

CITY CLERK
ORIGINAL

C-8911
05/13/2014

LINKING AGREEMENT
BETWEEN
THE CITY OF GLENDALE, ARIZONA
AND
MORPHOTRAK, LLC

THIS LINKING AGREEMENT (this "Agreement") is entered into as of May 13 2014, between the City of Glendale, an Arizona municipal corporation (the "City"), and MorphoTrak, LLC, a Delaware limited liability company authorized to do business in Arizona ("Contractor"), collectively, the "Parties."

RECITALS

A. The State of Arizona on June 17, 2011 entered into Contract Number ADSP013-038750, and subsequently the parties entered into various amendments to the contract (collectively, the "MorphoTrak Contract"), a copy of which is incorporated by this reference.

B. The City is permitted to purchase the goods and services described in the MorphoTrak Contract without further public bidding, and the MorphoTrak Contract permits its cooperative use by other governmental agencies, including the City.

C. Section 2-149 of the City's Procurement Code permits the Materials Manager to authorize procurement through the use of a contract initiated by another governmental entity when that government entity's procurement actions complied with the intent of the City's purchasing procedures in City Code Sections 2-145 and 2-146 and such purchase is in the best interest of the City. The City believes these conditions are met for purposes of the MorphoTrak Agreement.

D. The City desires to contract with Contractor for supplies, goods or services identical, or nearly identical, to the supplies, goods or services Contractor is providing the State of Arizona under the MorphoTrak Contract, Contractor consents to the City's utilization of the MorphoTrak Contract as the basis of this Agreement, and Contractor desires to enter into this Agreement to provide the goods and services set forth in this Agreement.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing recitals, which are incorporated by reference, and the covenants and promises contained in this Agreement, the parties agree as follows:

1. Term of Agreement. This Agreement is effective as of the date first set forth above and shall expire on June 1, 2015.
2. Scope of Work; Terms, Conditions, and Specifications.
 - a) Contractor will provide City the identical supplies, goods or services

Contractor provided the State of Arizona under the MorphoTrak Contract, as requested by the City in the proposal attached as Exhibit "A."

- b) Contractor agrees to comply with all the terms, conditions and specifications of the MorphoTrak Contract for the purposes of this Agreement, and the terms, conditions, and specifications are incorporated in this Linking Agreement by this reference. The "City of Glendale" shall be substituted for "State of Arizona" or similar reference to the State of Arizona throughout the MorphoTrak Contract.

3. Compensation.

- a) The total purchase price for the goods and services authorized in this Agreement is not to exceed Twenty Seven Thousand Five Hundred Eighty Five Dollars and No Cents (\$27,585) as indicated in the proposal attached as Exhibit "A."

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date and year set forth above.

"City"

City of Glendale, an Arizona
municipal corporation

By:  _____

"Contractor"

MorphoTrak, LLC
a Delaware limited liability company

By:  _____

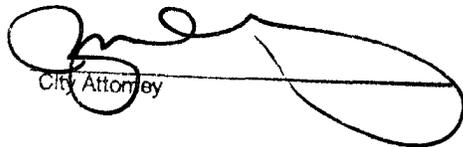
Name: Stephane Guichard
VP, Forensic Systems Business Unit

Title: April 17, 2014

ATTEST:


City Clerk

Approved as to form



City Attorney

Exhibit A
[Proposal MTAZ-M121113-01A]



1250 North Tustin Avenue
 Anaheim, CA 92807
 Tel (714) 238-2000
 Fax (714) 238-2049

March 13, 2014

Mr. Bruce Lowe
 Glendale Police Department
 6835 North 57th Drive
 Glendale, AZ 85301
 Tel: (602) 930-3370
 Email: blowe@glendaleaz.com

Reference # MTAZ-M121113-01A
(This proposal replaces previous version MTAZ-M121113-01)

Dear Mr. Lowe:

MorphoTrak is pleased to provide Glendale Police Department with the following quotation for MorphoTrak's new line of cutting-edge-technology product, MorphoIDent™. The MorphoTrak MorphoIDent is listed in the State Contract #SS-11-010-001 ("Procure AZ" ref. ADSP013-038750) executed between the State of Arizona, Division of Purchase and Property and MorphoTrak.

MorphoIDent is a rugged, state-of-the art mobile fingerprint identification device small enough to fit in a shirt pocket. Along with its sleek design, MorphoIDent includes such functional features as an intuitive interface, folder management, vibration alert for noisy environments, and an easy-to-use keypad. Fingerprints are captured with an FBI certified optical PIV sensor and undergo real-time automated quality checks before being searched against a local, state or Federal Automated Fingerprint identification /system (AFIS) database. The search results shown on the device's large color LCD display provide officers and public safety officials with fast access to critical crime-solving information.

MorphoIDent promotes officer safety with its ease of use and overall intuitiveness, and minimizes training requirements. The Terminal provides excellent visibility – even in direct sunlight – with its large 2-inch LCD screen.



*In the MorphoTrak
 2012 Customer
 Satisfaction survey,
 93% of our customers
 rated themselves
 "Satisfied" or "Very
 Satisfied"*

The proposed solution consists of the following hardware and software components:

- ◆ MorphoIDent Terminals configured for Glendale Police Department
- ◆ **MorphoMobile** Client Software Application (available for Windows XP/7 or MorphoTrak-approved PDA)
- ◆ MorphoIDent Quick Start Reference Guide (“Quick Start Guide” or MorphoMobile Installation Guide (“Installation Guide”))

MorphoTrak’s Quick Start Reference Guide or MorphoMobile Installation Guide (“Installation Guide”) includes installation and configuration instructions to allow Glendale Police Department to:

- ◆ Pair the MorphoIDent Terminal, via Bluetooth 2.0, with the Glendale Police Department workstation**
- ◆ Pair the MorphoIDent Terminal, via USB 2.0, with the Glendale Police Department workstation**
- ◆ Install the **MorphoMobile** Application Software on the Glendale Police Department workstation**

***Glendale Police Department-provided workstation may be either a laptop or PC running Windows XP/7 or a MorphoTrak-approved PDA running Blackberry or Android OS.

Solution Description and Pricing

MorphoTrak proposes the equipment and services described in Table 1.

MorphoIDent Equipment

Table 1. Solution Pricing

DESCRIPTION	CONTRACT P/N	QTY	PRICE PER UNIT	EXTENDED PRICE
MorphoIDent Solution including: <ul style="list-style-type: none"> ◆ MorphoIDent Terminal ◆ MorphoMobile Client Software Application ◆ USB 2.0 Data Cable ◆ MorphoIDent Quick Start Reference Guide or MorphoMobile Installation Guide ◆ Warranty: 1 Year <i>Advantage</i> standard warranty ◆ Freight 	MI00-0EBW0B-B [Contract line # 159]	15	\$1,718.00	\$25,770.00
Maintenance: Optional, Year 2 <i>Advantage</i> maintenance services		15	\$121.00	\$1,815.00
			Total	\$27,585.00

Options and Pricing

MorphoTrak equipment options and pricing described in Table 2.

Table 2. Options Pricing

DESCRIPTION	CONTRACT P/N	PRICE PER UNIT
Bluetooth 2.1 USB Micro Adapter	SMID-ENTBT0-0	\$25.25
Protective Sleeve, Black, MorphoIDent	MI00-0EBW0B-C	\$45.45

Customer Responsibilities

Agency is responsible for the following:

- Data Encryption Certificates to meet FBI CJIS Requirements
- End-user training
- Ensuring Glendale Police Department-provided workstations support at minimum Bluetooth 2.0 or USB 2.0
- Ensuring Glendale Police Department provided workstations have at least one available USB 2.0 port
- Ensuring Glendale Police Department workstations are able to connect to the Arizona State network
- Ensuring the required inter-agency agreements are in place between itself and local, state and government AFIS
- Installing MorphoMobile Application Software on each Glendale Police Department workstation, as indicated in the Quick Start Guide
- Pairing each MorphoIDent Terminal with each Glendale Police Department- provided workstation via Bluetooth or USB, as indicated in the Quick Start Guide

Assumptions

- Glendale Police Department will ensure that the necessary interagency agreements are in place between itself and the Arizona State network.
- MorphoTrak has designed the MorphoIDent product to eliminate recurring cellular costs by integrating into an existing secure wireless wide area network (WWAN). As such, the pricing does not include network/data provisioning or maintenance and the proposed solution assumes the following.
- Glendale Police Department will establish and secure the WWAN to provide IP connectivity to Mobile Data Terminals (workstation) or Smart Phones.
- The wireless wide area network (WWAN) will support a minimum data throughput of 56 kbit/s with 115 kbit/s or faster recommended. The WWAN should be cellular or Wi-Fi.
- The MorphoMobile software can be installed on the workstation or Smart phone device.
- Glendale Police Department will ensure that the Wireless Wide Area Network (WWAN) will support either HTTP/HTTPS or SMTP/S-MIME data protocols to exchange data between MorphoMobile and the Arizona State Network.

System Requirements – MorphoTrak confirms the following system requirements:

MINIMUM SYSTEM REQUIREMENT	
MorphoMobile on a workstation	<ul style="list-style-type: none"> ◆ Windows XP SP3 or Windows 7 SP1 operating systems, with all security patches installed. ◆ Support for Bluetooth 2.0 or later.

MorphoTrak will provide the MorphoIDent Quick Reference Guide and MorphoMobile Installation Guide with the intention that the MorphoMobile software is user installable and the MorphoIDent / MorphoMobile pairing is user configurable.

Available MorphoTrak Professional Services

MorphoTrak offers professional services for deployment. Should Glendale Police Department choose to have MorphoTrak assistance with deployment; MorphoTrak can price those options on an as requested basis.

The below optional services can be custom quoted:

<ul style="list-style-type: none"> ◆ Program Management ◆ Installation and Test (IAT) ◆ Network connectivity design, review, troubleshooting ◆ Software installation, test, and troubleshooting on a sample set or full deployment set on-site or in the field ◆ Train-the-Trainer user training sessions ◆ On-site full staff user training ◆ On-site integration services
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Additional engineering effort by MorphoTrak beyond the scope of the standard product will be quoted at a firm fixed price based on our current service rates in effect at the time of the change, plus any related travel or administrative expenses. Assistance with training and questions for the Glendale Police Department’s database or any programming, scripting, or review of programs beyond work quoted above are excluded from this offer. MorphoTrak assumes that organizations requesting these utilities have advanced programming expertise and will assume all responsibility for the deployment and support of the final application.

MorphoTrak reserves the right to substitute hardware of equal value with equal or better capability, based upon market availability. If, however such equipment is unavailable, MorphoTrak will make its best effort to provide a suitable replacement.

MorphoIDent

Detailed Product Description

MorphoIDent is MorphoTrak's new line of cutting-edge mobile identification technology; the latest in handheld mobile identification devices for law enforcement use. This terminal is designed specifically for public safety officers, enabling real-time identification based on MorphoTrak's world class fingerprint recognition technology. Compact, accurate and easy to use, MorphoIDent has been designed by people who know what it is like to work in the field.

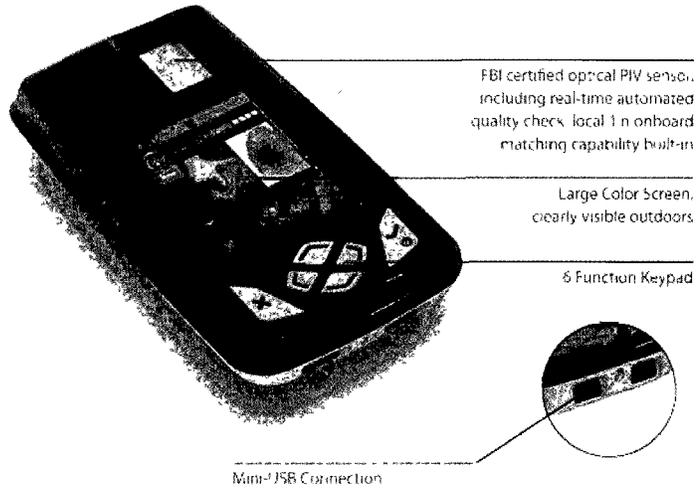
Modern design - MorphoIDent benefits from state-of-the-art technology and a look and feel that maximizes user acceptance.

Optimal ease of use in the field - MorphoIDent offers an intuitive user interface and a large color screen that is clearly visible outdoors. In addition, MorphoIDent is so compact it fits in a shirt pocket.

Extreme accuracy - Field-proven MorphoTrak biometrics technology is packed into the most widely used optical fingerprint sensor on the market.

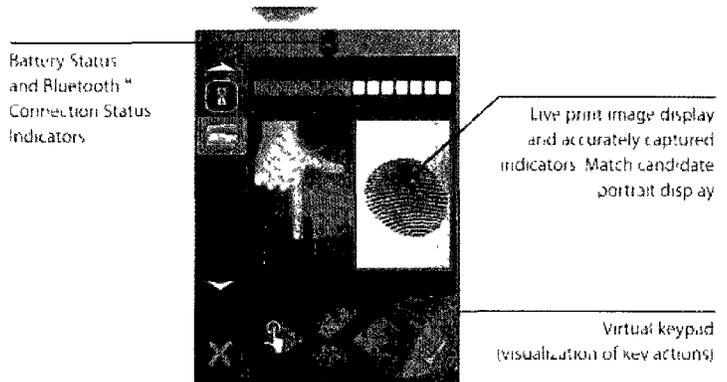
Fully certified – PIV, FBI, EC, and FCC certified – ready to use.

Pictograms and positive feedback - MorphoIDent provides easy to understand pictograms and vibration feedback when a quality fingerprint is captured and again when a hit/no-hit message is received.



Features

The new MorphoIDent mobile devices provide on-the-spot identity checks in real-time. The biometric and demographic data captured by the MorphoIDent device are transferred via Bluetooth™ or USB to a PC, workstation, smart-phone, or PDA running the MorphoMobile application. This application provides a secure connection to the AFIS, in addition to configuration and device management.



MorphoIDent and MorphoMobile Features**MorphoIDent Features**

- ◆ Handheld device:
 - Multiple finger acquisition
 - Multiple case acquisition (up to 15 cases)
 - Data transfer to host (MorphoMobile) via Bluetooth/USB
 - Acquisition and results interface
- ◆ Morpho optical fingerprint sensor (CBM-E). Deployed in thousands of access control installations.
- ◆ Cradle design around the FBI certified optical sensor
- ◆ Integrated Design with Fingerprint Sensor
- ◆ Sleek design, glossy finish
- ◆ Compact (fits in a pocket)
- ◆ Large 2.4" VGA color screen
- ◆ Clearly visible outdoors
- ◆ User friendly
- ◆ Multi-case management
- ◆ Vibration alert (capture and identification result)
- ◆ Intuitive end-user actions
- ◆ Pictograms
- ◆ 6 function keys
- ◆ Data transfer to host via :
 - Bluetooth 2.0
 - USB 2.0
- ◆ Use of existing infrastructure for AFIS interface
 - No additional wireless recurring cost for the customer
- ◆ MorphoIDent eliminates the need to add a separate wireless account for each mobile device
- ◆ LiveFeed of fingerprint
- ◆ Mugshot and name returned in search results, if available

MorphoMobile Host Application Features

- ◆ MorphoIDent configuration and management
- ◆ Standard NIST file generation and management
- ◆ Remote identification on central AFIS database
- ◆ HTTP/HTTPS, SMTP/SMTPTS Interface with AFIS Server
- ◆ Match candidate portrait and demographic information display
- ◆ Receive fingerprints from terminal (MorphoIDent)
- ◆ Create search requests with fingerprints to AFIS



Attachment A

Terms

Additional engineering effort by MorphoTrak beyond the scope of the standard product will be quoted at a firm fixed price based on then current service rates in effect at the time of the change, plus any related travel or administrative expenses. Assistance with training and questions for Glendale Police Department database or any programming, scripting, or review of programs beyond work quoted above are excluded from this offer. MorphoTrak assumes that organizations requesting these utilities have advanced programming expertise and will assume all responsibility for the deployment and support of the final application.

MorphoTrak reserves the right to substitute hardware of equal value with equal or better capability, based upon market availability. If, however, such equipment is unavailable, MorphoTrak will make its best effort to provide a suitable replacement.

Prior to the expiration of the warranty, MorphoTrak's Customer Support Organization will contact Glendale Police Department to review continued maintenance and support options available. This support will be created to meet Glendale Police Department support needs and will be renewable annually thereafter in accordance with MorphoTrak's Maintenance and Support Agreement.

Purchase orders should reference the Arizona State Contract Number SS-11-010-001 and be sent to MorphoTrak by facsimile or United States mail. Please direct all order correspondence, including Purchase Order, to:

Terry Spalding
MorphoTrak
1250 North Tustin Avenue
Anaheim, California 92807
Tel: (714) 238-2033
Fax: (714) 238-2049
Email: Terry.Spalding@morpho.com

Product purchase will be governed by the State Contract # SS-11-010-001. Firm delivery schedules will be provided and development will commence after Glendale Police Department and MorphoTrak have signed the finalized Requirements Document. Prices are exclusive of any and all state, or local taxes, or other fees or levies. No subsequent Purchase Order can override such terms. Nothing additional shall be binding upon MorphoTrak unless a subsequent agreement is signed by both parties. Payment terms are 100% of the purchase price due at delivery.

Prices are exclusive of any and all state, or local taxes, or other fees or levies. Customer payments are due to MorphoTrak within twenty days after the date of the invoice. Product purchase will be governed by the MorphoTrak Product Agreement, a copy of which is attached for your convenience. Firm delivery schedules will be provided upon receipt of a purchase order. No subsequent purchase order can override such terms. Nothing additional shall be binding upon MorphoTrak unless a subsequent agreement is signed by both parties.

Proposal Expiration: June 13, 2014

We look forward to working with you.

Sincerely,



Barry Fisher
Senior Sales Director
MorphoTrak, LLC.

By signing this signature block below, Glendale Police Department agrees to the terms and pricing stated in this proposal for the product and services as referenced above. My signature below constitutes the acceptance of this order and authorizes MorphoTrak, LLC to ship and provide these product and services:

Signature Authorization for Order:

Signature Debra Black
Name DEBORA BLACK, POLICE CHIEF
Date MAY 8, 2014

Total Purchase Price (including any Options): \$27,585.00

Please provide Billing Address:

GLENDALE POLICE DEPARTMENT
6835 N. 57th DRIVE
GLENDALE, AZ 85301

Check if Billing Address is same as Shipping Address:

Please provide Shipping Address (if different from Billing Address):

PLEASE PROVIDE A COPY OF YOUR CURRENT TAX EXEMPTION CERTIFICATE (if applicable).