

**SUBMITTAL TO THE BOARD OF SUPERVISORS  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

861



**FROM: Transportation and Land Management Agency (TLMA)**

**SUBMITTAL DATE:  
February 8, 2012**

**SUBJECT:** Approval of ESRI as a Sole Source Provider for GIS software, ongoing software licensing and maintenance support, and enrollment in the ESRI Enterprise Advantage Program (EEAP) agreement.

**RECOMMENDED MOTION:** That the Board of Supervisors:

1. Approve and authorize the Purchasing Agent to renew the existing agreements with ESRI for the procurement of GIS software, software licensing and maintenance support, and enrollment in the ESRI Enterprise Advantage Program (EEAP) without securing competitive bids.
2. Authorize the Purchasing Agent, in accordance with Ordinance 459, to renew the software licensing and maintenance support agreements, enrollment in the EEAP and procurement of additional GIS software annually and for (4) additional one-year periods, provided funds are available and cost increases do not exceed the CPI.

**BACKGROUND:**

The Riverside County Transportation and Land Management Agency (TLMA) utilizes an integrated collection of proprietary software developed and sold by ESRI, the worldwide leader of Geographic Information Systems (GIS). TLMA has benefited from a partnership with ESRI since 1988.

FISCAL PROCEDURES APPROVED  
PAUL ANGULO, CPA, AUDITOR-CONTROLLER

BY Samuel Wong 2/6/12  
SAMUEL WONG

George Johnson  
George Johnson, TLMA Director

<b>FINANCIAL DATA</b>	Current F.Y. Total Cost:	\$ 43,100	In Current Year Budget:	Yes
	Current F.Y. Net County Cost:	\$ 0	Budget Adjustment:	No
	Annual Net County Cost:	\$ 0	For Fiscal Year:	11/12

<b>SOURCE OF FUNDS:</b> Departmental Budget TLMA Administrative Services Departmental Revenue	Positions To Be Deleted Per A-30	<input type="checkbox"/>
	Requires 4/5 Vote	<input type="checkbox"/>

**C.E.O. RECOMMENDATION:** APPROVE.

County Executive Officer Signature By Tina Grande

**MINUTES OF THE BOARD OF SUPERVISORS**

On motion of Supervisor Tavaglione, seconded by Supervisor Buster and duly carried, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Buster, Tavaglione, Stone and Benoit  
Nays: None  
Absent: Ashley  
Date: February 28, 2012  
xc: Transp., Purchasing, Auditor

Kecia Harper-Ihem  
Clerk of the Board  
By: [Signature]  
Deputy

3.57

FORM APPROVED COUNTY COUNSEL 4/16/12  
DATE  
BY: NEAL R. KIPNIS  
Departmental Concurrence

Purchasing: [Signature]  
Mark Seiler, Assistant Director

Dep't Recomm.:  Policy  
Per Exec. Ofc.:  Policy  
 Consent  
 Consent

February 8, 2012

Page 2

**BACKGROUND (continued):** TLMA continues to use the latest GIS tools to produce maps, reports and analyze large volumes of data for internal and external customers including the Southern California Association of Governments (SCAG), UCR and many county departments. Some examples of these activities include support of all land use decisions, emergency services, redistricting, and regional planning.

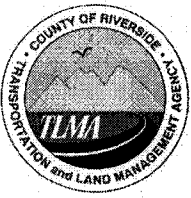
Our GIS system is a significant long-term asset of the county and requires ongoing annual renewal of software licenses and maintenance support agreements, procurement of additional server and end user licenses from ESRI, and enrollment in the ESRI Enterprise Advantage Program (EEAP). These actions support the overall missions of TLMA and the various county departments and outside agencies, we serve.

Specifically, TLMA is requesting to (1) renew the required annual software license and maintenance agreements with ESRI; (2) procure additional ESRI GIS software annually as required to support our agency and its customers; and (3) annually enroll in the EEAP which provides training, technical GIS system consultative services, advise on GIS strategies and architectures, and product utilization.

**PRICE REASONABLENESS:** ESRI is the sole source for their proprietary software. The annual ESRI software license and maintenance expense for TLMA in the current fiscal year was \$105,434.72 (authorized for payment on 1/15/08 item 3.41). For next fiscal year, FY 2012/13, ESRI has quoted a price of \$114,761.55 for annual license and maintenance software support. The cost increase reflects the additional required software purchased in the current fiscal year by TLMA and includes ongoing annual maintenance expenses associated with the requested ArcGIS 10 Server Staging License (one-time expense to purchase the license is \$43,100).

ESRI has quoted TLMA a price of \$51,500.00 for enrollment in the Enterprise Advantage Program in FY 2012/13. This price is consistent with the current year and reflects ESRI's desire to avoid cost increases to the county. Enrollment in this program is in addition to the annual software maintenance expenses identified above.

	<u>FY 2011/12</u>	<u>FY 2012/13</u>
Annual Software License Maintenance	\$105,434 (paid)	\$114,761 (requested)
EEAP	\$51,500 (paid)	\$51,500 (requested)
ArcGIS 10 Server Staging License	\$43,100 (requested)	
Total Annual Expense	\$200,034	\$166,261



**COUNTY OF RIVERSIDE  
TRANSPORTATION AND LAND MANAGEMENT AGENCY**



*George A. Johnson  
Agency Director*

*Carolyn Syms Luna  
Director,  
Planning  
Department*

*Juan Perez  
Director,  
Transportation  
Department*

*Mike Lara  
Director,  
Building & Safety  
Department*

*Glenn Baude  
Director,  
Code Enforcement  
Department*

Date: January 31, 2012

From: Tom Mullen, Deputy Director, TLMA  
Jeffrey Cristian, Supervising Systems Administrator, TLMA

Agency: TLMA

To: Board of Supervisors/Purchasing Agent

Via: Purchasing Agent

Subject: Sole Source Procurement; Request for ESRI Software, Licenses, Maintenance and Support

The below information is provided in support of my Department requesting approval for a sole source. Outside of a duly declared emergency, the time to develop a statement of work or specifications is not in itself justification for sole source.

**1. Supply/Service being requested:**

TLMA is requesting to (1) renew the required annual software license and maintenance agreements with ESRI; (2) procure additional ESRI GIS software annually as required to support our agency and its customers; and (3) annually enroll in the EEAP which provides training, technical GIS system consultative services, advise on GIS strategies and architectures, and product utilization.

During the current fiscal year TLMA requests to purchase ESRI's ArcGIS 10 Server Staging License. This will enable TLMA to design a Test/Staging environment for ArcGIS 10 Applications.

**2. Supplier being requested: ESRI**

**3. Alternative suppliers that can or might be able to provide supply/service: NONE**

**4. Extent of market search conducted:**

TLMA utilizes an integrated collection of software products developed by ESRI to meet its customer service mission and create Geographic Information system (GIS) maps, reports, analysis and web services. This collection of software products, known as ArcGIS, has been used by the county and TLMA since 1988.

**5. Unique features of the supply/service being requested from this supplier, which no alternative supplier can provide:**

ESRI's ArcGIS software is a collection of proprietary applications. Technical and developmental resources are controlled or owned by ESRI, with restricted access to third party vendors or suppliers.

**6. Reasons why my department requires these unique features and what benefit will accrue to the county:**

TLMA continues to use the latest ESRI GIS tools to produce maps, reports and analyze large volumes of data for internal and external customers including the Southern California Association of Governments (SCAG), UCR, our own departments and many others from throughout the county. Some examples of these activities include support of all land use decisions, emergency services, redistricting, and regional planning.

**7. Price Reasonableness including purchase price and any ongoing maintenance or ancillary costs from the supplier:**

ESRI is the sole source for their proprietary software. The annual ESRI software license and maintenance expense for TLMA in the current fiscal year was \$105,434.72 (authorized for payment on 1/15/08 item 3.41). For next fiscal year, FY 2012/13, ESRI has quoted a price of \$114,761.55 for annual license and maintenance software support. The cost increase reflects the additional required software purchased in the current fiscal year by TLMA and includes ongoing annual maintenance expense associated with the requested ArcGIS 10 Server Staging License (one-time expense to purchase the license is \$43,100).


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<u>ArcGIS 10 Server Staging License</u>	<u>\$43,100 (requested)</u>	
Total Annual Expense	\$200,034	\$166,261

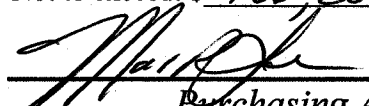
**8. Does moving forward on this product or service further obligate the county to future similar contractual arrangements or any ongoing costs affiliated with this sole source? (Maintenance, support, or upgrades, if so, please explain).**

Yes, the ESRI software requires annual licensing, maintenance and support renewal.

**9. Period of Performance: Annually and for (4) additional one-year periods**

 \_\_\_\_\_ 2/14/12  
Date  
Department Head Signature

**Purchasing Department Comments:**

Approve Approve with Condition/s Disapprove  
 Not to exceed: \$ FY 11/12 200,034 One time Annual Amount through FY 12/13 166,261 6-30-2017  
 \_\_\_\_\_ 12-392  
 Purchasing Agent 2/15/12 Date Approval Number  
 (Reference on Purchasing Documents)



**ENVIRONMENTAL SYSTEMS RESEARCH INSTITUTE, INC.**  
 380 New York St  
 Redlands, CA 92373-8100  
 Phone: (909) 793-2853 Fax: (909) 307-3025  
 DUNS Number: 06-313-4175 CAGE Code: 0AMS3

*To expedite your order, please attach a copy of this quotation to your purchase order.  
 Quote is valid from: 12/19/2011 To: 03/18/2012*

**Quotation # 20397763**

Date: December 19, 2011

Customer # 117 Contract #

COUNTY OF RIVERSIDE  
 TRANSPORTATION & LAND MANAGEMENT  
 4080 LEMON ST  
 RIVERSIDE, CA 92502-1545

ATTENTION: Donald DUNCAN  
 PHONE: (951) 955-1813  
 FAX:

Material	Qty	Description	Unit Price	Total
109075	2	ArcGIS Server Advanced Enterprise for Windows Up to Four Cores Staging Server License	20,000.00	40,000.00
			Item Total:	40,000.00
			Subtotal:	40,000.00
			Sales Tax:	3,100.00
			Estimated Shipping & Handling(2 Day Delivery) :	0.00
			Contract Pricing Adjust:	0.00
			<b>Total:</b>	<b>\$43,100.00</b>

\* Please indicate on your purchase order if this purchase is funded through the American Recovery and Reinvestment Act, and whether Esri is a Prime Recipient, Sub-recipient, or Vendor for reporting purposes.

For questions contact: Jan Cunningham Email: [jcunningham@esri.com](mailto:jcunningham@esri.com) Phone: (909) 793-2853 x4363

Acceptance of this quotation is limited to the Esri License Agreement and the Quotation Terms and Conditions  
 This Quotation is made in confidence for your review. It may not be disclosed to third parties, except as required by law.

**If sending remittance, please address to: Esri, File No. 54630, Los Angeles, Ca 90074-4630**

CUNNINGHAMJ

This offer is limited to the terms and conditions incorporated and attached herein.



**ENVIRONMENTAL SYSTEMS RESEARCH INSTITUTE, INC.**  
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 RIVERSIDE, CA 92502-1545  
 ATTENTION: Donald DUNCAN  
 PHONE: (951) 955-1813  
 FAX:

**BY SIGNING BELOW YOU ARE INDICATING THAT YOU ARE AUTHORIZED TO OBLIGATE FUNDS FOR YOUR ORGANIZATION. DO NOT USE THIS FORM FOR ORDER ACTIVATION IF YOUR ORGANIZATION WILL NOT HONOR AND PAY AN INVOICE THAT HAS BEEN ISSUED AT YOUR DIRECTION WITHOUT ADDITIONAL AUTHORIZING PAPERWORK.**

If you have made ANY alterations to the line items included in this quote and have chosen to sign the quote to indicate your acceptance, you must fax Esri the signed quote in its entirety in order for the quote to be accepted. You will be contacted by your Customer Service Representative if additional information is required to complete your request.

If your organization is a US Federal, state, or local government agency; an educational facility; or a company that will not pay an invoice without having issued a formal purchase order, a signed quotation will not be accepted unless it is accompanied by your purchase order.

If you choose to discontinue your maintenance, you will become ineligible for maintenance benefits and services. All maintenance fees from the date of discontinuation will be due and payable if you decide to reactivate your maintenance coverage at a later date.

This quotation is subject to the terms set forth herein and the terms of your agreement with Esri, if any, or as otherwise provided by Esri's standard terms and conditions at [www.esri.com/legal](http://www.esri.com/legal), which are incorporated by reference. Federal Government entities and prime contractors buying under GSA pricing/terms are subject to Esri's Federal Supply Schedule GS-35F-5086H. Acceptance is limited to terms of this quotation. Esri objects to and expressly rejects any different or additional terms contained in any purchase order, offer or confirmation sent or to be sent by buyer. All terms of this quotation as referenced above shall be incorporated into and are part of any further or additional agreement regarding Esri's software data, web services, training, services and maintenance.

In order to expedite processing, please reference the quotation number and any/all applicable Esri contract number(s) (e.g. MPA, ELA, SmartBuy, GSA, BPA) on your ordering document.

By signing below, you are authorizing Esri to issue an invoice for the items included in the above quote in the amount of: \$ \_\_\_\_\_, plus sales taxes if applicable. (Note: Shipping costs are subject to change.)

Please check one of the following:

I agree to pay any applicable sales tax.

I am tax exempt, please contact me if exempt information is not currently on file with Esri.

\_\_\_\_\_  
 Signature of Authorized Representative

\_\_\_\_\_  
 Date

\_\_\_\_\_  
 Name (Please Print)

\_\_\_\_\_  
 Title

FORM APPROVED COUNTY COUNSEL  
 BY: Neal R. Kipnis 12/19/11  
 NEAL R. KIPNIS DATE

The quotation information is proprietary and may not be copied or released other than for the express purpose of system selection and purchase/license. This information may not be given to outside parties or used for any other purpose without consent from Environmental Systems Research Institute, Inc. (Esri).

Any estimated sales and/or use tax reflected on this quote has been calculated as of the date of this quotation and is merely provided as a convenience for your organization's budgetary purposes. Esri reserves the right to adjust and collect sales and/or use tax at the actual date of invoicing. If your organization is tax exempt or pays state tax directly, then prior to invoicing, your organization must provide Esri with a copy of a current tax exemption certificate issued by your state's taxing authority for the given jurisdiction.

\* Please indicate on your purchase order if this purchase is funded through the American Recovery and Reinvestment Act, and whether Esri is a Prime Recipient, Sub-recipient, or Vendor for reporting purposes.

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**If sending remittance, please address to: Esri, File No. 54630, Los Angeles, Ca 90074-4630**



## ESRI QUOTATION TERMS AND CONDITIONS

Esri, 380 New York St., Redlands, CA 92373-8100 USA • TEL 909-793-2853 • FAX 909-793-5853

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All quotations are valid for ninety (90) days unless otherwise stated on the quotation form. These prices and terms are valid only for items purchased for use and delivery within the United States.

This quotation information is proprietary and may not be copied or released other than for the express purpose of the current system selection and purchase. This information may not be given to outside parties or used for any other purpose without written consent from Environmental Systems Research Institute, Inc. (Esri).

*To expedite your order, please reference the quotation number on your purchase order.*

### ORDER PROCESS

The order process is initiated when Esri receives an original purchase order or some form of advance payment. Several additional documents (e.g., Master License Agreement, credit application, Tax Exemption Certificate) may be required to complete the order process. Generally, the need for these documents varies by the type of software, data, web-enabled services, subscriptions, professional services or other products ordered, which is determined upon receipt of the purchase order (or advance payment). If delivery must be expedited, please contact your marketing representative for assistance.

**IMPORTANT!** Collectively, these documents contain the authorizations and information necessary to ship proper versions of the software or data on the correct media, or to initiate web-enabled services, subscriptions, or professional services. Please return them promptly to avoid unnecessary delays in shipping or delivery. Please return all documents to Esri Customer Service, or as otherwise directed.

Please show the following remittance address on your purchase order:

Esri, File No. 54630, Los Angeles, CA 90074-4630

### ESRI LICENSE AGREEMENTS

All Esri software, data, web-enabled services, and subscriptions offered in this quotation are commercial off-the-shelf items developed at private expense and subject to Esri commercial license terms. You may have a signed license agreement on file that covers this order. If so, please reference the license agreement number on your purchase order. Unless a signed license is on file with Esri, Esri software, data, web-enabled services and subscriptions are subject to the Esri License Agreement included with the deliverable item as an on-line or click-through agreement. A copy is enclosed. Certain software or data requires a Master License Agreement signed by both parties. Professional services agreements may also include license terms.

Some Esri software is copy protected with a software keycode or hardware key, and some software, data, web-enabled services or subscriptions require registration or a password. You will be given instructions to access the keycode, register, or obtain a password through the Esri website or by other means.

### MAINTENANCE

After expiration of any complimentary period of maintenance that may apply to the licensed software, Esri will quote maintenance payable annually in advance. A reinstatement fee applies when maintenance has lapsed.

### DATA AND WEB SERVICES DISCLAIMER

Data and Web Services may contain some nonconformities, defects, errors, or omissions. **THE DATA AND WEB SERVICES ARE PROVIDED "AS-IS" WITHOUT WARRANTY OF ANY KIND.** Without limiting the generality of the preceding sentence, Esri and its licensors do not warrant that the data and Web Services will meet Licensee's needs or expectations, that the use of the data or Web Services will be uninterrupted, or that all nonconformities can or will be corrected. Esri and its licensors are not inviting reliance on this data or Web Services, and Licensee should always verify actual data or Web Services.

### DELIVERY

FOB Redlands, CA, USA

**Software:** Allow thirty (30) days from Esri's receipt of purchase order, signed Software License Agreement(s), and other documents, as required.

**Hardware:** Manufacturer's terms apply. Lead times depend on make/models purchased.

**Note:** Standard delivery method is ground or two (2)-day air for software and surface carrier for hardware. Actual delivery method may vary depending on weight. Other service is available for an additional fee (e.g., overnight delivery).

**PAYMENT TERMS**

Net thirty (30) days, on approved credit. Orders less than eight hundred dollars (\$800) require prepayment by check or credit card unless your organization is a government agency, university, college, or Fortune 500 company.

**TAXES**

This quote includes applicable sales or use taxes for the prices quoted as required by law. The tax amount may change depending on the time lapse between this quote and your order to us. Esri will include applicable sales or use taxes on your invoice unless you provide proof with your order that your organization or use of the product is tax exempt.





Esri Inc  
380 New York Street  
Redlands CA 92373

**SUBJECT: MAINTENANCE QUOTE**

**DATE:** 01/12/2012  
**TO:** John Kavorinos  
**ORGANIZATION:** COUNTY OF RIVERSIDE  
TRANSPORTATION & LAND MANAGEMENT  
**FAX #:** 951-955-1879 **PHONE #:** 951-955-3729  
**FROM:** Michelle Burkholder  
**FAX #:** 909-793-4801 **PHONE #:** 909-793-2853 Ext. 2816  
**EMAIL:** mburkholder@esri.com

Number of pages transmitted  
(including this cover sheet): 6

QUOTATION #25510137  
DOCUMENT DATE: 01/12/2012

Please find the attached quotation for your forthcoming software maintenance term. Keeping your maintenance current entitles you to exclusive benefits, and if you choose to discontinue your coverage, you will become ineligible for these valuable benefits and services. All maintenance fees from the date of discontinuation will be due and payable if you decide to reactivate your coverage at a later date. For details regarding the maintenance program benefits for your licensing, please visit <http://www.esri.com/maintenancebenefits>.

Customers who have multiple copies of some Esri products may have the option of supporting some of their licenses with secondary maintenance. Please contact Customer Service to find out more about the availability of secondary maintenance.

For information about Esri Desktop, Developer software, or Web services terms of use, as well as purchase order terms and conditions, please visit <http://www.esri.com/legal/licensing/software-license.html>.

For details about ECP discounts and waivers for non-profit users please visit <http://www.conservationgis.org/grant>

If you have any questions or need additional information, please contact Customer Service at 888-377-4575 Option 5.



**esri**

380 New York Street  
Redlands, CA 92373  
Phone: 909-793-28532816  
Fax #: 909-793-4801

# Quotation

Date: 01/12/2012

Quotation Number: 25510137

**Send Purchase Orders To:**

Esri, Inc.  
380 New York Street  
Redlands, CA 92373-8100  
Attn: Michelle Burkholder

**Please include the following remittance address on your Purchase Order:**

Esri, Inc.  
File #54630  
Los Angeles, CA 90074-4630

COUNTY OF RIVERSIDE  
TRANSPORTATION & LAND MANAGEMENT  
14TH FL  
PO Box 1605  
RIVERSIDE CA 92502-1605  
**Attn: John Kavorinos**  
**Customer Number: 117**

For questions regarding this document, please contact Customer Service at 888-377-4575.

Item	Qty	Material#	Unit Price	Extended Price
10	4	52384 ArcInfo Concurrent Use Primary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	3,000.00	12,000.00
1010	36	52385 ArcInfo Concurrent Use Secondary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	1,200.00	43,200.00
2010	3	87194 ArcView Concurrent Use Primary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	700.00	2,100.00
3010	27	87195 ArcView Concurrent Use Secondary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	500.00	13,500.00
4010	1	87232 ArcGIS Spatial Analyst Concurrent Use Primary Maintenance Start Date: 07/12/2012	500.00	500.00

This quotation is valid for 90 days and is subject to your Esri License Agreement. The quotation information is proprietary and may not be copied or released other than for the express purpose of system selection and purchase/license. This information may not be given to outside parties or used for any other purpose without consent from Environmental Systems Research Institute, Inc. (Esri).

Any estimated sales and/or use tax has been calculated as of the date of this quotation and is merely provided as a convenience for your organization's budgetary purposes. Esri reserves the right to adjust and collect sales and/or use tax at the actual date of invoicing. If your organization is tax exempt or pays state taxes directly, then prior to invoicing, your organization must provide Esri with a copy of a current tax exemption certificate issued by your state's taxing authority for the given jurisdiction.

**Issued By: Michelle Burkholder**

**Ext: 2816**

[BURKHOLDERM]

To expedite your order, please reference your customer number and this quotation number on your purchase order.



**esri**<sup>®</sup>

380 New York Street  
Redlands, CA 92373  
Phone: 909-793-28532816  
Fax #: 909-793-4801

## Quotation

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Date: 01/12/2012

Quotation Number: 25510137

Item	Qty	Material#	Unit Price	Extended Price
End Date: 07/11/2013				
5010	4	87233 ArcGIS Spatial Analyst Concurrent Use Secondary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	200.00	800.00
6010	1	87198 ArcGIS 3D Analyst Concurrent Use Primary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	500.00	500.00
7010	4	87199 ArcGIS 3D Analyst Concurrent Use Secondary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	200.00	800.00
8010	1	98696 ArcGIS Publisher Concurrent Use Primary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	500.00	500.00
9010	1	87192 ArcView Single Use Primary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	400.00	400.00
10010	4	87193 ArcView Single Use Secondary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	300.00	1,200.00
11010	1	100571 ArcGIS Network Analyst Concurrent Use Primary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	500.00	500.00
12010	1	100572 ArcGIS Network Analyst Concurrent Use Secondary Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	200.00	200.00
17010	1	108562 Esri Developer Network (EDN) Term License	1,500.00	1,500.00

[BURKHOLDERM]



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380 New York Street  
Redlands, CA 92373  
Phone: 909-793-28532816  
Fax #: 909-793-4801

# Quotation

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Date: 01/12/2012

Quotation Number: 25510137

Item	Qty	Material#	Unit Price	Extended Price
18010	1	108562 Esri Developer Network (EDN) Term License	1,436.58	1,436.58
19010	2	109215 ArcGIS Server Advanced Enterprise Up to Four Cores Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	10,000.00	20,000.00
20010	1	109393 ArcGIS Image Server Up to Four Cores Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	2,500.00	2,500.00
21010	1	114511 ArcPad Maintenance Start Date: 07/01/2012 End Date: 07/11/2013	257.19	257.19
22010	1	114511 ArcPad Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	250.00	250.00
23010	2	109840 ArcGIS Server Basic Enterprise Up to Four Cores Migrated Maintenance Start Date: 07/12/2012 End Date: 07/11/2013	3,000.00	6,000.00
			<b>Subtotal</b>	108,143.77
			<b>Estimated Taxes</b>	6,617.78
			<b>Total</b>	<b>\$ 114,761.55</b>

DUNS/CEC: 06-313-4175 CAGE: 0AMS3

[BURKHOLDERM]



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380 New York Street  
Redlands, CA 92373  
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Fax #: 909-793-4801

# Quotation

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Date: 01/12/2012

Quotation Number: 25510137

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Item	Qty	Material#	Unit Price	Extended Price
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*The following items are optional items listed for your convenience.  
These items are not included in the totals of this quotation.*

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1		99818	2,000.00	2,000.00
		Optional Developer Support for Esri Developer Network (EDN) Subscribers Pack Quantity 10 Incidents		
1		99818	2,000.00	2,000.00
		Optional Developer Support for Esri Developer Network (EDN) Subscribers Pack Quantity 10 Incidents		
1		99946	2,200.00	2,200.00
		Esri Developer Network (EDN) Optional at Esri Site 5 Days per Seat Instructor Led Training		
1		99946	2,200.00	2,200.00
		Esri Developer Network (EDN) Optional at Esri Site 5 Days per Seat Instructor Led Training		

[BURKHOLDERM]



**esri**

380 New York Street  
Redlands, CA 92373  
Phone: 909-793-28532816  
Fax #: 909-793-4801

# Quotation

Page 5

Date: 01/12/2012      Quotation No: 25510137      Customer No: 117

Item	Qty	Material#	Unit Price	Extended Price
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BY SIGNING BELOW, YOU ARE INDICATING THAT YOU ARE AUTHORIZED TO OBLIGATE FUNDS FOR YOUR ORGANIZATION. DO NOT USE THIS FORM FOR ORDER ACTIVATION IF YOUR ORGANIZATION WILL NOT HONOR AND PAY AN INVOICE THAT HAS BEEN ISSUED AT YOUR DIRECTION WITHOUT ADDITIONAL AUTHORIZING PAPERWORK.

If you have made ANY alterations to the line items included in this quote and have chosen to sign the quote to indicate your acceptance, you must fax Esri the signed quote in its entirety in order for the quote to be accepted.

If your organization is a US Federal, state, or local government agency; an educational facility; or a company that will not pay an invoice without having issued a formal purchase order, a signed quotation will not be accepted unless it is accompanied by your purchase order.

If you choose to discontinue your support, you will become ineligible for support benefits and services. All maintenance fees from the date of discontinuation will be due and payable if you decide to reactivate your support coverage at a later date.

This transaction is governed exclusively by the terms of the above-referenced contract, if any, or Esri's standard terms and conditions at [www.esri.com/legal](http://www.esri.com/legal).

In order to expedite processing, please reference the quotation number and any/all applicable Esri contract number(s) (e.g. MPA, ELA, SmartBuy, GSA, BPA) on your ordering document.

By signing below, you are authorizing Esri to issue a software support invoice in the amount of \$\_\_\_\_\_ plus sales tax, if applicable.

Please check one of the following:

I agree to pay any applicable sales tax.

I am tax exempt. Please contact me if Esri does not have my current exempt information on file.

Please indicate on your purchase order if this purchase is funded through the American Recovery and Reinvestment Act, and whether Esri is a Prime Recipient, Sub-recipient, or Vendor for reporting purposes.

\_\_\_\_\_  
Signature of Authorized Representative      Date

\_\_\_\_\_  
Name (Please Print)      Title

FORM APPROVED COUNTY COUNSEL  
BY: NEAL R. KIPNIS      DATE: 2/16/12



**Quotation # 20398741**

Date: January 12, 2012

Customer # 117 Contract #

COUNTY OF RIVERSIDE  
TRANSPORTATION & LAND MANAGEMENT  
4080 LEMON ST  
RIVERSIDE, CA 92502-1545

ATTENTION: Tom Mullen  
PHONE: (951) 955-1850  
FAX: (951) 955-1879

ENVIRONMENTAL SYSTEMS RESEARCH INSTITUTE, INC.  
380 New York St  
Redlands, CA 92373-8100  
Phone: (909) 793-2853 Fax: (909) 307-3025  
DUNS Number: 06-313-4175 CAGE Code: 0AMS3

*To expedite your order, please attach a copy of this quotation to your purchase order.  
Quote is valid from: 01/12/2012 To: 04/11/2012*

Material	Qty	Description	Unit Price	Total
111005	1	Esri Enterprise Advantage Program (EEAP) Renewal	28,000.00	28,000.00
103032	1	Esri Enterprise Advantage Program (EEAP) Additional 50 Learning and Service Credits	23,500.00	23,500.00
			<b>Item Total:</b>	<b>51,500.00</b>
			<b>Subtotal:</b>	<b>51,500.00</b>
			<b>Sales Tax:</b>	<b>0.00</b>
			<b>Estimated Shipping &amp; Handling(2 Day Delivery) :</b>	<b>0.00</b>
			<b>Contract Pricing Adjust:</b>	<b>0.00</b>
			<b>Total:</b>	<b>\$51,500.00</b>

Enterprise Advantage Program annual renewal include 1 day annual planning session; up to 100 Technical Advisor hours; Quarterly Technical Webcasts and 50 Learning and Services Credits. Subject to the terms & conditions of the previously signed Enterprise Advantage Program Agreement 2011EAP5754. Upon receipt of an order, the term will extend to July 18, 2013 and any unused Learning & Services Credits will carry over to the new term.

\* Please indicate on your purchase order if this purchase is funded through the American Recovery and Reinvestment Act, and whether Esri is a Prime Recipient, Sub-recipient, or Vendor for reporting purposes.

For questions contact: Jan Cunningham	Email: <a href="mailto:jcunningham@esri.com">jcunningham@esri.com</a>	Phone: (909) 793-2853 x4363
<p>Acceptance of this quotation is limited to the Esri License Agreement and the Quotation Terms and Conditions  This Quotation is made in confidence for your review. It may not be disclosed to third parties, except as required by law.</p> <p><b><i>If sending remittance, please address to: Esri, File No. 54630, Los Angeles, Ca 90074-4630</i></b></p>		



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If you have made ANY alterations to the line items included in this quote and have chosen to sign the quote to indicate your acceptance, you must fax Esri the signed quote in its entirety in order for the quote to be accepted. You will be contacted by your Customer Service Representative if additional information is required to complete your request.

If your organization is a US Federal, state, or local government agency; an educational facility; or a company that will not pay an invoice without having issued a formal purchase order, a signed quotation will not be accepted unless it is accompanied by your purchase order.

If you choose to discontinue your maintenance, you will become ineligible for maintenance benefits and services. All maintenance fees from the date of discontinuation will be due and payable if you decide to reactivate your maintenance coverage at a later date.

This quotation is subject to the terms set forth herein and the terms of your agreement with Esri, if any, or as otherwise provided by Esri's standard terms and conditions at [www.esri.com/legal](http://www.esri.com/legal), which are incorporated by reference. Federal Government entities and prime contractors buying under GSA pricing/terms are subject to Esri's Federal Supply Schedule GS-35F-5086H. Acceptance is limited to terms of this quotation. Esri objects to and expressly rejects any different or additional terms contained in any purchase order, offer or confirmation sent or to be sent by buyer. All terms of this quotation as referenced above shall be incorporated into and are part of any further or additional agreement regarding Esri's software data, web services, training, services and maintenance.

In order to expedite processing, please reference the quotation number and any/all applicable Esri contract number(s) (e.g. MPA, ELA, SmartBuy, GSA, BPA) on your ordering document.

By signing below, you are authorizing Esri to issue an invoice for the items included in the above quote in the amount of: \$ \_\_\_\_\_, plus sales taxes if applicable. (Note: Shipping costs are subject to change.)

Please check one of the following:

- I agree to pay any applicable sales tax.
- I am tax exempt, please contact me if exempt information is not currently on file with Esri.

\_\_\_\_\_  
Signature of Authorized Representative      Date

\_\_\_\_\_  
Name (Please Print)

\_\_\_\_\_  
Title

FORM APPROVED COUNTY COUNSEL  
BY: Neal R. Kipnis      2/12/12  
NEAL R. KIPNIS      DATE

The quotation information is proprietary and may not be copied or released other than for the express purpose of system selection and purchase/license. This information may not be given to outside parties or used for any other purpose without consent from Environmental Systems Research Institute, Inc. (Esri).

Any estimated sales and/or use tax reflected on this quote has been calculated as of the date of this quotation and is merely provided as a convenience for your organization's budgetary purposes. Esri reserves the right to adjust and collect sales and/or use tax at the actual date of invoicing. If your organization is tax exempt or pays state tax directly, then prior to invoicing, your organization must provide Esri with a copy of a current tax exemption certificate issued by your state's taxing authority for the given jurisdiction.

\* Please indicate on your purchase order if this purchase is funded through the American Recovery and Reinvestment Act, and whether Esri is a Prime Recipient, Sub-recipient, or Vendor for reporting purposes.

<b>For questions contact:</b> Jan Cunningham	<b>Email:</b> <a href="mailto:jcunningham@esri.com">jcunningham@esri.com</a>	<b>Phone:</b> (909) 793-2853 x4363
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## ESRI QUOTATION TERMS AND CONDITIONS

Esri, 380 New York St., Redlands, CA 92373-8100 USA • TEL 909-793-2853 • FAX 909-793-5953

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All quotations are valid for ninety (90) days unless otherwise stated on the quotation form. These prices and terms are valid only for items purchased for use and delivery within the United States.

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*To expedite your order, please reference the quotation number on your purchase order.*

### **ORDER PROCESS**

The order process is initiated when Esri receives an original purchase order or some form of advance payment. Several additional documents (e.g., Master License Agreement, credit application, Tax Exemption Certificate) may be required to complete the order process. Generally, the need for these documents varies by the type of software, data, web-enabled services, subscriptions, professional services or other products ordered, which is determined upon receipt of the purchase order (or advance payment). If delivery must be expedited, please contact your marketing representative for assistance.

**IMPORTANT!** Collectively, these documents contain the authorizations and information necessary to ship proper versions of the software or data on the correct media, or to initiate web-enabled services, subscriptions, or professional services. Please return them promptly to avoid unnecessary delays in shipping or delivery. Please return all documents to Esri Customer Service, or as otherwise directed.

Please show the following remittance address on your purchase order:

Esri, File No. 54630, Los Angeles, CA 90074-4630

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All Esri software, data, web-enabled services, and subscriptions offered in this quotation are commercial off-the-shelf items developed at private expense and subject to Esri commercial license terms. You may have a signed license agreement on file that covers this order. If so, please reference the license agreement number on your purchase order. Unless a signed license is on file with Esri, Esri software, data, web-enabled services and subscriptions are subject to the Esri License Agreement included with the deliverable item as an on-line or click-through agreement. A copy is enclosed. Certain software or data requires a Master License Agreement signed by both parties. Professional services agreements may also include license terms.

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After expiration of any complimentary period of maintenance that may apply to the licensed software, Esri will quote maintenance payable annually in advance. A reinstatement fee applies when maintenance has lapsed.

### **DATA AND WEB SERVICES DISCLAIMER**

Data and Web Services may contain some nonconformities, defects, errors, or omissions. **THE DATA AND WEB SERVICES ARE PROVIDED "AS-IS" WITHOUT WARRANTY OF ANY KIND.** Without limiting the generality of the preceding sentence, Esri and its licensors do not warrant that the data and Web Services will meet Licensee's needs or expectations, that the use of the data or Web Services will be uninterrupted, or that all nonconformities can or will be corrected. Esri and its licensors are not inviting reliance on this data or Web Services, and Licensee should always verify actual data or Web Services.

### **DELIVERY**

FOB Redlands, CA, USA

**Software:** Allow thirty (30) days from Esri's receipt of purchase order, signed Software License Agreement(s), and other documents, as required.

**Hardware:** Manufacturer's terms apply. Lead times depend on make/models purchased.

**Note:** Standard delivery method is ground or two (2)-day air for software and surface carrier for hardware. Actual delivery method may vary depending on weight. Other service is available for an additional fee (e.g., overnight delivery).

**PAYMENT TERMS**

Net thirty (30) days, on approved credit. Orders less than eight hundred dollars (\$800) require prepayment by check or credit card unless your organization is a government agency, university, college, or Fortune 500 company.

**TAXES**

This quote includes applicable sales or use taxes for the prices quoted as required by law. The tax amount may change depending on the time lapse between this quote and your order to us. Esri will include applicable sales or use taxes on your invoice unless you provide proof with your order that your organization or use of the product is tax exempt.