

MAKING A **SAFER** WORLD.™

December 30, 2015

Sgt. Brian Campagna City of Napa 955 School Street P.O. Box 660 Napa, CA 94559

Subject: Red Light Camera System - Financial Proposal

Dear Sgt. Campagna and Esteemed Members of the Evaluation Committee:

Program Overview

The Redflex all-inclusive red light program as defined throughout the proposal is offered to the City of Napa (City) with a flat fee per approach pricing model. We have taken the City's specifications into consideration to prepare a custom program that includes the following: all equipment, installation, maintenance options, electricity, secure data transmission and storage, processing, printing and mailing. Reliable support is critical to an effective and efficient program thus Redflex will support the staff and identified program users with program training, adjudication support, robust reporting tools, local expert witness support, a convenient lockbox, and a variety of payment options, including one centrally located kiosk for violators to view incidents an make payments.

Redflex will upgrade existing approaches with our non-intrusive REDFLEXradar® technology and high-definition video cameras. Each approach will be upgraded with the capability to retain approximately 60-75 days' worth of 24/7 recorded video which may be retrieved at any time via our online streaming video application. With future program expansion, new approaches would also contain this state-of-the-art technology.

Pricing

Our pricing for this program is \$3,500 per approach, per month.

Early Payment Discount

Redflex is pleased to offer the City a discount of 1% per month if the invoice is paid in full within 15 days.

Payment Terms

Pricing will remain valid for at least 90 days after the RFP opening date. This pricing applies to the base contract term and may be negotiated during contract extensions.

EXHIBIT F RFP PRICE FORM RFP #2015-105					
	Provide separate sheet with detailed pricing				
City payment terms are NET 30. Proposer may offer a discount for early payment. If discount is offered terms are:% discount if paid in full within days.					
RESPO your pr	ONDENTS: Please show RFP number, date, and time oposal.	e of bid opening on the	envelope containing		
Signature Certification and Respondent Information: The undersigned, as an authorized official of Respondent, certifies that this submittal is made without collusion with any other person, firm, or corporation; and in submitting a response to this request, has examined instructions, specifications, and terms and conditions of the solicitation. Respondent proposes and agrees to execute and fully perform in accordance with the instructions, specifications, terms and conditions of this request and any resulting agreement. REQUIRED CONTRACTOR INFORMATION					
Redflex Traffic Systems, Inc. Michael R. Finn, Preisdent/Chief Executive Officer		icer 94-3292233			
COMPANY N	AME - CONTACT PERSON/TITLE	FED TAX ID#			
5651 W. T	alavi Boulevard, Suite 200	Glendale,	AZ 85306		
BUSINESS A	Address Street	City/Sta	re/Zip		
623-20729	006 623-207-2056	mfinn@re	dflex.com		
ELEPHONE	FAX	E-MAIL			
Signature certification I certify that I am authorized to sign on behalf of the organization I represent for this offer, and agree to all terms and conditions described herein.					

Michael R. Finn, President/Chief Executive Officer 12/16/2015

AUTHORIZED SIGNATURE / TITLE PRINT NAME DATE

623-207-2906 623-207-2056 mfinn@redflex.com

TELEPHONE# FAX# E-MAIL



MAKING A **SAFER** WORLD.™

November 8, 2016

Lt. Brian Campagna Traffic Division City of Napa Police Department 1539 First Street Napa, CA 94559

Subject: Red Light Camera System RFP# 2015-105

Dear Lt. Campagna:

This confirms that we are extending our pricing offered in this proposal for an additional 90 days until February 6, 2017.

Should you have any questions, I can be reached at 623.207.2906 | mfinn@redflex.com. Or, you can also contact Mark Carroll, West Region Client Services Specialist at 530.957.2856 | mcarroll@redflex.com.

Kind Regards,

Michael R. Finn

President/Chief Executive Officer



MAKING A SAFER WORLD.™

Sgt. Brian Campagna City of Napa 955 School Street P.O. Box 660 Napa, CA 94559

Subject: Red Light Camera System

Dear Sgt. Campagna and Esteemed Members of the Evaluation Committee:

Redflex Traffic Systems, Inc., (Redflex) is pleased to present the enclosed response to the Request for Proposals (RFP) for Red Light Camera System for the City of Napa (City). We have enjoyed working with the City over the past seven years to improve safety around the City with our current red light technology and look forward to extending our partnership to improve safety within the community.

Redflex is the country's most established safety camera provider. Our company provides a turn-key photo enforcement system with leading edge technology, superior client service, and a violation processing system that is easy for both the law enforcement and public to use. Further, Redflex has a significant track record for producing court-supported evidence. These elements create a public safety technology system that overtime will continue to increase road safety for the City. Redflex meets all requirements of the RFP, and if awarded, is committed to providing the City these elements for the life of the contract.

Below are a few of our key competitive advantages and program highlights:

- Strength in People. Redflex leads the industry in compliance and business ethics. With a dedicated group of client services professionals, Redflex is committed to maximizing system uptime and exceeding the City's expectations.
- Strength in Technology. Redflex employs more than 70 engineering resources dedicated to the continued development of products and services. All REDFLEXred® approaches will be upgraded to include high-definition (HD) video and our latest detection technology a non-intrusive mapping radar photo enforcement program that utilizes a patented multi-camera system to capture clear and distinct images of the offending vehicle and license plate, and provides an unmatched level of valid violation detections. The City will have access to view live streaming video from each approach with City access to recall up to the last 75 days of 24/7 video. An upgraded suite of applications, including Violation Authorization (for PD violation processing), will be accessible to the City's team on desktops and tablets, via browsers such as Explorer 9.0+, Chrome, Firefox and Safari.
- Strength in Experience. Through our experience, we understand the benefit of having a three-level incident review process that will be guided by City established criteria to eliminate unnecessary time burdens on law enforcement resources. Further, we offer in-house staffed, violation processing, printing, mailing and call center services. Ensuring the evidence chain remains safe and secure.

We look forward to the opportunity to work with the City and continuing a long-lasting and productive partnership to improve safety on City roads. Should you have any questions regarding Redflex's experience or response within this proposal, I can be reached at 623.207.2906 | mfinn@redflex.com. Or, contact Mark Devich, West Region Client Services Director at 623.207.2104 | mdevich@redflex.com or you can.

Kind Regards,

Michael R. Finn

President/Chief Executive Officer



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Portions of this proposal may contain proprietary and confidential information that is the sole property of Redflex Traffic Systems, Inc. This confidential and proprietary information shall not be duplicated, used or disclosed in whole or in part for any purpose except in the procurement process. Release of proprietary and confidential information will place Redflex Traffic Systems, Inc. at a competitive disadvantage in future procurements. In the event that a third-party makes a request for disclosure, please notify Redflex Traffic Systems, Inc. upon receipt of the request so that we may participate in any disclosures discussions.

Redflex's proposal will remain valid for at least 90 days after the bid opening.





ABOUT REDFLEX TRAFFIC SYSTEMS, INC.

Company History

Redflex Traffic Systems, Inc. is a wholly owned subsidiary of Redflex Holdings Limited (collectively Redflex), an Australian holding company publically traded on the Australian Stock Exchange ("ASX"), which owns and operates the world's largest network of digital speed and red light cameras. The subsidiary was formed and initially incorporated in California in 1998, and in August 2002 was reincorporated in Delaware.

Redflex manufactures and delivers quality products efficiently, in a professional and flexible environment, on time and at the right cost to our customers. Exceptional operational standards are crucial to consistently high levels of customer satisfaction. Redflex has partnered with over

500 communities throughout North America, including San Mateo,

Fremont, Citrus Heights, Newark, and Daly City in California.

Redflex follows exacting processes for specification, design, development, purchasing, production, inspection, testing, packaging, storage, documentation, delivery, installation, repair and support of our products. These processes are aimed at delivering reliably superior results for you and your community.

Acquisitions

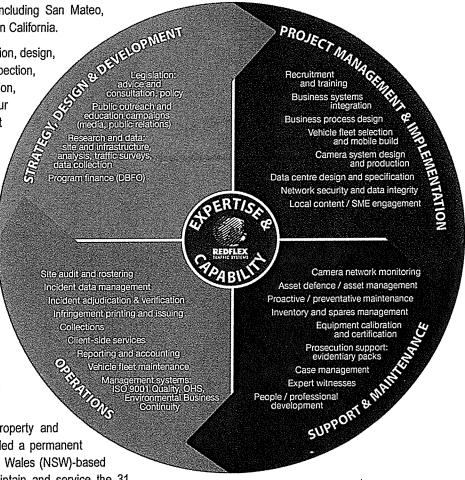
In July 1999, Redflex acquired substantially all assets of American Traffic Systems, Inc. which included photo enforcement contracts with the cities of Paradise Valley and Scottsdale, Arizona and Fort Collins, Colorado. American Traffic Systems, Inc. is a different entity than current Redflex competitor American Traffic Solutions, Inc.

In 2000, Redflex acquired Traffic Safety Systems (TSS), including several contracts across the Southern California region.

In 2004, Redflex purchased the intellectual property and assets of Poltech International Ltd which included a permanent maintenance facility in Sydney and North South Wales (NSW)-based staff. Since being awarded the contract to maintain and service the 31

Poltech speed cameras in NSW, the business has grown almost ten-fold where Redflex currently maintains more than 280 digital camera enforcement systems.

In 2012, Redflex acquired SmartBus Live! in order to combine the industry-specific experience of SmartBus with the unparalleled photo enforcement experience of Redflex. The result is an industry leading program offering superior equipment and service that undisputedly improves driving behavior, increasing the safety of children loading and unloading from school buses.





In-House Research and Development

Redflex employs over 70 engineering resources dedicated to the advancement of the products and services provided by our organization. These full time resources are involved in every aspect of research and development of our technologies. The end-to-end development of Redflex solutions includes examining and improving every aspect of the technology. Everything from vehicle detection algorithms that ensure the most accurate and reliable vehicle detection available to image analysis and analytics tools to ensure performance is subject to continuous scrutiny and improvement. Redflex has invested countless resources into both manufacturing our own products and working closely with manufactures to design custom hardware to meet our rigorous standards. This allows Redflex to stand behind our products 100%. Redflex also works with our partner clients to develop custom solutions to meet any needs, something that the competitors are not able to do when working with off-the-shelf products.

As an industry leader in photo enforcement, our company goal of building innovative technology to improve safety camera capabilities remains the core philosophy of our Research and Development (R&D) Team. Our continued innovation is proven by a history of firsts by Redflex, including:

- 1996: World's first digital image ticket processing facility
- 1998: First digital radar speed camera contract in the US
- 1999: First digital red light camera contract in the US
- 2001: First in the US to combine digital red light and speed cameras into one system
- 2002: First use of OCR to capture bus lane violators
- 2003: First to offer 12-second video clips of violations
- 2003: First multiple station, long distance point-to-point speed detection system
- 2003: First weigh-in-motion enforcement system: REDFLEX WIM™
- 2004: Our first rail crossing enforcement contract: REDFLEXrail®
- 2004: Our first vehicle pollution enforcement systems
- 2005: First-in-industry secure payment portal (photonotice.com)
- 2006: First US freeway fixed speed program (Scottsdale, AZ)
- 2007: First school bus stop arm photo enforcement system
- 2008: Introduce Redflex Digital Loop Card, the fastest processing loop card in the world
- 2009: Install its first vehicle noise enforcement camera system
- 2009: First speed dual radar system
- 2011: First intelligent collision prevention system: REDFLEXred Halo®
- 2011: First over-height photo enforcement: REDFLEX No Thru Truck®
- 2013: Introduce REDFLEX Grid Free® (anti-grid lock), REDFLEX Pedestrian Guardian® (pedestrian safety), REDFLEX Bus Lane® and REDFLEX Worker Guardian® (road construction worker safety)
- 2015: Introduced Redflex Locator, the first vendor-created photo enforcement application

Financial Stability

Redflex is in a strong audited financial position and we have a \$70 million line of funding available as well as \$8 million in working capital to ensure we have the financial resources necessary to support this program. The Redflex Group has a long history of audited profitability and perennial growth.

Please see the enclosed financials for all information regarding Redflex's financial capabilities. Redflex Traffic Systems, Inc. is a subsidiary of a publicly traded company in Australia. Accordingly, the Group is required to give regular financial reports to the public on our financial health. These reports are regulated by Australian Federal corporation's laws, and so we have legal obligation to ensure their accuracy. Highlighted in the 2015 annual report are:

- Redflex has positive cash flow from operations
- Redflex has healthy cash balances
- Redflex has continued access to and availability in our credit facilities
- Redflex has seen growth in many international markets
- Redflex has a strong balance sheet
- Most of the losses were non-cash write downs
- Redflex has a global presence





Voluntary Disclosure

In October 2012, the Chicago Tribune published an article discussing allegations of misconduct that a whistleblower had raised in 2010. The whistleblower's allegations centered on alleged misconduct of several former Redflex executives. Specifically it was alleged that a City employee involved in the administration of Redflex's contract received improper gifts, gratuities and monetary payments from former Redflex executives.

Immediately after the publication of the Tribune article, Redflex's Board of Directors engaged an outside law firm to conduct an independent and broad internal investigation. Redflex's internal investigation found that the former Redflex executives did provide improper gifts and gratuities (travel, accommodation, meals and entertainment) to a City of Chicago employee in violation of Redflex policies and Chicago municipal ordinances. Redflex's internal investigation also revealed similar issues on a much smaller scale in a few other geographies. Redflex fully disclosed its internal investigation's findings to the United States Department of Justice and the City of Chicago and has fully cooperated with the Department of Justice's and the City of Chicago Inspector General's investigations.

Based on the above disclosures, Chicago declared Redflex a non-responsible bidder for the City's speed enforcement program. Additionally, Chicago did not allow Redflex to submit a proposal to continue operating the Red Light Enforcement Program when Redflex's contract expired. The Chicago Office of Inspector General is also conducting an investigation into Redflex's contractual relationship with the City. Redflex provided service to Chicago's red light enforcement program through February 2014, providing technical assistance to ensure a smooth transition between Redflex and the new vendor.

A more detailed description of the internal investigation's findings and our comprehensive remediation actions is available in the Investor Relations section of our website located at: www.redflex.com, including the public disclosures on March 4, 2013, March 7, 2013, and April 11, 2013.

Redflex now has an entirely new executive team, including a new CEO, CFO and General Counsel. In addition, the company has a new board of directors.

On August 14, 2014 the U.S. Department of Justice indicted the former RTSI CEO, Ms. Karen Finley, the former City of Chicago employee, Mr. John Bills and the former RTSI independent contractor, Martin O'Malley. The complaint charges the former program manager, former RTSI CEO and former RTSI independent contractor with certain violations of federal bribery laws among other charges. RTSI is not criminally charged in the indictment. A more detailed description of the indictment is contained in the August 14, 2014 ASX Announcement which is also available in the Investor Relations section of Redflex's website located at www.redflex.com. On December 10, 2014 the former RTSI independent contractor pled guilty, pursuant to a plea agreement, to one count of conspiracy to commit federal program bribery in violation of federal law.

On June 19, 2015 Karen Finley pled guilty in the United States District Court for the Southern District of Ohio, pursuant to a plea agreement, to one count of conspiracy to commit federal programs bribery and honest services wire and mail fraud. On a strictly confidential basis (at the express request of the U.S. Department of Justice) Redflex assisted the Department of Justice's investigation in Ohio.

On August 20, 2015 Karen Finley pled guilty in the United States District Court for the Northern District of Illinois, pursuant to a plea agreement, to one count of conspiracy to commit federal program bribery.

In December 2015 the City of Chicago filed an amended complaint against Redflex seeking civil damages for among other things alleged violations of the City of Chicago's false claims and false statement ordinances and consumer fraud laws, breach of contract, civil conspiracy and violation of kickback laws. The City of Chicago's claims arise out of the same set of facts described above which Redflex previously disclosed to the City of Chicago. A more detailed explanation is available in the Investor Relations section of our website located at: http://www.redflex.com/documents/public_documents/asx_announcements/2015-08-

31%20Legal%20Action%20by%20City%20of%20Chicago%20ex%20rel%20Aaron%20Rosenberg%20(qui%20tam%20action).pdf; http://www.redflex.com/documents/public_documents/asx_announcements/2015-12-15%20Update%20-%20Legal%20Action%20by%20City%20of%20Chicago.pdf

Redflex has implemented a best-in-class compliance policy to ensure no misconduct happens again. Our ethics and compliance program and policies include:





- 1. **Training:** A Redflex Anti-Bribery and Anti-Corruption online training module has been created to train all employees, Board of Directors, and all contracted personnel, annually.
- 2. Assessment and Reporting Processes: Redflex has established specific policies and procedures to monitor compliance with state and municipal gift and hospitality policies, including appropriate reporting obligations to customers.
- 3. Hotline and Compliance Email: Redflex has established a whistle blower program, including a live 24-hour hotline and dedicated email address, enabling employees and Redflex customers to report suspicious, illegal or unethical behavior on an anonymous basis and an assurance those reports will be reviewed, investigated and resolved. Reports go directly to the Audit Committee Chairman, Director of Compliance and Redflex International Global Chief Financial Officer simultaneously.
- 4. Compliance Association Membership and Software Solutions: Membership in TRACE International, an association that provides compliance solutions and software to enable the company to track observance of Redflex policies and provide reports to customers.
- 5. **Contract Provisions and Processes:** Redflex has included language in its contracts with outside consultants stressing compliance with its policies and has changed its contract processes to ensure compliance.
- 6. Sales Consulting Agreements are continually being evaluated and now include strong Anti-Bribery and Anti-Corruption compliance provisions.
- 7. Master Subcontractor Agreement and Professional Services Agreements have been updated to include strong Anti-Bribery and Anti-Corruption compliance provisions.
- 8. All Sales Consulting Agreements and administration are now under the supervision of the General Counsel's office.
- 9. The company has clearly delineated the different roles of its sales consultants and lobbyists.
- 10. Enhanced Expense Report Processes: Redflex's expense reimbursement system has been fortified and is regularly monitored.
- 11. Expense reimbursement processes, controls, and training have been enhanced. The Director of Compliance reviews expense reports each pay period for all employees who interact with third parties.
- 12. Expense reimbursement form will be updated to require additional detail and a signature legend that requires the employee and approver to attest that the expenses are compliant with policy.

Redflex's corrective actions have been thorough and unprecedented. As it stands today, Redflex demonstrates the highest level of transparency and has the best compliance program of any company in our industry. Many others agree. Since we announced the findings of our internal investigation, we have signed, renewed or executed over 100 contracts.

Community Partners

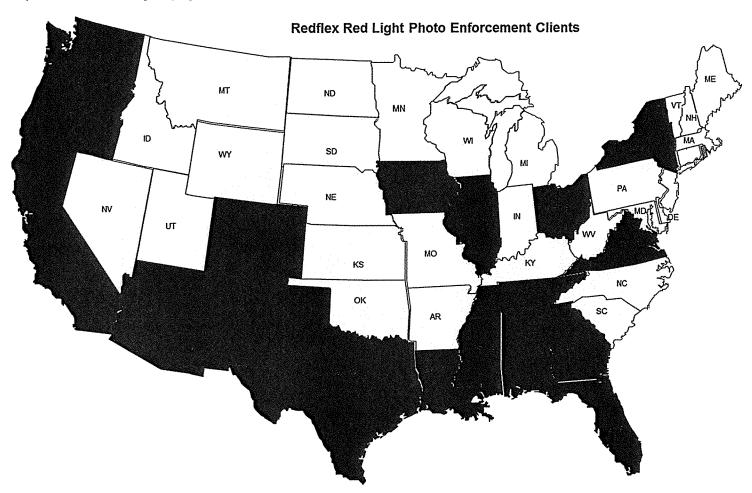


Redflex has been a part of the International Association of Chiefs of Police (IACP) for many years. Currently one of Redflex's Senior Engineers is a member of the International Association of Chiefs of Police (IACP) work group that is focused on writing testing procedures and tests for IACP compliance for Red Light, Across-the-Road (ATR) radar, and Time-Over-Distance groups. Redflex is committed to helping to better the photo enforcement industry by working closely with Police Chiefs around the country to develop the highest standards to help keep the public safe.



Redflex Experience

Redflex has been successfully implementing and operating state-of-the-art photo enforcement programs for nearly 20 years. We currently provide photo enforcement services to more than 250 clients throughout the United States; of those more than 120 communities have a red light program. We have partnered with the City for the last seven years to reduce the number of fatalities and improve safety of motorist and pedestrians. Maintaining this program will continue to improve safety and awareness throughout the City.



California Experience

We are proud of our long-standing relationships with not only the City but with other various municipalities throughout California. Over the last 15 years our partnerships with California communities have reshaped and defined our company. Below is a list of red light programs that we currently support in California.

Bakersfield	Encinitas	Modesto	Sacramento
Baldwin Park	Fremont	Montebello	San Leandro
Citrus Heights	Garden Grove	MRCA	San Mateo
Commerce	Hawthorne	Newark _	Solana Beach
Culver City	Los Alamitos	Oakland	Ventura
Daly City	Lynwood	Oxnard	Vista
Del Mar	Marysville	Rancho Cordova	
Elk Grove	Menlo Park	Redding	



Caltrans Experience

Throughout the implementation process, Redflex will take responsibility to apply and obtain permits prior to installing any hardware or equipment within the right-of-way, modifying any City, County or State owned facility, or performing any sidewalk, shoulder or lane closure. Redflex has direct experience working with California Department of Transportation (Caltrans) and their permitting processes, should the need arise during this program. We recognize the complexities of strict compliance and adherence to the California Vehicle Code and the unique requirements encountered in working with Caltrans. Our extensive experience in successfully interfacing with Caltrans districts statewide includes Caltrans Districts 3, 4, 7, 8 and 10. Our experience will prove invaluable for a quick program implementation.

We take pride in the relationships that we have created both past and present. We learned invaluable lessons from each program and that knowledge made our company and team stronger and better prepared to serve others.

References

Red Light Photo Enforcement | San Mateo, California



After the City Council approved a resolution to allow a red light program in 2003, the City of San Mateo implemented Red Light Photo Enforcement. Partnering with Redflex, the city targeted intersections with the highest accident rates in an effort to address traffic safety concerns of the community. The red light program went live in 2005 and we have enjoyed a long standing working relationship with the city since then. We have installed five red light cameras for the city and provide the maintenance of those sites. In addition, Redflex provides back office processing of the captured incident to the local police for review and authorization of the violation. We also provide subsequent printing and mailing of the police-

approved citation maintaining the chain of custody throughout the process by not outsourcing these services.

Contact: Lt. Rick Passanisi 200 Franklin Parkway San Mateo, CA 94403 P: (650) 522-7685 | passanir@cityofsanmateo.org

Red Light Photo Enforcement | Citrus Heights, California



In 2007 the City of Citrus Heights entered into a contract with Redflex to provide red light camera systems. In 2008 the Red Light Photo Enforcement program went live in an effort to curb unsafe driving habits. Redflex installed and maintains eight red light cameras as part of this program. Additionally, Redflex provides the back office violation processing and printing and mailing of the police approved citations.

Contact: Lt. Russo 6315 Fountain Square Dr. Citrus Heights, CA 95621 P: (916) 727-5578 | jrusso@citrusheights.net

Red Light Photo Enforcement | Newark, California



In an effort to increase driver and pedestrian safety and reduce vehicular collisions and deter red light running, the City of Newark established the Red Light Camera Enforcement program. In March 2006, the city contracted with Redflex to provide red light camera systems and processing of the city-approved citations. We installed the NK system with in-ground loop detection. Currently, Redflex maintains four red light camera systems.

In a high-profile contested violation case, Redflex assisted the city in providing detailed records to support the validity of the citation. The final ruling supported the city's position eliminating the potential revoking of numerous other violations. We also assisted with the interaction between the city and the media in order to appropriately convey the final outcome. Redflex

has also been able to assist in local police investigations by providing video evidence for various vehicle collisions at enforced intersections.

More recently the City has expressed interest in expanding the program. We conducted a video survey of different intersections to help the City determine if expansion would help to increase public safety. The city has been so pleased with the partnership with Redflex that they renewed their contract at the beginning of 2015.

Contact: Jim Leal, Chief of Police 37101 Newark Blvd Newark, CA 94560 P: 510.578.4725 | JAMES.LEAL@newark.org

Please see Appendix A for the required Exhibit A reference form.





CORE TEAM

Key Personnel

Redflex believes that people are the key to a successful project. For your program we have assembled an experienced team of industry leaders that will provide support throughout the City's program. Marc Carroll, project manager, and James Harden, client

James Harden

Client Services

Manager

services manager, will lead the City's program along with a dedicated team of processors, technicians and

analysts. Mr. Carroll has been working with the City for more than two years with your current red light program. Mr. Harden has been with Redflex for more than ten years and recently joined the Napa program. Both are extremely knowledgeable about the region and will provide guidance throughout your program based on their previous experiences.

California photo enforcement programs.

contract. Just like Mr. Carroll and Mr. Harden, Mr. Devich has spent

Mark Devich, Director of Client Services in the Western Region, serves as an escalation contact for the City throughout the life of the

CITY of NAPA Marc Carroll Project Manager **Program Services** Mark Devich Director, Client Services/ Escalation Contact Robert Salcido Director, Operations Client Services **Tony Parrino** Director, Engineering and Product Support **David Dressler** Technical Operation Maintenance Analyst Processors **Brian Turico** Technicians Director, Information Technology Michael Cavaiola Director, Communications

We have provided a summary of qualifications of the key program personnel and directors who will spearhead this program. Due to Redflex's current partnership with the City, our team fully understands the program and will not need to be brought up to speed on the nuances of the program.

the majority of his career at Redflex working with California clients, including Napa. He understands the needs and the laws associated with

Marc Carroll | Project Manager

Years with Redflex: 4 Years of Experience: 13

Education: AA Science,

Yuba Community College

Certificates:

Commission on California Peace Officers Standards and Training

Mr. Carroll brings over 12 years of Bay-area law enforcement experience where he served as a Patrol Sergeant supervising over 25 police officers, reserve officers, cadets, and volunteers. Mr. Carroll began his career with Redflex in October 2011 and has served as the Account Representative for several clients in Northern California. He has been instrumental in coordinating a number of projects to ensure customer satisfaction including construction projects, maintenance oversight, client training, and business rules applications. In his most recent role of Client Service Specialist, Mr. Carroll assists the program manager in the day-to-day functions of all programs in our Western Region, including the City.

Contract Role and Responsibility

- Provides ongoing management support customers during the entire lifecycle of the contract.
- Administers contracts within the area of responsibility through direct management of a regional Client Services Team
- Arranges video surveys to determine unsafe intersections in need of photo enforcement 6
- Develops City-specific business rules for program configuration and ensures compliance.





James Harden | Project Manager and Client Services Manager

Years of Experience: 14 Years with Redflex: 10 Education:

BS Business Management, University of Phoenix

AA Computer Science, Collins College With a history of customer service in technical support, Mr. Harden joined Redflex in 2005 as a maintenance technician and has rose up through the company to Client Services Manager. Continuing with his customer service skills, Mr. Harden works with clients throughout the West Region of the US. He over sees the team that will be dedicated to this program for the life of the contract and will serve as the intermediate between our team members and the City on a day-to-day basis.

Contract Roles and Responsibilities

- Responsible for business guidelines development
- Project management, training, and program monitoring
- Ongoing customer support to the City



Mark Devich | Director, Client Services Western Region

Years of Experience: 18 Years with Redflex: 9 Education:

BA Business Management, University of Pittsburgh In 2007, Mr. Devich joined Redflex and has served various roles in client services and account management. Currently, he is the Client Services Director for all of our Western region clients. He understands the many facets photo enforcement industry and what is important to our clients and the communities we serve. He is well versed in Redflex's products and Redflex processes in order to assist the City in the smooth operation of your program. Mr. Devich will oversee the program at a high level and will serve as the escalation point in the event of unresolved issues.

Contract Role and Responsibility

- Coordinates and attends pre-construction meetings
- Tracks all new approach activations and notifications to the City
- Responsible for providing program training and education and customer service to the City
- Develops Business Rules with the District and ensure compliance
- Responsible for Expert Witness testimony for the City

David Dressler | Field Technician

Years of Experience: 21 Years with Redflex: 6

Education:

Computer Technology, Control Data Institute Mr. Dressler joined Redflex in 2009 bringing with him 21 years of electronics and manufacturing knowledge and experience. Currently, he is the field technicians for Redflex's Bay-area clients, including Napa. Mr. Dressler will manage and oversee the day-to-day maintenance of the systems.

Contract Role and Responsibility

Provides scheduled, preventative field maintenance as well as emergency maintenance to ensure maximum program uptime





Directors of Program Services

The following are Redflex Directors who oversee both the departments maintain the day-to-day operations of current programs as well as implement the launch of new programs. Redflex Directors have many years of combined experience in starting and maintaining new photo enforcement programs throughout North America, and providing support to all of our clients.

Tony Parrino | Director, Engineering and Product Support

Years of Experience: 28

Years with Redflex: 15

Education

MS Workforce Education, University of Nevada

BS Industrial Technology, Southern Illinois University Mr. Parrino provides the strategic vision for technology and leads the effort to maintain Redflex's status as a market leader in automated photo enforcement. He works closely with the Sales and Marketing teams to continue to expand our comprehensive technology portfolio. Mr. Parrino's background is in communications technology, which he fine-tuned while serving in the U.S. Air Force for 20 years.

Contract Roles and Responsibilities

Global Development

Manages and synchronizes the global development efforts of new products and services to ensure the delivery of the most reliable product possible

Product Support

- Manages and directs resources to reduce system downtime while improving system performance and reliability
- Manages and directs resources to develop and update technical training materials related to both new and existing technology
- Selects and manages personnel to complete technical development and support projects

Construction

- Plans, manages and maintains all project activities, implementation and tasks
- Oversees maintenance
- Schedules all technical deliverables/timelines

Field Service/Maintenance Support

- Responsible for direct management of maintenance support and installation support personnel Video Survey
- Schedules all video surveys to identify the most effective locations for the placement of traffic enforcement systems
- © Coordinates with internal and external stakeholders to ensure on time completion of project
- Manages technicians and video surveying staff

Michael Cavaiola | Director, Communications

Years of Experience: 15
Years with Redflex: 1
Education

MS Communication,
American University

In 2015, Mr. Cavaiola joined Redflex as Director of Communications. Mr. Cavaiola is responsible for all corporate communications, media relations and public education tools for the communities Redflex serves. Prior to joining the company, Mr. Cavaiola was Communications Director for U.S. Rep. Jerry McNerney, leading the Congressman's communications efforts both in Washington, DC and his Northern California district. He also spent more than a decade working as a producer and journalist for C-SPAN and Discovery Channel.



Contract Roles and Responsibilities

Public Outreach

- Works closely with Redflex's clients to establish a comprehensive public outreach/awareness program
- © Communicates with local media to educate them to the public safety benefits of photo enforcement

Social Media

Responsible for promoting safety related messages to Facebook, Twitter and YouTube.





Robert Salcido | Director, Operations

Years of Experience: 34

Years with Redflex: 7

Education

BA Business Management, Arizona State University Mr. Salcido has extensive experience in operations, management and supervision. He has championed innovative strategies and high-quality customer service in high-volume transaction processing business environments where deadlines and production service-level commitments are critical.

Contract Roles and Responsibilities

Director of Operations & Custodian of Records

- Responsible for operations and transaction processing
- Responsible for maintaining chain of custody of evidence, accuracy of the records used in court evidence packages, integrity processes/procedures to obtain violator data, integrity of safeguards taken to prevent tampering with photos or other information contained in the citation

Print and Mail Room

Manages outgoing correspondence sent on behalf of our clients. All correspondence is created and processed in-house.

Call Center & Expert Witness

- Directs central, multilingual call center
- Expert witness testimony coordination

Brian Turico | Director, Information Technology

Years of Experience: 19

Years with Redflex: 1

Education

BS Information Technology Management, Northern Arizona University

Electrical & Computer Engineering, University of Illinois Mr. Turico joined Redflex in 2015 bringing with him nearly 20 years of experience in managing technology groups working in network infrastructure, data center design, virtualization, collaboration, ERP, mobile applications, VOIP, cloud computing, web site development and security. He is versed in all facets of IT operations, networks, systems, security and codes.

Contract Roles and Responsibilities

Technology Architecture

Responsible for IT vision, architecture, and structure

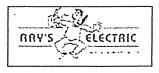
IT Strategic Planning

- Institutes change management processes into infrastructure and software deployment
- Responsible for data center management
- Leads disaster recovery planning

IT Operations

- Recruits IT team and develops processes and procedures
- Provides Technical Support

Partnering with a Sub-Contractor



In our previous work with the City, we partnered with Ray's Electric for the successful installation of the current eight-camera systems. We anticipate working with them again for approach relocations or program expansion. Located in Northern California, Ray's Electric is our preferred sub-contractor.

Having worked with them for more than five years, we have worked on a number of different city programs including Fremont, Hayward, Newark, Daly City, Menlo

Park and Elk Grove. Ray's Electric is a certified small business entity and a small local business entity specializing in electrical underground and traffic signal infrastructure. Over the years we have worked with Greg Gruendl, president of Ray's Electric, on program implementation and maintenance projects, such as the programs in Fremont, Oakland, and Newark, California. For the City's contract we will partner once again with Mr. Gruendl, in addition to Ken Ho, Project Manager.

411 Pendleton Way Oakland, CA 94621 (510) 577-7700

Specialty

- · Electrical underground
- Electrical traffic signal infrastructure





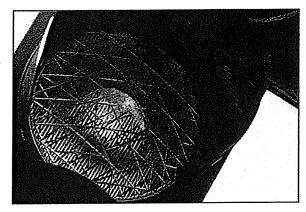


PROPOSED SAFETY SOLUTION

Redflex Red Light All-Inclusive Program

Redflex is proposing our REDFLEXred® solution to meet the City's enforcement needs of continuing to have a positive influence with the presence of red light camera systems. REDFLEXred® is a complete, turn-key solution that includes all hardware, software, installation, maintenance, operation, customer and violator support, back-office processing, payment processing, lockbox, customer call center, reporting, mailing and web-enabled citation authorization services.

We offer an unrivaled, holistic approach that encompasses all aspects of the photo enforcement process, from data capture and violation verification to ongoing maintenance and comprehensive customer support. Our all-inclusive REDFLEXred® program includes the following features:



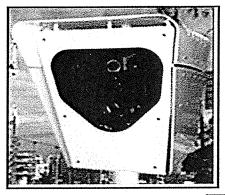
- All necessary product hardware and software, including streaming video technology
 - o Industrial grade cameras built to perform even in the most extreme conditions
 - Rectangle flashes engineered to provide clear images with no dark spots in the middle of the picture that can occur in circular flashes
- Upgrade all systems from in-ground loops to Redflex's non-invasive REDFLEXradar®
- Upgrade all systems to high-definition video
- Streaming video for all systems with video recall access for up to approximately 60-75 days
- Installation and maintenance of all equipment for the life of the contract
- Ability to issue a variety of notice types, including by not limited to notice of violations, reminder letters, collections and nominations
- Able to interface with a 3rd party companies such as process service and collections
- Partnership with National Law Enforcement Telecommunication System (NLETS), LexisNexis® Accurint®, California Department of Motor Vehicles (DMV), and other state DMVs
- Custom back office and court interface
- Printing and first-class mailing services (all performed in-house)
- Accessible support 24/7 for law enforcement and court personnel
- Comprehensive reporting package, available 24/7
- Web-based applications for simplifying the violation review process for law enforcement
 - No software licenses requirement for City and Court users
 - Access to the latest suite of applications
- Ability to access our applications 24/7 using iPads, iPhones, Android tablets, smart phones and personal computers
- Law enforcement, violator, and court support services including:
 - Multi-lingual, toll-free, customer service center
 - Dedicated expert witnesses for court testimony
 - Dedicated court pack team allocated to assembling court documents for hearings
- Redflex will warrant and maintain all equipment provided to the City for the life of the contract
- © Customized community education and awareness campaign throughout the life of the program, including press releases and community event information booths
- Operation of the video monitoring system in accordance with all applicable laws, including local ordinances
- One kiosk placed in a central location for violators to view images/video and make a payment





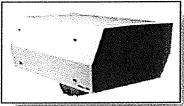
Proposed System Equipment

We understand that traffic safety is a significant concern to the City. As the global leader in traffic safety Redflex takes pride in providing services which increase road safety for our community partners. We have been proud to work with the City in the past to save lives and look forward to continuing this relationship with the City and law enforcement. Currently the City deploys nine red light camera systems at five intersections. As part of our continued program, we will upgrade all sites to use our non-invasive REDFLEXradar® detection method and high-definition video camera capable of covering up to four lanes. The Federal Communications Commission (FCC) has evaluated and certified REDFLEXradar®. All new sites will be built using this latest technology and built to average power use of less than one amp. Below are the components of the proposed automated red light enforcement system. All Redflex systems are modular in design allowing for ease of installation and maintenance as well as only a minimal likelihood of a necessary lane closure.



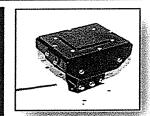
Included in the Housing

The NK System, custom to Redflex, houses the communication gear, the digital camera, and the HD video camera. The central processing unit (CPU) and SMARTCAM™ software that operates all system components are housed in a cabinet, which eliminates the need for ground mounted cabinet or additional pole. The terminal block that will receive power for the signal head is located in the cabinet as well. The camera system operates on 110 volts from a separate power source. The pole is a little more than 10 feet tall and is professionally engineered and built to industrial standards. Wireless secure communication links the CPU to the Data Center. The system also has the ability to disconnect from the traffic signal.



Flashes

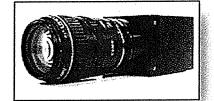
Provides optimal illumination of the license plate area in all lighting conditions providing a superior capture rate. Our rectangle flashes have been engineered to provide clear images with no dark spots in the middle of the picture like most on the market. Redflex's typical recharge rate is between 250-400 milliseconds, but can be setup to go as low as 200 milliseconds. Our flash is not a floodlight and will not dazzle drivers when triggered.

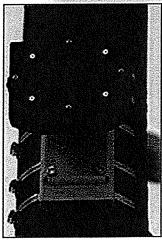




REDFLEXred® will utilize REDFLEXradar® that tracks vehicles up to 350 feet from over 350 feet away. This non-intrusive technology allows Redflex to provide the most accurate detection on the market.







Cameras

The system will include two industrial-grade digital cameras, providing at least 20 MP. Images of the violation, driver's face and license plate will be captured. A high-definition (HD) video camera will capture a 12-second clip of the violation at 30 fps.

Our current enforcement sites have this installation design. Redflex's proposed program all-inclusive, completely turn-key, and will meet all technical requirements outlined in the City's RFP. Redflex will provide all equipment, installation and maintenance services as part of this program. Systems provided to the City will be modular in nature, allowing for ease of installation and maintenance as well as only a minimal likelihood of a necessary lane closure. Each system will be setup to retain video for approximately 60 to 75 days, allowing the City's team to access the video and retrieve footage without contacting the Redflex team.





Redflex camera units are modular and designed to aesthetically blend with the City's environment and current traffic control setup. No obtrusive mast arms or overhanging elements are required. Redflex equipment is flexible in nature and can be easily installed on existing infrastructure. Additionally, the systems are easily accessible by technicians for maintenance and repair so as not to interfere with the flow of traffic.

Technology and Hardware Features

Enclosures - Tamper, Vandal, and Weather Resistant

Redflex enclosures are tamper, vandal, and weather resistant lockable housings. The camera housing units are designed to preserve the overall effectiveness of the program's operation and to protect the Redflex camera units from extreme weather conditions and vandalism, ensuring minimal "downtime" and easy maintenance. Each Redflex housing and pole system is professionally engineered and built to industrial standards from the ground-up.

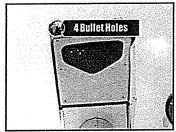
Our camera unit housing is designed to be weather-, bullet-, dust-, water- and spray-resistant. The systems are built to withstand both extreme cold and extreme heat with no performance degradation. This housing is securely lockable and is pole-mounted. Each Redflex housing and pole system is professionally engineered and built to industrial standards, including:

- Weather-, ballistic-, and vandalism-resistant enclosures built to the standards of the National Electrical Manufacturers Association (NEMA) including the use of isolation relays as one of our many safeguards to ensure erroneous violations do got get issued to a driver
- Waterproof (salt and freshwater) and dustproof IP65 enclosure, with sealed access panel.
- Built from stainless steel or toughened aluminum; zinc-dipped and powder-painted in a neutral color or one desired by the City to match existing street furnishings
- Doubled-walled for extra protection and heat convection
- Equipped with shrouds that allow rotation and pivoting on the pole for optimal alignment
- Tightly locked into place with eight guide bolts that are securely covered by another shroud to prevent tampering. These can only be accessed from within the housing. The housing locks are fashioned from toughened steel with the single key engaging the three-way bolts
- Camera units are easily reachable without the utilization of lifts (bucket trucks)
- Fitted with polycarbonate, National Institute of Justice (N1J) standard, ballistic-resistant, protective material and a 19mm-thick, ballistic-resistant glass shield
- Our camera units can effectively utilize much of the City's existing infrastructure, if desired, thereby minimizing required hardware and encroachments

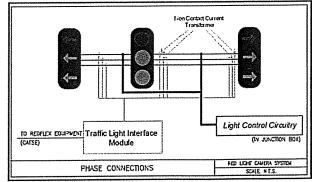
Signal Head Phase Detection

Redflex equipment provides a reliable signal phase detection method that is optically isolated from the signal operation. We are able to do this in the following ways:

- For those applications in which our client desires a non-intrusive method of signal phase detection, Redflex is able to provide a Traffic Light Interface Module (TLIM). The TLIM is placed in the junction box closest to the controller that has access to the signal field wiring. A clamp style inductive coil will be placed on each phase to be monitored. The TLIM will be powered by the Redflex system via 12VDC through a CAT 5e cable
- Direct connection to the field output with 5 amp inline fuse and optoisolators mounted in our equipment for isolation







Through the TLIM, Redflex's system can connect directly to the signal head output without interrupting the signal cycle. Additionally our system can monitor a variety of signal phases simultaneously.





The Redflex system is flexible in its ability to monitor nine traffic phases, and the Redflex team will work with the appropriate agency to provide a method that meets their specific requirements.

We can obtain access through either the signal controller or the junction box closest to the controller that has access to the signal field wiring. The City can decide which access point best suits their needs. If necessary, the work can be completed by an electrical contractor licensed to work in the jurisdiction. This system can be an alternative wireless option to existing, directly wired and inductively coupled systems for detection.

Digitally Adjusted Light Table

In order to provide our customers with the highest yield of violations, Redflex has engineered and developed a digitally adjusted light table that enables our cameras to adjust the picture settings automatically. Redflex's imaging unit's operation is microprocessor-controlled and fully automatic. The system is capable of monitoring local weather and lighting conditions and reacting accordingly to all ambient weather and lighting conditions. This is accomplished by:

- Monitoring ambient light for specific time of day applications for camera metering
 - A look-up table is incorporated to override the natural light meter function which shuts down aperture settings during certain lighting conditions. The light meter lookup table is approach specific. Light metering data is based on a timetable to ensure required aperture settings are applied to obtain desired results.
- Focusing is accomplished by optimizing depth of field conditions for specific image capturing sequences.

Each camera's field of view is optimized by ensuring each detected vehicle captured in its lane of travel falls within the depth of field of the camera (based on the least forgiving lighting conditions, aperture settings, and image exposure settings). This is done by using the detected vehicle speed to anticipate the specific location of the vehicle in the roadway and timing the image capturing and synchronized flash to ensure proper focus is maintained, while applying the dynamic light metering settings for the conditions.

Single Time Source

Redflex patented technology allows us to use multiple cameras, synchronized to a single time source. By using multiple photos (scene and plate) you get the best resolution for both a wide angle shot (scene) and a close up shot (plate) but only if you can "sync" the photos to the same time source to ensure the evidence remains intact. Redflex ensures that violations are legally defensible because we can guarantee that the photos captured are all part of the same incident packet by looking at the timestamp. This is not standard practice in the marketplace.

The data bar provides confirmation of the synchronization of the time stamps to a single time source (these images are setup to capture two images "simultaneously" from two different cameras). This method allows Redflex to capture images from different angles without sacrificing image quality from other critical shots.

All of Redflex's cameras are connected to the same time clock and sync from an internet based NTP provider. The time is then applied through the network and onto CCU devices through NTP protocol.

Warranty

Redflex equipment is designed to be operational 24/7/365. Barring knockdowns, vandalism and unforeseen acts of nature, our equipment will be functional over 98% of the year; downtime includes scheduled system maintenance. Redflex will warranty the system for the life of the contract. Redflex will be responsible for the maintenance and upkeep of the photo enforcement equipment throughout the duration of our contract with the City.

Superior Image Quality – Best in the Industry

Redflex prides itself on capturing the highest quality images in the industry. Redflex has invested numerous resources in manufacturing our own technology and working closely with major camera manufacturers to customize their technology to our specifications. While the configurations for photo enforcement systems are customized to the individual client and location, you will be able to see that Redflex provides our clients with the best image quality on the market.





License Plate Covers

We have thoroughly tested our systems against the effects of license plate covers, prism covers and photo sprays (photo blocker) that are intended to hide or blowout the license plate image. Our tests have conclusively shown that such sprays and covers are ineffective against our systems.

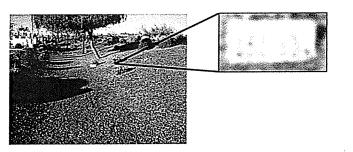
Multi-Camera System

The Redflex system has the ability to identify and capture multiple digital still images and full-motion video of vehicles detected. The proposed solution would provide up to four lanes of coverage and deliver recognition on 32 individual vehicles within that zone. Redflex will have access to pull all historical footage if the original footage is no longer available on SMARTStreamLive HDTM.

Redflex has a wide range of customized, digital, state-of-the-art camera systems that can be arranged in several ways to maximize enforcement effectiveness for any given location, be it a standard or anomalous configuration. For this contract, Redflex intends on utilizing a combination of digital, high-resolution, industrial-grade cameras with resolution ranging up to 24 megapixels, depending on location and configuration.

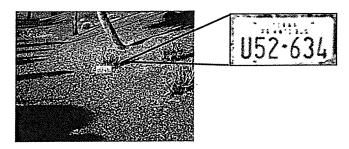
It is a common misconception that higher megapixel cameras always provide better quality images. Some vendors will state that the highest megapixel count is always best; this is inaccurate and misleading information. Redflex has a strong technical understanding of applying the right number of pixels to an intended target in order to achieve the best image quality, therefore not always requiring a camera with the highest megapixel count. The key to clear images is pixels on target. The REDFLEXred® multiple-camera system allows trained technicians to configure the field of view of each camera to maximize the pixel density of each still image. This results in as much as a 500 percent increase in pixel density in areas of interest such as vehicle license plates. There are two different types of zooming that are commonly used in the photo enforcement industry, the first is optical zoom and the second is digital zoom. Optical zoom is a function of the lens (optically magnifying the image before the image is captured), and digital zoom is a function of a computer or computer algorithm (post-processed after the image is taken). If you have a 10 MP camera and take a photo there are 10 million pixels that make up that image. If you zoom in optically, you still have a 10 MP shot. If you zoom in digitally (by "cropping" the original photo for example) you end up with an image with 1/10th the resolution.

Dynamic Pixel Utilization (DPU) is a superior solution to achieving image clarity in certain conditions such as low light environments or large intersections. Our patented technology allows us to use multiple cameras, synchronized to a single time source. Our high-quality digital camera system provides prosecutable color images in all weather conditions, 24 hours a day. One or more images can be configured to be taken at a set distance, in centimeters, or time, in milliseconds, from the point of detection. The minimum rate of image capture for a typical installation, taking into consideration the flash recharge rate, is recharge rate, is approximately 300 milliseconds.





Example 1: Photos Taken Using Only a Digital Zoom



Example 2: Cameras Setup with an Optical Zoom. Redflex cameras utilize an Optical Zoom, allowing for crisper images with a lower MP camera





Data Bar

Each digital high-resolution, full-color image will include a data bar, produced by the system at the point of capture. This encrypted data bar "stamps" pertinent violation information on a 256-character field at the top of each image. This data bar does not block any portion of the image and does not decrease the size of the photo. The data bar becomes part of the secure and encrypted image and cannot be manipulated by Redflex or any other user. This applies for Scene A, Scene B, license plate and the drivers face. Although the elements listed below are our standard data bar fields, fields may be customized to suit the City's specific preferences and requirements.

- Elapsed time since light turned red detailed to 1/100th of a second
- Amber phase duration, to 1/100th of a second
- Location code where violation occurred
- Unique violation identifier and camera ID
- Clear display of drivers face and rear license plate of vehicle
- Violation date (day of the week, day, month and year)

- Violation time (hours, minutes and seconds military)
- Direction of travel and lane number
- Posted speed limit and vehicle speed
- Photo number sequence
- Data bar is located at the top edge with no obstruction to the violation image
- Time elapsed between images

Sample Data Bar - Scene A

Location:

Date: Wednesday 15 July 2015 Time: 07:32:57 Frame: 1 Speed Limit: 35 MPH

Lane: 2 Vehicle Speed: 40 MPH RED 0.43

AMBER 4.12 Elapsed Time: 0.00

Looking at the encrypted data bar from violation image, one can clearly see the pertinent data fields are very clear and visible. Of special importance in the Scene A data bar is:

RED: 0.43, which illustrates the light has been red for 0.43 seconds

Elapsed Time: 0.00, which represents the first image captured in this set of violation images

Sample Data Bar - Scene B

Location:

Date: Wednesday 15 July 2015 Time: 07:32:58 Frame: 1

Lane: 2 Vehicle Speed: 40 MPH RED 0.75

AMBER 4.12 Elapsed Time: 0.31

Speed Limit: 35 MPH

The corresponding data bar for Scene B clearly displays pertinent data fields. Fields of special importance are:

RED: 2.41, which demonstrates that the Scene B image is captured later in the red phasing.

Elapsed Time: 0.31, which represents the amount of time that has transpired between the Scene A and Scene B images, which is consistent to the adjustment of the RED timing. Camera Components

Incident Image Configuration

Each system will capture the following images and video:

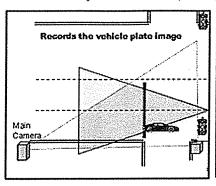
- Main camera: captures Scene A (vehicle prior to the stop bar as the light is red) and Scene B (vehicle in the intersection as the light is red)
- Plate camera: provides a clear, zoomed in image of the vehicle's rear license plate
- Face camera: captures a clear, zoomed image of the vehicle driver. Passenger will be marked out during incident processing
- Video camera, which provides a 12-second video clip, at 30fps, of the incident beginning at 6 second prior to the Scene A image

When the sensors detect a vehicle's speed above a pre-determined threshold, the main camera is triggered. The Scene A image will show the vehicle behind the stop bar with the traffic signal red phase visible. The Plate, Face, and Scene B images are simultaneously captured when the vehicle has proceeded through the Detection Zone.



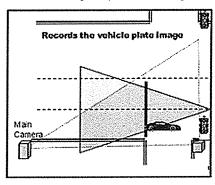


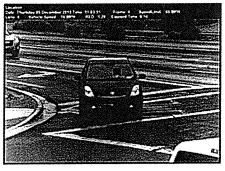
Plate Camera Image-Records the vehicle plate image.



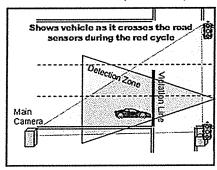


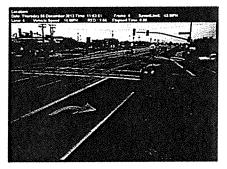
Face Camera Image - Captures a facial image of the vehicle driver.



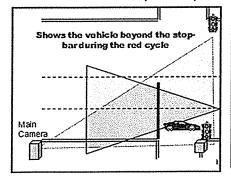


Scene A - Shows the vehicle prior to the stop bar during the red phase.





Scene B - Shows the vehicle beyond the stop bar during the red phase.









Amber Timing Monitoring

In addition to displaying the length of time the amber phase was active in the data bar, as described above, we can also program the system to reject any violations when the amber timing is below a specific threshold. This can reduce the volume of "out-of-spec" violations the Police need to review and reject. Our system can also automatically alert us to when an amber timing is below its threshold time. We can then inform the City of the issue so it can be corrected quickly.

Video Incident Capture

While the digital still cameras are recording a violation, an HD video camera records six seconds prior to the Scene A image and six seconds following the Scene A image, providing the City with approximately 12 seconds of the violation at 30 fps. The video duration is customizable and can be increased or decreased upon the City's request but our experience has proven that a 12-second clip is the optimal duration. This provides sufficient video to observe the incident while keeping the incident pack small enough for a guick transfer back to the data center.

Video Technology can be used for crash reconstruction purposes and/or live traffic viewing, and the storage duration is completely configurable. Each system will be setup to retain video for approximately 60 to 75 days, allowing the City's team to access the video and retrieve footage without contacting the Redflex team.

Concurrent and Rapid Sequential Incident Capture

Redflex technology is designed to capture concurrent and quickly occurring sequential violations. Our Redflex designed flash has a rapid recharge to capture incident images quickly and our software algorithms allow image sharing between two sequential incidents. For example, if Scene B from incident #1 could be used as Scene A for incident #2, that image would then be used for two separate incidents. Each incident will be created with a unique data bar for the image containing elements for each particular incident.

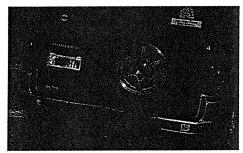
Incident #1: 15:15:06 - Mitsubishi



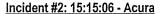
Scene A: Before Stop Bar

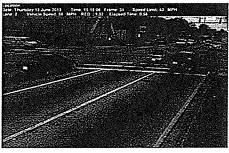


Scene B: After Stop Car

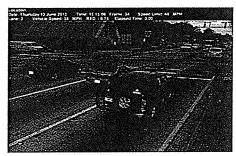


License Plate





Scene A: Before Stop Bar



Scene B: After Stop Car



License Plate

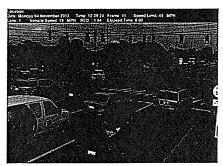
This proprietary and state of the art technology allows Redflex to have no latency time between the primary camera and the secondary camera, enabling Redflex to capture multiple incidents when most competitor systems would only be able to capture one. The concurrent and rapid sequential incident capture also eliminates the need for a release mechanism, like the City's current system. This is because our system is able to capture multiple incidents using only one set of photos. Redflex has configured our systems to "share" images when a consecutive event

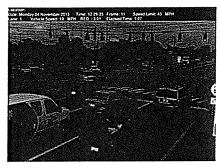


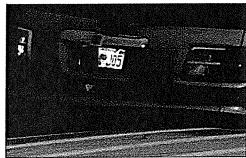
occurs within a specific time frame. In return Redflex is able to capture and identical image that has two different sets of data applied to it. Redflex is the only one in the photo enforcement industry that has this technology.

Sample Incidents

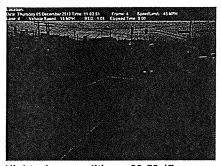
Daytime, clear conditions: 12:29:24

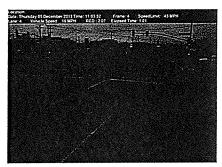






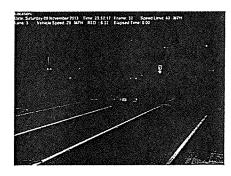
Daytime, rain: 11:03:51



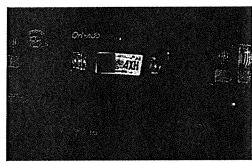




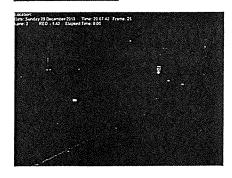
Night, clear conditions: 23:52:17

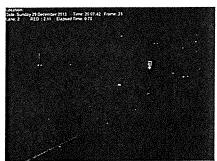


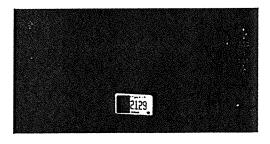




Night, rain: 20:07:42











SUITE OF APPLICATIONS

Redflex offers our clients a suite of exclusive applications that allow the City and the PD to manage their photo enforcement program by accessing intersection in real-time, managing citation authorization and violations, evidentiary information for court use and program reporting all through one source. These applications can be accessed through a secure web-portal, Redflex Web Applications. This single sign-on portal means users only need to have one login and password for all applications. Redflex is committed to providing our clients the best technology and the most up-to-date software applications on the market. Below is Redflex's new suite of applications that will be rolled out to the City. Training will be provided to City personnel using these applications so that they are fully trained and confident when they are implemented.

SUPERscreen™ for Post Citation Management

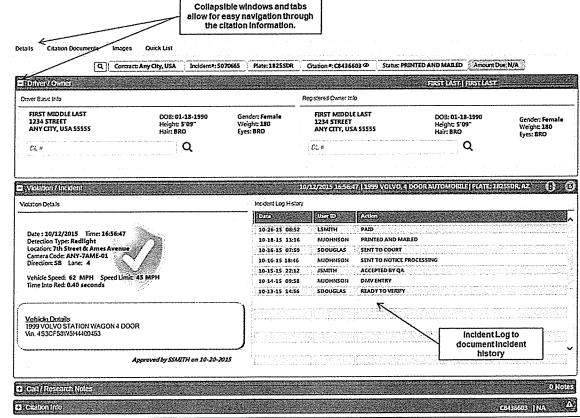
Redflex SUPERscreen™ is a web based application accessible to the City to view all program details as needed. Our police partners benefit greatly from SUPERscreen™ Graphic User Interface (GUI) as it streamlines all citation management functions relating to post citation management into one website, saving significant time in managing their automated enforcement programs. This includes obtaining information about the history of a given citation, such as dismissals, fee waivers, nominations, etc. The following sections provide an overview of this tool.

Screen Search

The search screen will allow the user to enter the City (or state, if the City is not known) as the primary search criteria, followed by name or citation, plate, or incident number as the secondary search criteria. It also allows the user to search by the date/time/location. If the search finds only one incident, the user will go directly to the Customer Service SUPERscreenTM. If more than one incident is found, the interface will show a drop down menu with the name, citation number, plate number, City/province, violation date, violation type and Incident number to allow the user to select the desired record. Once the intended record has been located, the user will be able to navigate the application through defined tabs.

View Details

The View Details tab will access violation, vehicle and registered owner details for the incident as well as violator call-in logs. The "Details" link in the Nomination History box is meant to be a "quick view" of the nominated driver details (name, address, etc.). This tab also tracks who took what action in each phase - both manual and automated. occurs for all incidents; whether approved rejected at any stage of the process.







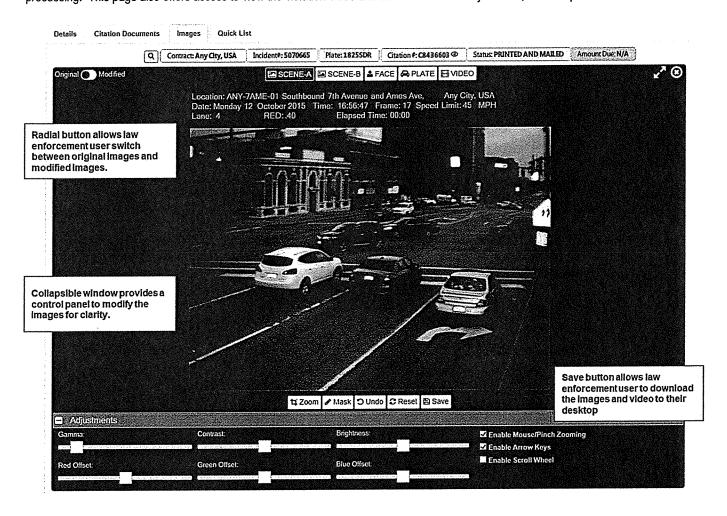
Documents

SUPERscreen™ provides access to View Documents via a drop down list displaying all viewable documents to be selected by the user, including the following:

- Citations(e.g. notice, corporate notice)
- Subsequent Citations (e.g. nomination, second notice)
- Payment Letters (e.g. partial payments, defaults)
- Notice to Appear

Images

SUPERscreen™ provides access to view images and the video clip related to each incident. The user will have the ability to select the desired image from the drop down list, as seen below. This includes the original raw image and the images that were modified during violation processing. This page also offers access to view the violation video and save the video locally to a PC, tablet or phone.

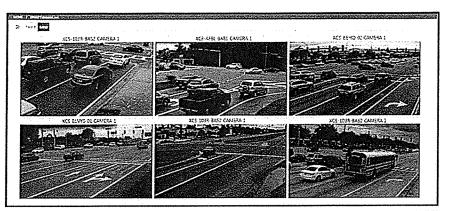






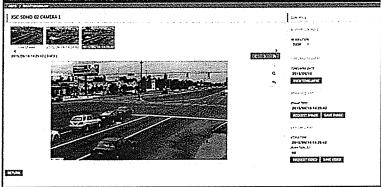
HD Live Streaming Video

In addition to system video retention for 60 to 75 days, the City will also maintain access to live streaming video from each intersection through a secure URL/web address via SMARTStreamLive HDTM. This video is streamed in real-time and archived, and can be recalled on demand and utilized by anyone with approved access, through a secure website. Our application will give the City seven days of streaming video and anything older can be found by contacting the Redflex Help Desk. This tool is commonly utilized for traffic management purposes, in response to



accidents at emergency call centers, and also as an investigatory aid for non-traffic related matters. Below are a few examples:

- Lafayette, LA: Video archives were used in a high profile case to help identify the killer of a young female college student that went missing. Detectives used this tool to find video of a truck following the college student near City Hall. They were able to retrieve video from earlier in the day of the truck at a Redflex approach based on unique features with the truck. The license plate was pulled and the driver's identity was confirmed along with other tips and evidence.
- Clearwater, FL: Redflex video aided in identify a suspect of a red light running incident. The suspect fled the scene after driving over and killing a retired police officer who was serving as a crossing guard at the intersection.
- Dohnson City, TN: A motorcycle and truck were involved in a fatal accident where the driver of the motorcycle was killed. The original police report indicated that the driver of the truck was at fault and potentially facing criminal charges of vehicular homicide. Police were able to pull Redflex video to determine otherwise, citing the motorcycle was actually speeding and at fault in the accident.





Statistical Analysis and Reporting

The proposed program provides a comprehensive reporting package with numerous standard reports to be used to track the effectiveness of your program. The powerful Oracle relational databases underpinning SMARTops™ report generation function allows extensive management reporting to the City and system managers. Each report can be easily accessed on-line via a web-based application 24/7 by authorized personnel.

The graphical user interface (GUI) was developed using the insight of experienced law enforcement professionals. Redflex facilitated user groups during development consisting of law enforcement representatives that were both familiar and unfamiliar with our company and with photo enforcement. The result of these groups was the development of the most "user-friendly" applications available in the market, which features intuitive navigation and logic. Reports are easily searchable and information can be effectively downloaded in MS Excel and ACSII Delimited formats. These reports are provided in "real-time."

- Customer Management Report: Details violations captured, rejected violations with reason and issued citations by location
- Incident Lookup Report: Allows the user to quickly locate a specific incident that occurred near a known date/time range at a specific location
- Dismissal Report: Shows all citations that have been dismissed for a selected date range
- © Operations Summary Report: Provides program statistics for two separate date ranges to allow for comparison
- Red Light Traffic Statistics: Displays traffic counts by enforced systems
- Red Light Offender Report: Delivers red light violation statistics based on violator time in red, violation hour of the day, and violation day of the week. This report provides two output options: a graphical or tabular view.
- Work In Progress View: Details the count of violations in each phase of processing, with data ranges to allow the City to monitor Redflex and approving Law Enforcement Officer performance

Ad-Hoc Reporting

These reports may be run on-demand based a variety of input parameters. In addition to the flexibility of our on-demand report module, our program includes the development of up to six ad hoc reports per year. These reports are typically emailed to the appropriate City/Enforcement Services personnel with a frequency determined by the City. The following reports represent a sampling of the many customized reports that Redflex has created.

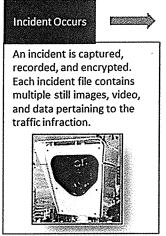
- Amber Phase Timing: Identifies amber phase duration outside of a set threshold (lower or higher).
- Top 100 Photo Enforcement Offenders: Identifies vehicles with the most photo enforcement offenses, including violation details and amount owed to the City
- <u>Accepted/Rejected Incident Report</u>: Provides violation approval and rejection statistics specific to each approving officer. Report data will include the count accepted, rejected and total actions taken by each officer in the previous week
- Unpaid Citations Issued to the Jurisdiction: Provides itemization and current status of all unpaid citations
- Status of Photo-Enforcement Citations: Provides the itemization and status of all notices (including any balance due amount) since program inception

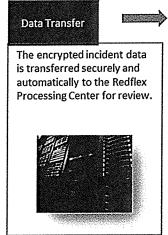




Violation Processing Incident Processing Flow

To ensure all evidence is accurate and of the highest quality, and to reduce the need for the Police Department (PD) resources to be utilized in reviewing violations that don't meet defined criteria, each potential violation is subjected to three distinct levels of verification and quality control prior to law enforcement review. Redflex does not make any decision on issuing citations; the PD determines who does and does not get a citation. If the PD determines that a violation occurred, they approve the incident to be issued as a citation. The citation is then printed with all of the images from the working copy embedded on the citation and mailed to the registered owners address. The following graphic visually represents a sample incident process from incident occurrence to court hearing. Redflex applications are compatible with Internet Explorer 9.0 and higher, Chrome, Firefox, and Safari. City personnel will be able to access our applications using iPads, iPhones, Android tablets, laptops and desktops; providing highly desirable end user flexibility.





Processing 1st Reviewer (V1) confirms a violation has occurred using Town-specific violation criteria and extracts license plate information. 2nd Reviewer (V2) verifies an

3-Tier Redflex

MVD match and ensures screening guidelines were met in V1. 3rd Reviewer (QA) provides final quality control and review ensuring that all

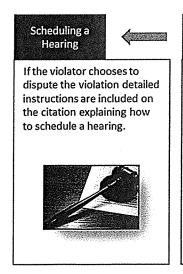
criteria is met in V1and V2.

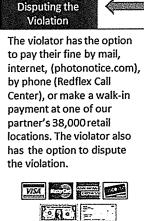
Police Authorization

A Police Officer reviews the incidents that made it through the 3-tiered evaluation process. The officer will make the final decision to approve or reject the incident.

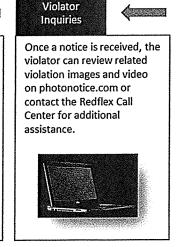








Paying the Fine/





Police-approved violations are immediately queued for printing and mailing by the **Redflex Print Center**



It is important to note that the Redflex backend processing is customized to meet the needs of each client. The steps involved in our standard incident processing model are as follows:





Verification Phase 1 (V1)

In the V1 phase, a trained Redflex associate will extract the original "raw" images, video and violation data and commence the review process, which includes:

- Reviewing of all the photographic evidence, including:
 - Multiple high-resolution still images
 - Full-motion video
- Confirming that a prosecutable violation has occurred that meets the criteria developed by the police department
- Zooming/cropping images, lightening or darkening for clarity
- Extracting (using OCR) or manually entering the license plate information
- The image clarity, including:
 - A clear and unobstructed license plate
 - Violation information, such as location and date

Verification Phase 2 (V2)

In V2, a trained specialist will complete the following steps:

- Review the photo and video evidence clarity and meets violation processing criteria as defined by the Business Rules
- Verify owner information including vehicle make/model and driver gender/age
- Match against the screening guidelines developed by the Police Department

The process is fully automated between steps V1 and V2 and eliminates the physical data entry process.

National Law Enforcement Telecommunication System (NLETS)



Redflex is set up to automatically obtain the majority of vehicle registration and driver's license information directly from the California DMV and National Law Enforcement Telecommunication System (NLETS), which provides real-time DMV information for all 50 states. This strategic partnering allows Redflex to get the most up-to-date and accurate information available.

If multiple registration data is returned to Redflex, the incident is sent to a specialist, who will review all available information including rear license plates, vehicle make, model and year. Once all information is reviewed, the trained specialist will make the proper determination of the appropriate registration information to use.

In the event that a citation is returned due to an incorrect address, Redflex has access to LexisNexis® Accurint® which is an additional motor vehicle registration look up service. Accurint® provides Redflex direct access to public records in order to obtain and alternate address that is not listed with a DMV. When a program is initially defined, the City can determine if they would elect for Redflex to research for alternate address for those citation that are return or if that would be handled by the local law enforcement. As the Redflex systems are highly customizable, this is another service that we make available to our clients.

Quality Assurance (QA)

Upon completion of V2, Redflex provides one additional level of review, Quality Assurance (QA). This final review and confirmation ensures that the initial two reviews adhered to the City-approved guidelines and processes as depicted in the Business Rules. Once the incident passes through QA, it is forwarded to the PD department for final review and authorization.

All violations that are rejected at any phase of the three-step review process are reviewed daily by a QA analyst. The QA analyst is responsible for correcting any mistakes that are identified and then providing feedback to the processing team. The shift supervisors will provide ongoing training to the processors, thus adding an additional, continuous improvement phase to our processing. All incidents, whether approved or rejected are made available to the City for review.

Violation Authorization

Redflex electronically stores and makes available all still images, digital video files, and associated incident and registered owner data to our "Violation Authorization" module (VA) for PD review. Application access is completely secure, using robust user management and internet security protocols. VA is a web based application that can be accessed using any computer with internet capability and does not require any additional software to be installed. Once an officer is logged into the application, they can see all violations waiting for review.



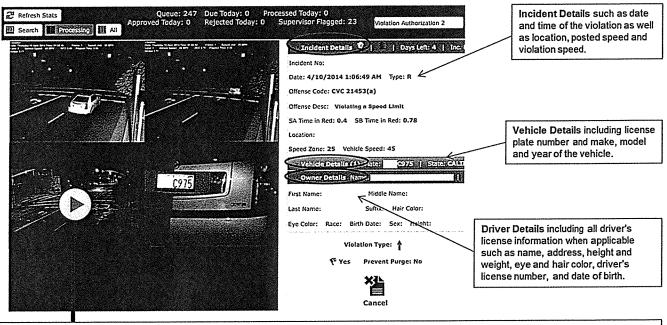


Upon login to the VA application, an inbox will appear containing all violations, sorted by date, that have passed QA; have matching and accurate driver's license detail; and have met the specific screening guidelines and business rules developed specifically for the City. All violations in the inbox are available for review, rejection or final authorization. Choosing one of the violations in the inbox will pull up all the violation images and specific violation details for easy and prompt review.

Once the authorized public safety official clicks on the specific violation in the inbox a fast-loading, informative and intuitive violation review screen will appear. In approximately 20-25 seconds, the officer can review all the incident images, video and data and make an informed assessment to determine if a "violation notice" should be authorized, printed and mailed by Redflex. They will also have the ability to change the license plate images if there is a better one available.

VA also allows the user to view thumbnails of each raw image at the same time, and the zoomed cropped license plate image will appear in the "Plate" field by placing the cursor over that field of view. With a single click each image will expand to a larger view, also allowing a "Fullscreen" view.

Incident review screen provides access to importation information about the violation such as:



Video and Image Viewing - As simple as clicking the image or the play button a window will pop-up and provide access to view full-screen images and video, replay the video and save the video to your local PC.

Accept or Reject

Law enforcement personnel shall make the final review of each incident and make a decision whether it meets the City's criteria to issue a notice of violation. If the established criteria are not met, the system permits the authorizing officer to choose from a list of defined explanation codes for rejection.

Accept



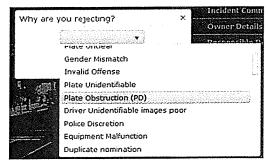
Once the green "Accept" button is clicked, the system will require one additional click, which is a failsafe screen. The program will ask the Officer if they are sure they want to accept. This extra step was implemented in our applications as a means to eliminate errors.





Reject

Upon clicking the red "Reject" button, if the incident is deemed "non-prosecutable", the user will select the reason for rejection using a drop down menu. Again, this is a failsafe step added as one final step before final rejection. This also allows the PD and Redflex to track, trend, and remedy any possible oversight issues with the program, including training or maintenance needs. Data on rejected infractions will be available for review by the PD immediately after it has been rejected.

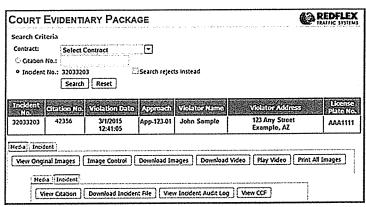


Adjudicatory Support

Interfacing with Courts

Our equipment and services have been developed to seamlessly integrate with the programs and systems already in place. Violation information is accessible by any agencies to which the City grants access. There are no equipment or software requirements to interface with courts for scheduling for registration holds; everything is web-based with secure logins to maintain chain of custody requirements. This component of implementation includes:

- Obtaining existing processing and administrative requirements from the clerk
- If a third-party Client Records' Management System (CRMs) is in use, working directly with the CRMs programmers to co-develop any new reports or data files for transmission



- Designate frequency and content of file transmissions to and from Redflex
- Law enforcement will be able to access our court evidentiary package module to download any evidence required for a contested

Redflex also offers a hearing scheduling service by which violators have the ability to schedule a court date by contacting our Customer Call Center or by mailing in a hearing coupon.

When a hearing is requested, Redflex will change the violator's status in SuperScreen to "Hearing Scheduled" and mail a notice to the violator. We are also able to send an Outlook calendar invite to all lieutenants who serve as expert witnesses for the City, in order for the PD to schedule an appropriate person to attend the Hearing on behalf of the prosecution.

Redflex has already established an interface with the Napa Superior Court and would not need to reconnect the connection. Critical time and resources spent by the City reconfiguring with a new vendors system would not be an issue if the City partners with Redflex.

Napa Record Management System

In an effort to assist Napa PD and the Napa Superior Court, Redflex will help to establish an electronic data feed to the City's ILEADS records management system (RMS). This interface with the PD will streamline the process of downloading and transferring all duly authorized citations to the City's RMS. This interface can be changed or modified if the City ever chooses to move to a new vendor for their RMS service. During the initial meetings to review and update the Business Rules, we will coordinate with all parties to define the parameters and develop this interface.





Custodian of Records

Redflex shall provide an evidence package for any contested violations and shall consist of:

- All issued and disputed notices to the party
- A violation history report
- A correspondence file
- Payment history

Redflex will act as the legal Custodian of Records for the evidence collected through our enforcement system (the City owns the data). When a person receives a ticket/summons/citation, they have a legal right to a hearing if they so choose to contest their ticket. Upon receipt of written request at least 14 days in advance of the court proceeding, Redflex shall provide a certified copy of the evidence/records to be used during the trial/hearing. Or, in lieu of contacting Redflex for the evidence packet, the City is also able to print the documents themselves, 24/7.

Typical evidence packages include a copy of the citation/summons/notice that was sent to the violator originally, a copy of the original images (un-enhanced), maintenance records (if necessary or upon request), a Declaration of Technology or Custodian of Records that serves as Redflex's testimony in court, a Statement of Technology that explains how the equipment works, etc. We are also able to provide a copy of any written correspondence received from the violator.

Redflex also provides our clients the option to generate court evidence packages

themselves. The Court Evidentiary Package (CEP) application can be accessed through a secured Web based portal at the City's convenience, 24/7. Access to the application is granted when an approved user name and password is entered. The CEP Application, which is both user-friendly and intuitive, provides a comprehensive set of documents that supports a burden of proof by providing sufficient evidence that a traffic violation occurred, including: violation images, the violation video, a copy of the Notice of Violation, and other supporting documentation, such as the Certificate of Correct Functioning.

Expert Testimony

Redflex fully supports and provides ongoing expert testimony, at contested court hearings. Redflex kindly requests 14 business days' notice in advance of court proceedings in order to provide expert testimony.

Throughout the term of this agreement, Redflex will provide a dedicated expert witness in order to testify to accuracy, operations, and reliability of the system and any related equipment. Redflex can provide expert witness training to police personnel as often as reasonably necessary, upon the City's request.

AUTOMATICALLY GENERATED CERTIFICATE OF CORRECT FUNCTIONING

VIOLATION - TICKET - CITATION

Date/Thee:
City/State/Approach Location:
Incident Number:
Violation/Ticket/Citation Identification No.

This computer generated Certificate of Correct Functioning documents that an automated varification routine was performed in the ordinary and normal course of business on the above-ectigrated camera system and that the aburns docested below were not higgered as of the fines and dute of the violation, tieta, or citation indicated above. The computer-automated actan varification sociales be performed automatically one (1) time per day, every day. The system would not have captured an incident if any of the alarms listed below had been triggered.

The alumn described below operate on the above-designated camera system, camera housing and evalutions smaller the related electronic components or computers. The computer-automated above verification routine detects and records a specific type of introuption, disruption, and/or stoppings of system operations which would utigate or estimate the above.

The information and data contained herein is stored on a secured computer server owned and operated by Redike Traffic Systems, Inc. Society in Processes, Arizona.

ALARM DESCRIPTION AND DETECTION

ALARM DESCRIPTION:	ALARSI TRIGGERED: Yes or No
1) Invalid Computer Authentication	No
2) Computer Memory Capacity Exceeded	No
3) Software Program Malfunction	No
4) Repeated Software Program Malfunction	No
5) Invalid Computer Time-Clock	No





ALL-INCLUSIVE REDFLEX SERVICES

Redflex is pleased to offer the City an all-inclusive suite of services designed and implemented to guarantee the City's photo enforcement program generates excellent customer service and eliminates the need for constant City intervention. Redflex does this by creating all applications and performing all functions of the program in-house, never outsourcing work

Printing and Mailing

Upon "acceptance" of a violation, the system automatically queues the information and violation images for citation notice generation, printing and mailing.

Redflex will mail Police-approved citations with a return envelope by first class mail and will bear the cost of postage. Each notice will display a digital signature of the Police Officer who authorized the citation and will be printed on high quality, perforated paper — allowing for ease of response by violators.



Redflex printed and mailed more than 3,400,000 notices in 2014

Currently, Redflex takes less than 5.5 days to capture an incident, process it through the three-tiered review and provide to the police for their review. Once the citation is approved by the police, notices are typically printed and mailed in less than a day. Most notices are printed the same day the police approves the violation, depending upon the time the approval is obtained

Site Analysis with Video Survey

While not required for existing approaches, Redflex does utilize site analysis with video survey for identifying location sites of new systems or system relocations. This process is starts with an intersection site selection process consisting of a 12-hour survey performed at City identified intersections. The results of the survey will support both the intersection and approach selection for the City and will serve as a baseline for program metrics.

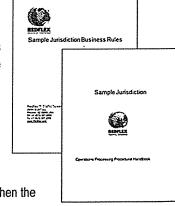
We will also acquire crash data from Caltrans to further support the selection process. This phase is designed to help Redflex and the City identify which intersections warrant the installation of a red light camera solution and to ensure that the City's public safety needs are addressed during the video survey process.

Additionally, if the City is interested in relocating current approaches throughout the program, Redflex will work with the City to assess intersection and approach options. By gathering historical information and performing a video survey(s), together we can determine relocation possibilities.

Business Rules

The Business Rules guide and govern how a program is to be run. They affirm the state and local statues that the program will be defined around and allows Redflex to customize every aspect of the program to the specific needs of the client.

The first part of the development is establishing the hows and whys of the program. We will establish the timelines for both Redflex and police to process incidents and issue notice of violations, and how that process will interface with the court system. Payment acceptance from the violators will be determined and if distribution is the responsibility of Redflex, we will figure out when and where the monies will be distributed. We will define the hierarchy of the notices based on issuance and payments received. For example, if partial payment is received will an additional notice be sent? How will nominations be handled when the driver isn't the owner? Or if the vehicle is stolen or sold.



Business Rules and Processing Procedural Handbook will be customized to the City's program





Installation

Initial configuration will be setup to meet all of the City's requirements, however system configuration can be reassessed and modified throughout the life of the program, as the City desires.

Each system's installation will be carefully planned and executed in order to maximize the number of potential violations to be captured while minimizing potential obstructions. Factors that will be considered when selecting equipment locations include: evaluations of ADA clearances, proximity to existing traffic cabinets, possible blockages, existing surroundings such as bus stops, driveways and alleyways, road conditions and preceding intersections that would affect typical driver behavior. During our site survey, we will observe traffic flows, monitoring and assessing frequency of red light, speed, and stop sign violations and collisions.



Construction Activities

- Site meeting Representatives from Redflex, our sub-contractor partners and the City will be in attendance. Placement of the enforcement equipment is determined, checks are made to confirm existing conduits will support conductors required for photo enforcement or plans are made for providing additional conduit.
- Drafting process During the field meeting, we will sketch out the intersection, including the agreed upon equipment locations. Redflex will provide plans using AutoCAD®.
- Initial submittal Once the drawing has been approved, Redflex will submit the preliminary drawing for utility details and other information. The information is then electronically distributed to various City and state agencies. Each entity then returns details specific to their existing infrastructure in the defined area.
- Transfer of data Redflex will then transfer the utility data to our drawings.
- Resubmit with required information (i.e., utility information) The print, inclusive of the existing utility details, is then turned back for construction approval. As required, we will set up a field meeting to discuss any concerns.
- © Communication orders Redflex provides the communication provider with a listing of intersections under consideration. Each site is visited by a representative of Redflex and a field engineer from the communications company. The plan for establishing communications is determined and a service order is placed.
- Permitting and locates After a site clears through utilities, a packet specific to each location is provided. The packet contains comments from each utility division, detailing any special requirements or areas of concern; such as fiber optic lines and their placement at the intersection. Upon receipt of this packet, permits can be issued. Locates are also needed prior to the start of construction.
- Coordination meet Prior to breaking ground, Redflex will walk through each approach to identify (mark out) the placement of equipment.
- Breaking ground We will remove the needed sections of sidewalk, parkway and/or alley to allow directional boring and forming of the foundations required to support the enforcement infrastructure.
- Equipment & conductor install Equipment is placed on the newly poured foundations. We will then put conductors (wires) in place for communication (Cat 5), power and grounding of each site.
- Power & phasing City personnel/engineers and Redflex will meet on site to hook up the power and inline fuses to obtain the phasing.
- Restoration The intersection is placed back into its original state, sidewalks are re-poured and parkways are restored as needed. This can include sod or new top soil and grass seed.
- Installations of enforcement equipment Redflex technicians complete the install process. Cameras and computers are dropped in, alignments are made, and operations are established.





- Confirmation of operations Redflex recommends that the intersection passes a three day test process confirming operations prior to handing it over to the City for active enforcement. This testing process also allows for a baseline to be established of driving behavior (the volume of violators during the testing phase sets the startup average). The standards for an approach to "go live" can be a minimum of 90 percent quality images and 100 percent uptime during the three day test process.
- Signs Every approach to be enforced requires advance warning signs. Signs must be procured and installed by the City prior to active enforcement.
- Activation Once signs have been installed and the three-day test has been completed successfully, the approach can be activated.

All of these processes will be conducted with "hands-on" oversight and involvement of numerous members of the Redflex Construction and Program Management Teams.

Testing

Following the construction activities, each red light enforcement system will complete a three-day test. During this period all features of the system will be thorough reviewed in the field, providing a final quality assurance before systems become operational. All violation detection and capture processes and protocols are thoroughly tested and validated. These testing procedures include all hardware (i.e., camera units, detection devices, interfaces, etc.), software and service components (i.e., file transfers, public awareness) of the program.

Precise testing protocols ensure that the maximum number of violations are being captured and have been empirically tested and proven to enable the industry's leading citation issuance rates. All testing results will be documented and presented to the City Engineer. If issues arise, Redflex will work closely with the City to discuss the findings and the resolution. Most issues are resolved and retested within that three-day period. Once the tests are tested to the City's satisfaction and client authorization is obtained, the approach will be ready for go-live.

Deployment Preparation

The Deployment phase of the project focuses on deployment planning, developing marketing and public awareness campaigns, program "golive," and training with identified City personnel. Redflex's Client Services team will work closely with the City to make sure all key pieces of the program are in place for the deployment. This includes setting up reoccurring meetings between the City and Redflex, making sure that public awareness materials are both posted to the City's designated website(s) and handout materials are distributed to the public.

End of Program

Upon the end of the program, Redflex shall remove any and all equipment or other Redflex materials installed in connection with Redflex's performance of its obligations under the contract, including but not limited to housings, poles and camera systems, and Redflex shall restore the designated intersection approaches to substantially the same condition that the approaches were in immediately prior to any contract; provided however, that Redflex's financial obligation under this provision shall not exceed \$5,000 in the aggregate for any approach. The professional removal will be at the highest standards. Once the equipment is removed all components are sent to Redflex headquarters in the US and disposed of following Environmental Protection Agency (EPA) guidelines.

Maintenance

Redflex offers a three-pronged approach to our system maintenance to ensure minimal system downtime and delays: 1) daily remote, 2) preventative and on-site maintenance, and 3) emergency maintenance. This combination ensures correct functionality, high yields and the most stringent assurances on the levels of legal defensibility. All maintenance of the photo enforcement equipment will be the responsibility of Redflex; no involvement will be required by the City.

Redflex is committed to meeting all of the City's need when it comes to maintenance and repairs of photo enforcement equipment. The Help Desk is accessible 24-hours a day to our clients. The Help Desk performs daily diagnostics on the system. Remote fault diagnosis and resolution is available for a wide variety of system performance issues. Issues unable to be resolved remotely via the Help Desk will be serviced with local, fully qualified Redflex personnel. This approach to join maintenance technicians and Customer Service Center (CSC)-based maintenance allows Redflex to effectively guide the efforts of our local technicians to the tasks that only they can attend to, while allowing the Help Desk to attend to the majority of day-to-day tasks remotely. This maintenance will not be performed during peak travel times. Redflex





kindly requests that if the City ever needs to inactivate a system that they contact the Help Desk so they may assist. This will allow Redflex to track and monitor the systems for downtime reports.

Daily Remote Maintenance

Essential daily maintenance and support activities will be provided by a Maintenance Technician and the CSC. This includes both onsite field based activities as well as daily remote diagnostic systems check which serve to ensure correct functionality, to establish the highest yields and to guarantee the most stringent assurances on the levels of legal defensibility.

On a regularly scheduled basis, the maintenance technician and CSC will be conducting image quality assessments, system performance and statistical analysis of the equipment.

The CSC performs daily diagnostics on the system. Remote fault diagnosis and resolution is available for a wide variety of system performance issues. Issues unable to be resolved remotely via the CSC will be serviced with local, fully qualified Redflex personnel.

The CSC utilizes numerous proprietary tools, methods and resources for identifying and resolving any issue that may arise throughout the life of a photo enforcement program. All Redflex photo enforcement systems have been designed to automatically notify appropriate personnel of any systems failures.

Ensuring we deliver on our promise of superior customer service, all customer calls received to the CSC are automatically recorded. The recording also helps the initial responder collect all of the required information, and it gives management the opportunity to review communications and provide comprehensive feedback for staff improvement.

SMARTview Plus™

SMARTview Plus™ is a proprietary tool we use to review recent images from all violations at an approach, and to review the images that are being produced in near real-time. The images become available as soon as they are imported into Redflex's Central Server, prior to processing.

The CSC uses this tool to perform daily image analysis and proactively catch and resolve any image quality, camera or computer issues in an effort to reduce the amount of incidents affected. Issues may include flashes not firing, constant flash firing, plate or face image outside of the frame, incident video unattached, pixilation or distortion of the images, and vandalism.

Daily Variance Reports (DVR)

We use Daily Variance Reports (DVR) to proactively identify sites that have not reported in the past 12 hours. These reports show the time of the most recently recorded incidents and the average number of incidents over the past three months and past 12 months. If a variance exists + or -10%, then we can conduct an operational check to explore and resolve the issue.

While reviewing images, our maintenance team looks for issues that could cause a violation to be rejected, as well as the date and time of the last incident. If an issue is found, we can resolve the problem remotely from the CSC or assign a maintenance technician to investigate.

Customer Service Center (CSC) Reporting

The CSC features an integrated reporting system enabling us to:

- Improve operational procedures
- Maintain compliance

- Address the critical issues of divergent workflows
- Provide overall efficiencies in reporting

We provide proprietary portal, SMARTops™, enabling our clients to create and distribute data pertaining to system performance and statistics. Reporting areas include, but are not limited to:

Statistics

- Number of violations captured by lane (configurable using the timeframe of your choice)
- Data of captured vehicle speeds including: average speed, highest and lowest speed, 85 percentile for time periods of the week, month, year, by hour of the day and day of the week

Performance

Detailed reports on the performance of systems at the approach and program level





Issuance rate percentage and issues affecting issuance rate from both uncontrollable and controllable variables

Program Support and Reporting/Recommendation Services

The Redflex client services team will provide ongoing support throughout the life of the photo enforcement program. The client services team and Maintenance Technicians will ensure maximum program effectiveness and efficiency, quickly resolving any issues that arise and ensuring all contract requirements are met.

Through an ongoing analysis of system and program performance, the Redflex team will make recommendations to improve efficiencies throughout the life of the program and ensure goals are achieved. Program reviews and recommendations occur on a continuing basis, specifically:

- Reviewing program performance on a routine basis to ensure the program is aligned with Key Performance Indicators. Progress is noted in a Monthly Performance Report
- Monitoring system performance on a daily basis
- Ensuring compliance with FOIA requests, and preparing reports on demand, as needed by the City.

Inventory/Asset Tracking System

Redflex utilizes an Enterprise Resource Planning (ERP) system that greatly enhances our ability to proactively maintain enforcement systems.

The ERP system allows for tracking "mean time to failure." The software features Quality Management Functionality offering full integration for managing quality processes and nonconformance's, including the ability to track parts that are returned from the field for repair. Using this information, we can analyze the product service life and failure rate to determine mean time between failures.

Once Quality Management has identified a part has a high failure rate, the system will inform Redflex where the part is located in the field so it can be replaced. The ERP will then create Service Orders and Maintenance Technicians will replace the parts before they result in downtime for a site.

Preventative & On-Site Maintenance

This phase of the maintenance program is based on a strict regimen of various strategic checks. These steps, along with the immediate response to problems as they arise, are pivotal to both system uptime and increased issuance rates. During this process the maintenance technicians will conduct image quality assessments, system performance and statistical analysis of the equipment. A maintenance log will completed by the maintenance technician during Redflex's scheduled maintenance. This maintenance includes both system checks and a physical inspection. To ensure that the system is running at peak performance and that all hardware and software is functioning properly, a thorough system check is performed. During the physical check the maintenance technician will inspect the unit looking for any degradation in the flashes, checking to see if all proper signage is in place, cleaning of the enclosure glass, and inspect for detection issues.

Service orders are automatically generated on a monthly basis for each site to ensure maintenance inspections are performed. While on site, maintenance technicians complete a form indicating which items have been checked. The on-site checks are detailed in the Preventative Maintenance Check List, including review of the following items:

- Cleaning the camera enclosure glass when required
- Maintain all signage
- Inspecting the enclosure for signs of leaks, wear and/or damage, and clean as necessary
- Inspecting cables, connectors and hardware for signs of wear or damage
- Inspecting poles, bases and enclosures for signs of damage and to ensure proper alignment
- Inspecting detection devices for signs of wear or damage
- Testing enclosure safety devices for proper operation to ensure safe working conditions for maintenance personnel and the public to operating voltages

These maintenance forms are stored electronically and are instantly available upon request. Redflex will also attach these logs with the monthly invoice sent to the City. When a situation arises, Redflex will begin initial maintenance work as quickly as possible and keep the City informed of our action plan.





Visual Inspection

While onsite, the Maintenance Technician will perform a Visual Inspection of the area, looking for any potential image-blocking objects. If an object is found, the Maintenance Technician will photograph and inform the client, and then plan a resolution. If possible, the Maintenance Technician will use the enclosed camera to show how the object impedes image quality.

The Visual Inspection also includes an inspection of the surrounding public property, with the general boundary consisting of an one-block radius of the intersection. If an issue is found, the City will be notified. We keep an up-to-date notification list of phone numbers within the enclosure. Additionally, our Maintenance Technicians have camera phones available to document any other issue they may find.

Live View Images

SMARTcam[™] has utilities that allow our Maintenance Technicians to capture images. The first is called a Live View Image, which can be taken without a car committing a violation. Live View Images are taken with any of the cameras in the enclosure. This process allows the technician to verify image quality while confirming the flashes are firing.

Next Vehicles

Next Vehicles confirms image quality and tests various aspects of the system. It captures all images that would occur with a true violation. This shows the Maintenance Technician that placement is correct for each still image and they are packaged together correctly with the attached video. The correct placement confirms the vehicle detection equipment is working properly.

Violation Video Check

With each violation, a 12-second video clip is attached. While on site, our Maintenance Technician confirms the video feed is working properly, and verifies the alignment and clarity of the video.

Streaming Video Check

Every approach can be set up with a streaming video server. This streaming video feed is checked and confirmed to be in working order. This feed can be accessed from the intersection remotely. The CSC can set up frame rate, color and other various broadcast settings.

Streaming Video Record Process

Each approach is set up with a software package in which streaming video can be recorded. Our Maintenance Technician views the recorded videos and confirms the recording process is working properly.

Confirm Flashes

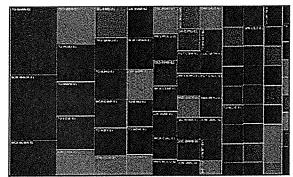
The Maintenance Technician confirms each flash is in working order by firing the flash with Live View.

Communications to Processing

The Maintenance Technician confirms communications are working from each enclosure to the image storage server. This is accomplished by 'pinging' the specific IP address from our central location or the approach computer. The Maintenance Technician can view a software utility page to confirm the approach IP is communicating.

Digital Camera Management System (DCMS)

DCMS is a system for remotely monitoring cameras and environmental alarms. When a failure is detected at an approach, a list of some 46 alarms will populate at the CSC, ranging from brightness level, hardware failure, certificate expiration, traffic light failure and much more. The alarms span five levels of severity – Minimal, Medium, Serious, Critical and Severe – allowing us to better gauge and allocate maintenance resources. Once a failure is acknowledged, a CSC team member will investigate and the alarm will be removed so other users monitoring the same dashboard can address other problems as they are presented. Once the issue has been resolved, DCMS will clear the alarm automatically.



Squarified Treemap Provides a Visual Aid to Quickly Identify
Sites Requiring Attention





Solar Winds (Orion)

Solar Winds (Orion) provides Redflex with enhanced visibility of all our systems across the country so we can promptly identify when a system may be offline. This tool enables us to proactively detect and respond with great efficiency, ensuring all of our systems are fully operational. This system allows us to reduce down time. Orion also enables us to set up alerts for systems that may require monitoring for a specific period of time. We can then ensure there aren't any issues when we experience a system outage, knockdown or new install. Additionally, the Orion system gives us the ability to trend uptime for systems, enabling us to clearly see whether the system has a reoccurring issue and what the root cause of that issue may be.

Lastly, Orion provides us with visibility of data traffic use/patterns. We can place the high volume connections in locations where they are needed and place lower volume connections in areas that do not experience the same level of traffic.

Emergency Maintenance

Major issues and knockdowns will have an agreed resolution plan, to be approved by the appropriate City personnel. These types of issues typically require the use of a subcontractor due to their severity, but it is Redflex's commitment to work with the utmost speed to have the site functional as soon as possible. In the event of main power failure data collection and system clock will continue to capture accurate data and no data will be lost.

System Accessibility

City and PD personnel will be able to access our system from any internet connection. From our applications, the PD can perform a search of the infraction number to find violator information on all incidents captured. Any reject incidents will also be available for PD review. All information pertaining to a notice of infraction will be viewable by the PD for a minimum of three years per the legislative requirements.

The Redflex application suite is comprised of web based applications, all which are accessible from any computer with internet access. Our applications allow for unlimited simultaneous users without degradation of service. Applications allow for multiple users to simultaneously view a single citation. The system includes a security and audit function that allows for the tracking of access, data entry and amending of citations.

Redflex applications have several layers of security. All Redflex applications are accessed via a multi-level authentication process where approved users, both Redflex employees and City users, will need to perform a two-step process (enter a password plus confirm a security passcode) before they are granted access to the application. This adds complexity of providing "something you know" and "something you have" ensures only authorized users access our suite of applications and confidential information.

Upon access to each application, actions taken by all users are automatically tracked in our system. Our audit log includes user names, actions/changes, and a timestamp of the change. This log is a permanent record and cannot be manipulated or changed.

Reliable, Accurate and Secure Capture of Violation Images

Redflex has taken the utmost care to ensure the security of the equipment and evidence contained within. We take a layered security approach to protect the system from the possibility of manipulation from outside sources. The cameras will be positioned in an optimal position to record only violation images in order to protect the privacy of the public.

Telecommunications Infrastructure

The Redflex Solution was designed to maintain a secure chain of evidence. The system does not require data, images, or video to be physically or electronically transferred between different vendors and/or agencies. All incident data, images and video remain in a database at the Redflex headquarters facility, resulting in a preserved and secure chain of custody.

Redflex's SMARTcam™ software, the primary software used in Redflex's enforcement systems, has many features which allow Redflex to meet the security demands of the City. SMARTcam™ can be configured to encrypt all information and images associated with an incident beginning at the time of capture. SMARTcam™ is configured to use a digital signature to provide authentication, authenticity and integrity to the incidents captured. SMARTcam™ is configured to encode all of the data, images, and video associated with an incident into a single file incident package. Within the incident package, each data element, image, and video is digitally signed, as is the entire package. The individual elements and the entire package are signed using different hash standards. Cryptographic hash values are sometimes called (digital) fingerprints.





Once completed, the incident package is written to the camera system computer where an FTP-like file transfer system monitors for new incidents and transmits the incident data package to the Redflex data center in near real time. This file transfer occurs through an encrypted Virtual Private Network (VPN) tunnel that is maintained between the enforcement site and the Redflex data center, securing the transmission of all incident evidence and data between the two points.

Once the data arrives at the Redflex data center, it is imported into the Redflex processing system. During this import, the incident data is validated against business logic and enforcement criteria. Each import transaction is recorded, processed, authenticated, and archived. During the import process, the meta data associated with the incident is stored in a database. All images and video are stored on multiple storage arrays, and the original incident file is stored in the Archive. Redflex utilizes an Archive storage technology that exceeds the strictest regulatory requirements as it is a write-once, read many (WORM) storage devices.

The combination of these controls ensures that the entire process, from point of capture through archive, is secured with the utmost of integrity. The process results in a vertically integrated solution with safeguards throughout the entire lifecycle of the enforcement process.

Secure Data Storage

All data is securely transferred from the enforcement systems to the Redflex data center. Redflex headquarters is a 76,500 sq.-ft. facility in Phoenix, which contains the primary data center. The data center is very complex and rivals a small ISP in connectivity and capacity. Redflex uses state-of-the-art enterprise equipment by such providers as APC, Cisco, Juniper, EMC, Compellent, EqualLogic, and Dell to ensure data integrity and uptime. The Redflex data center is protected by redundant cooling; UPS, a generator backup, and utilize an efficient data center design.

Within the facility, only a core group of individuals has access to the data center including IT management, system administrators and network administrators. Access may also be granted for someone with an identified need for physical access only upon completion of a "10 print" fingerprint clearance and NLETS background check.

Physically, data storage is protected by a multi-layer system of physical barriers to entry. The primary data center is monitored 24/7 by multiple cameras monitoring every point of entry and egress to the facility. There are also cameras monitoring the entry and egress points to the Data Center itself. Access is controlled via card-key access assignments, and only pre-cleared personnel can open facility doors leading into the Data Center. The secondary (off-site), backup Data Center is protected by similar measures, as well as a professional security guard and an even more limited entry list than the primary data center. Additionally, the secondary data center is protected by a private cage enclosure, to which only Redflex authorized employees have access.

Data is protected through a layered security approach which includes multiple vendor firewalls, IPS, and a SIEM product. Redflex constantly monitors for potential security threats and utilizes several different data storage protection and preservation

technologies, including disk-to-disk backup solutions, high spindle-count RAID array designs, multi-tier storage allocation, and off-site back-up and replication, as well as at-rest encryption of all personally identifying information (PII). Access to data is limited according to tightly monitored and controlled electronic policy implementation. Internal users are only granted access to data based on job responsibility and role and access may be limited based on the user's ability to pass the necessary background checks.

Two-Factor Authentication

Redflex has also implemented another layer of security to help keep data secure. Two-Factor Authentication provides an additional layer of security when logging in or preforming transactions online. This improved security measure has been rolled out for all Redflex client account users. Redflex will provide DCSD a set of

tokens, similar to a key fob, to be used in addition to their passwords when logging on to the system. This ensures that if a password is stolen, the person who stole the password will not be able to access your account because they will not have your token, and vice versa.

An added layer of security, Redflex offers a token or a security application to generate a one-time-use passcode for two-factor authentication.



The Redflex data center and co-location data center are connected by a high-speed private connection. Redflex owns all the hardware at the co-location site. By using this methodology, Redflex is able to implement technology and solutions that will minimize recovery time and restore





windows. This also allows Redflex to minimize if not eliminate the potential for lost data. In the event of a disaster at the processing site, Redflex's real-time data replication environment allows for a much faster and more reliable data recovery than in a standard tape backup environment.

With the use of real-time data replication, there is no nightly backup window or nightly backup delay. Since all the production systems are backed up to disk arrays, times are significantly faster (compared to tape recovery), as multiple recoveries can take place simultaneously, if necessary.

Redflex will store violation data for the City based upon the legal retention policies imposed by the State and Agency. The Project Manager will work with the team to identify the rules of the program, defining data retention and archiving policies. window or nightly backup delay. Since all the production systems are backed up to disk arrays, times are significantly faster (compared to tape recovery), as multiple recoveries can take place simultaneously, if necessary.

Redflex will store violation data for the City based upon the legal retention policies imposed by the state and agency. Redflex will comply with the requirements to keep all photos, associated video and data elements for all notices of infraction issued for a minimum of three years. The Client Services team will work with the City to identify the rules of the program, defining data retention and archiving policies.

Violator Payment Options

Redflex offers multiple payment options for violators including: mail-in, via our call center, online walk-in major retail locations, and kiosk. We offer this wide range of payment options to achieve the highest possible rate of citation payment.

Mail-in

Violations may return their mailed citation coupon with payment.

Call Center

Incoming citizen inquiries will be answered at our toll-free multilingual customer service call center located within our Glendale headquarters. The call center is designed specifically for public inquiries.

Staffing levels are maintained to ensure that calls are answered by a representative in a timely manner. All calls are recorded for quality control purposes and are retained for a minimum of 90 days. Recorded calls can be retrieved upon request within 48 hours.

The Redflex call center is staffed from 6:00AM – 5:00PM CST, Monday to Friday, by a team of approximately 20 customer service staff. Half of the team is bilingual, speaking English and Spanish. The Redflex Call Center provides general information regarding citations, payment option, hearing process, nomination of a driver, and eligibility for traffic school. Additionally, the call center accepts violator payments over the phone and provides a receipt via email or fax. The call center also accepts requests to reschedule hearings and engages with local offices to complete these requests. All calls are recorded; copies may be provided upon request.

Online

Photonotice.com is a Redflex developed and maintained secure website which provides customer support to address citizens' concerns, while allowing for viewing of violation images and the violation video clip and for payment of the citation. The website is printed on the citation for ease of accessibility for the violator. Redflex will gladly provide the Photonotice.com link so that the City can post it on their desired website(s). This web based application can be accessed by violators 24/7 from any internet connected computer. The violator will be able to submit a payment to the courts through this website. The payment will be directed to a lockbox account maintained by Redflex.

PRIVA COLOR STATE COLOR STATE

Major Retail Locations

Through an arrangement with MoneyGram, citizens can pay citations at over fifteen retail locations in the Napa area or anywhere nationwide MoneyGram is available. This includes retailers such as CVS, Albertsons, Walmart, and others. This is an incredible confidence to those citizens who may not have a bank account or credit card by allowing them to pay in cash or money orders.





Kiosk

Redflex will provide one kiosk that can be installed at a centrally located building, such as at the court house for violators to view their incident images, review video footage and make a payment.

Training

Redflex will provide training to all personnel that will be working closely with this photo enforcement program. Redflex will provide training at the beginning of the program in addition to ongoing training and instruction throughout the program.

Redflex will provide training to any City personnel that will be working closely with this photo enforcement program.

- Police Department Training
- Court Personnel Training

The primary focus of this training is to provide an overview of our program and begin to make the team comfortable with our speed systems. The training modules will include:

- Program Overview how the equipment works, process for evidence collection, security precautions, and preserving the chain of custody
- System access (username/password) for designated officials
- How to access the web-based systems
- Process for reviewing and approving citations. We will walk through several actual violations in our database to demonstrate the system and discuss law enforcement's perspective on "what constitutes a violation"

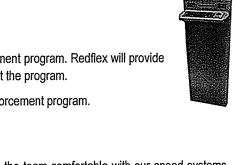
With a focused training with respect to court proceedings, specialized training will be provided on the following topics for court personnel and expert witnesses:

- Court administration of the program, including introduction and familiarization
- Subpoena processing and timelines for evidence development

Redflex will be onsite as the program goes live to assist with additional hands-on training. Redflex will continue to conduct ongoing training throughout the life of the program so City staff remains current on the latest processes and technologies.

Ongoing Training Options

- Specialized On-Site Training at Customer Location: We can conduct additional sessions at the client's location as needed, including "refreshers" from previous trainings or sessions on new technologies.
- One-on-One Training: We are available to conduct customized, one-on-one training sessions, if needed, to help staff members improve efficiencies and enhance their understanding of photo enforcement systems and processes (additional cost, outside of quarterly training and regular account management audits).
- Computer-Based Training: This program is available 24/7 to allow easy access for new employees or as a refresher for existing employees.
- Expert Witness Testimony: Provides a hands-on review of the documentation available in a court package and how that documentation is relayed in a court forum. Each piece of evidence is reviewed and discussed in depth, and mock trials are held to assist in understanding of photo enforcement technology, processes and operations.
- Contract Review and Audit: Typically conducted one-on-one by the Client Services team, this training helps ensure contractual obligations are being met. A sample Audit Checklist has been provided. This checklist can be customized based on the client and contract needs.



Redflex Traffic Systems

Redilex Traffic Systems

Training Schedule for January 2016 Redflex Traffic Systems Headquarters

5551 West Talavi Boulevard, Suite 200, Glendale, AZ 85306 se, excluding unvel, mesh and bottine is tecluded in the contract

0800 Hours

0900 Hours

1030 Hours

1130 Hours 1230 Hours

1330 Hours

1430 Hours

Day Two, January 27, 2016 (Wednesday)

LUNCH

SuperScreen Search features

Redflex Technology

Open Discussion/Quiz

ADJOURN

Contract Review Specific contract details Contractual timelines, payment info Review processing questions.

Violation Storage/Chain of

Custody Digital Certificates Violation storage

Back Office Processing

Process Reviewers provide presentation on job duties

Call Center/ Hominations

Presentation by Operations on Back Room Processing

Training Outlin-2 day Schedule

Client Agency

Day One, January 26, 2016 (Tuesday)

Introductions Objectives
Expectations
Outcomes
Executive Greeting

Facility Tour

LUNCH

Technology Staff

Technology of System

Technical Support Function Business Support Function

Redflex Camera System Operational details System Ops/Knock Downs

Legal Overview
Specific details of
Law pertaining to comera
enforcement

Court Pack Evidence Overview

Requests for Information Expert Witness

Redilex Radar

Review

ADJOURN

Central Support Center (NOC) Technical Support Functions

REDFLEX

To:

From:

Subject:

0800 Hours

0830 Hours

0930 Hours

1030 Hours

1130 Hours

1230 Hours

1300 Hours

1330 Hours

1500 Hours

1630 Hours

1700 hours





Public Outreach and Education

A consistent, strategic public relations plan is vitally important to advancing the City's traffic safety message. Redflex will assist the City in building a proactive, simple to execute, annual communications plan in support of the its photo enforcement program. This plan will communicate the goals and successes of the program and correct misinformation in the marketplace.

Photo Enforcement Public Outreach Campaigns

During the implementation of the program, Redflex will coordinate with both City personnel and the police department to identify the public outreach strategies that would best communicate the City's safety vision. We recommend proactive, regular outreach using numerous channels. Activities may include:

- Regularly scheduled public forums to get the community involved in the success of the initial program and keep them engaged through questions and answer sessions.
- Public events in conjunction with the police department to provide information on the program
- Proactive media pitching and press releases regarding safety benefits, success stories, milestones and public policy
- Supportive guest columns and letters to the editor in local newspapers and magazines
- Bylined articles or ghost write public safety op-eds for local and trade publications explaining community benefits and how the technology works
- Local editorial board endorsements
- Coordinated press conferences to announce program launch and milestonesPrinted Informational Materials

We will work with the City to develop informational material to be dispersed to the community as the City sees fit. Clients have used this information to create handouts for distribution at public meetings and community events. We can provide a tri-fold brochure to explain how the program works or assist with gathering program statistics.

Press Releases

Redflex will highlight timely milestones that can be proactively shared via a press release with the media and the community on a semi-annual basis. Redflex will work in partnership to communicate new safety statistics and other roadway safety information that would be of interest to the community.

Social Media

Redflex can work with the City to create a social media plan to support the photo enforcement program which will include effective promotion guidelines, and sample Twitter and Facebook posts. A series of social media posts will be developed to coordinate with each traditional media outreach effort, creating consistency with messaging and expanding reach. We can also create a customize infographic to communicate program metrics to the community via social media.

Website

Redflex will work in partnership with the City to ensure the City's website becomes a useful and powerful public information tool to educate the community about the safety benefits of the program. In support of this effort, Redflex will provide the City with a Frequently Asked Questions (FAQ) document that can serve as a resource for text on the website as well as links to national statistics sites that speak to the efficacy of photo enforcement programs. Additionally, Redflex will provide the City with a video created by Redflex showing how the violation verification process and technology works. Redflex also advises that the City's website provide a link to www.photonotice.com. This site enables violators to access violation images and video and provides options for defendants to pay fines and/or information on how to contest the citation.

Annual Progress Report

Redflex can develop an easy to use and execute report that focuses on data such as decreases in collisions and violations, as a way to showcase how drivers have modified their behavior over time at these intersections.







Community Interaction

Redflex understands that Napa is a large city with a small town feel. We understand that community events and festivals are a way of life in the City and an opportunity to reach out and connect to the community. That is why Redflex will participate in various community events and festivals that fall within compliance regulations. This will give Redflex the opportunity to interact with the community and explain the benefits our current red light program is bringing to the city's way of life.

Advocates

Redflex will also work with the City to ensure broad support through a wide range of local and state advocates who can speak to the importance of photo enforcement as a law enforcement and public safety tool. Redflex has experience in building broad partnerships for photo enforcement programs to ensure there is wide support in the community.

Redflex works with our clients to engage the help of the Traffic Safety Coalition (TSC) a national nonprofit, grassroots organization whose mission is to support the use of traffic safety cameras and responsible driving habits. The TSC engages and educates third parties, media and decision-makers, highlighting the positive benefits of cameras in reducing red light running, speeding and collisions.

TSC partners include concerned citizens, traffic safety experts, Law Enforcement, public officials, victims' advocates, health care professionals and industry leaders who are committed to working together to make our roads safer for drivers, passengers, pedestrians and cyclists. Activities of the TSC include coalition-building and stakeholder activation, the sharing of data and published research about the effectiveness of traffic safety cameras, and outreach to and engagement of elected officials and media.



EXHIBIT A

<u>REFERENCES</u>

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.

with the Respondent. Local and similar size contract references are preferred.						
REFERENCE #1						
NAME OF FIRM	San Mateo, CA					
ADDRESS	200 Franklin Parkway					
CITY, STATE, ZIP CODE	San Mateo, CA 94403					
TELEPHONE #	(650) 552-7685					
CONTACT	Lt. Rick Passanisi					
PROJECT NAME	Red Light Photo Enforcement					
COMPLETION DATE	Contract started May 2004 and is still ongoing					
APPROX. COST	\$215,000 for FY2015					
	REFERENCE #2					
NAME OF FIRM	Citrus Heights, CA					
ADDRESS	6315 Fountain Square Drive					
CITY, STATE, ZIP CODE	Citrus Heigths, CA 95621					
TELEPHONE #	(916) 727-5578					
CONTACT	Lt. Russo					
PROJECT NAME	Red Light Photo Enforcement					
COMPLETION DATE	Contract started December 2007 and is still ongoing					
APPROX. COST	\$493,000 for FY2015					
	REFERENCE #3					
NAME OF FIRM	Newark, CA					
ADDRESS	37101 Newark Boulevard					
CITY, STATE, ZIP CODE	Newark, CA 94560					
TELEPHONE #	(510) 578-4725					
CONTACT	Chief James Leal					
PROJECT NAME	Red Light Photo Enforcement					
COMPLETION DATE	Contract started March 2006 and is still ongoing					
APPROX. COST	\$252,000 for FY2015					

EXHIBIT B LIST OF SUBCONTRACTORS NAME UNDER WHICH **LICENSE** ADDRESS AND PHONE NUMBER SPECIFIC DESCRIPTION OF OFFICE, MILL OR SHOP SUBCONTRACT IS NUMBER SUBCONTRACT LICENSED 411 Pendleton Way, Oakland, CA Electrical underground Ray's Electric 1499343 94621 installation

(ATTACH ADDITIONAL SHEETS IF REQUIRED)

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: Nearly 20 years										
2.	2. Length of time at current location: <u>For approximately 15 years Redflex has been headquartered in the Phoenix metropo</u>										
3.	List types and business license number(s): Napa, CA Buisiness License #27785										
4.	Names and titles of all officers and key management employees of the firm: Michael R. Finn - President/Chief Executive Officer										
	Scott Huson - Vice President, Corporate Controller										
	Virginia O'Malley - Vice President, General Counsel										
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										
	Redflex Traffic Systems, Inc. ("RTSI") is a Delaware corporation. RTSI is the wholly owned subsidiary of Redflex										
	Holdings Limited ("RHL"). RHL is an Australian holding company and trades on the Australian Stock Exchange.										
8.	Please indicate your Federal Tax Number: 94-3292233										
9.	Is your firm incorporated? YES ☒ or NO ☐										
10.	Name and remittance address that will appear on invoices: 5651 West Talavi Blvd, Ste 200 Glendale, AZ 85306										
11.	Physical Address:5651 West Talavi Blvd, Suite 200 Glendale, AZ 85306										

CERTIFICATE OF CONSULTANT

representative of the	ERTIFY that I am the <u>President/Chief Executive Officer</u> , and a duly authorized firm of <u>Redflex Traffic Systems. Inc.</u> , whose address is sulevard, Suite 200, Glendale, AZ.85306, and that neither I nor the resent 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 the employee working solely for me or the above consultant) any fed donation, or consideration of any kind for, or in connection with carrying out the Agreement;							
Exce	ept as here expressly stated (if any);						
I acknowledg	re that this certificate is subject to applicable State and Federal laws, both criminal and						
12/16/2015	Signature						

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."

PLEASE SEE THE ATTACHED DOCUMENT FOR REDFLEX'S ADDITIONS, DELETIONS						
AND/OR EXCEPTIONS						
·						

Additions, Deletions and/or Exceptions to be listed in the Exhibit E to the Napa RFP

The following are Redflex's Additions, Deletions and/or Exceptions to the Proposed Agreement.

Page 1 Opening Paragraph:	
This Agreement is dated this day of	, 2015 <u>2016</u> , by and between the City of Napa, a
municipal corporation (hereinafter referred to	as the "City"), and
a	[fill in type of
organization] (hereinafter referred to as "Const	ıltant").
Paragraph 3:	
3. COMPENSATION. City shall pay Cons	sultant as compensation in full for such services and
expenses at the rates set forth in the Standard-	Hourly Compensation Rates and Charges attached hereto
as Exhibit "B" and incorporated herein by re	eference. Notwithstanding the above, it is agreed that
Consultant shall complete all the services se	et forth in Exhibit "A" for a total sum not to exceed
\$ Progress payments \	will be tied to completion of tasks so all payments are
proportional to the work completed. Consultar	nt shall submit invoices on a monthly basis by the 10th of
the following month. Payment by the City for s	ervices by the Consultant will be made after the services
have been performed, in accordance with the n	egotiated fee schedule.

Paragraph 7:

7. CITY'S RIGHT TO TERMINATE/SUSPEND CONTRACT. At any time and for any or no reason, City shall have the right to terminate this Agreement, take possession of the Consultant's work, e.g., studies, preliminary drawings, computations, specifications, etc., insofar as they are complete and acceptable to the City and use the same, and pay the Consultant such equitable proportion of the total remuneration as the work satisfactorily done by the Consultant at the time of such discontinuance bears to the whole of the work required to be done by the Consultant under the terms of this Agreement, including cost recovery for installed approaches as outlined in subsection A below. Notwithstanding the above, Consultant shall not be relieved from liability to City for damages sustained by virtue of any breach of this Agreement by Consultant, whether or not the Agreement was terminated for convenience or cause, and City may withhold payments not yet made to Consultant for the purpose of setoff until such time as the exact amount of damages due City from Consultant is determined.

A. In the event the City exercises its right to terminate this Agreement under Section 7, Consultant shall be entitled to a cancellation fee for each installed approach which reflects reimbursement of the direct labor costs and direct material costs (not including equipment costs and salvageable material costs) solely associated with the installation of the Consultant's System at all approaches where such system(s) have been installed prior to the effective date of termination (the "Reimbursable Costs"). Consultant shall provide an itemization of the Reimbursable Costs, with supporting invoices and labor expense documentation, to the City within thirty (30) days of the completion of installation of the Consultant's System at each approach. Said Reimbursable Costs are currently estimated to equal approximately \$50,000 to \$80,000 per approach but, in no event, shall said amount exceed \$80,000 per approach. For the purpose of this Section, the cancellation fee shall be derived in accordance with the following formula:

The cancellation fee shall be derived in accordance with the following formula:

X= the number of months remaining in the Agreement

Y = the number of months of the Agreement

X/Y = the percentage of remaining Agreement

Z = the Reimbursable Costs per installed approach (not to exceed \$80,000)

(X/Y)*Z = amount to be paid as cancellation fee

Paragraph 26:

26. CONFIDENTIALITY. Consultant Each party ("Receiving Party") shall treat all information obtained from City the other party ("Disclosing Party") in the performance of this Agreement as confidential and proprietary to City the Disclosing Party. Consultant Receiving Party shall treat all records and work product prepared or maintained by Consultant Receiving Party in the performance of this Agreement as confidential. Consultant Receiving Party agrees that it will not use any information obtained as a consequence of the performance of work for any purpose other than fulfillment of Consultant's Receiving Party's scope of work. Consultant Receiving Party will not disclose any information prepared for City Disclosing Party, or obtained from City Disclosing Party or obtained as a consequence of the performance of work, to any person other than City Disclosing Party, or its own employees, agents or subcontractors, who have a need for the information for the performance of work under this Agreement unless such disclosure is specifically authorized in writing by the City Disclosing Party. Consultant Receiving Party shall advise City Disclosing Party of any request for disclosure of information or of any actual or potential disclosure of information. Consultant's Receiving Party's obligations under this paragraph shall survive the termination of this Agreement.

Exceptions to Exhibit A: The Scope of Work and Schedule of Performance shall conform to the standards outlined in Exhibit A to the Sample Contract, except as expressly outlined in Redflex's Proposal.



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY) 12/3/2015

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.

tl	MPORTANT: If the certificate holder the terms and conditions of the policy ertificate holder in lieu of such endors	cer	tain p	policies may require an er	ndorse	ment. A stat	endorsed. ement on th	If SUBROGATI	ON IS WAI es not con	VED, subject fer rights to	ct to the
PRODUCER					CONTACT Certificate Department						
Arthur J. Gallagher & Co. Insurance Brokers					PHONE (A/C, No, Ext): 925-299-1112 (A/C, No): 925-299-0328					8	
of California, Inc. LIC #0726293 3697 Mt. Diablo Blvd., Suite 300				E-MAIL CertRequests@ajg.com							
Soo7 W.E. Diablo Bivd., Suite 300 Lafayette CA 94549					INSURER(S) AFFORDING COVERAGE NAIC #						
						INSURER A : Liberty Insurance Corporation					
INSURED REDFTRA-02					· · · · · · · · · · · · · · · · · · ·					10172	***************************************
Redflex Traffic Systems, Inc.					INSURER C : Liberty Mutual Fire Insurance Compa						
23751 N. 23rd Avenue, Suite 150					INSURER D : LM Insurance Corporation					33600	
Phoenix, AZ 85085-1854										33588	
					INSURE						
CO	VERAGES CER	TIFI	CATE	NUMBER: 374784				REVISION NUM	IBER:		
T IN C E	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		SUBR	POLICY NUMBER			POLICY EXP (MM/DD/YYYY)		LIMITS		
D	X COMMERCIAL GENERAL LIABILITY CLAIMS-MADE X OCCUR	Υ	Y	TB5Z91453980035		4/1/2015	4/1/2016	EACH OCCURRENCE DAMAGE TO RENTE PREMISES (Ea occu	ED S1	,000,000	
								MED EXP (Any one	- 1	0,000	
	X \$25K BI/PD DED							PERSONAL & ADV I		,000,000	
	GEN'L AGGREGATE LIMIT APPLIES PER:							GENERAL AGGREG		,000,000	
	X POLICY PRO- JECT LOC							PRODUCTS - COMP	P/OP AGG \$2	,000,000	
	X OTHER: CAP of \$25M								s		
С	AUTOMOBILE LIABILITY	Y	Υ	AS2Z91453980025		4/1/2015	4/1/2016	COMBINED SINGLE (Ea accident)	LIMIT S ₁	,000,000	
	X ANY AUTO							BODILY INJURY (Pe	r person) \$		
	ALL OWNED SCHEDULED AUTOS NON-OWNED							BODILY INJURY (Pe	- 1		
	HIRED AUTOS NON-OWNED AUTOS							PROPERTY DAMAG (Per accident)	E s		
	X COMP/COLL X DED*: \$5,000							<- *HAPD Ded	\$		
Α	X UMBRELLA LIAB X OCCUR			TH7Z91453980045		4/1/2015	4/1/2016	EACH OCCURRENC	E \$5	,000,000	
	EXCESS LIAB CLAIMS-MADE							AGGREGATE	\$5	,000,000	
	DED X RETENTION \$\$10,000								s		
Ε	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY		Y	WC6Z91453980075		4/1/2015	4/1/2016	X PER STATUTE	OTH- ER		
	ANY PROPRIETOR/PARTNER/EXECUTIVE	N/A						E.L. EACH ACCIDEN	IT \$1	,000,000	
	OFFICER/MEMBER EXCLUDED? (Mandatory in NH)							E.L. DISEASE - EA E	MPLOYEE \$1	,000,000	
	if yes, describe under DESCRIPTION OF OPERATIONS below							E.L. DISEASE - POL	ICY LIMIT \$1	,000,000	
В	PROFESSIONAL & CYBER LIABILITY [See attached Remarks Page]			G27435075002		4/1/2015		Each Claim Aggregate		000,000 000,000	
		FO 1		404 A JdW1 D	<u> </u>	a thankad If a		od)			
	RIPTION OF OPERATIONS / LOCATIONS / VEHICL				e, may o	e attached if more	space is requir	eaj			
KFF ADF	# 2015-105 / RE: Red Light Camer NTIONAL INSURED(S): City of Nap	a oy a its	s offic	i. cers. emplovees and age	ents.						
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					CANC	ELLATION.					
CERTIFICATE HOLDER CAN					CANC	ELLATION					
City of Napa 955 School Street P O Box 660 Napa CA 94559 USA				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							
	Rolet Mayore										