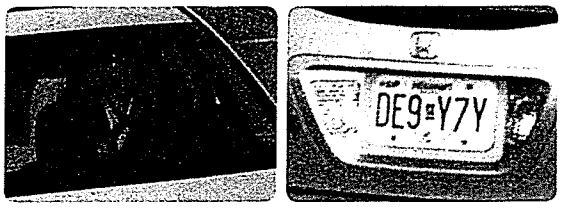
IMAGES AND DATA SET

Each Red Light Camera violation event captured by a GATSO enforcement system will provide multiple digital images, video, and metrics – per specific program requirements. The first image (below left) is a wide-angle shot of the enforced lane showing the subject vehicle. The second image is also a wide-angle shot showing the same vehicle proceeding down the road. The third image is wide-angle shot showing the front of the vehicle. The fourth and fifth images are "crops" (tight or loose) of the license plate and driver image. The license plate (DE9Y7Y) and make/model clearly identifiable (Honda Accord.)

First Rear Image

Second Rear Image

Front Image

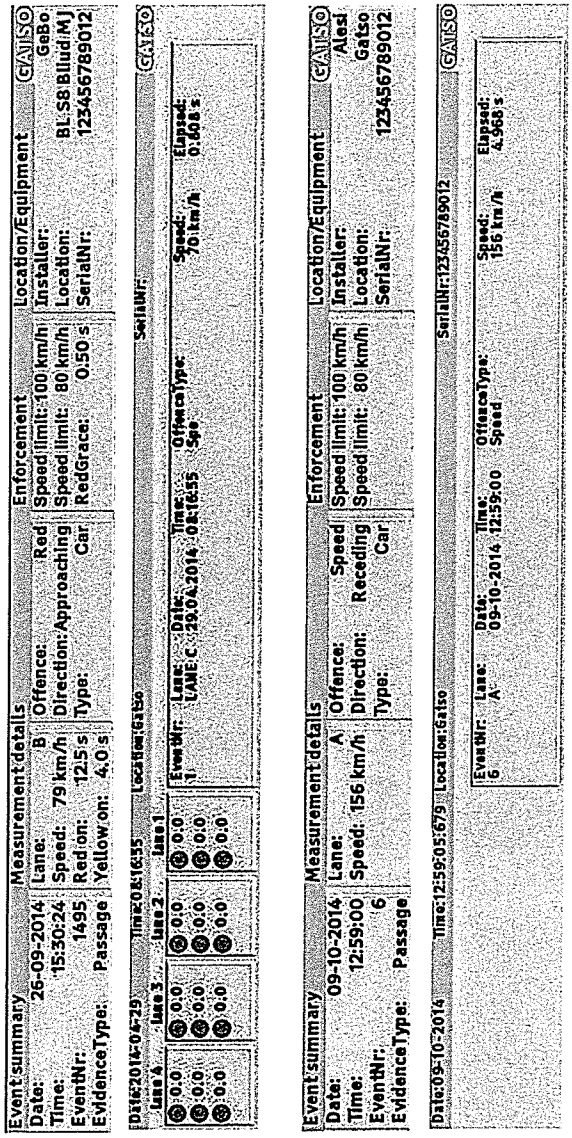


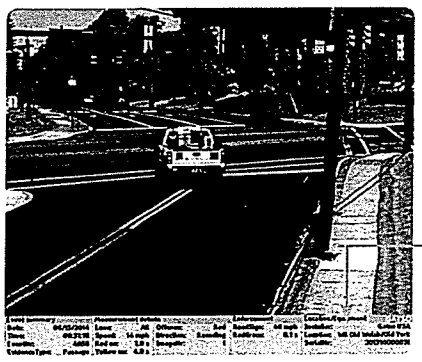
Face and license plate crop

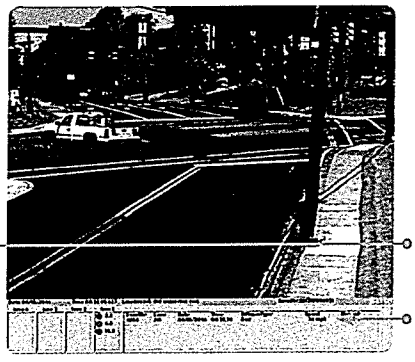
GATSO DATABARS

Each image and video data element contains a databar with actual and relevant evidence information. Databars are custom built according to your unique requirements, and are fused to each data element, providing key prima facie evidence which has never lost a court challenge.

RLC Databars **Speed Databars**







Still image databar

Video databar

IMAGE DATABAR

Event summary

- Date: dd-mm-yyyy
- Time: hh:mm:ss
- EventNr: violation sequence number
- EvidenceType: Test or Passage

Measurement details

- Lane: lane label
- Speed: measured speed in km/h
- Red On: elapsed red-light time
- Yellow On: elapsed yellow time
- Violation Type: Speed, Red, or R+S
- Direction: approaching or receding
- Type: Vehicle type Car or Truck

Enforcement

- Speed limit car: speed limit for cars in km/h
- Speed limit truck: speed limit for trucks in km/h
- RedGrace: grace period per program

Location/Equipment

- Installer: Engineer/Technician name
- Location: location description
- Serialnr: camera serial number

VIDEO DATABAR

- Event number
- Lane
- Time
- Evidence Type
- Speed
- Traffic light times / lane
- Elapsed Time

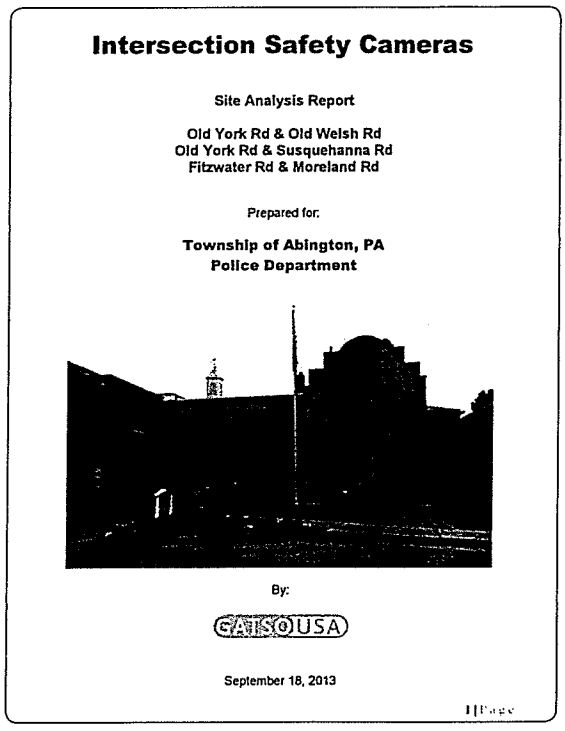
Tab 4 - Installation

SITE ANALYSIS

Approach and zone analysis selection is certainly the most critical post-award element of an automated RLC enforcement program. Program officials must have reliable data to support their enforcement decisions, particularly when tens if not hundreds of thousands of program construction dollars depend on proper deployment of enforcement hardware.

Legacy site analysis has traditionally followed a time-tested form and methodology, relying on government and industry-accepted traffic science and the skills of traffic engineers and observers. Our co-founder and CTO Rich Kosina and his team have prepared countless site/intersection analysis reports utilizing these tools and methods.

We have been directing our existing safety partners to utilize the actual camera system as a data gathering tool for prospective deployments. Rich, specific traffic data for both red-light and speed studies can be compiled quickly and efficiently - in report form - for use by municipalities for their ongoing deployment decisions.



Intersection Safety Cameras

Site Analysis Report

Old York Rd & Old Welsh Rd
Old York Rd & Susquehanna Rd
Fitzwater Rd & Moreland Rd

Prepared for:

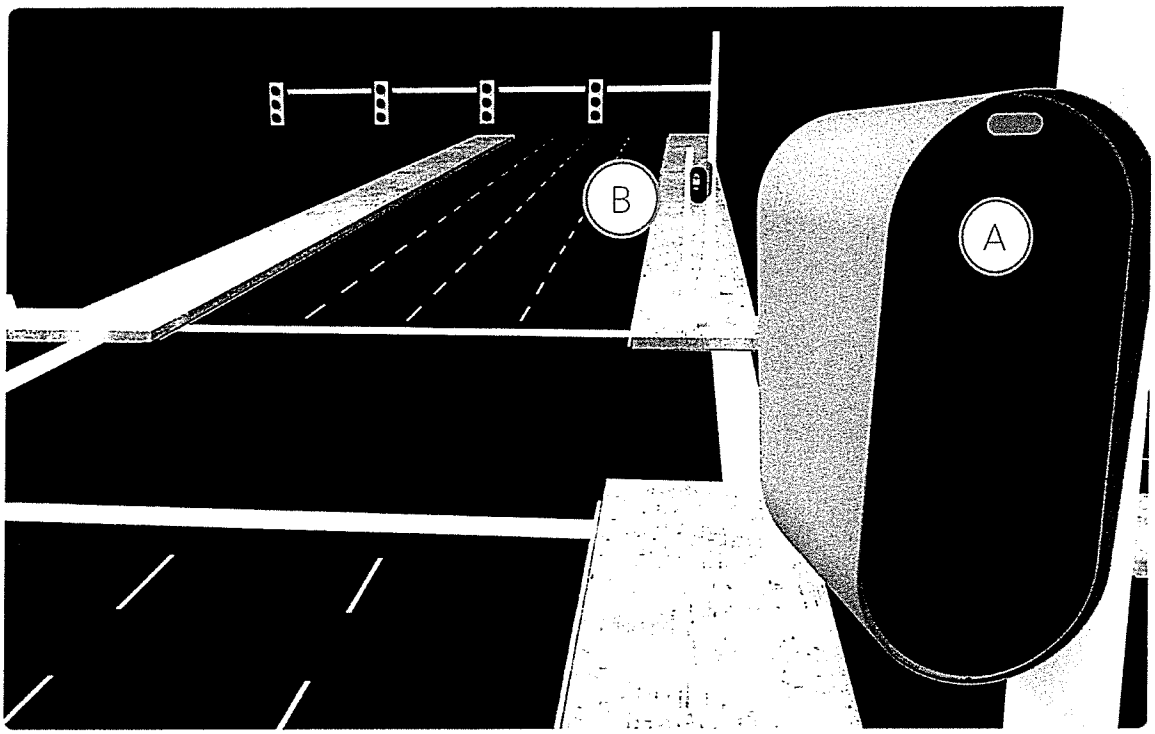
Township of Abington, PA
Police Department

By:

GATSOUSA

September 18, 2013

Abington PA Intersection Review



A Detection and imaging lanes 1,2,3,4

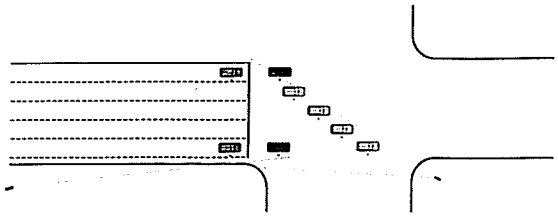
B Front imaging unit

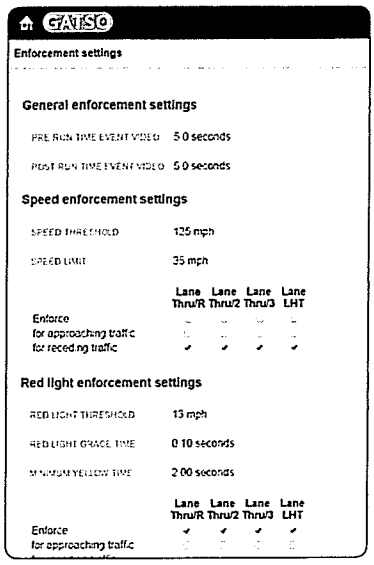
SINGLE POLE INSTALLATION

Installation is straight-forward. A single pole set at a wide functional range of 130 to 180 feet from the center of the intersection will constitute the primary rear system buildout. The front imaging unit will be mounted at variable height and distance, utilizing the best possible angle for driver image capture. Each individual camera unit can be accessed remotely, and image quality adjustments can be made online by technicians at GATSO. Other vendor systems may require a second rear imaging unit and flash located nearer to the intersection to capture plate images. Not GATSO.

OCCLUSION MINIMIZED

For wider intersections up to six lanes in width, mount-height is variable. Slightly higher unit placement will resolve two primary issues with wide-zone enforcement. First, the higher placement will help to minimize the occlusion caused by higher vehicles entering the "line-of-sight" of the tracking radar. The detection angle will create more "separation" between vehicles and ensure that accurate tracking is achieved. Secondly, the higher angle will ensure that the plate capture ability of the video and imaging system will not be impeded across four, five or six lanes. This is an enforcement model that has been extensively tested by GATSO engineers, allowing for the highest rate of accurate detection and capture with a minimal amount of intersection buildout.



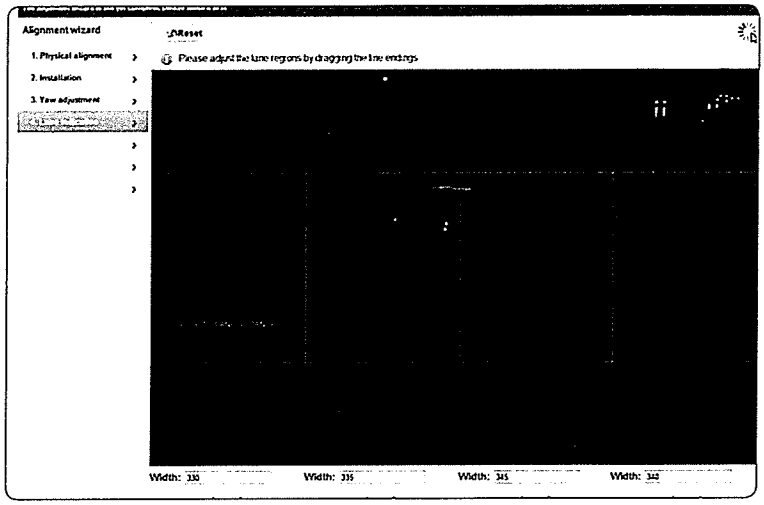


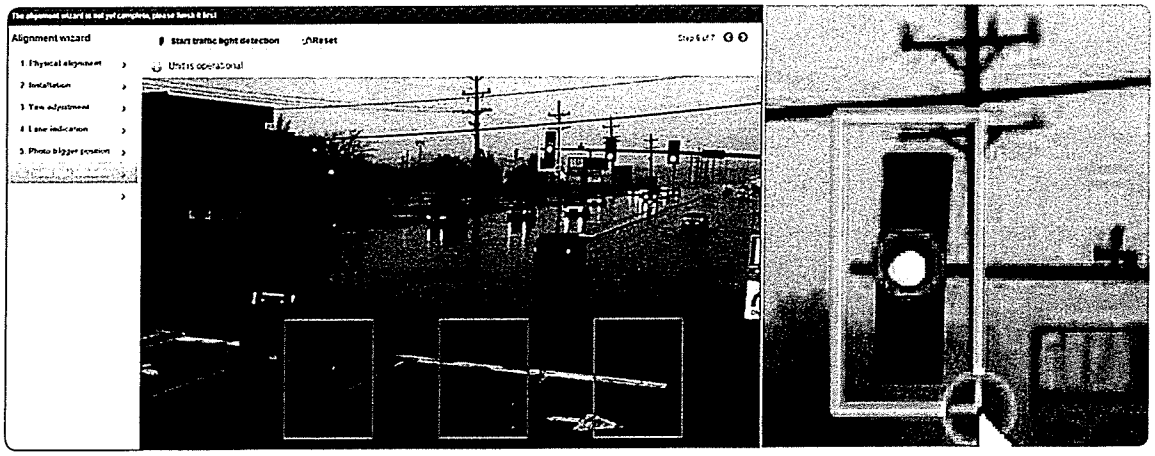
ENFORCEMENT SETTINGS

The Enforcement Settings screen gives an overview of the actual enforcement settings for each individual lane. Settings for video length (the included video clip before and after the violation); lane-specific speed threshold & speed limit; and lane-specific red light threshold, red light grace time and minimum yellow time settings are all input per the business rules of the program.

RADAR SET-UP

Our unique lane-plotting wizard demarks specific lanes with specific speed thresholds and signal phases. This negates the need for physical disturbance of the roadway with wired sensors, and will expedite setup and ongoing reconfigurations.

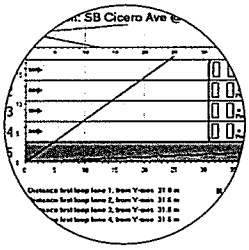


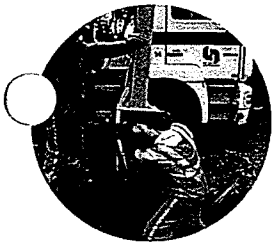


TRAFFIC LIGHT SET-UP

Our Vision Traffic Light Interface will "virtually" assign a specific traffic light signal head to a specific lane. The system recognizes individual phases of the signal based on the illumination of the particular bulb - red, yellow, green or turn arrow. This provides critical visual evidence in an image set, and captures **EXACTLY** what the driver sees at the intersection.

NAPA, CA LAUNCH TIM





3/14 3/21 3/28 4/4 4/11 4/18

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KEY

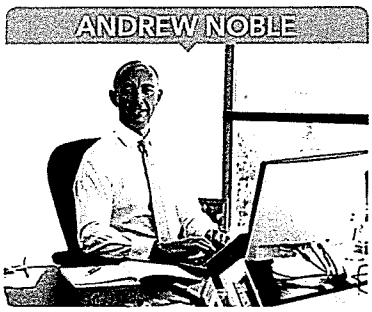
- GATSO deliverable
- GATSO/City collaborative
- GATSO/Sub collaborative

- All anticipated deliverables can be modified per the wishes of the City, including all collaborative elements.
- For illustration we have presumed a 2/1/16 Notice to Proceed. Timelines flexible per City requirements.

YOUR PROJECT TEAM

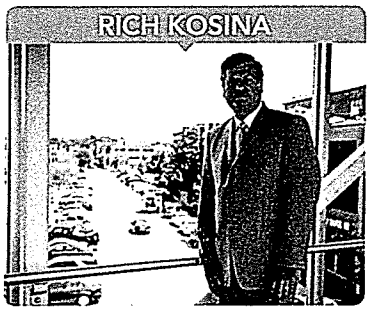
With offices on three continents and over 160 employees, GATSO has more automated enforcement hardware in use than company in the world, with 45,000 installations in 60 countries. Three dozen engineers and two dozen software developers complement a dedicated manufacturing operations and support staff to deliver the world's most sophisticated photo enforcement solutions. The GATSO group of companies' structure remains tightly connected to the core values born half a century ago - through corporate expansion in 2007 with the opening of GATSO USA; in 2009 with GATSO Singapore; in 2010 with GATSO Germany, in 2011 with GATSO Australia, and GATSO Canada in 2014 Indeed, every specialist in the company remains one phone call and work order away. Your automated enforcement program will benefit greatly from this connected structure and its long-established success.

EXECUTIVE & MANAGEMENT



Project Leader
15 years of Experience

Andrew Noble will head our Executive Team, and be the primary contact for all contractual and financial matters pertaining to the program. Andrew will drive all compliance activity and ensure all deliverables and milestones are met. Andrew will liaison with program managers in support of outreach and awareness for the program.



Project Manager
35 Years of Experience

Rich Kosina is a 35 year industry veteran and has led the installation and subcontractor management of more than 1300 GATSO systems domestically. Rich is responsible for all technical aspects of the program. Also serving as an expert witness, Rich will be the highest technical contact for installation through operation of the program.

Operations Manager
7 years of Experience

Suzanne Kemple has been with GATSO since early 2011 and has led all customer service operations and client back-office training efforts. She will be the GATSO point person for business rules compliance, revenue realization and program management. Suzanne will be reporting to Andrew Noble for the duration of this project.

ENGINEERING

ROBERT ORTEGA
Sr Systems Engineer - 7 Years

With more than eleven years in networked electronics, Robert Ortega is the senior systems engineers assigned to the project. Robert has been with GATSO since 2008, and has led many build teams for of internal and subcontracted engineers. Primary responsibilities will include engineering supervision, technical liaison and field operations management.

BRIAN GRACE
Systems Engineer - 2 Years

Brian brings more than nine years of technical experience and installation expertise to the project. Brian will be part of the initial engineering and buildout team. Brian will be responsible for initial system testing and ongoing system support and maintenance. Brian will be reporting to Rich Kosina for the duration of this project.

CHON WAI CHUNG
Systems Engineer - 7 Years

Chon will be directly involved with the initial Launch Team in all technical and operational aspects of installation and testing as a local engineer. He will support multiple build teams and officials during the initial phases of Go-Live. He will be reporting to Rich Kosina throughout the project.

FRANK WILMINK
Integration Engineer - 10 Years
Frank will be responsible for installation, testing, communications and software engineering for the initial phases of the project. He will be the primary liaison between the European Software Development Team and local operations. He will report to Rich Kosina throughout the duration of the project.

ROBERT CLARK
Processing Supervisor - 7 Years
Robert will be a primary administrative contact for all event processing and customer service efforts for the program. Rob is well versed in violation processing Q/C, Nlets procedures, customer support and outreach. He will be reporting to Suzanne Kemple.

ADMINISTRATION

KRISTIN NOBLE
Development Manager - 7 Years
Leading the development effort for all publicity materials and outreach literature, Kristin will be responsible for customizing the design of the materials for City and supporting the training efforts of Suzanne Kemple during the initial implementation process.

BRENNEN SWANSON
Production Manager - 4 Years
Brennen Swanson will lead the citation design and processing fulfillment efforts for the program. In addition, Brennen will liaison with program officials around the composition and design of public awareness materials for use in the City. Brennen Swanson will be reporting to Andrew Noble for the duration of this project.

Program Launch

EARLY RLC PROGRAM OVERVIEW

Upon award of this enforcement contract, GATSO will launch its technical and operational teams to begin program activities for the City of Napa. The executive team from GATSO will meet with program officials and managers to finalize the project plan and framework of downstream deliverables. Local subcontractor relationships will be organized and coordinated. Existing and prospective enforcement sites will be confirmed and GATSO will work with program officials to begin site analysis, procure permitting and begin fitting hardware. Following a concurrent path with the vehicle build-out deliverable, project timelines will be established. GATSO engineers and build teams along with local contractors will begin the process of installing, calibrating and testing camera systems in the field. Reporting and tracking timetables will be established to support system readiness, reduce system downtime and monitor the operational health of our enforcement hardware.

COLLABORATION & INTEGRATION

Our software engineers in Europe and the US, along with our local development team, will work closely with program, DCC and DPD officials to customize specific software and interface requirements per program requirements. XILIUM enhancements and WebDoc integration will be built into our online systems allowing program officials to access and view camera system calibration reports and data in support of back-office operations and adjudication efforts. Staff training programs will be coordinated and executed prior to program rollout. A Service Ticket system will be established and procedures will be developed to support information flow and increase efficiencies in the areas of problem resolution and program deliverables. "On-Call" service schedules will be coordinated, and Quick-Response protocols will be established to meet the challenge of every conceivable program exigency or complication.

IMPLEMENTATION

GATSO will ensure that all new and existing approach sites deemed appropriate by the City will be fully and tested within a very expedient time range. Our solutions typically require a single rear and single front mounting pole with power, locatable within a wide range of distance from the intersection approach. We anticipate that given the nature of our solution, additional sites could be fully assessed and analyzed during the proposed timeframes should the City concur.

VARIABLES

Analysis, permitting, pole installation, configuration, testing, retesting and certification are all variables in any build-out equation. Those variables notwithstanding, the uniqueness of the GATSO system is the speed in which it can be installed and the minimal disturbance to daily traffic during the installation. Our systems were designed and built with every implementation variable in mind, and that design philosophy pays off handsomely during this phase.

TIMELINES

Any drawing review and permit issuance timelines would naturally depend on the City's then-current workload. Based on extensive experience, however, with the typical delays and variables, the timeline for a drawing-through-construction GATSO-directed fixed installation is typically eight weeks - or much quicker with existing or expedited processes.

SUBCONTRACTORS

Our Scottsdale, AZ-based Project Manager Rich Kosina has led dozens of subcontracting teams for hundreds of build-outs. It is his intention to utilize local resources, as noted in the Subcontractors section of this submittal (Tab 9 - Additional Information,) to supplement his existing crew. Ongoing, both GATSO technicians and local subcontractor personnel will be available and on-call for scheduled and emergency response.

PERMITTING & APPLICATIONS

GATSO will work with program officials to ensure all required documentation is composed and submitted to the appropriate parties. Installation activity will be compliant with and under the guidance of program officials. If existing poles are not available for camera attachment or if the City chooses not to allow attachment, the poles and foundations we would use will require engineering drawings, permits and site build-out. Further, since our solution will not require connection to the traffic control cabinet or disturbance of the road surface, we've greatly reduced the review time for program officials, resulting in a quicker approval and permit.

WARRANTY

GATSO USA warrants all GATSO-owned hardware for the length of the original contract and any contract extensions. Any required repairs and maintenance will be performed by GATSO USA at no charge to the City. The camera system's OS software and the XILIUM Backoffice will be upgraded at no cost to the City for the length of original contract and any contract extensions.

AS-BUILT DRAWINGS

Any approved as-built design drawings produced for this program will be deposited in a repository as well as City offices for the life of the contract. Further, any changes which may occur to a RLC system whether to new or existing installations will be added to the repository. The repository will remain active for the life of the contract.

SIGNAGE

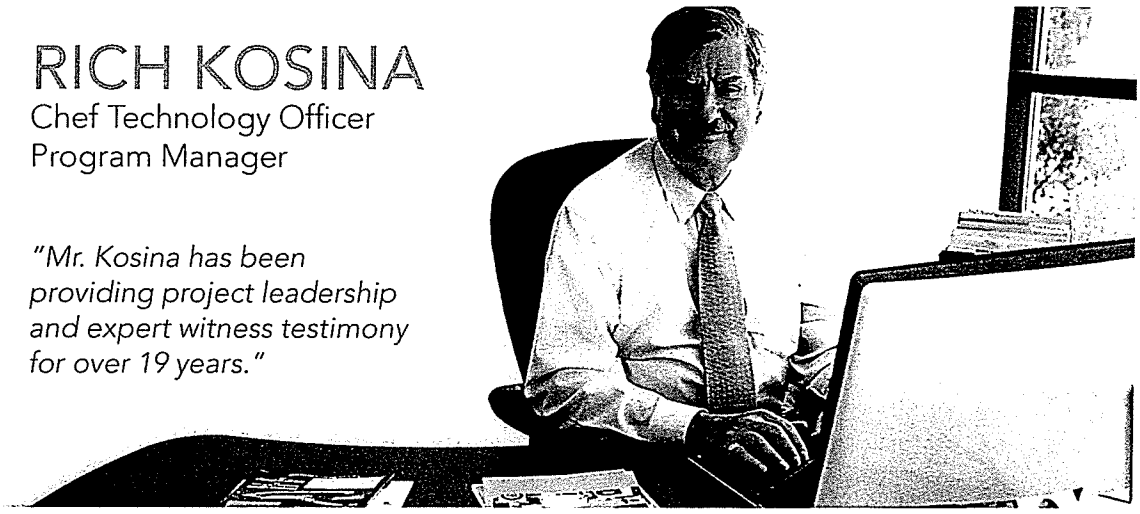
GATSO understands that courts will rule against programs that do not adhere to the strict requirements for clear, unobstructed public alerts mandated by oversight agencies. Our Program Manager has extensive experience in a great number of municipalities regarding the requirements for proper signage.

Project Manager & Expert Witness

RICH KOSINA

Chef Technology Officer
Program Manager

"Mr. Kosina has been providing project leadership and expert witness testimony for over 19 years."



RICH KOSINA

- » IACP Radar Committee
- » Expert Witness
- » 1000+ camera installations
- » 24 hour accessibility
- » 19 years of project management
- » IACP Technical Committee

EXPERT WITNESS & PROJECT MANAGEMENT

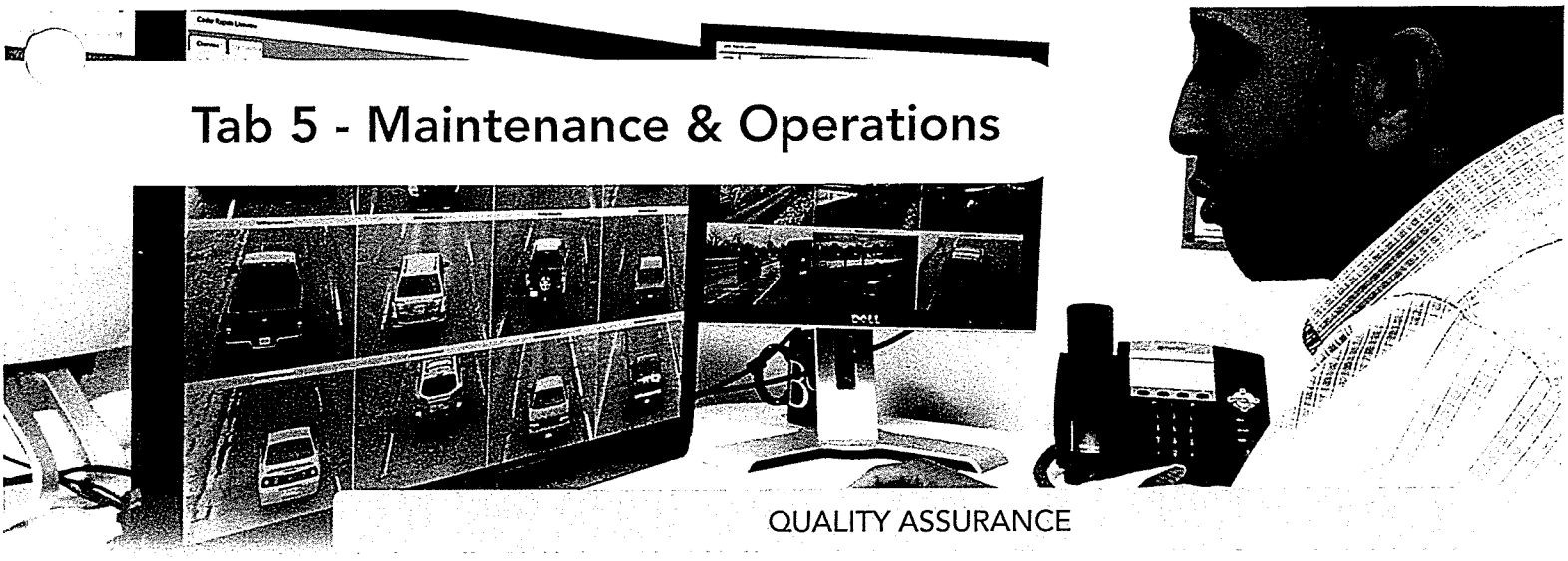
Rich Kosina has directed the launch efforts of every domestic GATSO USA enforcement program. His expertise is unmatched in the industry. All engineering, design, installation and testing activities will be directed by Mr. Kosina. Additionally, coordination of all subcontractor responsibilities will be outlined and directed by Mr. Kosina. GATSO has never lost a court case based on the technology of its programs. This fact is largely a result of superior hardware design and, as importantly, the ability of our management team to convey professionalism and authority in regard to automated enforcement practices. This submittal talks at great length about the strength of the GATSO solution, and our In-House Expert Witness will successfully speak to any points that can be argued in a contested hearing.

Mr. Kosina can speak to all aspects of the technical systems installed into your Program; the mechanisms of applicable law that apply to the installed program; and the entire provisioning process for back office violations management, citation generation and public awareness/interaction. Mr. Kosina holds degrees in Electronic Engineering as well as Business Management. Additionally, Mr. Kosina serves as a leading member of the IACP Technical Committee for photo-enforcement and until last year was the long-standing Chairman of IACP RADAR Committee. Mr. Kosina has successfully testified as an Expert Witness throughout the USA and Canada over the past 18 years.

INTERNATIONAL ASSOCIATION OF CHIEFS OF POLICE
POLICE
SINCE 1893

Should GATSO be selected as a finalist for this enforcement program, Mr. Kosina will take a lead role in presenting our solution in a multimedia demonstration to City officials.

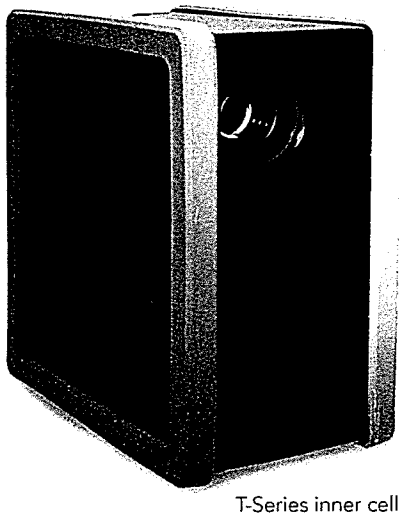
Tab 5 - Maintenance & Operations



QUALITY ASSURANCE

GATSO employs both an automated and manual system of controls to maximize the operational uptime of each deployed enforcement unit. Real-time "In-Enforcement" status tools combine with a daily remote visual inspection of each individual system allow GATSO personnel to assess operability well beyond the requirements of the program.

The SNMP protocol is supported by all deployed GATSO hardware.



T-Series inner cell

ROBUST BY DESIGN

Weather can be very harsh on electronic equipment, particularly finely tuned photo enforcement equipment that is expected to perform 24/7/365. Having ALL enforcement components in a single weather-tight IP66 internal cabinet, with an extremely robust locked outer shell on a single pole, with the ability to store weeks worth of violations on-board when communication is down, makes a GATSO solution IDEAL for all climate challenges.

UPTIME COMMITMENT

As required, the servicing and maintenance of enforcement equipment will be the exclusive responsibility of GATSO. Initial response to and disposition of any equipment malfunctions will occur within a 24-hour period. Typically, any required corrections can be made remotely. Should a failure occur which is not correctable remotely, a local GATSO technician or subcontractor will be dispatched to the enforcement site immediately. If the technician determines the cause of the failure resides in the hardware, the entire unit will be replaced directly, ensuring maximum equipment up-time and violation acquisition at the particular enforcement site. The defective unit would then be transported to a GATSO facility for repair.

PROGRAM AWARENESS

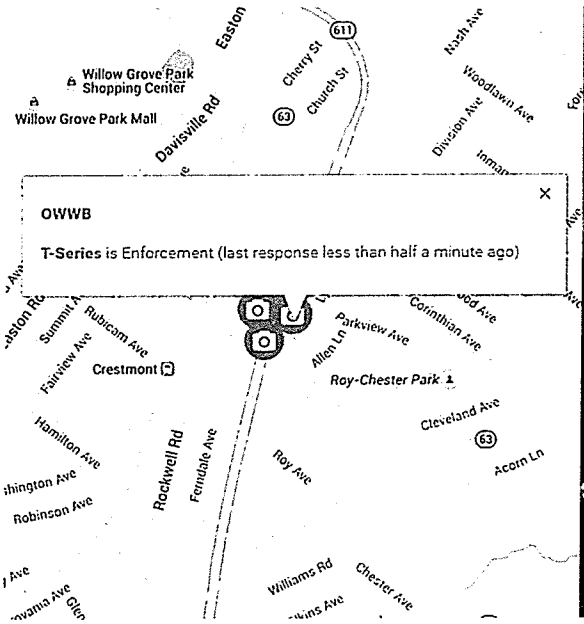
Daily, our team of quality assurance personnel perform a visual check of each deployed camera system "through-the-lens" to ensure that video and still imaging standards are being met. This visual check can quickly identify debris, out-of-focus issues, data field integrity, and various occlusions that may compromise evidence collection. Issues are reported directly to group leaders for notification to GATSO engineers for remediation.

STATUS INDICATORS

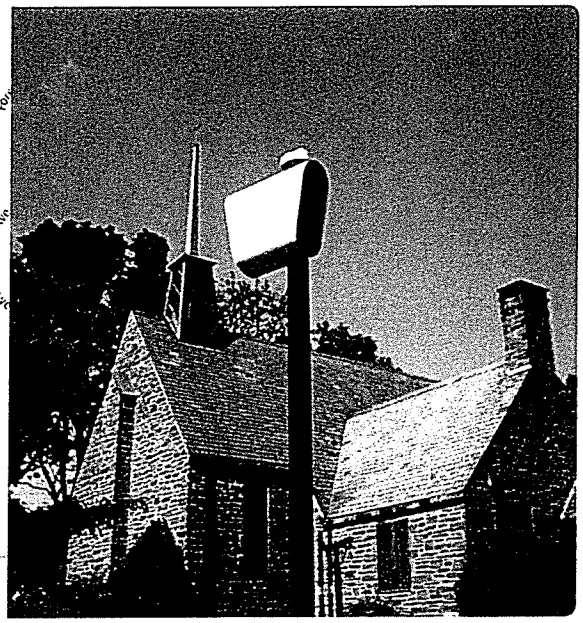
GATSO employs real-time electronic "Enforcement Status" condition indicators to provide program managers with 24/7 operation tracking.

Operational health of your enforcement systems available in real-time.

Google Maps-based real-time operational Status tool



Old Welsh & Old York - Abington, PA Real Time Status Tool

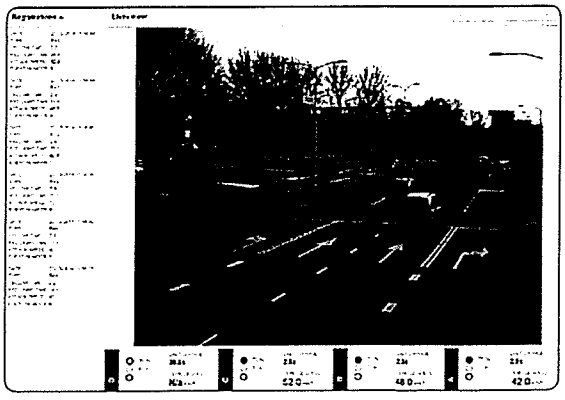


RLC installation @ Old Welsh & Old York - Abington, PA

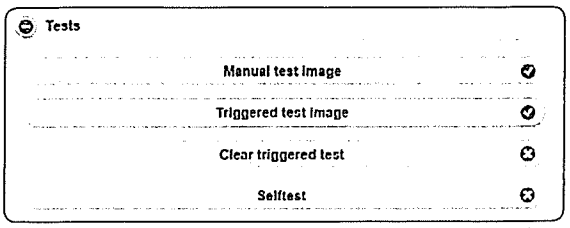
LIVE ENFORCEMENT STATUS

"Live Status" screen shows the live camera view at the selected approach. The left panel shows the violations committed while watching the live view. At the bottom of screen the speed detections and traffic light status and counters are displayed in real time.

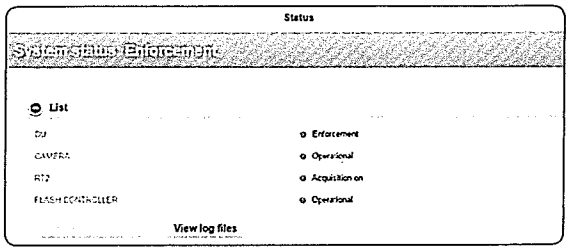
Our programs enjoy a 99% uptime rate due to the quality of our components and processes.



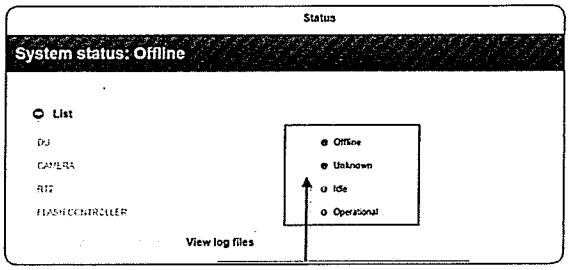
At any point in time, a user can initiate a manual test through the UI.



Tests can be performed manually through the User Interface



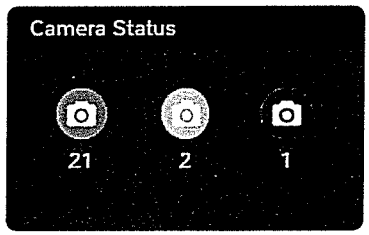
System passed self-test. System is in enforcement

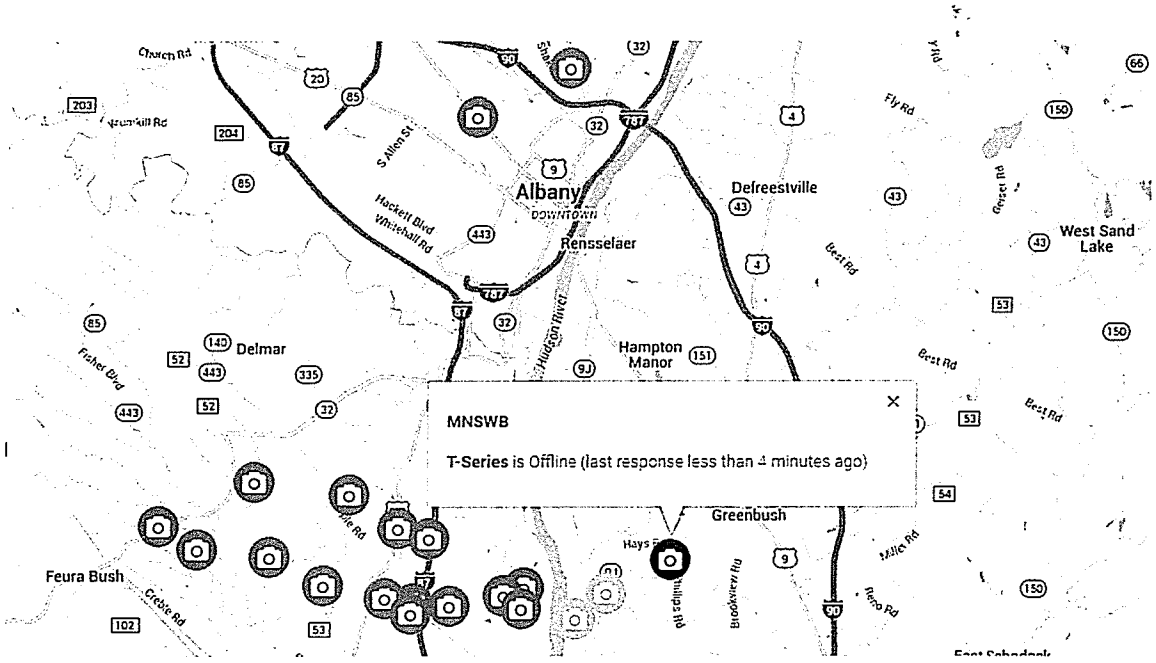


System failed self-test. System is offline

SYSTEM SELF-TEST

Upon powering up and at assigned daily intervals, the enforcement system initiates an automated self-test. The self test verifies normal operation of all hardware components as well as firmware and software integrity. Software integrity is tested by checking all checksums against the saved checksums. Functional operation is tested by simulating and verifying a passing vehicle as a speed violation (see steps below.) If the self- test is OK, the results will be logged and posted. If the self-test fails, the logs will indicate failure and a system offline signal is sent to QA personnel. An associated "Out-of-Enforcement" indication is represented in the real-time operational status map for the particular unit.





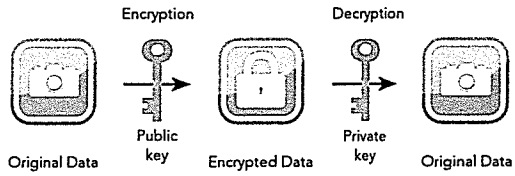
Virtually instant offline indicator

T-Series will NOT allow the system to begin capturing events if the system has failed a self-test or manual test procedure.

TRANSMISSION & SECURITY

SECURING THE DATA

Through the use of preventative network access controls such as stateful inspection firewalls; intrusion detection and prevention; access control lists and route tables; public key infrastructure (PKI); and data encryption GATSO USA provides an in-depth defense necessary to protect confidential information from unauthorized access or manipulation. All data transfers between camera equipment and back office systems use Secure Socket Layer (SSL) at the transport layer. The SSL connections between the server systems and camera systems use the 256 bit AES encryption algorithm. In addition to enabling fast data uploads to the GATSO processing center, the proposed system conforms to the functional and operational data protection requirements for a secure law enforcement traffic violation capture tool. A successful enforcement system must be secure and maintain an unaltered data chain-of-custody throughout the violation life-cycle. GATSO's overlapping security components, procedures, and enterprise infrastructure ensure that only authorized users gain access to the violations database and guarantee data integrity. For sensitive data traveling over network segments, we employ the latest government-approved data encryption and PKI to protect violation data. The security of data is accomplished by enforcing non-repudiation of data transmissions and ensuring that all sensitive data is protected against interception through the use of strong encryption. Specifically, GATSO employs the Advanced Encryption Standard (AES) adopted by U.S. federal government National Institute of Standards and Technology (NIST), and uses the 256-bit encryption key, far surpassing the cipher strength of the 128-bit key used by Triple-DES.

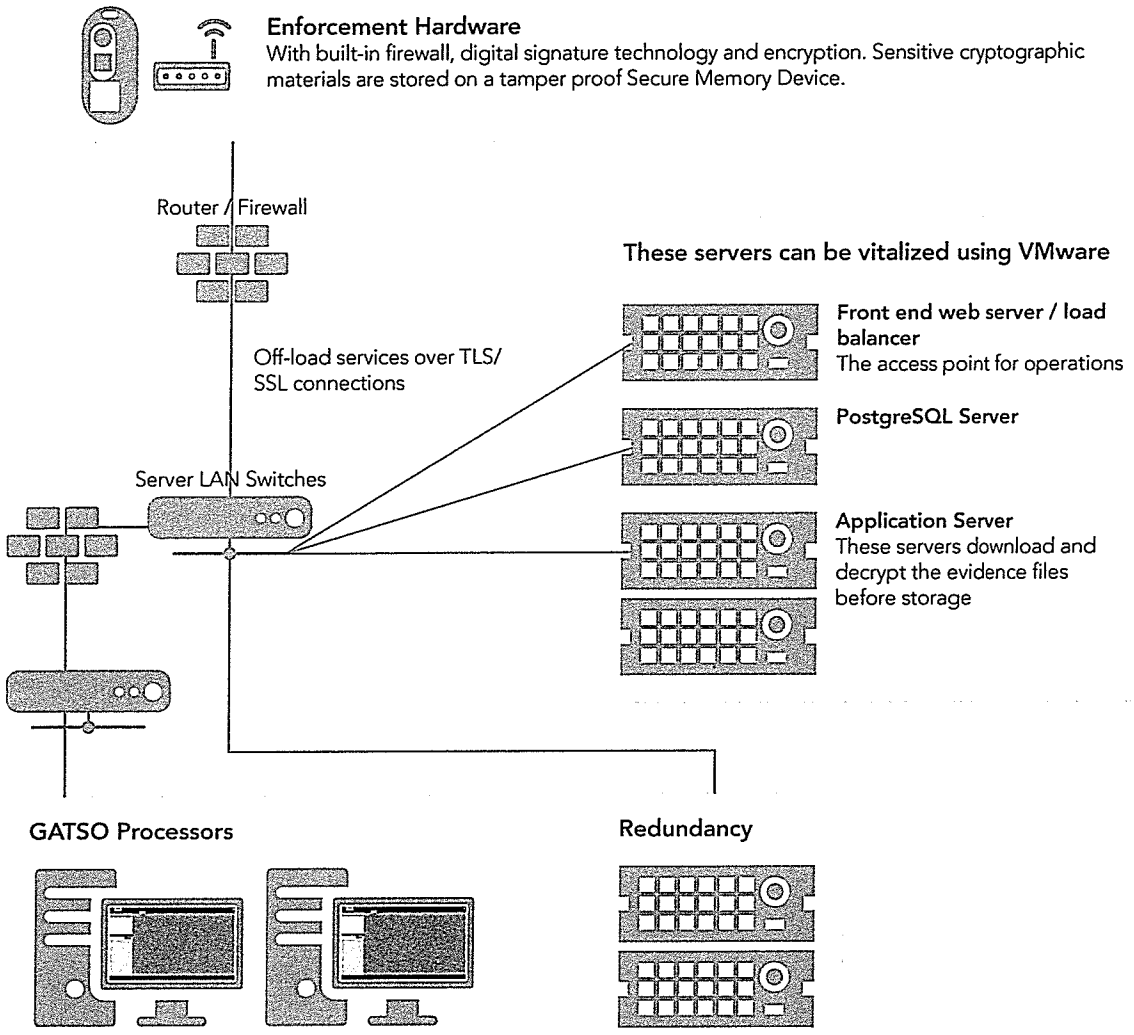


Outline basis of GATSO USA robust encryption, as utilized in the GT20 camera system.

Within all GATSO digital camera systems, each captured violation image and accompanying data are encrypted using AES before being stored to the hard drive or external storage drive. AES ensures high-level security by attaching a US Government-approved electronic signature - sometimes called a watermark - to every image. The AES algorithm is a symmetric block cipher that can encrypt (encipher) and decrypt (decipher) information. Encryption converts data to an unintelligible form called cipher text: decrypting the cipher text converts the data back into its original form called plaintext.

SECURITY FEATURES

- » ISO 15444-1 File Format Standard
- » RFC 5652 Cryptographic Message Syntax
- » SSD Private Key Storage
- » 256-Bit AES Encryption Algorithm
- » IP Security For GATSO VPN
- » IPSec VPN tunnels with TLS Protocol
- » MAC Verification & 2 Factor Logon
- » SSAE-16 System Segregation



The above graphic represents a standard data management process architecture for many of our full-service clients. GATSO will provide collection, storage, and required conversion of event data, system performance logs, mission data, and traffic statistics. The physical transmission of required data from the camera systems - whether it be wired offload or secure Cellular or WiFi offload will be directed by GATSO. On-board archive requirements, will be provided by GATSO locally in each system utilizing appropriate SSD storage.

GATSO EVIDENCE FILE CONTAINS:

- » High resolution images in JPEG2000 format
- » High resolution video in JPEG2000 format
- » Event metadata in XML format
- » A preset type or code of the violation
- » Date and time of the violation
- » The designated lane of the violating vehicle
- » The camera and system ID
- » A preset location of the camera system
- » The direction of travel of the violating vehicle
- » Log data in Text format

Storage & Integration

STORAGE

Industry leading data-center storage vendor SoftLayer provides our off-site violations data hosting services. (www.softlayer.com) Redundant storage is provided by Amazon S3 (http://aws.amazon.com/s3) with separate and distinct storage of encryption keys. Additional data storage is provided to GATSO through the NLETS secure hosting service.

DATA INTEGRATION

GATSO employs two dozen software developers and engineers to support both its in-house XILIUM backoffice development solution as well as the various legacy conversion and migration requirements for its various partners. We understand fully the need for our "back-office" system to blend seamlessly with the City's current and legacy administrative and adjudicative processes.

The uploading of citation and payment data, and the interface between the systems that need that data are program elements that our software team here at GATSO are very familiar with. We have provided smooth and ordered transitions for countless cities and government agencies over the years.

Audit

AUDIT CONTROL

Importantly, each action taken on each violation record within the backoffice is saved and reportable to authorized GATSO and program personnel.

This is unrivaled quality control within the industry. As noted in the log to the right, user name, date, time and action can be audited on a regular basis. City program managers can use this audit function to track each and every event from creation to disposition.

Typical XILIUM Audit Log

Event viewed
Brennen on 4/24/14 2:56 PM
Event status: Citation Paid

Event found
Brennen on 4/24/14 2:56 PM
Event status: Citation Paid

Event found
Suzanne on 11/14/13 8:04 AM
Event status: Citation Paid

Event found
Suzanne on 11/14/13 8:04 AM
Event status: Processed Event

Credit card payment received
on 9/11/13 7:01 AM
Event status: Citation Paid

Citation paid
on 9/11/13 7:01 AM
Event status: Citation Paid

Viewed in payment portal
on 9/11/13 7:00 AM
Event status: New Citation

Viewed in payment portal
on 9/10/13 2:27 PM
Event status: New Citation

Violation accepted
Larry on 8/30/13 6:18 AM
Event status: New Citation

Citation created
Larry on 8/30/13 6:18 AM
Event status: New Citation

Violation processed
Larry on 8/30/13 6:18 AM
Event status: New Citation

Citation details added
Larry on 8/30/13 6:18 AM
Event status: New Violation

Event viewed
Larry on 8/30/13 6:18 AM
Event status: Processed Event

Event Accepted
Darlene on 8/30/13 6:14 AM
Event status: Processed Event

Violation created
Darlene on 8/30/13 6:14 AM
Event status: New Violation

Event processed
Darlene on 8/30/13 6:14 AM
Event status: New Event

Violation details added
Darlene on 8/30/13 6:14 AM
Event status: New Violation

Event viewed
Darlene on 8/30/13 6:12 AM
Event status: New Event

Event created
on 8/27/13 10:38 AM
Event status: New Event

Xilium Audit Trail

Tab 6 - BackOffice Processing

XILIUM Back-Office is a web-based, web-accessed solution. If your computer has a browser, it can support this application. Intuitive design ensures ease-of-use for all levels of proficiency.

WEB-BASED XILIUM BACKOFFICE SOFTWARE

Unlike many other automated enforcement vendors who hire third-party companies or purchase generic database management software, GATSO employs software developers who purpose-build and refine our fully web-based XILIUM Back-Office Software System. Combining state-of-the-art storage strategies with a modular, intuitive, user friendly architecture, GATSO XILIUM offers you a complete, out-of-the-box process and data management solution. Customized data integration, data migration and SFTP/Interface features are readily available to meet the demands of your legacy systems. GATSO XILIUM is designed to automate the entire enforcement process chain – from evidence capture to payment to archive & reporting.

KEY FEATURES

- Highly scalable & customizable; OS Independent
- Live system monitoring; fully accessible
- Custom programmed for automated enforcement
- Fully web-based; 24/7 Access
- Multiple layers of security
- Full process management - image capture to fine collection
- GATSO - composed supporting and training materials
- On Call technical support from GATSO corporate headquarters
- Standalone system; operational & administrative report access
- Full training available

Violations & Notifications
Trained and certified violations staff approve or reject events in the XILIUM Violations Module. Viewable violation images and mailing history can be accessed by authorized personnel. All violation event documents are scanned into the system and viewable/retrievable via violation number.

Approval/Rejection screen
The approving officer can elect to approve a violation into a citation or reject a violation. Rejection reasons can be added by the City if requested.

Violations & Citation review page
From this secure access web-page an approving officer can review all recent violations and determine liability. All required approval/rejection/disposition functionality can be accessed and controlled by authorized officials.

Violation awaiting disposition
Images of the violation can be seen by clicking on the Image 1 and Image 2 options in the violation footage section (top right), with the close up of the license plate, below. Approve and Reject event buttons, found below the large center image, allow the approving officer to decide the disposition.

Stats & Reports
The XILIUM Report Module enables authorized users to access a wealth of violations, citations, management and financial data for authorized users. Standard and custom filters, queries and reports can be generated according to program requirements.

System Health & Status
The Site Manager Module allows program officials to monitor system health and self-diagnostic reports in real-time. Memory cache can be analyzed to ensure systems have downloaded all event information.

Live & Archive Video
All program video is available to authorized personnel in the XILIUM Administration Module. Authorized users can access real-time and live video feeds from any deployed camera within their program.

Public View & Payment
Through the web enabled portal, the cited owner can review their images and video, enter a payment option or enter a 'contest' against the violation should they believe it is warranted.

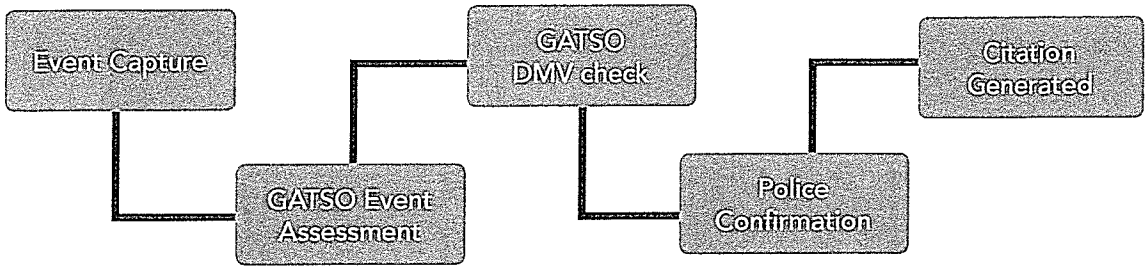
Hearings Administration
Authorized Users will be able to employ the Hearings Management Module – a robust scheduler and information dashboard built to organize all evidence data in furtherance of the adjudication process.

DMV Look-up
Screen allows users to enter vehicle information to perform DMV queries. GATSO utilities NLETS for DMV look-up. GATSO can utilize other databases per program requirements.

Powered By Nlets

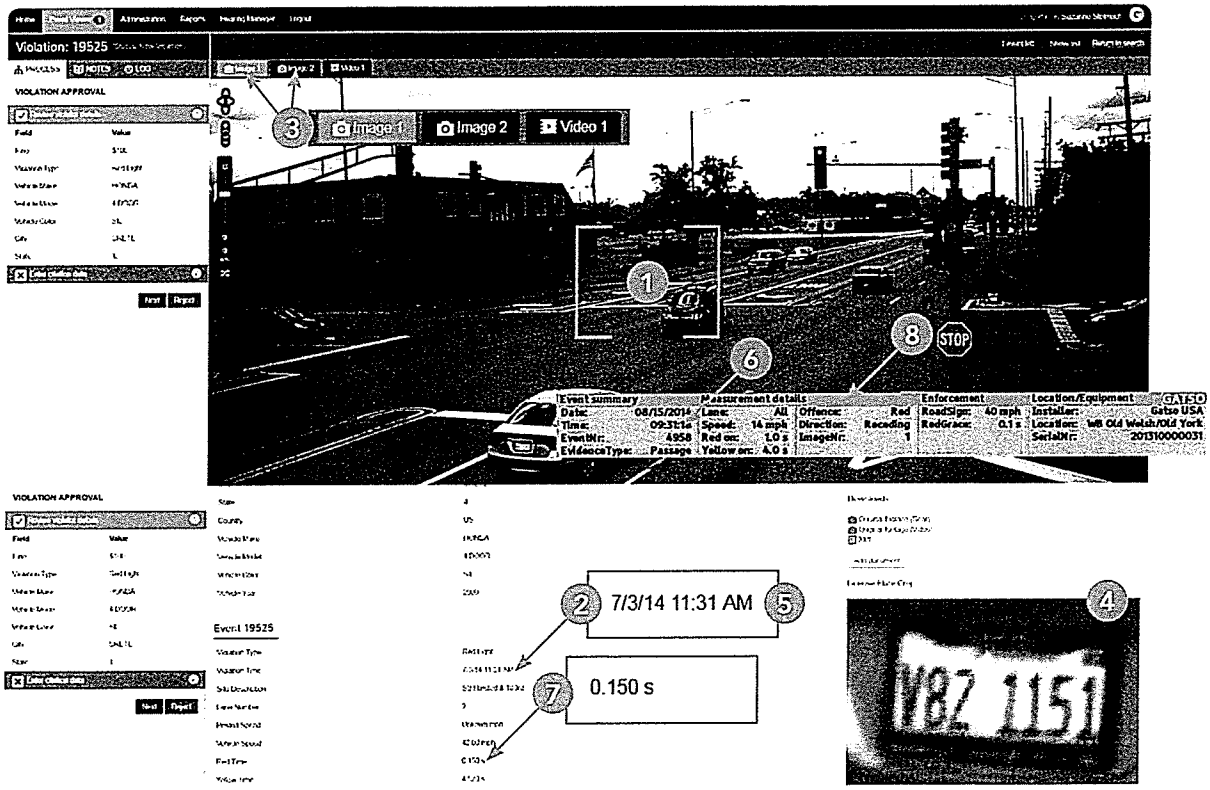
"GATSO is the only photo enforcement company utilizing this high level of security."

PROCESSING FLOW - HIGH LEVEL VIEW



XILIUM OVERVIEW

XILIUM is a secure, fully web-based application. Access can be obtained through any computer used by program officials - on any platform... Through very simple <right click> functions, the officer will have all required functionality, including the ability to apply electronic signatures.

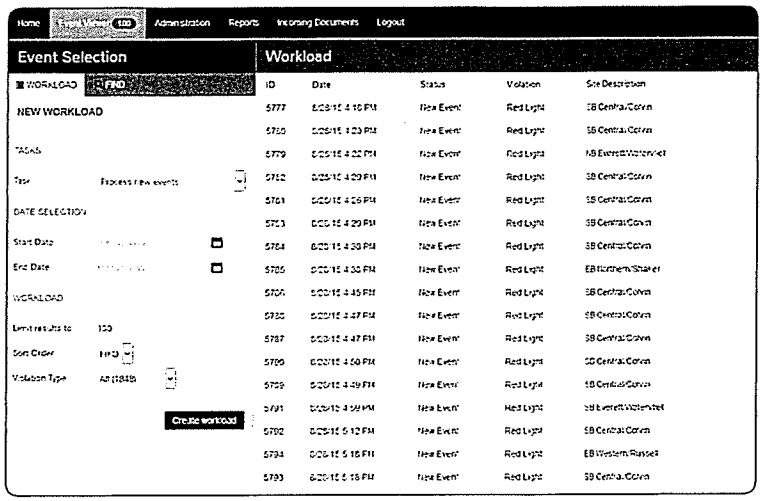


1	Event scene - Overview of enforcement zone including light sequence
2	Time source - Synced to NTP with cryptographic signature
3	Violating Vehicle Pre- and post- stop bar images
4	License plate - cropped from best available image
5	Date - dd/mm/year
6	Time - stamped in hours/minutes/seconds
7	Signal timing - light durations to thousandths of second
8	Databar - fused to bottom of each data element

EVENT CAPTURE

Images downloaded from enforcement cameras are classified as "New Event" and appear in the XILIUM "workload" awaiting processing.

To begin processing, select an event from the list.

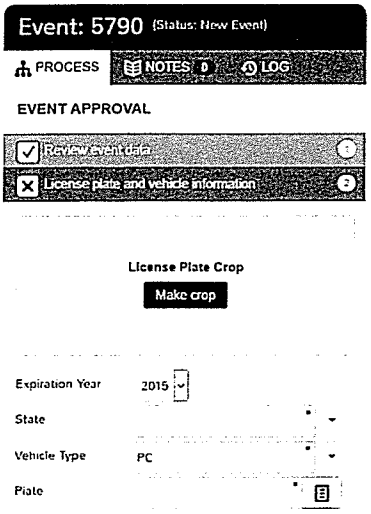


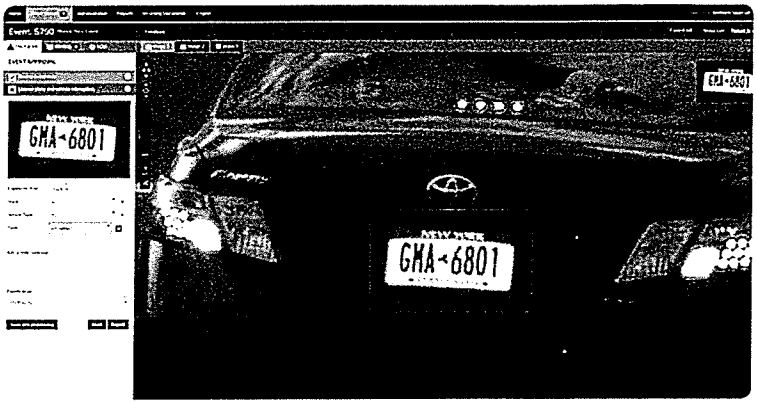
GATSO EVENT ASSESSMENT

Review the event data observing program business rules. Click and review "Image 1", "Image 2" and "Video." In this example below, we see the vehicle in the "right hand turn lane" front tires are before the stop bar while the light is red.

Please note the title "Event Approval." GATSO processors do not process violations, they only process events.

Image 2 and video confirm the vehicle ran the red light and is in violation of the local ordinance.

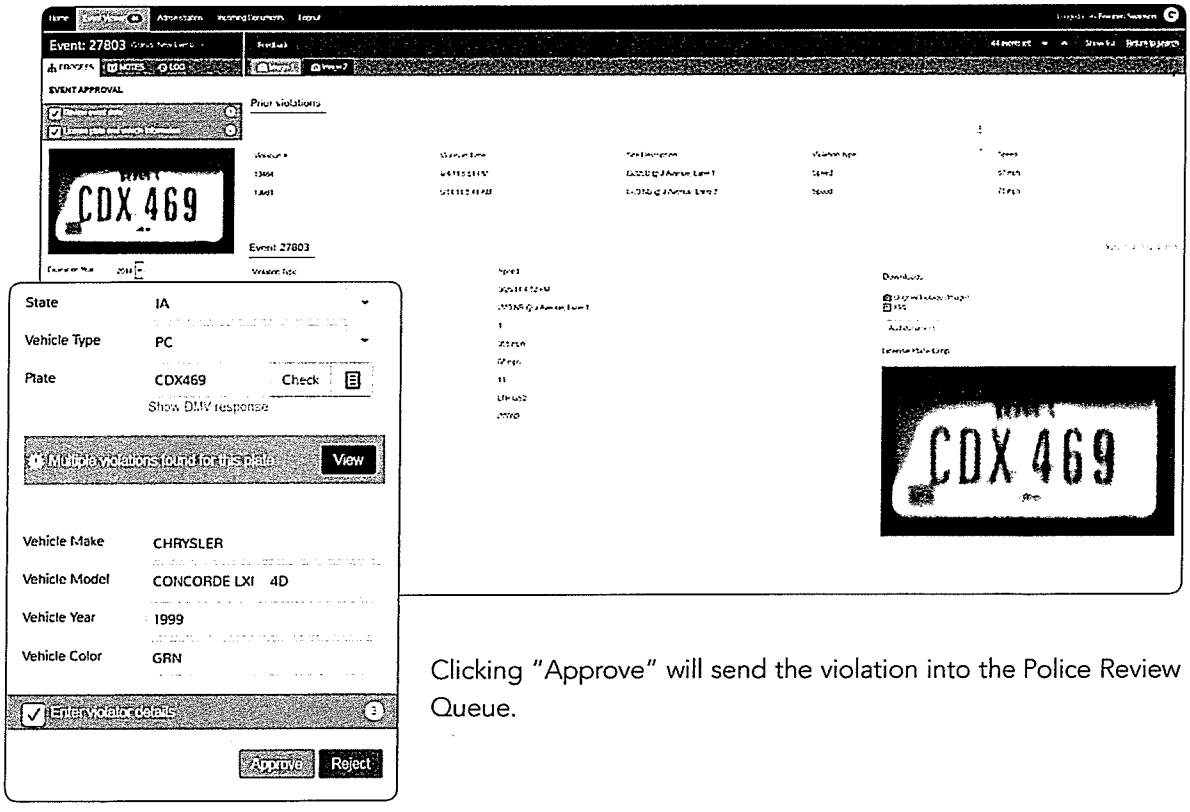




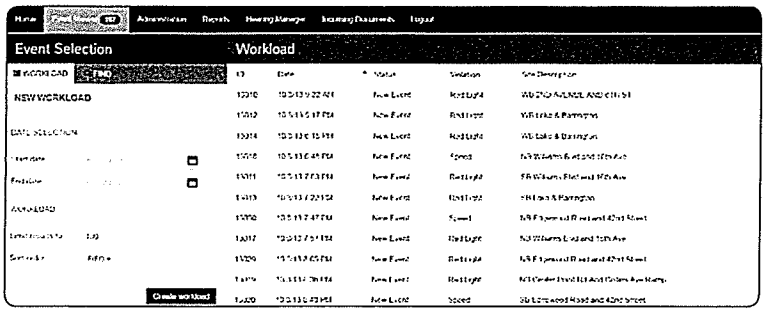
Working from image 1 click "Make crop" and drag a selection over the vehicle's license plate. Plate crop will appear in the plate crop window.

GATSO DMV CHECK

Enter plate information and click"Check" to run the plate information against DMV records. Check parsed data against DMV return. In the screenshot below, XILIUM shows plate repeat offender. Processor can either "Approve" or "Reject" the event.



Clicking "Approve" will send the violation into the Police Review Queue.



POLICE CONFIRMATION

Police create a workload by selecting a date range and or clicking "Create workload"

To begin approval, select a violation from the list.

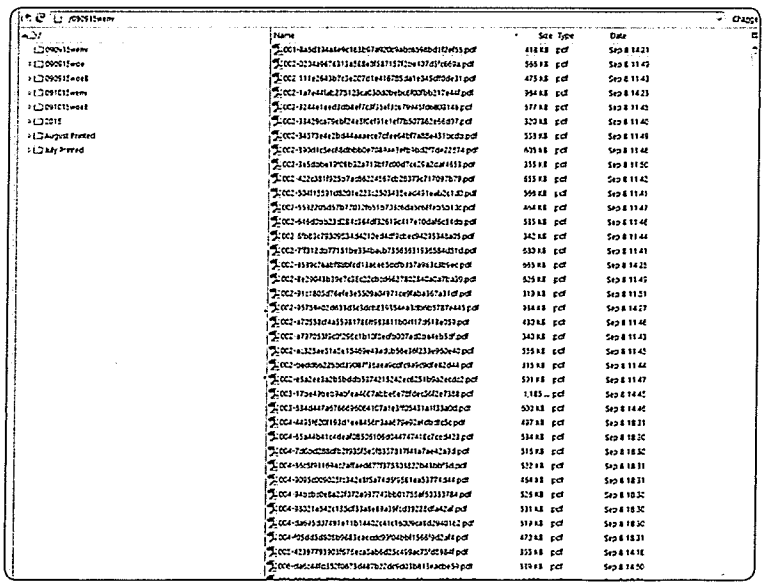
POLICE CONFIRMATION

Police reviewers review violations per local business rules by checking photographic and video evidence. Police reviewers can make lighting and plate crop adjustments if needed. If a Police reviewer deems a violation did occur, they can approve the violation into a citation.

Please note the title "Violation Approval." Only the Police Department can review and approve a violation into a citation.

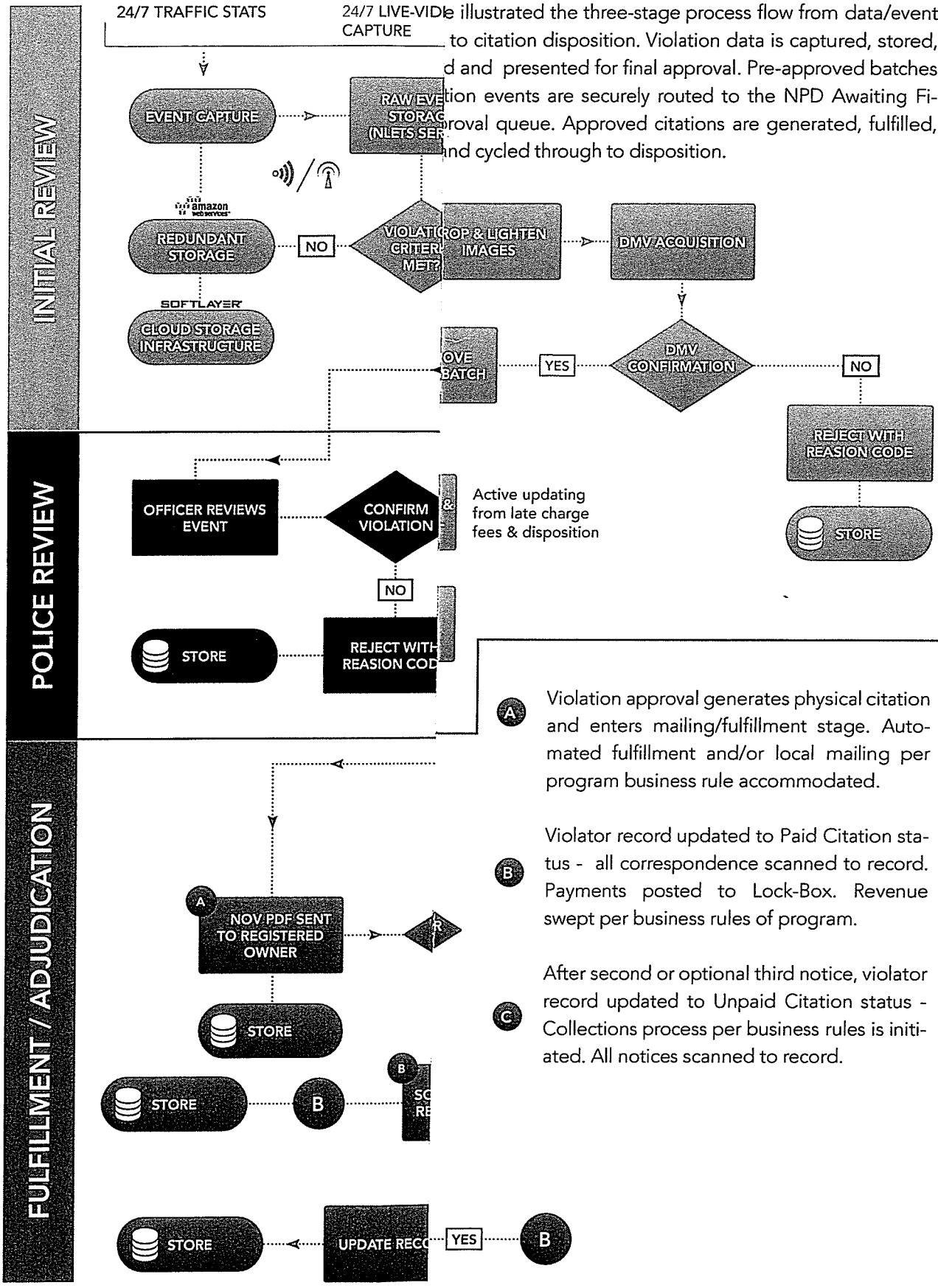
CITATION GENERATED

XILIUM will instantly and automatically generate a PDF version of the citation. A copy of the PDF is stored locally within the violation account and a copy is sent to the GATSO fulfillment FTP site to await printing.



RA OUTPUT TO DISPOSITION

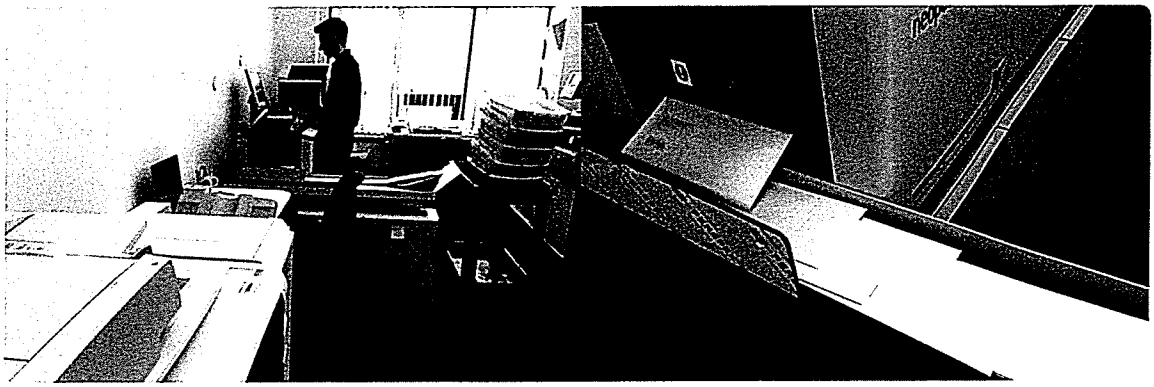
e illustrated the three-stage process flow from data/event to citation disposition. Violation data is captured, stored, d and presented for final approval. Pre-approved batches tion events are securely routed to the NPD Awaiting Fi- roval queue. Approved citations are generated, fulfilled, nd cycled through to disposition.



A Violation approval generates physical citation and enters mailing/fulfillment stage. Automated fulfillment and/or local mailing per program business rule accommodated.

B Violator record updated to Paid Citation status - all correspondence scanned to record. Payments posted to Lock-Box. Revenue swept per business rules of program.

C After second or optional third notice, violator record updated to Unpaid Citation status - Collections process per business rules is initiated. All notices scanned to record.



GATSO team member operating inserter

Inserter ejecting finished citations

CITATION FULFILLMENT

Full front-to-back citation-to-disposition processing - based on defined business rules - is included as a deliverable in our turn-key offering to Napa. GATSO anticipates hundreds of pieces of weekly correspondence volume for the City's program. Our Fulfillment Center, currently processing thousands of pieces of correspondence daily, enjoys the same level of Nlets security and certification as our in-house Processing Center. Format, preparation and mailing of initial and subsequent notices will be in full compliance with state law and program business rules.

A sample notice is provided in the "Supporting Information" envelope.

FILE TRANSFER PROTOCOL

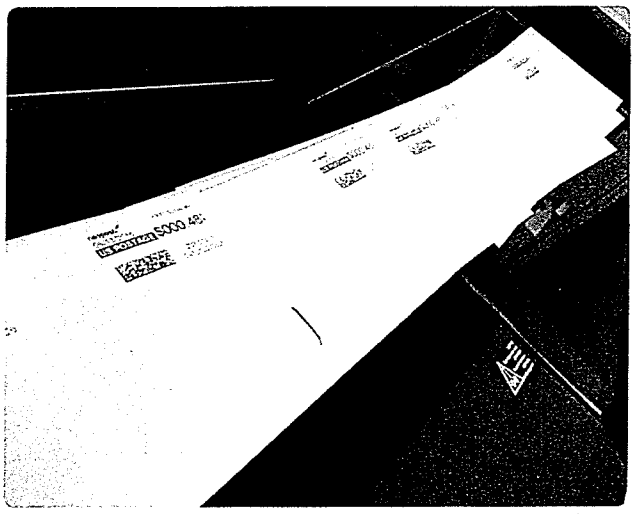
Citation PDFs are accessed by logging into GATSO's secure FTP site through a web browser plug in such as "Fire FTP" for Firefox or through a desktop application. Once downloaded, PDF's can be sorted into the necessary print queues dictated by program business rules.

PRINTING

The Fiery Server is required to "rip" (the process the printer must do to turn the PDF into a printable file) the thousands of PDF's that will be uploaded at a singe time. This is a processor intensive process that cannot be performed with standard office level printers.

FOLDING / INSERTING

Envelopes and printed correspondence are fed into the inserter / folder by an operator. Other correspondence as directed by the City can be added to each individual letter. Finished sealed envelopes are expelled from the machine with perfectly nested correspondence.



Metered envelopes

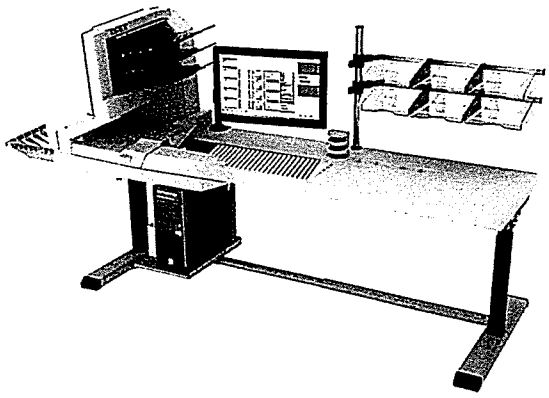
METERING

Finished envelopes are stacked into a production-quality postage metering machine. Scanners and software tools reconcile the volume of metered mail with the initial batch count to ensure quality control.

Payment Processing

INCOMING DOCUMENTS & PAYMENTS

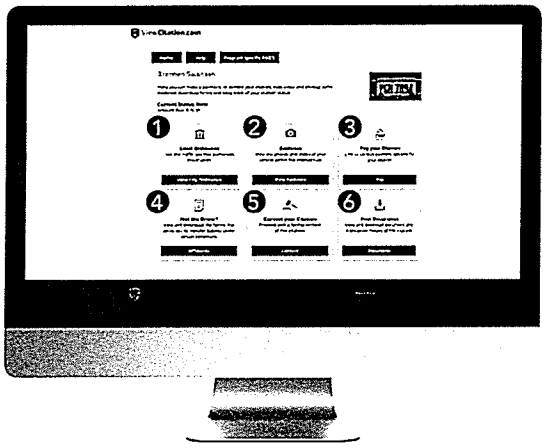
In addition to our PCI compliant web portal, GATSO utilizes high speed scanners from OPEX and ultra fast check and remittance verification tool to accept check payments. GATSO mails out over 70,000 traffic violations per month, of which 250,000 annually are paid by check, with the balance received through the online payment portal. Checks and accompanying remittances are received with other program correspondence and processed to the Check 21 system along with I9 image files. All correspondence is securely saved to the event record.



Online Payment Portal

VIEWCITATION.COM

The Citizen View Payment Portal home page is essential to the user experience. Citizens may or may not be "computer savvy" so ease-of-use and intuitive design are essential. Greeting the vehicle owner by name and displaying the cropped license plate reinforces the perception that the user has reached a personalized site, not simply a generic payment portal. These six menu boxes allows the user to easily navigate through the site.



❶ Clicking the "Local Ordinance" box will link the user to the Napa or program website, where the ordinance authorizing the use of photo enforcement technology can be found.

❷ Clicking the "Evidence" box will result in a pop-up window displaying the photographic and video evidence. Photo and video evidence can be downloaded by the user.

❸ Clicking the "Pay Your Citation" box brings the user to the credit card information entry page. Credit card payment is a simple, highly secure and straightforward process.

❹ Clicking the "Not the Driver" box will allow the user to download the required program-specific affidavit forms to transfer liability to another driver.

❺ Clicking the "Contest Your Citation" box begins the contest process. The user is presented with the six steps, per program requirements, that must be completed to initiate a contest.

❻ Clicking the "Your Documents" box will present the user with the ability to view and download notices, payment receipts, contest letters and other correspondence generated by the system.

CALL CENTER

GATSO maintains a program-specific dedicated telephone support lines with bi-lingual services for all of its active programs. Full Policies and Procedures documentation will be submitted with input from the City to ensure program-specific requirements are met.

OPERATING HOURS

Live customer service call center and payment by phone services will be available Monday through Friday, 8AM to 5PM local time ("Call Center Hours"). Customer service and payment by phone services will be adequately staffed and able to respond to customers not less than 45 hours per week (with a minimum of 9 hours per day), excluding legal federal holidays to accept payments, provide general program information and Respond to inquiries. Messages left by callers after Call Center Hours shall be responded to by a trained company representative on the next business day.

GATSO offers bi-lingual support for all customer service interactions.

ACCESSIBILITY

The call center will maintain services to assist customers with disabilities such as Telecommunication Devices for the Deaf (TDD). Additionally, bi-lingual services will be provided.

ANSWERING TIME

Under normal operating conditions, telephone answer time by a customer representative, including wait time, shall not exceed 45 seconds. Under normal operating conditions, callers shall receive a busy signal less than three percent of the time.

STANDARDS

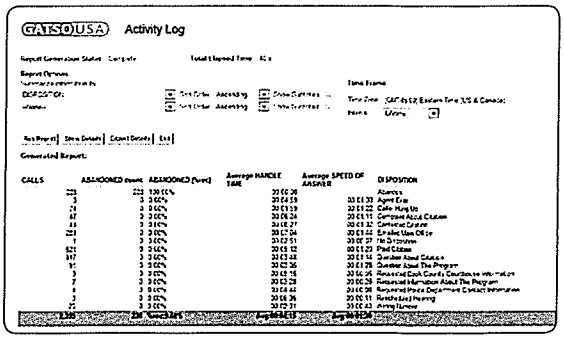
Your program should expect that each caller will receive excellent customer service at all times. This includes service provided by the initial call taker and any GATSO representative. All customer service representatives and supervisors will maintain any required training and certifications required to perform their duties.

REPORTING

GATSO shall measure its compliance with Responsiveness Standards no less frequently than once per calendar quarter, or as required by program business rules. Such measurements shall be made available by GATSO to the City upon written request.

CONTACT LOGS

The luxury of building our own back-office processing system has allowed us to integrate all customer service activity into the main program software, keeping call history and citizen correspondence within the same window as violation data. This allows for seamless indexing and referencing, which makes for a more professional and responsive customer service experience for your citizens. All event paper correspondence, call history, and automated tools and functionality reside within the same environment...



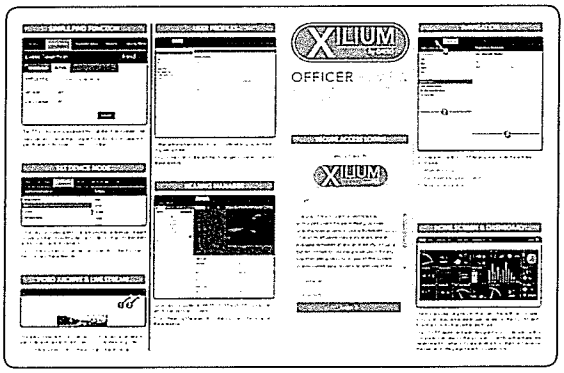
Example Activity Log

Tab 7 - Administration

Training

TRAINING FOR COMPLIANCE

All training will be delivered by GATSO to program staff at their convenience – onsite or at a GATSO facility – as an included deliverable. Standard classroom training on the various modules of our XILIUM Back Office software has been structured to be conducted in one to three days, resulting in minimal interruption to staff operations. In addition, custom training is available to accommodate specific business rules and ordinances according to the needs of GATSO customers. Presentations are delivered using a combination of Power Point slides and a projected view of GATSO's XILIUM Back Office software. Upon completion, all attendees will be given copies of presentation materials to retain for future use in addition to a Quick-Start guide of Xilium (see right.)



Xllium "Quickstart Guide" handbook

ASSESSMENTS

XILIUM software training time-frames will be dependent on the number of users who need training and their beginning skill levels. Many users may have had previous training on a similar operational platform if a program is transitioning from a previous vendor.

Public Awareness

OUR PHILOSOPHY

Citizens have almost certainly developed their particular opinions about photo enforcement programs. At GATSO, we have always felt that the key to the public's acceptance if not appreciation of automated enforcement is the manner in which the service is delivered, and the manner in which the vendor goes about its business. If the perception of the winning vendor is negative, no public awareness campaign can change that attitude.

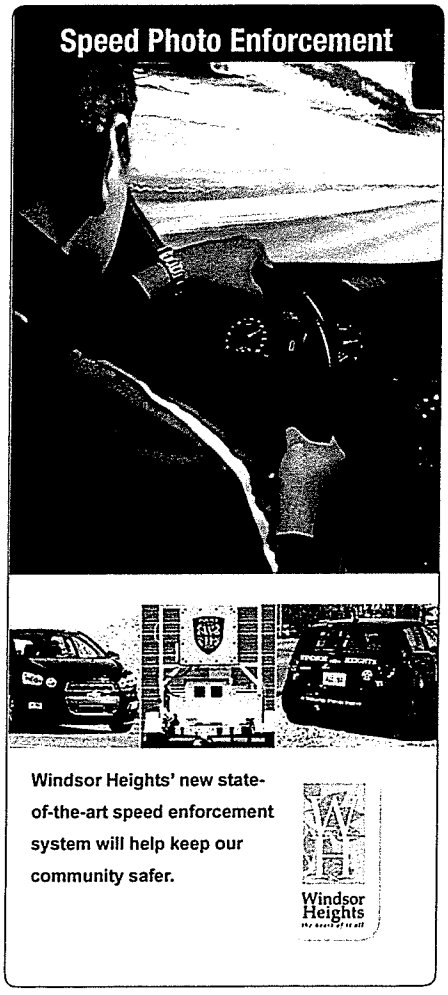
GATSO'S PUBLIC AWARENESS PROGRAM

GATSO will meet the City's need for clear, timely and informative public awareness campaign through a proven, multi-tiered approach which will include the following efforts:

- Media releases
- Tri-fold and leaflet design and production
- Local signage
- Community meetings and forums
- Social Media coordination
- Opt-In Text Messaging

PRESS RELEASES

Within days following a contract award, program officials may want to consider issuing a preliminary press release to the local community announcing the new vendor. The press release is designed to act both as a flag-waving gesture to improve traffic safety and as a signal to the community that GATSO intends to be an integral part of the continued implementation and enforcement of the safety plan.



POSTERS/SIGNAGE

Signage/posters shall be installed at locations as determined by program officials. Installation, maintenance and associated costs are to be assumed by GATSO. Public awareness posters will be introduced in advance of the cameras going live at newly enforced intersections.

Installation and roll-out of any public awareness material shall have appropriate approvals prior to placement, and GATSO shall submit drawings depicting the size, legend, materials used and location of the sign.

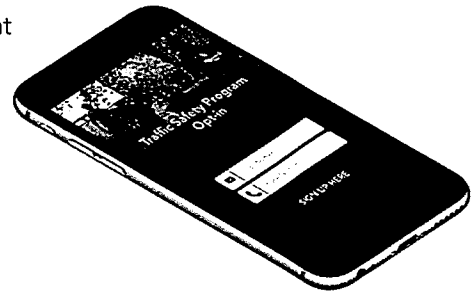
PUBLIC EDUCATION MATERIALS

At no extra cost, GATSO has developed a tri-fold leaflet which is distributed throughout the program area. The full color educational leaflet frames FAQ's into a simple format and may include a letter and photograph from local authorities explaining the reasons for the program transition. The FAQ's within the leaflet are representative of the comments and questions that GATSO has heard over many decades of photo enforcement. Public anxiety and suspicion can often be allayed through the use of our inclusive communication within local communities.

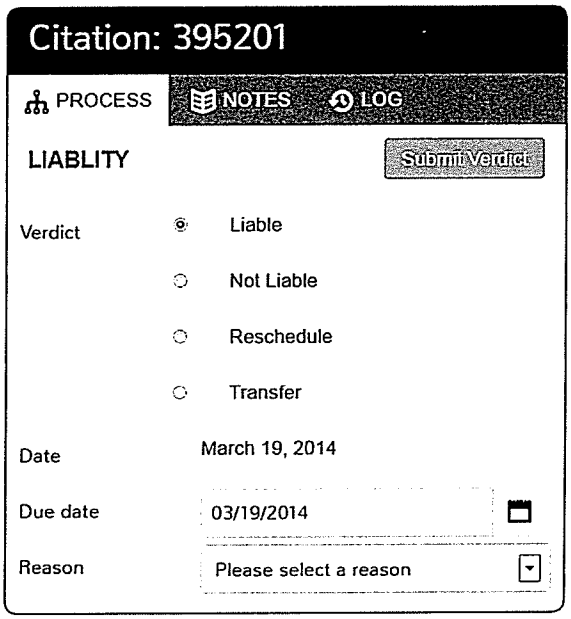
OPT-IN TEXT MESSAGING

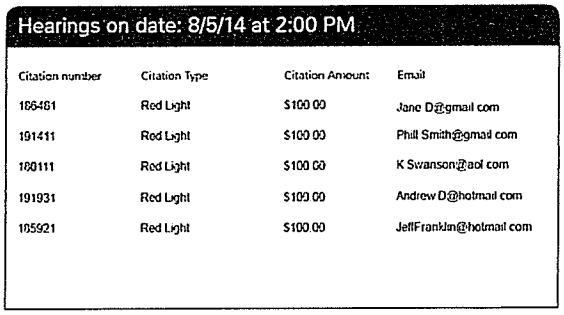
An effective social media campaign can prove invaluable in terms of public engagement and acceptance of the photo enforcement program. GATSO intends to introduce a Facebook page to provide information and forums for interested citizens. Additionally, citizens may join the automated opt-in list from the sign-up

screen on the City's website to receive automated text messages containing notices and updates regarding the Napa Enforcement program. When an interested party sends a keyword to an established short-code number their mobile phone number can be automatically added to a database of opt-in contacts. Management of mobile keywords and the automated text message response system will be overseen by GATSO and its vendor as part of an overall information campaign.



Adjudication





EVIDENCE DASHBOARD

Automated Enforcement Systems are designed to produce EVIDENCE. To present that evidence in an administrative hearing or court of law, GATSO has designed a comprehensive dashboard within the Hearings Management module of XILIUM. A Hearings Scheduler delivers case-specific information to program officials, Police, and Hearings & Court personnel, with drill-down capability to review and display violation and Notice data, notification history and site-specific hardware calibration history. Our module gives program officials FULL disposition control - no emails, no phone calls to update the status of violation. These features are fully supported by a dedicated training program and administrative support point-person from GATSO.

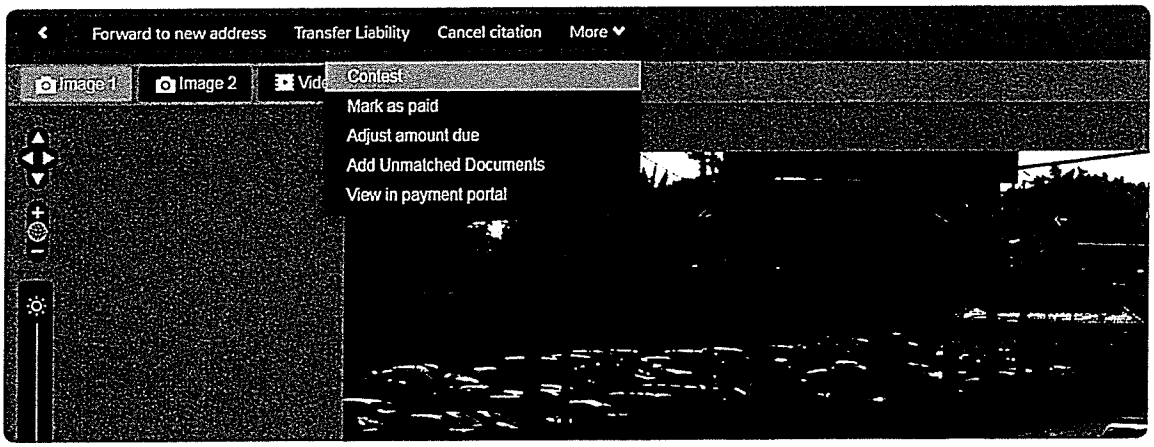


EXHIBIT A
REFERENCES

Respondents shall provide a minimum of three (3) Customer References with two (2) or more years experience with the Respondent. Local and similar size contract references are preferred.

REFERENCE #1	
NAME OF FIRM	Please see attached reference sheets.
ADDRESS	
CITY, STATE, ZIP CODE	
TELEPHONE #	( )
CONTACT	
PROJECT NAME	
COMPLETION DATE	
APPROX. COST	

REFERENCE #2	
NAME OF FIRM	
ADDRESS	
CITY, STATE, ZIP CODE	
TELEPHONE #	( )
CONTACT	
PROJECT NAME	
COMPLETION DATE	
APPROX. COST	

REFERENCE #3	
NAME OF FIRM	
ADDRESS	
CITY, STATE, ZIP CODE	
TELEPHONE #	( )
CONTACT	
PROJECT NAME	
COMPLETION DATE	
APPROX. COST	

Cedar Rapids, Iowa

Contact	Sgt. Mike Wallerstedt
Phone	(319) 286-5525
Email	m.wallerstedt@cedar-rapids.org
Implementation	December 2009
Cameras Installed	30
Events Processed	700/day @96% success
Population	>128,000
Type	RLC, Speed-on-green, Over-the-road (truss) & mobile speed

This is a large scale program of Red light cameras and speed cameras on Interstate I-380 and arterial urban roads.

The City currently uses 14 cameras triggered by Loopless Trigger Radar Antennas (LTR). The harsh winter climate in Iowa has made the LTR antenna an ideal choice for Cedar Rapids; as the radar antenna can maintain accuracy regardless of weather conditions of road-surface covering, such as snow, ice or rain. The intersection safety cameras have been deployed in Cedar Rapids, Iowa since late 2009. Additionally, the City also uses 16 over-the road speed cameras for the enforcement of I-380. Cedar Rapids is a fully operated program by GATSO USA including back-office violations processing operations.

Des Moines, Iowa

Contact	Lt. David Seybert
Phone	(515) 271-4651
Email	djseybert@dmgov.org
Implementation	May 2011
Cameras Installed	10
Citations Approved	220,000+
Population	>206,500
Type	RLC, Speed-on-green, Over-the-road (truss) & mobile speed

This is a large scale program of Red light cameras and speed cameras on Interstate I-235 and arterial urban roads.

The City currently uses 5 intersection safety cameras, in parallel with the 5 speed camera positioned over the road on a truss. The City also utilizes speed cameras mounted inside two SUVs.

These first five cameras are considered to be the pilot program for the City, which as the State Capital of Iowa and the County Seat for Polk County, has a large population, both resident and commuter. Des Moines is a fully operated program by GATSO USA including back-office violation processing operations.

Homewood, Illinois

Contact	Police Chief Larry Burnson
Phone	(708) 206-3420
Email	iburnson@village.homewood.il.us
Implementation	2009
Cameras Installed	5
Citations Approved	17,500+
Population	>19,300
Type	Red Light Camera program with AMBER Alert functionality

The award called for cameras at five approaches initially, followed by further evaluations of other intersections soon after the village went live with the initial cameras. Homewood is a fully operated program by GATSO USA including back-office violation processing operations.

Lake Zurich, Illinois

Contact	Commander David Bradstreet
Phone	(847) 719-1690 x6133
Email	dave.bradstreet@lakezurich.org
Implementation	March 2009
Cameras Installed	7
Citations Approved	35,000+
Population	>20,000
Type	Red Light Camera program with AMBER Alert functionality

The Lake Zurich contract was awarded to GATSO USA in March, 2009. The award called for the installation of 7 cameras triggered by Loopless Trigger Radar Antennas (LTR). Lake Zurich is a fully operated program by Gatso USA including back-office violations processing operations.

EXHIBIT B
LIST OF SUBCONTRACTORS

NAME UNDER WHICH SUBCONTRACT IS LICENSED	LICENSE NUMBER	ADDRESS AND PHONE NUMBER OF OFFICE, MILL OR SHOP	SPECIFIC DESCRIPTION SUBCONTRACT
Mike Brown Electric Co.	306767	See attached sheet	Electrical

(ATTACH ADDITIONAL SHEETS IF REQUIRED)

ELECTRICAL

Mike Brown Electric Co.

PARTNERING WITH: MIKE BROWN ELECTRIC CO.

WHAT WE DO

Our Signal and Traffic Control Division offers virtually every aspect required to design and install a complete system that is best suited for street signaling and lighting needs. We facilitate traffic management and the illumination of roadways by using innovative technologies all in the interest of public safety. Whether designing a system for a new installation or redesigning an existing system for better use, the Signal and Traffic Controls division of Mike Brown Electric Co. utilizes the most advanced technicians and materials to insure the installation meets the highest criteria.

- » Computerized Traffic Signal Systems
- » Fiber Optic Communications Systems
- » Highway and Interstate Signaling
- » Roadway Lighting
- » Streetscape and Intersection
- » Traffic Signalization
- » Weigh-In-Motion Systems
- » Pedestrian Crossing Systems
- » Solar Powered Signals
- » Illuminated Signals
- » Lighting

AFFILIATIONS

Company	Contact	Address
Mike Brown Electric	Phone: (707) 792-8100 Fax: (707) 792-8110	561-A Mercantile Drive, Cotati, California 94931

EXHIBIT C
RESPONDENT'S BUSINESS INFORMATION

All Respondents shall submit the information as requested below.

1. Length of time your firm has been in business: Eight (8) years
2. Length of time at current location: Eight (8) years
3. List types and business license number(s): _____
4. Names and titles of all officers and key management employees of the firm:
   Andrew Noble - President
   Rich Kosina - Chief Technical Officer
5. Is your firm a sole proprietorship doing business under a different name? YES ☐ or NO ☒
6. If yes, please indicate sole proprietorship name and the name you are doing business under:
7. Please provide full and detailed information regarding the legal structure of your company
   GATSO USA is a corporation
8. Please indicate your Federal Tax Number: 75-3249780
9. Is your firm incorporated? YES ☒ or NO ☐
10. Name and remittance address that will appear on invoices: GATSO USA, 900 Cummings Center, Suite 222-T, Beverly, MA 01915
11. Physical Address: 900 Cummings Center, Suite 222-T, Beverly, MA 01915

EXHIBIT E

ADDITIONS, DELETIONS AND/OR EXCEPTIONS

Please state any and all proposed modifications to the terms and conditions or express language of the Proposed Agreement set forth as Exhibit D to this RFP. If not addressed below, then City of Napa assumes that the Respondent shall execute and enter into a contract with the City in substantially the form as Exhibit D, "Proposed Agreement."

See attached exceptions document.

EXHIBIT E

ADDITIONS, DELETIONS AND/OR EXCEPTIONS

Proposed modifications to the terms and conditions or express language of the Proposed Agreement set forth as Exhibit D to this RFP, and the Scope of Work and Schedule of Performance attached thereto as Exhibit A:

1. RFP Page 12, Section 3 (Compensation): Since the System will be provided on a continuous basis for a fixed term, Gatso proposes that the first three (3) sentences of Section 3 be deleted in their entirety and replaced with the following:

   City shall pay Consultant as compensation in full for such services and expenses at the rates set forth in the Compensation Rates and Charges attached hereto as Exhibit "B" and incorporated herein by reference. Such rates shall under no circumstances be increased during the Initial Term, as defined in Section 4, except by written amendment of this Agreement or as otherwise contemplated herein.

2. RFP Page 12, Section 4 (Term): In order to provide consistency with the proposed term outlined in RFP Page 4, Section 5-1, Gatso proposes that this Section be deleted in its entirety and replaced with the following:

   TERM. The term of this Agreement shall commence upon execution by both parties and continue for a period of three (3) years (the "Initial Term"). Upon expiration of the Initial Term, the Agreement will automatically renew for up to three (3) subsequent one (1) year terms (each a "Renewal Term" and, collectively with the Initial Term, the "Term"), unless either party provides written notice of its intent to terminate not later than thirty (30) days prior to expiration of the then-current Initial Term or Renewal Term. Each Renewal Term is subject to renewal pricing which shall be provided by Consultant to the City no less than sixty (60) days prior to the expiration of the then-current Initial Term or Renewal Term.

3. RFP Page 13, Section 6 (Amendment): Due to the nature of the services to be provided, Gatso proposes that this Section be deleted in its entirety and that the provisions of Section 30(F) apply to modification both the Agreement and its exhibits.

4. RFP Page 13, Section 7: Gatso proposes that this Section be deleted in its entirety and that it be replaced with the following:

   7. TERMINATION.

   7.1 Termination By Agreement. This Agreement may be terminated at any time by the mutual written agreement of Consultant and the City.

Agreement and repair any damage resulting from the installation or removal of Consultant hardware or equipment. Consultant shall use commercially reasonable efforts such that removal and restoration activities occur within forty-five (45) days after the Effective Date of Termination and do not unreasonably interfere with or adversely affect traffic flow. This section will survive the termination or expiration of this Agreement.

9. RFP Page 13, Section 8 (Correction of Work): Gatso proposes replacing the word "remedied" with the word "re-performed."

10. RFP Page 13, Section 9 (Delays and Extensions): Gatso proposes replacing the phrase "for delays beyond the Consultant's control" with the following:

    for Force Majeure events. For the purposes of this Agreement, "Force Majeure Event" means conditions or other circumstances, such as acts of God, that: (i) were not foreseen, and could not have been reasonably foreseen, by the party obligated to perform, (ii) are beyond the control of the party obligated to perform, and (iii) materially hinder or interfere with the ability of the party obligated to perform to complete performance; provided, however, that no such condition or circumstance will be a Force Majeure Event if it is the result of the fault, negligence, or material breach of this Agreement by the party obligated to perform. Examples of Force Majeure events include wars, floods, strikes and labor disputes, unusual delay in transportation, epidemics abroad, earthquakes, severe adverse weather conditions not reasonably anticipated, and delays in permitting.

11. RFP Page 13, Section 10 (Records of Performance): Gatso proposes (i) inserting the phrase "upon reasonable notice from the City," before the phrase "make these records available" and (ii) inserting the phrase "during regular business hours" before the phrase "during the agreement period" in the first sentence of Section 10.

12. RFP Page 13, Section 12 (Indemnification): Gatso proposes using its standard language regarding indemnification by deleting this Section and replacing it in its entirety as follows:

    12.1 The Consultant will indemnify, hold harmless and defend the City, its elected officials, officers, employees, agents, attorneys, representatives, and permitted assignees and all persons acting by, through, under or in concert with them (the "City Indemnitees") from and against any and all third party claims arising out of or related to: (i) any material breach of the representations and warranties of the Consultant set forth in Section Y; (ii) negligence or misconduct of the Consultant or its employees, contractors, subcontractors, or agents that results in bodily injury to any natural person (including third parties) or any damage to any real or tangible personal property (including the personal property of third parties), except to the extent caused by the negligence or misconduct of the City or any City Indemnitee; and (iii) a claim that the System infringes the copyright or U.S. patent of a

15. RFP Page 16, Section 20 (Independent Contractor): Gatso proposes that the phrase "and not otherwise applicable to Consultant" be inserted at the end of the last sentence of this Section.

16. RFP Page 16, Section 23(A) (Compliance with Law): Gatso proposes deleting the first sentence of Section 23(A) and replacing in its entirety with the following: "Consultant shall comply with all applicable federal, state and local laws, rules and regulations affecting the Consultant and his/her work hereunder and shall use commercially reasonable efforts to ensure that all Consultant's subcontractors do the same."

17. RFP Page 16, Section 24 (Title to Documents): Gatso proposes replacing the phrase "compiled by the Consultant under the Agreement" with the phase "created specifically for the City by Consultant pursuant to this Agreement (the "Materials")" and adding the following at the end of this Section:

    Notwithstanding the foregoing, Consultant will receive a broad license back from the City to use the Materials, including de-identified program data, for statistical purposes and to enhance and extend the functionality of the System and Services.

18. RFP Page 16, Section 26 (Confidentiality): Gatso proposes amending this Section as follows:

    a. deleting the first sentence of this Section in its entirety and replacing with the following: "Consultant shall treat all information obtained from City in the performance of this Agreement that (a) is marked or otherwise identified by the City as confidential; or (b) which ought reasonably be considered confidential to the City, as confidential and proprietary to City. Consultant shall have no obligation of confidentiality for any such information that (w) has become publicly known without breach by Consultant of these confidentiality obligations, (x) has been independently developed by Consultant without access to Confidential Information; (y) has been rightfully received from a third party without a breach of confidentiality by such third party; or (z) is previously known to recipient (without a breach of confidentiality);"

    b. deleting the second and third sentences of this Section in their entirety and replacing with the following: "Subject to the license granted in in Section 24, Consultant shall treat all Materials, as defined in Section 24, as confidential;" and

    c. adding the following at the end of this Section: "Notwithstanding the foregoing, Consultant may disclose such information to the extent required to be disclosed by law or by a governmental authority."

19. RFP Page 17, Section 30(B) (Severability): Gatso proposes inserting the following at the beginning of this Section: "Except as specifically contemplated in Section 7.2(b) or 7.2(c) for changes to law".

ii. it will utilize the System and the services in compliance with all applicable federal, State of California, and local laws and in accordance with this Agreement.

C. EXCEPT AS OTHERWISE PROVIDED IN THIS SECTION 31:

i. THE PARTIES EXPRESSLY DISCLAIM ALL WARRANTIES OF ANY KIND, WHETHER EXPRESS OR IMPLIED, INCLUDING BUT NOT LIMITED TO THE IMPLIED WARRANTIES OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, TITLE AND NON-INFRINGEMENT AS WELL AS ALL WARRANTIES ARISING BY USAGE OF TRADE, COURSE OF DEALING OR COURSE OF PEFORMANCE.

ii. UNLESS OTHERWISE PROVIDED IN THIS AGREEMENT, CONSULTANT MAKES NO WARRANTY THAT THE SERVICES AND/OR SYSTEM WILL MEET CITY'S REQUIREMENTS, OR THAT THE SERVICES AND/OR SYSTEMS WILL BE UNINTERRUPTED, TIMELY, SECURE, OR ERROR FREE; NOR DOES CONSULTANT MAKE ANY WARRANTY AS TO THE RESULTS THAT MAY BE OBTAINED FROM THE USE OF THE SERVICES AND/OR SYSTEM.

32. LIMITATION OF LIABILITY. EXCEPT FOR AMOUNTS PAYABLE WITH RESPECT TO THE INDEMNIFICATION OBLIGATIONS SET FORTH IN SECTION 12: (A) NEITHER PARTY SHALL BE LIABLE TO THE OTHER FOR LOST PROFITS OR FOR ANY INDIRECT, INCIDENTAL, CONSEQUENTIAL, SPECIAL, PUNITIVE OR EXEMPLARY DAMAGES IN CONNECTION WITH THE AGREEMENT, THE SERVICES, OR THE SYSTEMS, HOWEVER CAUSED, UNDER ANY THEORY OF LIABILITY; AND (B) THE AGGREGATE LIABILITY OF EITHER PARTY FOR DIRECT DAMAGES ARISING OUT OF THE AGREEMENT AND THE TRANSACTIONS CONTEMPLATED HEREBY SHALL BE LIMITED TO THE FEES PAID OR PAYABLE BY CITY TO CONSULTANT DURING THE TWELVE (12) MONTHS PRIOR TO THE EVENT GIVING RISE TO SUCH CLAIM. THIS PROVISION WILL SURVIVE THE TERMINATION OR EXPIRATION OF THIS AGREEMENT.

Scope of Work (Exhibit A to Proposed Agreement)

22. RFP Page 20, Section 2(b): Gatso proposes deleting the third sentence of this section and replacing with the following: "The City and the Consultant may mutually agree to increase the number of intersections included in the Program."

23. RFP Page 20 and 24, Sections 2(h) and 8(c): Gatso proposes that the term "expert" or "expert witness" be replaced with the term "fact witness" in each of these two subsections.

24. RFP Pages 21, 22 and 24, Sections 3(d), 3(k), 4(a) and 7(b): Gatso will operate the System on a continuous, 24-hour basis, seven (7) days per week, except for reasonable scheduled and unscheduled downtime, including system maintenance and repairs and Force Majeure. Accordingly, Gatso proposes that each reference to "24 hours per day", ""24-7" or "at all times" be replaced with

those City personnel reasonably requested by Consultant. The City will not access, move or otherwise tamper with an installed Camera except as specifically set forth in Section 12.2.

11.3. Review Of Violations. The City will provide sworn City law enforcement officers, community service officers or any other City employee designated by the City to carefully review each Violation Package to determine whether: (a) the violation is approved and notices of violation can be mailed; or (b) the violation is rejected. If the violation is rejected, the City Project Manager will report to Consultant the basis for the rejection. The City is solely responsible for determining which violations identified by Consultant are issued as citations.

11.4. Access to Information Services. To the extent required by NLETS, the City will provide written authorization (in a form reasonably acceptable to the City) for Consultant and its subcontractors to perform Motor Vehicle Division inquiries on behalf of the City.

11.5 Preexisting Camera Poles. The City shall require that the previous Automated Red Light Camera Enforcement System vendor retain in place, and not render unusable, the following: (a) concrete foundations for each existing camera pole; (b) conduits to such concrete foundations; (c) wiring within such conduits; and (d) any existing advance warning signage for enforced intersection approaches.

12. CAMERA INSTALLATION.

12.1 Camera Installation. Consultant shall install cameras on City owned or controlled poles at the intersections selected in accordance with this Agreement. The City will provide Consultant with access to such poles and electricity for operation of the cameras on such poles at no charge to Consultant. In the event that there is no feasible pole located at an identified location, Consultant will install a pole at such location. Consultant shall prepare all permit applications, design drawings or other related documents as may be reasonably required by the City or any other governmental entities for the installation and operation of the cameras. The City will provide to Consultant, at no cost, all City permits necessary for the operation of the System and provision of the Services provided Consultant meets the minimum requirements for such permits. Consultant will use commercially reasonable efforts to obtain any other necessary permits for the poles from applicable agencies and shall pay all permit or other fees charged by such governmental entities in connection with the installation and operation of the System. The City will reasonably assist Consultant in securing necessary permits from other governmental agencies, as required.

CERTIFICATE OF CONSULTANT

I HEREBY CERTIFY that I am the President, and a duly authorized representative of the firm of GATSO USA, whose address is 900 Cummings Center, Suite 222-T, Beverly, MA 01915, and that neither I nor the above firm I here represent has:

a) Employed or retained for a commission, percentage, brokerage, contingent fee, or other consideration, any firm or person (other than a bona fide employee working solely for me or the above consultant) to solicit to secure this Agreement.

b) Agreed, as an express or implied condition for obtaining this contract, to employ or retain the services of any firm or person in connection with carrying out the Agreement; or

c) Paid, or agreed to pay, to any firm, organization or person (other than a bona fide employee working solely for me or the above consultant) any fee, contribution, donation, or consideration of any kind for, or in connection with, procuring or carrying out the Agreement;

Except as here expressly stated (if any);

I acknowledge that this certificate is subject to applicable State and Federal laws, both criminal and civil.

12/23/15
Date

NOBLE
Signature

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY): 12/23/2015

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER	CONTACT NAME: Christina Wasson
Charles River Ins. Brokerage, Inc. 5 Whittier Street 4th Floor Framingham MA 01701	PHONE (A/C, No, Ext): (508) 656-1428 FAX (A/C, No): (508) 656-1499 E-MAIL ADDRESS: cwasson@charlesriverinsurance.com

INSURER(S) AFFORDING COVERAGE	NAIC #
INSURER A: Hanover Insurance Co.	
INSURER B: Westchester Surplus Lines	21121
INSURER C:	
INSURER D:	
INSURER E:	
INSURER F:	

INSURED
GATSO USA Inc
900 Cummings Center,
Suite 222-T
Beverly MA 01915

COVERAGES **CERTIFICATE NUMBER:** 15GL/CA/WC/E&O **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
A	GENERAL LIABILITY COMMERCIAL GENERAL LIABILITY CLAIMS-MADE OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: X POLICY PRO-JECT LOC			ZHNA19244400	1/12/2015	1/12/2016	EACH OCCURRENCE DAMAGE TO RENTED PREMISES (Ea occurrence) MED EXP (Any one person) PERSONAL & ADV INJURY GENERAL AGGREGATE PRODUCTS - COMP/OP AGG	$ 1,000,000 $ 2,000,000 $ 5,000 $ 1,000,000 $ 2,000,000 $ 2,000,000
A	AUTOMOBILE LIABILITY ANY AUTO ALL OWNED AUTOS HIRED AUTOS SCHEDULED AUTOS NON-OWNED AUTOS			AHNA185020	1/12/2015	1/12/2016	COMBINED SINGLE LIMIT (Ea accident) BODILY INJURY (Per person) BODILY INJURY (Per accident) PROPERTY DAMAGE (Per accident)	$ 1,000,000 $ $ $
A	X UMBRELLA LIAB X OCCUR EXCESS LIAB CLAIMS-MADE DED RETENTION $			UHNA19244500	1/12/2015	1/12/2016	EACH OCCURRENCE AGGREGATE	$ 3,000,000 $ 3,000,000
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) Y/N If yes, describe under DESCRIPTION OF OPERATIONS below	N/A		WHNA185027	1/12/2015	1/12/2016	X WC STATU-TORY LIMITS OTH-ER E.L. EACH ACCIDENT E.L. DISEASE - EA EMPLOYEE E.L. DISEASE - POLICY LIMIT	$ 1,000,000 $ 1,000,000 $ 1,000,000
B	Tech Errors & Omissions			G2403012A007	1/12/2015	1/12/2016	Limit	$1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

CERTIFICATE HOLDER

City of Napa
Office of the City Clerk
955 School Street
Napa, CA 94559

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

Ellen Bohn Gitlitz/CW