



Marco Island, FL

# Cartegraph Solutions Purchase Agreement

PA#: PA-004269

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Date of Expiration: 3/7/2021

For any questions or assistance, please contact:

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# Purchase Agreement

Cartegraph Systems LLC is pleased to present this Purchase Agreement for the implementation of world class technology solutions. This Purchase Agreement is made and entered into between Marco Island, FL (hereinafter referred to as "Marco Island, FL", or "Customer") and Cartegraph Systems LLC (hereinafter referred to as Cartegraph). In the case that any terms or conditions provided in the Cartegraph Solutions Agreement differ from, are provided in more detail by, or are made irrelevant by the terms and conditions provided in this Purchase Agreement, the terms in this Purchase Agreement shall control. For all terms and conditions not addressed by this Purchase Agreement, the Cartegraph Solutions Agreement shall control.

CUSTOMER ADDRESS:

Marco Island, FL  
50 BALD EAGLE DR  
MARCO ISLAND, FL  
34145

LICENSEE ADDRESS:

Marco Island, FL  
50 BALD EAGLE DR  
MARCO ISLAND, FL  
34145

The following Addendums are attached to the Purchase Agreement and are incorporated by reference:

ADDENDUM A - SOLUTIONS SUPPORT

ADDENDUM B - SERVICES SCOPE OF WORK

ADDENDUM C - SOLUTIONS AGREEMENT can be found at <https://www.Cartegraph.com/solutions-agreement>

ADDENDUM D - Not Used

ADDENDUM E - Not Used

ADDENDUM F - Not Used

# Investment Summary

The following section describes Purchase Agreement line items for Customer's Solution. Based on the core needs that have been identified and understanding the organization's budgeting and funding cycle, Cartegraph is providing the following Solution configuration.

Term 1 - 5/12/2021 - 5/11/2022 - Services

No.	Product	Code	Quantity	Price
1	Implementation Services OMS	CGPFVS	1.00	USD 17,225.00
<b>Term 1 - 5/12/2021 - 5/11/2022 - Services TOTAL:</b>				USD 17,225.00

Term 1 - 5/12/2021 - 5/11/2022 -  
Subscription

No.	Product	Code	Quantity	Price
1	OMS Plus	OMSPLS	1	USD 6,000.00
2	Facilities Domain	DOM001	1	USD 2,000.00
3	Parks & Recreation Domain	DOM004	1	USD 895.00
4	OMS User	OMSUSR	7	USD 3,500.00
<b>Term 1 - 5/12/2021 - 5/11/2022 - Subscription TOTAL:</b>				USD 12,395.00

## Investment Notes:

- The pricing listed above:
  - Does not include any applicable sales tax.
  - Does not include any applicable Esri ArcGIS licenses.
  - Is in U.S. Dollars.
  - Is valid through 3/7/2021

# Payment Terms and Conditions

In consideration for the Solutions provided by Cartegraph to Customer, Customer agrees to pay Cartegraph the Fees in U.S. Dollars as described below:

## DELIVERY

Upon execution of this Purchase Agreement, Cartegraph will provide the Solution Subscriptions and/or Services as detailed in the Investment Summary.

## SOLUTION SUBSCRIPTION INVOICING

Customer shall be provided with the ability to access and use the Solution Subscriptions upon execution of this Purchase Agreement. The payment for the initial term is due upon execution of the Purchase Agreement. Payment for any subsequent renewal terms will be due in annual installments 15 days prior to the anniversary of the initial term in the amount(s) that follow:

- Term 1: \$12,395.00

## SOLUTION SERVICES INVOICING

Invoicing for the Solutions Services shall occur upon the acceptance of this Purchase Agreement and be invoiced as follows:

- 25% upon execution of this Agreement.
- 25% at the completion of the assessment/delivery, or 3 months from execution of this Agreement, whichever is sooner.
- 25% at the completion of the test deployment, or 4 months from execution of this Agreement, whichever is sooner.
- 25% at the completion of production deployment, or 6 months from execution of this Agreement, whichever is sooner.

## PAYMENT TERMS

- All payments are due Net 30 days from start date of invoice.
- All payments are to be in U.S. Dollars.

# Acceptance

BY SIGNING BELOW, THE PARTIES AGREE THAT ALL USE AND ACCESS TO THE SOLUTIONS DESCRIBED IN THIS PURCHASE AGREEMENT SHALL BE GOVERNED BY THE CARTEGRAPH SOLUTIONS AGREEMENT. THE PARTIES AGREE TO BE BOUND BY THE TERMS AND CONDITIONS OF THIS PURCHASE AGREEMENT, THE CARTEGRAPH SOLUTIONS AGREEMENT, AND ALL OTHER AGREEMENTS AND ADDENDUMS SPECIFICALLY REFERENCED HEREIN.

Cartegraph Systems LLC:

By: \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Type or Print Name)

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Marco Island, FL:

By: \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Type or Print Name)

Title: \_\_\_\_\_

Date: \_\_\_\_\_

# ADDENDUM A

## Solutions Support

### TECHNICAL SUPPORT

1. Campus – [www.cartegraph.com/campus](http://www.cartegraph.com/campus)  
Our User Assistance area is a convenient and easily shareable resource designed to help you and your co-workers better understand the functions and capabilities of your Cartegraph Solutions. Instantly access user tips, step-by- step guides, videos, and more.
2. Dedicated, Unlimited, Toll-free Phone Support - 877.647.3050 and Live Chat  
When questions need answers and difficulties arise, count on our industry- leading Support team to provide the guidance and assistance you need. Live Chat is available within the product or through Campus. Reach us as often as you need Monday-Friday, 7:00 am-7:00 pm CT.
3. Secure, Live Remote Support  
If your challenge requires a more hands-on approach, we have the remote support tools to fix it. Let one of our Support Team members directly interact with your system to find a fast, effective solution.

### TRAINING & EDUCATION SUPPORT

1. Convenient Online Resources  
All the information you need, one click away. Take advantage of online training opportunities, tutorial videos, upcoming event information, and more.
2. Customer Led User Groups  
Meet and network with similar Cartegraph users in your region. Customer led User Groups allow you to find out what other organizations are doing to get more from their Cartegraph solutions and services.

### RELEASES & UPGRADES

1. New Releases  
Be the first to know about all new Cartegraph releases, enhancements, and upgrades. Cartegraph is continuously innovating and enhancing the Cartegraph OMS collection of products and as a customer with an active subscription, you will receive each new release of the software.
  1. Your cloud-hosted site will be automatically upgraded by our System Consultants after the release is available. This way, you'll experience increased system performance while gaining timely access to the latest features and functionality.
  2. For your on-Premises Installation, our Technical Consultants will work with your organization's IT staff to receive the latest software release in a timely manner. This way, you'll experience increased system performance while gaining prompt access to the latest features and functionality
2. Service Packs  
A Service Pack consists of lower-severity bug fixes and/or small platform updates.
  1. If required, cloud-hosted sites will receive Service Packs as needed. These Service Packs are installed by the Cartegraph System Consultants.
  2. On-premises customers that contacted Cartegraph Technical Support about an issue that is resolved with the Service Pack, will be provided the service pack for installation. These on-premises customers can then schedule a time to install the Service Pack with our Technical Support team
3. Hot Fixes

If an issue is determined to be a defect and falls outside the standard release cycle, Cartegraph will issue a hot fix and provide application specialists with detailed levels of product knowledge to work with you in achieving a timely and effective resolution.

Cartegraph will provide the Support Services only to Customer, provided that Cartegraph reserves the right to contact any third party as necessary to facilitate the delivery of Support Services or other services relating to the Solutions. Said support applies only to the most current version of the product and the previous version in succession.

All Support Services are dependent upon the use by Customer of the Solutions in accordance with Cartegraph's documentation and specifications. Cartegraph is under no obligation to modify the Solutions so that the modified Solutions would depart from Cartegraph's published documentation and specifications for such Solutions.

**Addendum B - Field Services** (Fee for Service)

**Cartegraph Field Services – Scope of Work**

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- The Field Services listed in the Investment Summary of the Purchase Agreement are specific Cartegraph Services which will be delivered to the Customer based on the descriptions below and on the terms and conditions and subject to the limitations set forth in this Addendum B, the applicable Purchase Agreement, and the Cartegraph Solutions Agreement. Cartegraph will coordinate with the Customer on service delivery expectations and timeframes.

## Cartegraph OMS – Implementation Scope of Work

Implementation of the Operations Management System (OMS) includes the following professional services:

### Setup

- Cartegraph will setup a hosted, test and production OMS environment.
- Cartegraph will provide an overview, up to two (2) hours, of Cartegraph and ArcGIS Online user-based logins and User/Role functionality.
- Cartegraph will provide a template file to be utilized by your staff to populate Roles and Users to be utilized for OMS.
- Cartegraph will utilize the template to create users and roles in OMS. (Note: Subsequent User and/or Role changes will be your administrator's responsibility.)
- Cartegraph will provide documentation and guidance, up to four (4) hours, for your technical GIS staff to configure Esri Basemap Services for OMS integration. Guidance will be geared towards OMS/Esri integration functionality and requirements.
- Cartegraph will setup the OMS Platform, including the Request, Work, Resource, and Asset Management areas of the software. *Asset Management solutions will be setup for all solutions referenced in the Assets section of the scope unless otherwise noted.*

### Consulting

- Cartegraph will provide a remote requirement gathering workshops, a total of four (4) hours requirement gathering workshop to increase our understanding of your business and functional goals. Through workshops and interviews, Cartegraph will identify best fit scenarios for OMS and provide a brief including any challenges as well as recommendations for OMS best practices relevant to your implementation.

### Training

- Cartegraph will provide remote train-the-trainer training, up to four (4) hours, on overall system navigation and functionality to help familiarize your staff with the software environment and its common functions. Training topics include:
  - Dashboards
  - Standard KPI/ROI Gadgets
  - Logins/Permission
  - Layers
  - Filters
  - Maps

- Grids
  - System Navigation
  - Views (List & Detail)
  - Standard Reports
  - Attachments
  - Requests, Work, Assets, Resources, Reports, and Administrator Tabs
- Cartegraph will provide remote train-the-trainer training, up to two (2) hours, on OMS Esri integration functionality. Training topics include:
    - OMS Esri integration configuration options
    - Integration functionality (basemap and feature)
    - Overall Esri integration requirements, considerations, and Cartegraph recommended best practices
  - Cartegraph will provide a two-day (2-day) onsite "train-the-trainer" training event. The training agenda will be defined and agreed upon by both Cartegraph and your project manager. Topics may include any of the following:
    - Request Management:
      - Requests
      - Requesters
      - Task Creation from Requests
      - Issue library (including settings such as Applies to Asset and Non-Location)
      - Cartegraph recommended best practices for Request and Requester Management
    - Work Management:
      - Create Task(s) (Asset/Non-Asset)
      - Assignments (Add, Edit, Remove)
      - Task Menu Actions
      - Related Work Items
      - Create Work Order
      - Associate Task to WO
      - Repeat Work Orders
      - Work Order Menu Actions
      - Enter Resources
      - Timesheets
      - Activity library (including settings such as Applies to Asset, Inspection, Key Dates, Cost, and Productivity)
      - Cartegraph recommended best practices for Work Management
    - Asset Management:
      - Asset Details
      - Preventative Maintenance Plans
      - Inspections
      - Linked assets (if applicable)
      - Container/Component Relationships (if applicable)
      - Cartegraph recommended best practices for Asset Management

*To avoid redundancy, and to utilize service time efficiently, training may cover a subset of the assets listed in the Asset section of the scope.*

- Fleet Management:
  - Preventative Maintenance
  - Task Management
  - Vehicle Replacement Ratings (VRR) Equipment Detail information
  - Fleet Reports
  - Cartegraph recommended best practices for Fleet Management

- Resource Management:
  - Resource Details
  - Labor/Equipment Rates
  - Material Management (Stock, Usage, Adjustments)
  - Vendor Price Quotes
  - Cartegraph recommended best practices for Resource Management
  
- Cartegraph Mobile:
  - Overall system functionality (Navigation, Interface, Maps, Attachments, Sorting)
  - Work Management
    - Create and Update Tasks (Asset/Non-Asset)
    - Assign Tasks
    - Enter Resources
    - Inspections
  - Asset Management
    - Create and Update Assets
  - Request Management
    - View and Update Requests
    - View Requester information
    - Create Task from Request
  - Offline use for Cartegraph for iPad
  - Cartegraph recommended best practices for mobile device use
  
- Administrator:
  - Administrator:
    - User Administration, Role Administration, Asset Administration, Record Filter Administration, Import/Export, Scheduled Process Log, Error Log
  - Settings:
    - System Settings, Map Administration, Geocode Settings, GIS Integration settings, Asset Color Manager
  - Manager:
    - Layout Manager, Library Manager, Preventative Maintenance, Asset Condition Manager, Notification Manager, Structure Manager, Automation Manager
  
- Cartegraph will provide remote train-the-trainer training, up to six (6) hours, on OMS Reporting functionality. Training topics include:
  - Security/Roles
  - Report Designer
    - Report Types, Report Styling, Filtering\Parameters, Basic Formulas, Grouping/Sorting
  - Report Viewer
  - Reporting best practices and solution tips/tricks.
  
- Cartegraph will provide remote train-the-trainer training, up to four (4) hours, on Preventative Maintenance Plans functionality. Training topics include:
  - Preventative Maintenance
  - Cartegraph recommended best practices for proactive asset management

*To avoid redundancy, and to utilize service time efficiently, training may cover a subset of the assets listed in the Asset section of the scope.*

- Cartegraph will provide remote train-the-trainer training, up to four (4) hours, on Advanced Inspections and Asset Condition Manager functionality. Training topics include:
  - Performance Management
    - Prediction Groups
    - Minimum Condition Groups

- Activities and Impacts
  - Criticality Factor
  - Install/Replaced Dates
- Cartegraph recommended best practices for advanced inspections and condition management

*To avoid redundancy, and to utilize service time efficiently, training may cover a subset of the assets listed in the Asset section of the scope.*

- Cartegraph will provide remote train-the-trainer training, up to two (2) hours, on Asset Builder functionality. Training topics include:
  - OMS Administrator
    - Structure Manager
    - Library Manager
    - Layout Manager
    - User/Role Configurations
  - Cartegraph recommended best practices for expanding the system's use and/or building assets

## Go-Live Support

- Cartegraph will provide up to two (2) remote web conferences (not to exceed 4 hours total) to be utilized for Go-Live Support. The agenda will be defined, and agreed upon, by both your and Cartegraph's project managers. Topics may include any of the following:
  - Refresher training for items listed in the scope of work
  - Software and process support for staff during production roll out
  - Field, Layout, and Report configuration guidance, if applicable

## Data Services

- Cartegraph will provide one test and one production data load service through standard import/export functionality. Cartegraph will provide template documents for data population. Once populated by your staff, Cartegraph will load the data into your test or production OMS environment. Data loads may include data such as:
  - Parent level asset records
  - Asset location (spatial x/y) attributes
  - Parent level resource (Labor, Equipment Material, Vendor) records
  - Resource Rate (Labor, Equipment, Material) records
  - Standard system libraries

## Assets

Asset implementation includes the following professional services:

- Cartegraph will provide installation and training on the following eighteen (18) asset types:
  - Facilities (8)
    - Electrical Generator; Facility Lighting; HVAC Equipment; Roofing System; Facility; Fire Protection; Plumbing Fixture; Facility Floor
  - Parks and Recreation (10)
    - Athletic Space; Fence; Park; Park Structure; Playground Equipment; Bench; Landscape Area; Park Amenity; Playground; Tree

- Cartegraph will provide up to five (5) field configurations for each asset type listed above.

Cartegraph will provide all services remotely via audio; video; and web conferences unless otherwise noted.

## Exclusions

The following service items are not included in the scope of this project:

- Implementation of any custom modification or integration developed by Cartegraph; your internal staff; or any third-party is not included in the scope of this project unless specifically listed above.
- Data conversion services from other software system(s) or sources (including Cartegraph Navigator databases) are not included in the scope of this project unless specifically listed above.
- Any service items discussed during demonstrations; conference calls; or other events are not included in the scope of this project unless specifically listed above.

## **Customer/Cartegraph Responsibilities**

Project representatives from Customer and Cartegraph accepts responsibility for all aspects of project planning, management, and execution not specifically identified as the responsibility of Cartegraph in the Agreement or in the Purchase Agreement. Ongoing management of the day-to-day allocation of Customer and Cartegraph resources and management of project tasks is the responsibility of the Customer and Cartegraph project representatives. Customer and Cartegraph project representatives will provide overall guidance and direction for the project and will direct the project accordingly. Further, and with regard to the Cartegraph obligations listed in this Purchase Agreement, Customer understands that it is vital to the success of the project that Customer provides assistance in the following matters:

1. For those services listed under Field Services, Cartegraph personnel will conduct information gathering and evaluation sessions with various Customer Users and management. While Cartegraph respects the time and workload of Customer staff, dedicated time on the part of the appropriate Customer resources is necessary to complete these exercises.
2. The installation process requires the assistance of Customer personnel and suitable access to hardware and systems (e.g., security clearance). Customer is required to supervise the installation process while systems are accessible to Cartegraph. All hardware and software, for both personal computers and servers, is expected to be available, installed, and operating as specified in Cartegraph's system requirements documentation such that delivery and execution of Cartegraph Field Services will not be impeded.
3. Customer and Cartegraph understand that the successful performance of Field Services depends upon Customer fulfilling its responsibilities. The Project assumes that Customer will provide all personnel required to achieve a successful implementation, including a dedicated project manager responsible for reviewing the implementation scope of work, ensuring all attended meetings are attended by invited staff, and providing leadership and insight on all relevant internal issues such as policy/procedure, organizational structure, project stakeholders, technical architecture, data, and current systems. Customer responsibility also includes internal documentation, internal change management, task completion, staff coordination and schedule commitment.
4. Customer will provide Internet access and IT staff support as required. For those services that are web-based, Cartegraph utilizes WebEx Meeting (or similar) technology.
5. Customer shall ensure that their workstation platform and database meet Cartegraph system requirements as specified in the Cartegraph System Requirements documentation. Solutions will be supported within new versions of these workstation platforms and databases within a reasonable period of time from their release from their manufacturer. Cartegraph will discontinue support of its Solutions within older versions of these workstation platforms and databases as their support is discontinued by their manufacturers.
6. Customer agrees to work with Cartegraph to schedule Field Services in a timely manner. All undelivered Field Services shall expire 365 days from the execution of this Purchase Agreement, unless noted differently in Services Scope listed above. Upon expiration of services, the project may be cancelled at Cartegraph's discretion.

## **Not-to-Exceed Purchase Agreement**

Cartegraph will not exceed the total included in this Purchase Agreement without written approval from Customer. In the event it becomes apparent to Cartegraph that additional Service will be needed due to any changes in the scope of this Purchase Agreement, Cartegraph will notify Customer prior to exceeding the approved efforts and obtain written approval if additional Services are required.