



Passport



Integrated Parking Management System RFP No. 32-20

Due: November 19, 2020 @ 2PM

For:
NCPA

From:
Passport
128 South Tryon Street, Ste. 2200
Charlotte, North Carolina 28202
USA
(704) 837-8066



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COVER LETTER

Passport Labs Inc. ("Passport"), is pleased to present a proposal for NCPA's Integrated Parking Management System RFP. In light of the current crisis with COVID-19 (coronavirus), Passport understands that a safe mobility operator is crucial to ensuring the public health of residents as they move throughout the city. As cities continue to align their operations with health and safety guidelines, contactless payments have emerged as a tool to continue operations in a manner that is both safe and effective. In this context, it is important for cities to continue to be innovative with revenue sources, particularly on something as widespread as mobility. As the National Cooperative Purchasing Alliance continues to seek to provide the best services for its members, Passport is dedicated to doing everything it can to support NCPA and will work with NCPA through this procurement process accordingly.

Cities are making efforts to create a cohesive and inclusive transportation system that value the importance of customer experience. Customer experience is integral to how we design our technology because we understand that quality of residents' interactions with the curb directly translates to revenue for the city and ease of management. When residents have a great experience with mobility operations, they are more likely to be compliant with the city's rules and regulations. A frictionless experience that emphasizes compliance over enforcement will generate more revenue and positive customer experiences. The benefits of this compliance translate to reducing congestion, enhancing mobility equity, and improving overall quality of movement within their city. Passport's solution being proposed to NCPA is focused on generating positive customer experiences that will create an environment that encourages compliance. Passport will create an opportunity for cities to efficiently manage their streets and sidewalks, limit operational complexity, and prepare them for future innovation at the curb. Our team will deliver to these cities an open platform that will provide residents and visitors with the most robust and streamlined set of parking payment options available in the market today.

While many approach parking management with a one-size-fits-all solution, we fully recognize that cities have unique needs that require a tailored system to complete their operations. Passport is prepared to deliver the next-generation of its parking technology and will specifically partner with cities to realize the following:

- Increase on-street payment compliance and corresponding revenue share
- Increase end user payment optionality and enable an improved customer experience
- Data standardization and aggregation for on-street payments and enforcement
- Consolidate rate management with a single source of truth
- Simplify and consolidate payment reconciliation

Passport is committed to advancing social equity and through our partnership we will work to achieve those listed action items. In order to accomplish this we use our industry leading open API platform to integrate small business customer facing providers and accessibility partners. Our agile platform removes any limitations for policy makers to develop and adopt innovative equity solutions. Furthermore, we are committed to supporting local women and minority business enterprises. We believe that local partnerships and strategic input from members of the community



enhances our future partners' ability to develop policy they want rather than accommodating policy priorities around technological restrictions.

Passport is a longstanding and trusted partner of the National Cooperative Purchasing Alliance and has found great success through that partnership. Cities across the country have utilized this partnership to set their city in motion and create a more liveable, equitable community. The Passport Operating System equips cities with real time data from vehicle interactions to efficiently manage streets and sidewalks and make parking transactions easy and accessible to all citizens. Through this partnership, Passport is able to deliver streamlined management of mobility solutions through our Operating System to support city governments across the United States. A few of the cities that have leveraged Passport's partnership with NCPA include Albuquerque, NM, Grand Rapids, MI, Lakeland, FL, and Rochester, NY.

Passport has been committed to delivering parking technology and services to municipalities, universities, and private operators in an effort to solve their parking enforcement, permitting, and payment challenges. Passport will continue to deliver its innovative technology to cities while creating value that increases positive customer experiences while also meeting healthy and safety standards.

Accompanying, please find Passport's proposal for NCPA's Integrated Parking Management System RFP No. 32-20.

For all concerns related to this bid:

Kelsey Owens
Director of Municipal Sales
Tel: (704) 879-2760 ext: 113
Fax: (888) 804-1783
Email: kelsey.owens@passportinc.com

As Chief Revenue Officer, I have full authority to enter into contracts on behalf of Passport. Passport has carefully reviewed the offer enclosed and is pleased to provide its proposal to NCPA.

Sincerely,

Khristian Gutierrez
Chief Revenue Officer
128 S Tryon St. Suite 2200
Charlotte, NC 28202
khristian-rfp@passportinc.com
(704) 837-8066
www.passportinc.com

Tab 1 – Master Agreement

General Terms and Conditions

- ◆ Customer Support
 - The vendor shall provide timely and accurate technical advice and sales support. The vendor shall respond to such requests within one (1) working day after receipt of the request.

- ◆ Disclosures
 - Respondent affirms that he/she has not given, offered to give, nor intends to give at any time hereafter any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor or service to a public servant in connection with this contract.
 - The respondent affirms that, to the best of his/her knowledge, the offer has been arrived at independently, and is submitted without collusion with anyone to obtain information or gain any favoritism that would in any way limit competition or give an unfair advantage over other vendors in the award of this contract.

- ◆ Renewal of Contract
 - Unless otherwise stated, all contracts are for a period of three (3) years with an option to renew for up to two (2) additional one-year terms or any combination of time equally not more than 2 years if agreed to by Region 14 ESC and the vendor.

- ◆ Funding Out Clause
 - Any/all contracts exceeding one (1) year shall include a standard “funding out” clause. A contract for the acquisition, including lease, of real or personal property is a commitment of the entity’s current revenue only, provided the contract contains either or both of the following provisions:
 - Retains to the entity the continuing right to terminate the contract at the expiration of each budget period during the term of the contract and is conditioned on a best efforts attempt by the entity to obtain appropriate funds for payment of the contract.

- ◆ Shipments (if applicable)
 - The awarded vendor shall ship ordered products within seven (7) working days for goods available and within four (4) to six (6) weeks for specialty items after the receipt of the order unless modified. If a product cannot be shipped within that time, the awarded vendor shall notify the entity placing the order as to why the product has not shipped and shall provide an estimated shipping date. At this point the participating entity may cancel the order if estimated shipping time is not acceptable.

- ◆ Tax Exempt Status
 - Since this is a national contract, knowing the tax laws in each state is the sole responsibility of the vendor.

- ◆ Payments
 - The entity using the contract will make payments directly to the awarded vendor or their affiliates (distributors/business partners/resellers) as long as written request and approval by NCPA is provided to the awarded vendor.
- ◆ Adding authorized distributors/dealers
 - Awarded vendors may submit a list of distributors/partners/resellers to sell under their contract throughout the life of the contract. Vendor must receive written approval from NCPA before such distributors/partners/resellers considered authorized.
 - Purchase orders and payment can only be made to awarded vendor or distributors/business partners/resellers previously approved by NCPA.
 - Pricing provided to members by added distributors or dealers must also be less than or equal to the pricing offered by the awarded contract holder.
 - All distributors/partners/resellers are required to abide by the Terms and Conditions of the vendor's agreement with NCPA.
- ◆ Pricing
 - All pricing submitted shall include the administrative fee to be remitted to NCPA by the awarded vendor. It is the awarded vendor's responsibility to keep all pricing up to date and on file with NCPA.
 - All deliveries shall be freight prepaid, F.O.B. destination and shall be included in all pricing offered unless otherwise clearly stated in writing
- ◆ Warranty
 - Proposals should address each of the following:
 - Applicable warranty and/or guarantees of equipment and installations including any conditions and response time for repair and/or replacement of any components during the warranty period.
 - Availability of replacement parts
 - Life expectancy of equipment under normal use
 - Detailed information as to proposed return policy on all equipment
- ◆ Indemnity
 - The awarded vendor shall protect, indemnify, and hold harmless Region 14 ESC and its participants, administrators, employees and agents against all claims, damages, losses and expenses arising out of or resulting from the actions of the vendor, vendor employees or vendor subcontractors in the preparation of the solicitation and the later execution of the contract.
- ◆ Franchise Tax
 - The respondent hereby certifies that he/she is not currently delinquent in the payment of any franchise taxes.

◆ Supplemental Agreements

- The entity participating in this contract and awarded vendor may enter into a separate supplemental agreement to further define the level of service requirements over and above the minimum defined in this contract i.e. invoice requirements, ordering requirements, specialized delivery, etc. Any supplemental agreement developed as a result of this contract is exclusively between the participating entity and awarded vendor.

◆ Certificates of Insurance

- Certificates of insurance shall be delivered to the Public Agency prior to commencement of work. The insurance company shall be licensed in the applicable state in which work is being conducted. The awarded vendor shall give the participating entity a minimum of ten (10) days notice prior to any modifications or cancellation of policies. The awarded vendor shall require all subcontractors performing any work to maintain coverage as specified.

◆ Legal Obligations

- It is the Respondent's responsibility to be aware of and comply with all local, state, and federal laws governing the sale of products/services identified in this RFP and any awarded contract and shall comply with all while fulfilling the RFP. Applicable laws and regulation must be followed even if not specifically identified herein.

◆ Protest

- A protest of an award or proposed award must be filed in writing within ten (10) days from the date of the official award notification and must be received by 5:00 pm CST. Protests shall be filed with Region 14 ESC and shall include the following:
 - Name, address and telephone number of protester
 - Original signature of protester or its representative
 - Identification of the solicitation by RFP number
 - Detailed statement of legal and factual grounds including copies of relevant documents and the form of relief requested
- Any protest review and action shall be considered final with no further formalities being considered.

◆ Force Majeure

- If by reason of Force Majeure, either party hereto shall be rendered unable wholly or in part to carry out its obligations under this Agreement then such party shall give notice and full particulars of Force Majeure in writing to the other party within a reasonable time after occurrence of the event or cause relied upon, and the obligation of the party giving such notice, so far as it is affected by such Force Majeure, shall be suspended during the continuance of the inability then claimed, except as hereinafter provided, but for no longer period, and such party shall endeavor to remove or overcome such inability with all reasonable dispatch.
- The term Force Majeure as employed herein, shall mean acts of God, strikes, lockouts, or other industrial disturbances, act of public enemy, orders of any kind of government of the

United States or any civil or military authority; insurrections; riots; epidemics; landslides; lighting; earthquake; fires; hurricanes; storms; floods; washouts; droughts; arrests; restraint of government and people; civil disturbances; explosions, breakage or accidents to machinery, pipelines or canals, or other causes not reasonably within the control of the party claiming such inability. It is understood and agreed that the settlement of strikes and lockouts shall be entirely within the discretion of the party having the difficulty, and that the above requirement that any Force Majeure shall be remedied with all reasonable dispatch shall not require the settlement of strikes and lockouts by acceding to the demands of the opposing party or parties when such settlement is unfavorable in the judgment of the party having the difficulty

◆ Prevailing Wage

- It shall be the responsibility of the Vendor to comply, when applicable, with the prevailing wage legislation in effect in the jurisdiction of the purchaser. It shall further be the responsibility of the Vendor to monitor the prevailing wage rates as established by the appropriate department of labor for any increase in rates during the term of this contract and adjust wage rates accordingly.

◆ Miscellaneous

- Either party may cancel this contract in whole or in part by providing written notice. The cancellation will take effect 30 business days after the other party receives the notice of cancellation. After the 30th business day all work will cease following completion of final purchase order.

◆ Open Records Policy

- Because Region 14 ESC is a governmental entity responses submitted are subject to release as public information after contracts are executed. If a vendor believes that its response, or parts of its response, may be exempted from disclosure, the vendor must specify page-by-page and line-by-line the parts of the response, which it believes, are exempt. In addition, the respondent must specify which exception(s) are applicable and provide detailed reasons to substantiate the exception(s).
- The determination of whether information is confidential and not subject to disclosure is the duty of the Office of Attorney General (OAG). Region 14 ESC must provide the OAG sufficient information to render an opinion and therefore, vague and general claims to confidentiality by the respondent are not acceptable. Region 14 ESC must comply with the opinions of the OAG. Region 14 ESC assumes no responsibility for asserting legal arguments on behalf of any vendor. Respondent are advised to consult with their legal counsel concerning disclosure issues resulting from this procurement process and to take precautions to safeguard trade secrets and other proprietary information.

Process

Region 14 ESC will evaluate proposals in accordance with, and subject to, the relevant statutes, ordinances, rules, and regulations that govern its procurement practices. NCPA will assist Region 14 ESC in evaluating proposals. Award(s) will be made to the prospective vendor whose response is determined to be the most advantageous to Region 14 ESC, NCPA, and its participating agencies. To qualify for evaluation, response must have been submitted on time, and satisfy all mandatory requirements identified in this document.

- ◆ Contract Administration
 - The contract will be administered by Region 14 ESC. The National Program will be administered by NCPA on behalf of Region 14 ESC.
- ◆ Contract Term
 - The contract term will be for three (3) year starting from the date of the award. The contract may be renewed for up to two (2) additional one-year terms or any combination of time equally not more than 2 years.
 - It should be noted that maintenance/service agreements may be issued for up to (5) years under this contract even if the contract only lasts for the initial term of the contract. NCPA will monitor any maintenance agreements for the term of the agreement provided they are signed prior to the termination or expiration of this contract.
- ◆ Contract Waiver
 - Any waiver of any provision of this contract shall be in writing and shall be signed by the duly authorized agent of Region 14 ESC. The waiver by either party of any term or condition of this contract shall not be deemed to constitute waiver thereof nor a waiver of any further or additional right that such party may hold under this contract.
- ◆ Products and Services additions
 - Products and Services may be added to the resulting contract during the term of the contract by written amendment, to the extent that those products and services are within the scope of this RFP.
- ◆ Competitive Range
 - It may be necessary for Region 14 ESC to establish a competitive range. Responses not in the competitive range are unacceptable and do not receive further award consideration.
- ◆ Deviations and Exceptions
 - Deviations or exceptions stipulated in response may result in disqualification. It is the intent of Region 14 ESC to award a vendor's complete line of products and/or services, when possible.
- ◆ Estimated Quantities
 - The estimated dollar volume of Products and Services purchased under the proposed Master Agreement is \$30 million dollars annually. This estimate is based on the anticipated volume of Region 14 ESC and current sales within the NCPA program. There is no guarantee or commitment of any kind regarding usage of any contracts resulting from this solicitation

- ◆ Evaluation
 - Region 14 ESC will review and evaluate all responses in accordance with, and subject to, the relevant statutes, ordinances, rules and regulations that govern its procurement practices. NCPA will assist the lead agency in evaluating proposals. Recommendations for contract awards will be based on multiple factors, each factor being assigned a point value based on its importance.
- ◆ Formation of Contract
 - A response to this solicitation is an offer to contract with Region 14 ESC based upon the terms, conditions, scope of work, and specifications contained in this request. A solicitation does not become a contract until it is accepted by Region 14 ESC. The prospective vendor must submit a signed Signature Form with the response thus, eliminating the need for a formal signing process.
- ◆ NCPA Administrative Agreement
 - The vendor will be required to enter and execute the National Cooperative Purchasing Alliance Administration Agreement with NCPA upon award with Region 14 ESC. The agreement establishes the requirements of the vendor with respect to a nationwide contract effort.
- ◆ Clarifications / Discussions
 - Region 14 ESC may request additional information or clarification from any of the respondents after review of the proposals received for the sole purpose of elimination minor irregularities, informalities, or apparent clerical mistakes in the proposal. Clarification does not give respondent an opportunity to revise or modify its proposal, except to the extent that correction of apparent clerical mistakes results in a revision. After the initial receipt of proposals, Region 14 ESC reserves the right to conduct discussions with those respondent's whose proposals are determined to be reasonably susceptible of being selected for award. Discussions occur when oral or written communications between Region 14 ESC and respondent's are conducted for the purpose clarifications involving information essential for determining the acceptability of a proposal or that provides respondent an opportunity to revise or modify its proposal. Region 14 ESC will not assist respondent bring its proposal up to the level of other proposals through discussions. Region 14 ESC will not indicate to respondent a cost or price that it must meet to neither obtain further consideration nor will it provide any information about other respondents' proposals or prices.
- ◆ Multiple Awards
 - Multiple Contracts may be awarded as a result of the solicitation. Multiple Awards will ensure that any ensuing contracts fulfill current and future requirements of the diverse and large number of participating public agencies.
- ◆ Past Performance
 - Past performance is relevant information regarding a vendor's actions under previously awarded contracts; including the administrative aspects of performance; the vendor's history of reasonable and cooperative behavior and commitment to customer satisfaction; and generally, the vendor's businesslike concern for the interests of the customer.

Evaluation Criteria

- ◆ Pricing (40 points)
 - Electronic Price Lists
 - Products, Services, Warranties, etc. price list
 - Prices listed will be used to establish both the extent of a vendor's product lines, services, warranties, etc. available from a particular bidder and the pricing per item.

- ◆ Ability to Provide and Perform the Required Services for the Contract (25 points)
 - Product Delivery within participating entities specified parameters
 - Number of line items delivered complete within the normal delivery time as a percentage of line items ordered.
 - Vendor's ability to perform towards above requirements and desired specifications.
 - Past Cooperative Program Performance
 - Quantity of line items available that are commonly purchased by the entity.
 - Quality of line items available compared to normal participating entity standards.

- ◆ References (15 points)
 - A minimum of ten (10) customer references for product and/or services of similar scope dating within past 3 years

- ◆ Technology for Supporting the Program (10 points)
 - Electronic on-line catalog, order entry use by and suitability for the entity's needs
 - Quality of vendor's on-line resources for NCPA members.
 - Specifications and features offered by respondent's products and/or services

- ◆ Value Added Services Description, Products and/or Services (10 points)
 - Marketing and Training
 - Minority and Women Business Enterprise (MWBE) and (HUB) Participation
 - Customer Service



TAB 1: MASTER AGREEMENT/ SIGNATURE FORM

Signature Form

The undersigned hereby proposes and agrees to furnish goods and/or services in strict compliance with the terms, specifications and conditions at the prices proposed within response unless noted in writing. The undersigned further certifies that he/she is an officer of the company and has authority to negotiate and bind the company named below and has not prepared this bid in collusion with any other Respondent and that the contents of this proposal as to prices, terms or conditions of said bid have not been communicated by the undersigned nor by any employee or agent to any person engaged in this type of business prior to the official opening of this proposal.

Prices are guaranteed: **120 days**

Company name Passport Labs, Inc.

Address 128 S. Tryon Street, Suite 2200

City/State/Zip Charlotte, NC 28202

Telephone No. (704) 837-8066

Fax No. (888) 804-1783

Email address khristian-rfp@passportinc.com

Printed name Khristian Gutierrez

Position with company Chief Revenue Officer

Authorized signature  _____



TAB 2: NCPA ADMINISTRATION AGREEMENT

Tab 2 – NCPA Administration Agreement

This Administration Agreement is made as of December 8, 2020, by and between National Cooperative Purchasing Alliance (“NCPA”) and Passport Labs, Inc. (“Vendor”).

Recitals

WHEREAS, Region 14 ESC has entered into a certain Master Agreement dated December 8, 2020, referenced as Contract Number 05-51, by and between Region 14 ESC and Vendor, as may be amended from time to time in accordance with the terms thereof (the “Master Agreement”), for the purchase of Integrated Parking Management System;

WHEREAS, said Master Agreement provides that any state, city, special district, local government, school district, private K-12 school, technical or vocational school, higher education institution, other government agency or nonprofit organization (hereinafter referred to as “public agency” or collectively, “public agencies”) may purchase products and services at the prices indicated in the Master Agreement;

WHEREAS, NCPA has the administrative and legal capacity to administer purchases under the Master Agreement to public agencies;

WHEREAS, NCPA serves as the administrative agent for Region 14 ESC in connection with other master agreements offered by NCPA

WHEREAS, Region 14 ESC desires NCPA to proceed with administration of the Master Agreement;

WHEREAS, NCPA and Vendor desire to enter into this Agreement to make available the Master Agreement to public agencies on a national basis;

NOW, THEREFORE, in consideration of the payments to be made hereunder and the mutual covenants contained in this Agreement, NCPA and Vendor hereby agree as follows:

- ◆ General Terms and Conditions
 - The Master Agreement, attached hereto as Tab 1 and incorporated herein by reference as though fully set forth herein, and the terms and conditions contained therein shall apply to this Agreement except as expressly changed or modified by this Agreement.
 - NCPA shall be afforded all of the rights, privileges and indemnifications afforded to Region 14 ESC under the Master Agreement, and such rights, privileges and indemnifications shall accrue and apply with equal effect to NCPA under this Agreement including, but not limited to, the Vendor’s obligation to provide appropriate insurance and certain indemnifications to Region 14 ESC.
 - Vendor shall perform all duties, responsibilities and obligations required under the Master Agreement in the time and manner specified by the Master Agreement.
 - NCPA shall perform all of its duties, responsibilities, and obligations as administrator of purchases under the Master Agreement as set forth herein, and Vendor acknowledges that NCPA shall act in the capacity of administrator of purchases under the Master Agreement.
 - With respect to any purchases made by Region 14 ESC or any Public Agency pursuant to the Master Agreement, NCPA (a) shall not be construed as a dealer, re-marketer, representative, partner, or agent of any type of Vendor, Region 14 ESC, or such Public Agency, (b) shall not be obligated, liable or responsible (i) for any orders made by Region



14 ESC, any Public Agency or any employee of Region 14 ESC or Public Agency under the Master Agreement, or (ii) for any payments required to be made with respect to such order, and (c) shall not be obligated, liable or responsible for any failure by the Public Agency to (i) comply with procedures or requirements of applicable law, or (ii) obtain the due authorization and approval necessary to purchase under the Master Agreement. NCPA makes no representations or guaranties with respect to any minimum purchases required to be made by Region 14 ESC, any Public Agency, or any employee of Region 14 ESC or Public Agency under this Agreement or the Master Agreement.

- The Public Agency participating in the NCPA contract and Vendor may enter into a separate supplemental agreement to further define the level of service requirements over and above the minimum defined in this contract i.e. invoice requirements, ordering requirements, specialized delivery, etc. Any supplemental agreement developed as a result of this contract is exclusively between the Public Agency and Vendor. NCPA, its agents, members and employees shall not be made party to any claim for breach of such agreement.

◆ **Term of Agreement**

- This Agreement shall be in effect so long as the Master Agreement remains in effect, provided, however, that the obligation to pay all amounts owed by Vendor to NCPA through the termination of this Agreement and all indemnifications afforded by Vendor to NCPA shall survive the term of this Agreement.

◆ **Fees and Reporting**

- The awarded vendor shall electronically provide NCPA with a detailed quarterly report showing the dollar volume of all sales under the contract for the previous quarter. Reports are due on the fifteenth (15th) day after the close of the previous quarter. It is the responsibility of the awarded vendor to collect and compile all sales under the contract from participating members and submit one (1) report. The report shall include at least the following information as listed in the example below:

Entity Name	Zip Code	State	PO or Job #	Sale Amount

Total _____

- Each quarter NCPA will invoice the vendor based on the total of sale amount(s) reported. From the invoice the vendor shall pay to NCPA an administrative fee based upon the tiered fee schedule below. Vendor’s annual sales shall be measured on a calendar year basis. Deadline for term of payment will be included in the invoice NCPA provides.

<u>Annual Sales Through Contract</u>	<u>Administrative Fee</u>
0 - \$30,000,000	2%
\$30,000,001 - \$50,000,000	1.5%
\$50,000,001+	1%

- Supplier shall maintain an accounting of all purchases made by Public Agencies under the Master Agreement. NCPA and Region 14 ESC reserve the right to audit the accounting for a



period of four (4) years from the date NCPA receives the accounting. In the event of such an audit, the requested materials shall be provided at the location designated by Region 14 ESC or NCPA. In the event such audit reveals an under reporting of Contract Sales and a resulting underpayment of administrative fees, Vendor shall promptly pay NCPA the amount of such underpayment, together with interest on such amount and shall be obligated to reimburse NCPA's costs and expenses for such audit.

◆ General Provisions

- This Agreement supersedes any and all other agreements, either oral or in writing, between the parties hereto with respect to the subject matter hereof, and no other agreement, statement, or promise relating to the subject matter of this Agreement which is not contained herein shall be valid or binding.
- Awarded vendor agrees to allow NCPA to use their name and logo within website, marketing materials and advertisement. Any use of NCPA name and logo or any form of publicity regarding this contract by awarded vendor must have prior approval from NCPA.
- If any action at law or in equity is brought to enforce or interpret the provisions of this Agreement or to recover any administrative fee and accrued interest, the prevailing party shall be entitled to reasonable attorney's fees and costs in addition to any other relief to which such party may be entitled.
- Neither this Agreement nor any rights or obligations hereunder shall be assignable by Vendor without prior written consent of NCPA, provided, however, that the Vendor may, without such written consent, assign this Agreement and its rights and delegate its obligations hereunder in connection with the transfer or sale of all or substantially all of its assets or business related to this Agreement, or in the event of its merger, consolidation, change in control or similar transaction. Any permitted assignee shall assume all assigned obligations of its assignor under this Agreement.
- This Agreement and NCPA's rights and obligations hereunder may be assigned at NCPA's sole discretion, to an existing or newly established legal entity that has the authority and capacity to perform NCPA's obligations hereunder
- All written communications given hereunder shall be delivered to the addresses as set forth below.

National Cooperative Purchasing Alliance:	Vendor:	<u>Passport Labs, Inc.</u>
Name: <u>Matthew Mackel</u>	Name: <u>Khristian Gutierrez</u>	
Title: <u>Director, Business Development</u>	Title: <u>Chief Revenue Officer</u>	
Address: <u>PO Box 701273</u>	Address: <u>128 S Tryon Street</u>	
	<u>Houston, TX 77270</u>	<u>Ste 2200</u>
Signature: <u></u>	Signature: <u></u>	
Date: <u>December 8, 2020</u>	Date: <u>11/10/2020</u>	



TAB 3: VENDOR QUESTIONNAIRE

Tab 3 – Vendor Questionnaire

Please provide responses to the following questions that address your company’s operations, organization, structure, and processes for providing products and services.

◆ States Covered

- Bidder must indicate any and all states where products and services can be offered.
- Please indicate the price co-efficient for each state if it varies.

50 States & District of Columbia (Selecting this box is equal to checking all boxes below)

- | | | |
|---|---|---|
| <input type="checkbox"/> Alabama | <input type="checkbox"/> Maryland | <input type="checkbox"/> South Carolina |
| <input type="checkbox"/> Alaska | <input type="checkbox"/> Massachusetts | <input type="checkbox"/> South Dakota |
| <input type="checkbox"/> Arizona | <input type="checkbox"/> Michigan | <input type="checkbox"/> Tennessee |
| <input type="checkbox"/> Arkansas | <input type="checkbox"/> Minnesota | <input type="checkbox"/> Texas |
| <input type="checkbox"/> California | <input type="checkbox"/> Mississippi | <input type="checkbox"/> Utah |
| <input type="checkbox"/> Colorado | <input type="checkbox"/> Missouri | <input type="checkbox"/> Vermont |
| <input type="checkbox"/> Connecticut | <input type="checkbox"/> Montana | <input type="checkbox"/> Virginia |
| <input type="checkbox"/> Delaware | <input type="checkbox"/> Nebraska | <input type="checkbox"/> Washington |
| <input type="checkbox"/> District of Columbia | <input type="checkbox"/> Nevada | <input type="checkbox"/> West Virginia |
| <input type="checkbox"/> Florida | <input type="checkbox"/> New Hampshire | <input type="checkbox"/> Wisconsin |
| <input type="checkbox"/> Georgia | <input type="checkbox"/> New Jersey | <input type="checkbox"/> Wyoming |
| <input type="checkbox"/> Hawaii | <input type="checkbox"/> New Mexico | |
| <input type="checkbox"/> Idaho | <input type="checkbox"/> New York | |
| <input type="checkbox"/> Illinois | <input type="checkbox"/> North Carolina | |
| <input type="checkbox"/> Indiana | <input type="checkbox"/> North Dakota | |
| <input type="checkbox"/> Iowa | <input type="checkbox"/> Ohio | |
| <input type="checkbox"/> Kansas | <input type="checkbox"/> Oklahoma | |
| <input type="checkbox"/> Kentucky | <input type="checkbox"/> Oregon | |
| <input type="checkbox"/> Louisiana | <input type="checkbox"/> Pennsylvania | |
| <input type="checkbox"/> Maine | <input type="checkbox"/> Rhode Island | |



All US Territories and Outlying Areas (Selecting this box is equal to checking all boxes below)

- American Samoa
- Federated States of Micronesia
- Guam
- Midway Islands
- Northern Marina Islands
- Puerto Rico
- U.S. Virgin Islands

◆ **Minority and Women**

Business Enterprise (MWBE) and (HUB) Participation

➤ It is the policy of some entities participating in NCPA to involve minority and women business enterprises (MWBE) and historically underutilized businesses (HUB) in the purchase of goods and services. Respondents shall indicate below whether or not they are an M/WBE or HUB certified.

- **Minority / Women Business Enterprise**
 - Respondent Certifies that this firm is a M/WBE
- **Historically Underutilized Business**
 - Respondent Certifies that this firm is a HUB

◆ **Residency**

➤ Responding Company's principal place of business is in the city of Charlotte, State of NC

◆ **Felony Conviction Notice**

➤ Please Check Applicable Box;

- A publically held corporation; therefore, this reporting requirement is not applicable.
- Is not owned or operated by anyone who has been convicted of a felony.
- Is owned or operated by the following individual(s) who has/have been convicted of a felony

➤ If the 3rd box is checked, a detailed explanation of the names and convictions must be attached.

◆ **Distribution Channel**

➤ Which best describes your company's position in the distribution channel:

- Manufacturer Direct
- Authorized Distributor
- Value-added reseller
- Certified education/government reseller
- Manufacturer marketing through reseller
- Other: _____

◆ **Processing Information**

➤ Provide company contact information for the following:

- **Sales Reports / Accounts Payable**

Contact Person: Lance Werling
 Title: Director of Revenue Operations
 Company: Passport Labs, Inc.
 Address: 128 S Tryon Street, Ste 2200
 City: Charlotte State: NC Zip: 28202
 Phone: (704) 837-8066 Email: lance.werling@passportinc.com



- Purchase Orders
Contact Person: Lance Werling
Title: Director of Revenue Operations
Company: Passport Labs, Inc.
Address: 128 S Tryon Street, Ste 2200
City: Charlotte State: NC Zip: 28202
Phone: (704) 837-8066 Email: lance.werling@passportinc.com
- Sales and Marketing
Contact Person: David Singletary
Title: VP of Sales
Company: Passport Labs, Inc.
Address: 128 S Tryon Street, Ste 2200
City: Charlotte State: NC Zip: 28202
Phone: (704) 879-2760 Email: Sales@passportinc.com

◆ Pricing Information

- In addition to the current typical unit pricing furnished herein, the Vendor agrees to offer all future product introductions at prices that are proportionate to Contract Pricing.
 - If answer is no, attach a statement detailing how pricing for NCPA participants would be calculated for future product introductions.
 Yes No
- Pricing submitted includes the required NCPA administrative fee. The NCPA fee is calculated based on the invoice price to the customer.
 Yes No
- Vendor will provide additional discounts for purchase of a guaranteed quantity.
 Yes No



TAB 4: VENDOR PROFILE

Please provide the following information about your company:

- **Company's official registered name.**
Passport Labs, Inc. (Passport)
- **Brief history of your company, including the year it was established.**
Passport started in 2010 as a general partnership, and now sits at over 250 employees with constant growth to match its expanding client base. Passport is headquartered in Charlotte, North Carolina with an additional office in Tarrytown, NY.



Passport is a transportation software company, delivering the operating system that enables cities to manage vehicle interactions with streets and sidewalks. Passport sets cities in motion, helping to create more livable, equitable communities. With Passport, City leaders can increase convenience, efficiency and compliance today and tomorrow. Passport's simple, yet innovative software and management experience is trusted by cities, universities and agencies all across North America. Passport currently serves **over 1,200 clients**, is implemented in **more than 5,000 locations**, has processed over **1.9 billion transactions annually** between mobile parking sessions and citation payments, and brings **over 30 years of experience** in parking management.



1,260+ Clients Across North America **\$1.9B** Mobility Payments Processed **Compliant** PCI-DSS & SSAE18 Compliant

Passport has been a provider in the parking and transportation industry since inception in 2010. Over the past decade, Passport has adapted its solutions to meet the changing needs of both its clients and the communities they serve. Passport's most extensive experience stems from its mobile parking payment solution which supports some of North America's largest cities including Chicago (ParkChicago), Toronto, ON (Green P), Boston, MA (ParkBoston), Portland, OR (Parking Kitty), and Austin, TX (Park ATX). As Passport has grown, it has continued to evolve with the needs and desires of its clients. As such, in an effort to help communities solve tough parking and mobility issues, Passport has introduced additional product lines including enforcement/citation management, digital permitting, and micro-mobility solutions. Passport has also introduced the Passport Operating System, which serves as one system that enables the management of payment for parking across multiple vendors and operators. This empowers cities to better manage their streets and sidewalks as they can control the rules, rates and restrictions for all parking partners from one database.

Passport's experience across its diverse group of clients has fortified its knowledge base in understanding how cities interact amongst many moving parts. Beyond the understanding how to best deliver the applications and systems themselves, these thousands of implementations have given Passport and its teams unmatched experience in parking policy, payment processing, billing/invoicing, integrated technology, and executing external partnerships on a national level.

Passport Labs, Inc. is the only privately held parking solutions provider in the industry. Passport is privately held in Delaware and is a C-Corporation backed by institutional investors Bain Capital, Grotech Ventures, and MK Capital. Since 2013, Passport has raised a total of \$125MM across four equity funding rounds. With that money, Passport has continued to innovate its products and break into new markets and different verticals to give cities a sole-source product for all parking and transportation needs. Passport currently employs a team of over 200 people, performing all engineering in house, and paving the way for cities to increase convenience, efficiency and compliance today and tomorrow.

- **Company's Dun & Bradstreet (D&B) number.**
07-225-4770
- **Company's organizational chart of those individuals that would be involved in the contract.**



All proposed solutions will be provided in-house by Passport personnel. Below are organizational charts of those who will be responsible for the development and success of the City's mobile pay system and the Passporters who will oversee them.

SENIOR LEVEL MANAGEMENT

All projects run through Passport's Senior Leadership Team, who ultimately sign off on all deals and act as an internal control for their designated teams as necessary. Within the procurement phase, Passport's Chief Revenue Officer, Khristian Gutierrez oversees all opportunities and proposals. This includes overseeing the Sales team and Sales Executives, who lead the communication and delegation of opportunities to the wider Passport team. Upon award of contract, Passport's Legal team drives contract administration and execution and Solutions Engineering, led by Michael Rafferty, will develop a complete Statement of Work to supplement the contract. These internal controls ensure all project and environment details have been fully refined prior to implementation.



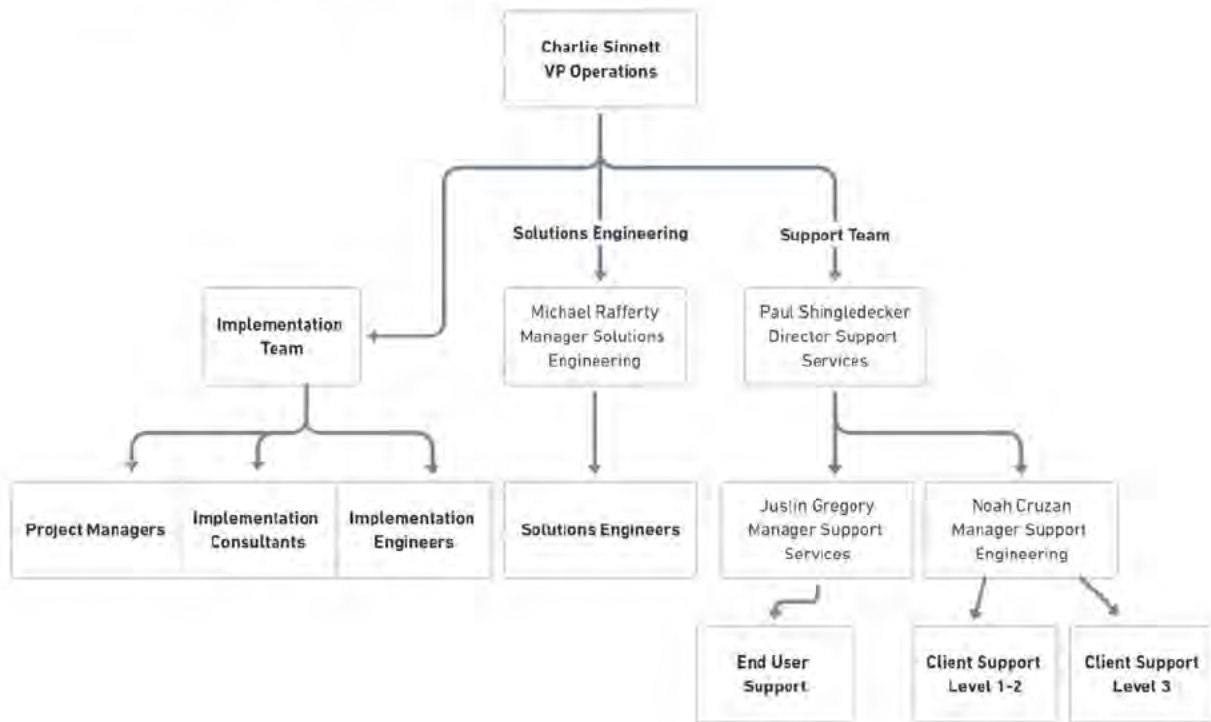
From contract execution throughout the term of the agreement, the City will be primarily supported by Passport's Operations Team and Client Success department.



OPERATIONS TEAM

With over 30 years of experience and hundreds of clients, Passport's implementation process is comprehensive and has grown tremendously to address the intricate needs of its client base. Passport's Operations team, led by VP of Operations Charlie Sinnett, includes a number of Passport departments that will be integral to the City's success leading up to and following system launch.

Charlie oversees Passport's dedicated Client Implementation team, that has cultivated an expertise in evaluating a client scope of work and defining realistic timelines, taking the time to properly understand, scope and test environments prior to programs going live. This ensures that the launched solution meets both client expectations and can be properly supported and scaled by Passport and its partners. The implementation of the City's system will be driven by the Implementations and Solutions Engineering teams. Passport's experienced Support Team also falls under Operations and will be a City resource for any technical questions or issues regarding products, for both the City as well as its citizens. The Support team is spearheaded by Director of Support Services, Paul Shingledecker, who ultimately ensures client satisfaction and initiates any escalation of issues to the appropriate internal teams for resolution.





- Passport has adapted its mobile offering to expand the number of spaces and zones for cities as they grow and evolve including Chicago, IL; Cincinnati, OH; Cambridge, MA; Portland, ME and more.

Passport has also taken steps to future-proof its offerings, preventing cities from needing to reinvest valuable capital as it adapts to the ever changing municipal landscape. This includes the development of Passport's Operating System – which enables cities to manage rules, rates, and restrictions for their parking environment across all vendors and applications -- from one consolidated back office. Passport has also made efforts to design signage that is vendor-neutral and directs parkers to digitally hosted parking options, eliminating the need to update physical signage.

This capability set has evolved such that Cities are able to enable an ecosystem of parking options on top of the Passport Operating System, even those that are not traditional parking providers. The ability to innovate for a City and its citizens has been lowered, in this way, enabling cities to invite innovation from participants who would otherwise be incapable or unqualified for traditional municipal RFPs. This further allows cities to cater to its constituents, increasing equity and access today and tomorrow.

End-to-End Solution



Passport is the only mobile payments company to offer top-of-the line platforms across every facet of the parking and transportation industries. In addition to a Mobile Payment for Parking solution, Passport has developed Citation Management, Digital Permitting, and Micro-mobility platforms to solve the toughest mobility challenges faced by municipalities. Because of Passport's experience developing these solutions, it has a better understanding of the nuances of a parking ecosystem and how different pieces of the puzzle connect for a holistic solution. In choosing Passport to support mobile payments, enforcement, and permitting needs -- the City will be able to seamlessly integrate the data across each platform (e.g enforcement software receiving real-time mobile session data and real-time active permit records), and also aggregate data from all front-end interfaces into Passport's backend management portal for analysis and reporting. This empowers cities to get the full picture of their parking environment as they implement business practices and policies or introduce different technologies.

Connected Technology



In addition to its proprietary product offerings listed above, Passport has also cultivated an integration expertise as it grows as a company and expands to meet the needs of its clients' parking operations. Passport currently has hundreds of live integrations with all of the industry's leading providers including meters/pay stations, enforcement software, LPR systems, and other third-party parking technologies. Passport also utilizes open Application Programming Interfaces (APIs) for easier future integrations with the intent to fully connect its clients' ecosystems. Passport understands that the more connected its clients become, the less of a burden managing their ecosystems will be as it becomes a truly smart environment.

Robust Back Office



Implementing a mobile payment for parking solution is more than just providing a means for parkers to pay, it is providing data and transparency to improve the City's parking operations. In that regard, Passport's solution includes a robust back office management and reporting system that gives the City all the necessary tools and data to manage the entire parking ecosystem. From the back office, the City will be able to monitor parking activity in real time, verify sessions for customer service/enforcement purposes, and run reports to keep a real-time pulse on parking activity/trends and reconcile system revenue.

Integrated Payments



Passport system now comes integrated with payment services, eliminating the need for third-party gateways and processors. In choosing Passport for both parking and payment needs, the City will have the benefit of one partner for cohesion across its parking environment and end-to-end service connecting the Passport system to all the major card networks. As a full service solution, Passport Payments provides an online portal for program reporting, maintenance, and managing cardholder chargeback requests. Passport Payments also provides cities peace of mind through lower processing costs, system security, enhanced visibility, product support, and overall more streamlined operations.

- **Describe how your company will market this contract if awarded.**

Passport has both a dedicated Client Success Team and robust Sales team comprising over 30 team members. Each of these representatives interact with thousands of clients and prospects each year to renew/retain business, grow business through cross selling new services, and signing up new clients for Passport's offerings. In each of these scenarios, Passport leads the contracting conversations with its existing awards from NCPA to ease the buying process for our clients. Year over year, we have successfully executed numerous agreements under our NCPA award and will continue to do so if fortunate enough to be awarded a contract under this RFP.

For our products and services, Passport's award-winning marketing team will work closely with the City to develop campaigns whose sole focus will be to drive app awareness and utilization through signage and strategic marketing initiatives. Passport's marketing team will work closely with the City throughout the implementation process to develop a streamlined marketing plan by gathering key demographics related to the City, leveraging its deep understanding of the parking industry, and using its extensive experience in implementing and marketing hundreds of clients to formulate a launch strategy that incorporates the City's unique needs and characteristics.

Passport will develop content around the implementation that will be utilized in a variety of channels to market to end-users and provide updates to the public that the application is available for use throughout the City. These methods include:

- PR
- Digital Banners
- Print Materials
- Social Media Content
- Email & Web Content



Passport's Standard Marketing Package is complimentary for mobile pay clients and includes signage proven to educate users and drive an impactful launch and long-term utilization results.

SIGNAGE

Signage provided by Passport is designed to be uniform across all involved players in the City's parking environment. This means rather than promoting its own brand or the brand of any specific app, Passport has made signage as simple as possible for the City's parkers. Passport's signage will simply direct parkers to the parkingapp.com website which will show them a list of all applications available to pay for parking within the City. As more and more cities welcome multiple mobile pay vendors into their environments, using this type of signage will ensure that the City can support a multi-vendor parking environment, without the burden of managing different signs across various vendors.

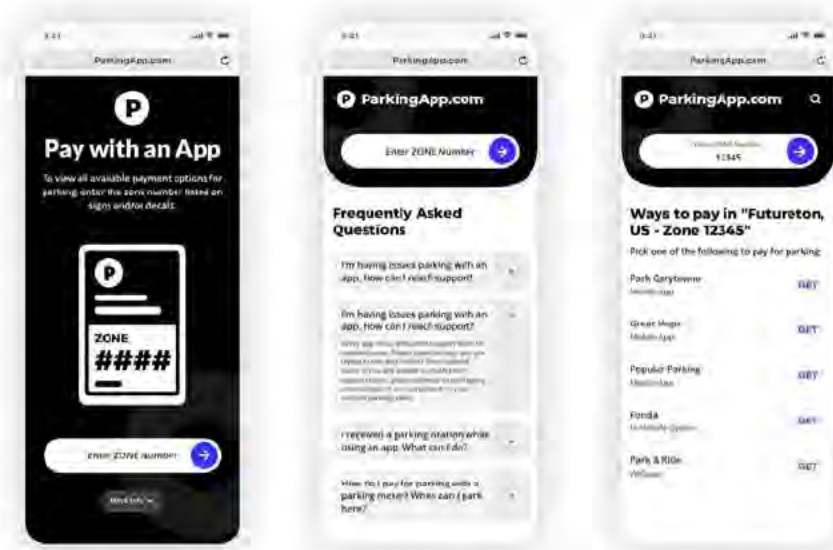


Passport continues to study this multi-vendor trend and is the first mobile pay provider to proactively create designs that support this model. In partnering with Passport now, the City will receive future-proofed signage that can accommodate other providers sharing the same space, if the City chooses to take this approach to parking in the future. Passport encourages the City to consider the benefits of other apps, such as PayByPhone and ParkMobile, but to also understand that in choosing Passport the City can provide their parkers with the option of all three of these applications and more.

Passport highly recommends this approach to signage, as this will provide the City with a number of advantages:

- All parking options are hosted digitally, making it easy to add and remove application options in real-time
- This digital maintenance **never** requires physical signage updates
- [Parkingapp.com](https://parkingapp.com) is designed and tested to make parking simple, fast, and convenient
- Space on signage is provided for City branding to instill legitimacy and credibility that parking is provided by the City, not one specific vendor

Passport's approach is to create a marketplace that encourages each player in the City's parking environment to be competitive and drive users to their application. While the City will be responsible for owning all marketing decisions and choosing how to post desired signage, Passport will provide information on how signage works and how to help boost distribution. Passport's marketing team will work closely with the City throughout the implementation process to develop a streamlined marketing plan that drives an impactful launch and long-term results. Passport's team will leverage its deep understanding of the parking industry, user preferences, and large-scale marketing execution plans to formulate a launch strategy that incorporates the City's unique needs and characteristics.



Passport can provide the City with signage best practices, proven to educate users and drive the highest utilization rates. During implementation, Passport will work with the City to conduct a signage audit utilizing existing parking environment details to determine the most effective quantity of signs and decals, as well as the appropriate dimensions and placement. The following quantities and placement parameters have been found to boost mobile payment transactions by up to 76%:

- 1 sign per **10 spaces** for parking lot/garage environments
 - Signs at entrances
 - Signs at the far ends of the lot
 - Signs on pillars and/or interior walls
 - Decals on the sides and front of pay stations/meters
- 1 sign per **5 spaces** for on-street parking environments
 - Signs on each block face above vehicle height
 - Decals on the payment side of meters/pay stations

Passport signs and decals have been optimized to clearly convey key information while simultaneously reducing user confusion and increasing app trustworthiness. Careful attention has been paid to the hierarchy of information so that the URL and zone number are most prominent. In addition, the typeface was selected through multiple rounds of end-user testing to ensure it's ADA compliant and is legible from a distance.

DIGITAL ADVERTISING

Passport will provide the City with digital marketing materials to properly promote the Passport Parking application. The City will be able to immediately drive awareness to the app with the following ready-to-use marketing materials:

- Passport Parking email marketing content
- Social media images for Facebook, Twitter
- Stock content to plug into existing City website
- Brand packages with logos and icons for promotional use
- Passport Parking How-To YouTube video



TRADITIONAL ADVERTISING

Passport will also reach parkers through traditional advertising, such as how-to flyers and app benefit posters. Passport can place local newspaper and magazine ads as well, but studies show that digital advertising is a better channel to reach early adopters of a mobile application, so any print advertising will be at an additional charge. Passport has also developed specific marketing strategies that include handing out free promotional swag, hats, lanyards, koozies, running local events, and more should the City be interested in negotiating any of these types of add-ons to the standard package.

- **Describe how you intend to introduce NCPA to your company.**

To continue to support NCPA, Passport will create a custom landing page just for NCPA Region 14 Education Services Center affiliates. From this page, any City looking to implement the mobile payment for parking application will have full access to Passport's product portfolio, including case studies, documentation, and training materials. Cities will also be able to schedule demos with Passport's sales team to learn more about the product and how it can be configured for their City. Additionally, Passport can host multiple webinars on its product and partnership with NCPA and can also send out mailers and case studies to all NCPA Region 14 Education Services Center members.

- **Describe your firm's capabilities and functionality of your on-line catalog / ordering website.**

Passport's Mobile Payment for Parking solution is available in two formats -- base app and private label app. Passport pioneered the original private label application in the parking industry and can provide the City with a custom, branded app, however, this is a premium product with correspondingly high price tag. Passport recommends and finds its app best implemented in its standard, base format, as this allows for a smoother and quicker launch of the product and a more scalable solution as the City grows and innovates. The Passport Parking base mobile app maintains the same look and feel across all cities, and is already used across thousands of locations nationwide, so many people in the community will likely already have the app downloaded and be familiar with its use, increasing compliance and utilization.

Regardless of app choice, all information related to the business rules and parking environment (e.g. zones, rates, rules, restrictions) will be configured to meet the City's needs. From Passport's website (www.passportinc.com), any potential client can obtain information on Passport's base model product offering. If a City within Region 14 wishes to purchase Passport's product, or learn more details about how Passport's product can work in their city, interested parties can easily schedule a demo from the website or contact Passport's sales team directly (sales@passportinc.com). The Sales team will provide a walkthrough of the sales process and can send a contract over to the City the same day, if desirable.

During the contracting phase, Passport has a Solutions Engineering team specifically dedicated to making sure the City environment is properly understood and both Passport and Client expectations are appropriately set. Once a contract is signed, the City will be assigned a Project Manager and Implementation Consultant who will begin to implement the product.



"In a word, [the implementation process was] phenomenal...I knew [our timeline] was going to be aggressive...the result was nothing short of fantastic. Major kudos to the [Passport] implementation team. We had weekly calls, there was constant communication... Really, above and beyond customer service."

– Michael Manzella, Transportation Manager, Asbury Park, NJ
(contract signed under NCPA partnership)

- **Describe your company's Customer Service Department (hours of operation, number of service centers, etc.)**

The first and foremost of Passport's five foundational pillars is: People First. In choosing Passport, the City will be choosing not only a Mobile Parking Payment Services vendor, but a partner fully invested in the City's success. Passport has built its businesses by providing exceptional client support with a proactive dedication to the success of its client's parking programs. Customer Service and Client Success are core pieces of Passport's DNA and are detailed below.

CLIENT SUCCESS

The City will be afforded the ongoing support of Passport's Client Success (CS) team. Passport has grown an entire Client Success department dedicated to maintaining its many valued partnerships and ensuring client satisfaction across the board. The Client Success team sits at the apex of marketing, sales, professional services, training, and support, and will serve as the main point of contact for any feedback, questions, or concerns regarding Passport's product(s). Throughout the implementation process, the team will work with the City to gain a thorough understanding of goals and initiatives. This, in combination with extensive support experience and industry knowledge will enable CS team members to analyze aggregated data, identify trends, and provide insight into the current status of the system to provide recommendations on how to adjust in order to meet established City's goals and initiatives. These recommendations will include suggested product expansions, system optimizations, and upcoming product updates.

Passport's Client Success team is dedicated to monitoring client performance and consulting with the City, as appropriate, on best practices and opportunities for increased operational efficiency. The Client Success team focuses on the following objectives at a regular cadence to conduct quality assurance on client accounts:

- To learn and to ensure alignment on business objectives
- To continue building on joint success
- To keep clients informed on all the latest and greatest at Passport
- To explore opportunities for optimized performance
- To ensure Passport is meeting City expectations

"Passport has been spectacular. I can give so many examples of cooperation, responsiveness, and partnership. The entire client success team has been wonderful to work with. We recently went through an issue with one of our tenants, and Passport maintained a constant presence that kept the solution moving forward. It's a positive, constructive and collaborative relationship," - Susan Cyran, Senior Property Manager, Boston Properties, Reston Town Center



PRODUCT SUPPORT

Passport's Product Support Team will be responsible for all of the City's technical support issues. Product Support Specialists ("PSS") can be reached via email or phone and will be a technical resource to the City, as they are trained to triage and troubleshoot any technical issues, including closely monitoring the App Server Log for any bug reports. They will also ensure items are forwarded and escalated to relevant Passport teams as appropriate. The City will receive clear communication from the PSS, explaining the problem and what has been done to both fix the issues and prevent it from happening again. Breakdowns of critical functions will be addressed immediately, determining the cause, and implementing a solution as quickly as possible. Noncritical issues will be logged in Passport's internal issue tracking system, JIRA, and fixed in the order received.

Once a support ticket is submitted, its acceptance is immediately acknowledged. A support case is then opened and the issue will be assessed according to impact and urgency to determine the case priority. Breakdowns of critical functions will be addressed immediately, determining the cause, and implementing a solution as quickly as possible. All issues will be logged in Passport's internal issue tracking system and fixed according to priority and severity.

Client Support:

Monday-Friday 8AM - 7PM EST

Phone: (980) 939-0990

Email: help@passportinc.com

Critical issue support is available after hours via answering service phone: (866) 815-3043

PARKER SUPPORT

From an end user service perspective, Passport Parking provides unlimited access to parking history and account specifics through the Account page within the application. Customer Support is available 24/7 via the in-app Support screen. Here, parkers can access an FAQ page where they can begin typing a question or key word which will provide helpful information regarding the technology and its functionality. Support also includes a contact feature that allows parkers to submit questions or describe their issues, automatically opening a ticket with the support team.

Parker Support:

Monday-Sunday 8AM - 9PM EST

Phone: (704) 817-2500

Email: Support@passportinc.com

Critical issue after hours support for end users is available at: (866) 867-5881

- **Green Initiatives**

- **As our business grows, we want to make sure we minimize our impact on the Earth's climate. We are taking every step we can to implement innovative and responsible environmental practices throughout NCPA to reduce our carbon footprint, reduce waste, energy conservation, ensure efficient computing and much more. To that effort we ask respondents to provide their companies environmental policy and/or green initiative.**

Passport's solution is a cloud-hosted SaaS product, which requires no hardware or infrastructure to function properly. In implementing a digitally hosted solution, it reduces the physical components or manpower associated with more traditional



solutions, such as meters or pay stations. While these options may not appear to have an environmental impact at first glance, there are several components that impact a carbon footprint including regular trips to the meters (maintenance, cash removals/reloads, receipt restocks), printed paper receipts, and eventually defunct equipment contributing to overall waste. As Passport's mobile app is 100% digital, all portions of the solution can be accessed via existing hardware (smartphones for end users and internet-connected devices for City staff), all transactions are processed in the cloud, and all receipts are delivered via email. Passport's mobile solution is a sustainable option for cities and their parkers to use that limits the need for physical infrastructure and ultimately reduces environmental impact, while still delivering a best-in-class solution.

Additionally, Passport is committed to improving the world we live in. As such, it incorporates environmentally safe practices into its daily operations. Passport maintains a recycling program of office paper, hard and soft plastic, glass containers, cardboard boxes, and aluminum cans.

- **Vendor Certifications (if applicable)**

- **Provide a copy of all current licenses, registrations and certifications issued by federal, state and local agencies, and any other licenses, registrations or certifications from any other governmental entity with jurisdiction, allowing respondent to perform the covered services including, but not limited to, licenses, registrations, or certifications. Certifications can include M/WBE, HUB, and manufacturer certifications for sales and service.**

Please see the following pages for Passport's certifications.



PCI COMPLIANCE CERTIFICATE



PAYMENT CARD INDUSTRY
DATA SECURITY STANDARD

COMPLIANCE

CERTIFICATE



This is to certify that A-LIGN has validated Passport Parking compliance with the Payment Card Industry Data Security Standard ("PCI DSS") 3.2.1 for Level 1 Service Provider.

On-site testing was performed in accordance with the guidance provided by the Payment Card Industry Security Standards Council ("PCI SSC") to determine that payment card data stored, processed or transmitted by Passport Parking was secured in accordance with the requirements of PCI DSS.

Issued by:

ROC DATE: 06 September 2020

AOC DATE: 06 September 2020



President, A-LIGN

Conditions of Use:

- This certificate is evidence of work performed by A-LIGN for the certificate holder and was not created by or required by the PCI SSC.
- This certificate is for informational purposes only and does not replace or substitute PCI SSC defined validation documents such as the Attestation of Compliance (AOC) and the Report on Compliance (ROC).
- This certificate was issued at a point in time and does not guarantee or represent future compliance with the PCI DSS or the security of payment card data.
- This certificate does not warrant or guarantee to any party that the certificate holder is not susceptible to a data breach that may impact the security, confidentiality and integrity of the payment card data. As such, A-LIGN will not be liable to any party in the event of a breach.



INDEPENDENT SERVICE AUDITOR'S REPORT

To Passport Parking:

Scope

We have examined Passport Parking's ('Passport' or 'the Company') description of its Mobile Pay Transaction Services System for processing user entities' transactions entitled "Description of Passport Parking's Mobile Pay Transaction Services System" throughout the period December 1, 2018 to November 30, 2019, (description) and the suitability of the design and operating effectiveness of Passport's controls included in the description to achieve the related control objectives stated in the description, based on the criteria identified in "Assertion of Passport Parking's Management" (assertion).

Passport uses AWS for cloud hosting services. The description includes only the control objectives and related controls of Passport and excludes the control objectives and related controls of the subservice organization. The description also indicates that certain control objectives specified by Passport can be achieved only if complementary subservice organization controls assumed in the design of Passport are suitably designed and operating effectively, along with the related controls at Passport. Our examination did not extend to controls of the subservice organization, and we have not evaluated the suitability of the design or operating effectiveness of such complementary subservice organization controls.

The description indicates that certain control objectives specified in the description can be achieved only if complementary user entity controls contemplated in the design of Passport's controls are suitably designed and operating effectively, along with related controls at the service organization. Our examination did not extend to such complementary user entity controls, and we have not evaluated the suitability of the design and operating effectiveness of such complementary user entity controls.

Service Organization's Responsibilities

In Section 1 of this report, Passport has provided their assertion about the fairness of the presentation of the description and suitability of the design and operating effectiveness of the controls to achieve the related control objectives stated in the description. Passport is responsible for preparing the description and their assertion, including the completeness, accuracy, and method of presentation of the description and the assertion, providing the services covered by the description, specifying the control objectives and stating them in the description, identifying the risks that threaten the achievement of the control objectives, selecting the criteria, and designing, implementing, and documenting controls to achieve the related control objectives stated in the description.

Service Auditor's Responsibilities

Our responsibility is to express an opinion on the fairness of the presentation of the description and on the suitability of the design and operating effectiveness of the controls to achieve the related control objectives stated in the description, based on our examination.

We conducted our examination in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform our examination to obtain reasonable assurance about whether, in all material respects, based on the criteria in management's assertion, the description is fairly presented and the controls were suitably designed and operating effectively to achieve the related control objectives stated in the description throughout the period December 1, 2018 to November 30, 2019. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.



An examination of a description of a service organization's system and the suitability of the design and operating effectiveness of controls involves:

- performing procedures to obtain evidence about the fairness of the presentation of the description and the suitability of the design and operating effectiveness of those controls to achieve the related control objectives stated in the description, based on the criteria in management's assertion.
- assessing the risks that the description is not fairly presented and that the controls were not suitably designed or operating effectively to achieve the related control objectives stated in the description.
- testing the operating effectiveness of those controls that management considers necessary to provide reasonable assurance that the related control objectives stated in the description were achieved.
- evaluating the overall presentation of the description and the suitability of the control objectives stated therein, and the suitability of the criteria specified by the service organization in their assertion.

Inherent Limitations

The description is prepared to meet the common needs of a broad range of user entities and their auditors who audit and report on user entities' financial statements, and may not, therefore, include every aspect of the system that each individual user entity may consider important in its own particular environment. Because of their nature, controls at a service organization may not prevent, or detect and correct, all errors or omissions in processing or reporting transactions. Also, the projection to the future of any evaluation of the fairness of the presentation of the description, or conclusions about the suitability of the design or operating effectiveness of the controls to achieve the related control objectives, is subject to the risk that controls at a service organization may become inadequate or fail.

Description of Tests of Controls

The specific controls tested, and the nature, timing, and results of those tests are listed in Section 4.

Opinion

In our opinion, in all material respects, based on the criteria described in Passport's assertion,

- a. the description fairly presents the Mobile Pay Transaction Services System that was designed and implemented throughout the period December 1, 2018 to November 30, 2019.
- b. the controls related to the control objectives stated in the description were suitably designed to provide reasonable assurance that the control objectives would be achieved if the controls operated effectively throughout the period December 1, 2018 to November 30, 2019 and subservice organizations and user entities applied the complementary user entity controls contemplated in the design of Passport's controls throughout the period December 1, 2018 to November 30, 2019.
- c. the controls operated effectively to provide reasonable assurance that the control objectives stated in the description were achieved throughout the period December 1, 2018 to November 30, 2019, if complementary subservice organization and user entity controls assume in the design of Passport's controls operated effectively throughout the period December 1, 2018 to November 30, 2019.



Restricted Use

This report, including the description of tests of controls and results thereof in Section 4 is intended solely for the information and use of Passport, user entities of Passport's Mobile Pay Transaction Services System during some or all of the period December 1, 2018 to November 30, 2019, and the independent auditors of such user entities, who have a sufficient understanding to consider it, along with other information including information about controls implemented by user entities themselves, when assessing the risks of material misstatements of user entities' financial statements. This report is not intended to be and should not be used by anyone other than these specified parties.

A-LIGN ASSURANCE

February 7, 2020
Tampa, Florida



TAB 5: PRODUCTS AND SERVICES

As Passport's software and services are always evolving the exact design, naming conventions, functionality, and support structure (as examples) may vary from what is described below at the time of service delivery. "To ensure our clients receive the latest product offering and a superior client experience, this proposal shall expire 6 months from the bid submittal date unless otherwise extended or updated by Passport in writing, or noted by the client in the RFP"

If awarded the bid, Passport will work with the City to develop a detailed Scope of Work (SOW) document which will capture all of the requisite services and functionality needed. This SOW will be attached and incorporated into the contract and will serve as the mutually agreed upon source of in and out of scope contract deliverables. Since the discovery session with the City may uncover additional needs or novel workflows possible with Passport's technology that are not contemplated or requested in the RFP, the SOW and mutually agreed upon contract terms will take precedence over the RFP and Passport's response. This proposal is conditioned upon agreement to mutually negotiated contract terms and includes our list of exceptions/modifications.

Respondents shall perform and provide these products and/or services under the terms of this agreement. The supplier shall assist the end user with making a determination of their individual needs.

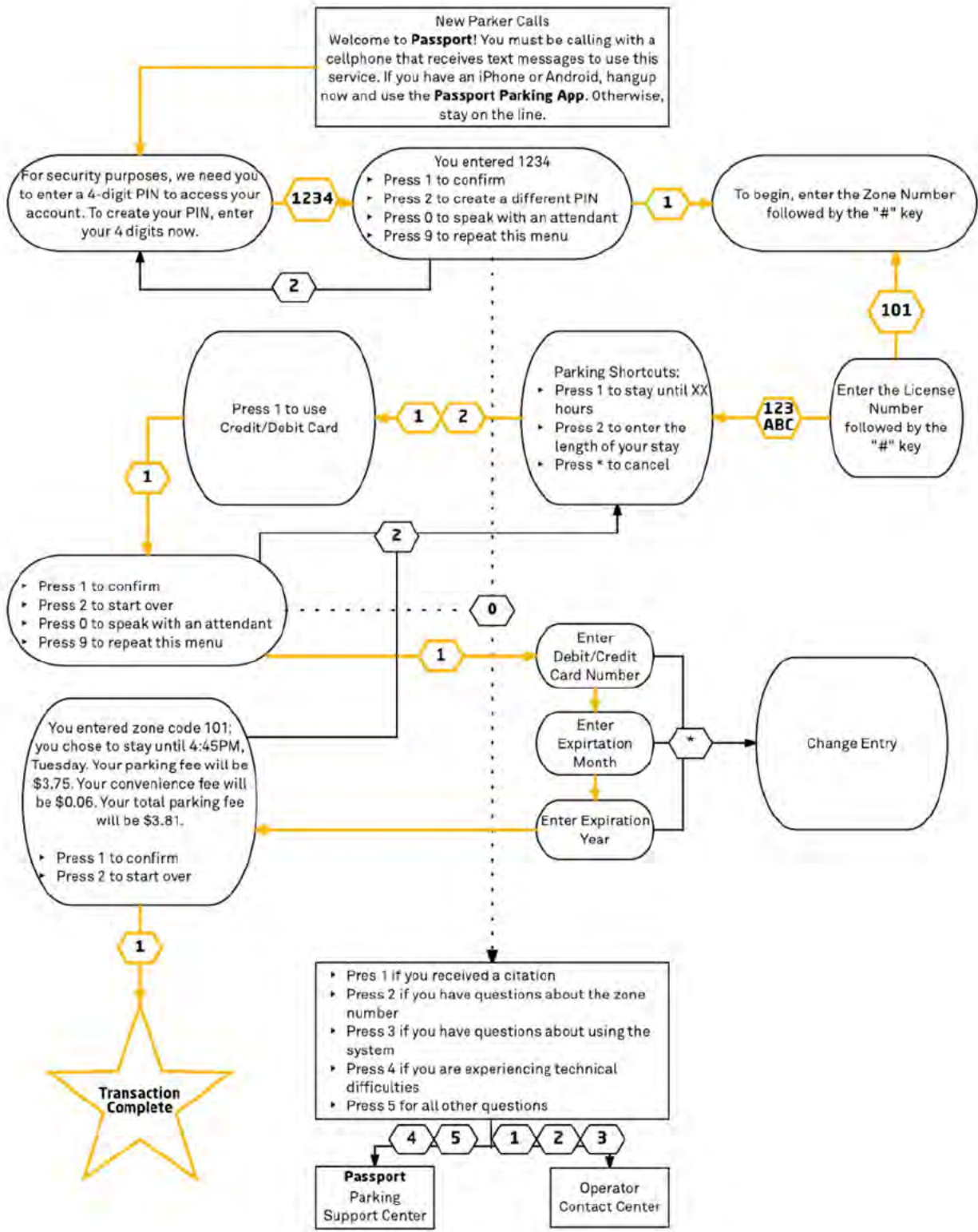
The following is a list of suggested (but not limited to) categories. List all categories along with manufacturer that you are responding with:

- **Payment Options - The mobile payment for parking system must have the following payment options:**
 - **Mobile payment system (IVR) Comply.** Passport can provide an IVR solution to accept payments via phone call, however, Passport discourages the use of IVR, as it has found that it is a historically underutilized (less than 1% of all parking sessions), cost-ineffective payment option. Should the City opt to move forward with IVR, it will be the City's responsibility to procure the toll-free phone number, and any costs incurred for minutes will be automatically billed to the City. Passport will program the City-procured phone line with its IVR call-tree to prompt callers to initiate and pay for parking.
 - **Pay by mobile application Comply.**
 - **Pay by web Comply.**
- **Mobile payment for parking system (IVR) - The vendor must provide an IVR system with the following requirements:**
 - **Users can call a toll free or local number. Comply.**
 - **The system recognizes the user (account) based on the incoming number. Comply.**
 - **One account can be associated with multiple landline or cellular phone numbers. Non-Comply.** A phone number is an identifying characteristic for an account and as such, multiple phone numbers cannot be on one account.
 - **The IVR system must recognize user inputs by touch tones and speech. Partial-Comply.** The system is able to use inputs via touch tones.
 - **The IVR system must have menu options and dialog, including:**
 - **Begin parking - One account can hold multiple vehicles (license plate numbers). The system must allow the user to choose a vehicle if multiple vehicles are on the account. Comply.**
 - **Extend parking - The system must have the ability to restrict extensions that are beyond the maximum length of stay. The system must have the ability to reject purchases on the same block for a set amount of time after a maximum purchase. Comply.**
 - **Sign up as a new user. Comply.**



- **If a user selects the option to begin parking, the system must:**
 - Prompt for a meter/block/zone ID. *Comply.*
 - Query the parking system inventory to confirm that parking is permitted at the current time. *Comply.*
 - Prompt for the time to park - The system must have the ability to impose a minimum time purchase. The system must have the ability to restrict purchases to increments of time. The system must reject an entry greater than the length of stay. *Comply.*
 - Confirm that the purchase is complete. *Comply.*
 - Prompt whether to remind the user that the parking session is set to expire with an automated SMS or email. *Non-Comply.*
 - Prompt for the number of minutes before the expiration to send the reminder. *Non-Comply.*
- **If a user selects the option to extend parking, the system must:**
 - Verify that there is a currently active parking session. *N/A*
 - Prompt for the time to extend. *N/A*
 - Confirm that the extension is complete. *N/A*

**Please see IVR Diagram on next page...*





- **Pay by Mobile Application - The vendor must provide smart phone applications with the following requirements:**
 - **Mobile applications need to support existing and new Android, iOS, BlackBerry and Windows Mobile 7 versions, in addition to a browser version. *Alternatively Comply.*** Customers can also create an account over the internet through Passport's companion website, for users with alternative platforms to iOS or Android, or who do not wish to use an app. The site is mobile-optimized and mimics the same look and feel of the app, for customer convenience.
 - **Applications can be downloaded from the Android Marketplace or Apple Store, or equivalent. *Comply.***
 - **Applications can be downloaded or redirected from the vendor's website. *Comply.***
 - **Applications can be downloaded or redirected from NCPA's website. *Comply.***
 - **When a user launches the application, it must:**
 - **Prompt for the username and password (for registered users). The application must have the ability to save the username and password to expedite future log ins. *Comply.***
 - **Provide an interface to sign up as a new user. *Comply.***
 - **Upon logging in, the application must have the following options, with identical functionality to that of the IVR system:**
 - **Begin parking via GPS, QR Code, NFC or manual entry. *Non-Comply.***

Passport does not support the use of QR codes, however, it provides a number of ways for customers to quickly and easily identify parking locations including Nearby zones, Recent zones, and manual entry. Recent zones will display the user's last two distinct zones based on their parking history. Nearby zones will appear when the user is within 5 miles of City zones based on the latitude/longitude coordinates configured on the back end. Users will be notified to enable location services to take advantage of this time-saving feature.

Historically, Passport has found that the functionality associated with scan/tap parking signs has the potential to turn into negative publicity as individuals alter the static scan/tap codes to present something much more nefarious than originally intended by the City. Additionally, by the time an individual gets close enough to the sign to scan/tap, the benefit of being able to pay from anywhere is lost.

With that said, Passport is open to the use of scan/tap parking signs within an environment and would encourage the City to have a universal scan/tap that can be used by any provider in the market, should the City choose to use this functionality. This is vitally important if the City is offering multiple applications within its environment to be managed by a single source. By including a universal scan/tap, it will allow for any mobile payments provider to offer the functionality/build to the universal specification defined by the system operator/City. Therefore, the market (individual parkers) would be able to decide whether this is an important functionality or not, based on whether they are using mobile payment providers that offer the functionality versus those that do not.

As a software-only solution, there is no hardware that requires NFC-enablement, therefore, a cell phone is not required to be within range in



order for the system to work. However, Passport Parking is GPS-enabled, so when using the app, it will automatically show the customer's location relative to zones nearby, along with rate info. The app offers a "Nearby Zones" feature, which will display zone shortcuts for entry based on location (the City must provide latitudes/longitudes for each zone). With GPS abilities and proven signage practices, customers will be able to effectively identify zones for a quick and easy start to parking session(s).

- **Extend parking.** *Comply.*
- **Check account balance.** *Comply.*
- **Recharge account with credit card on file.** *Comply.*
- **In addition, the application must also have the following functionality:**
 - **Manage account: Add, remove, or edit a credit card.** *Partially Comply.*
For security purposes, only a 4-digit card tail will be visible and customers will not be able to edit a credit card number on file, but will be able to add and remove credit cards from their app account at any time.
 - **Manage account: Add, remove, or edit a vehicle.** *Comply.*
 - **Manage account: Select a primary vehicle.** *Alternatively Comply.*
While Passport's system does not have a specific "default" vehicle option, there are several features that make vehicle selection easier. If a customer has multiple vehicles on file, each option will be displayed in a scrollable menu at the bottom of the app screen for easy navigation. Each vehicle can be given a nickname (e.g. Bob's Honda), so that customers can easily select their preferred vehicle from the account listing. The system does require the user to select which "saved" vehicle each time they park to avoid reliance on what could be old information and the potential of getting a ticket based on a user error.
 - **Manage account : Add funds to the account from a credit card.** *Comply.*
 - **Transaction history showing all paid parking sessions by: Date and time, Duration, Rate, Total amount, Payment method, License plate number, Meter/block/zone ID.** *Comply.*
- **For new or extended parking sessions, the application must:**
 - **Remind the customer that the session is about to expire with a push notification on the phone. The user must be able to turn this feature on or off.** *Comply.*
- **The application must have industry-level standards to encrypt and secure credit card and other personal data.** *Comply.*

Passport will provide a mobile parking application that enables people to easily pay for and extend parking sessions for the City. This native application will be available for free download from the Apple and Google Play stores. To account for those parkers who do not own an Android or Apple device, the Passport Parking app is also available through a mobile-optimized companion site, www.passportparking.com, which provides the same user experience and is accessible via any internet-connected device.



Parkers can create an account and start a session through the app in **less than 1 minute**.



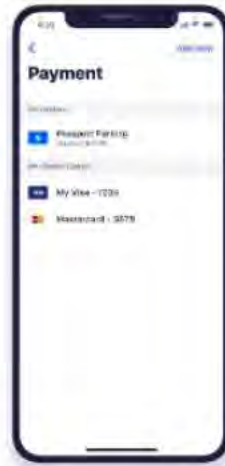
Easy account creation & quick log in



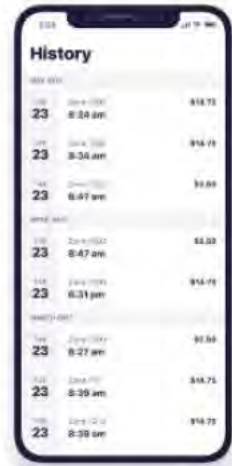
LPN & space-based environments supported



Powerful rate engine to manage rates, rules & regulations



Credit card, wallet & unbanked payment options

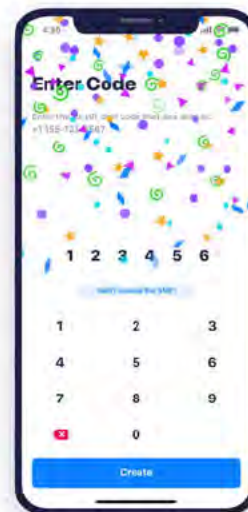
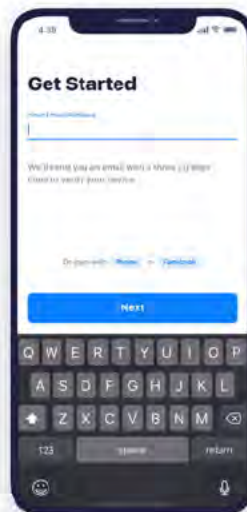


Account management, easy session extensions & e-receipts

Passport Parking User Experience

REGISTRATION & LOGIN

To get started, a parker will download the app for free from the Apple or Google Play store and create login credentials. First, the parker will confirm their identity by entering either their email or phone number to receive a 6-digit confirmation code. Once their identity has been confirmed, they will remain logged in each time they go to use the app for convenient future use. If the parker wishes to log out, they may at any time.

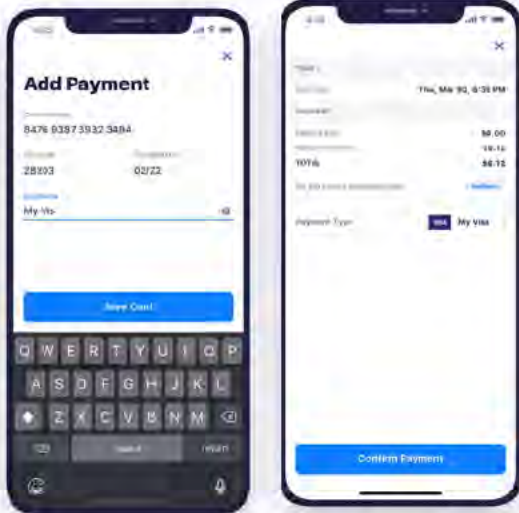


INITIATE SESSION



New parking sessions begin with entering the zone, entering in either a vehicle LPN or a parking space number (depending on whether the City operates in an LPN-based or space-based environment), selecting a time, and then confirming their session and payment details. Passport optimizes its user flow with shortcuts at each step, streamlining the user experience for the parker. This has made Passport Parking one of the most highly utilized applications in the market, which saves the City from extensive wear and tear on its machines. In a space-based environment, once the zone is selected, the parker will enter their space number. Passport will ensure that this number is clearly marked on a decal

affixed to each parking meter or on the ground in front of the space. As the parker enters each digit of the space number, the app will utilize a dynamic function to remove unavailable spaces.



The parker can either select from common session durations, such as minimum or maximum, or can specify a specific duration as configured by the City. If there are changes to the parking rates tied to specific times of day or the number of hours parked, these will be clearly defined for the parker above the time selection options.

PAYMENT METHODS

When starting their first parking session (not at account creation), the parker will be required to enter payment information. To enter a new credit card, the parker will input the card number, expiration date, CVV, and zip code. Passport's available payment options are all major credit cards (Visa, MasterCard, Discover, AMEX, etc.) and credit-card issuer backed debit cards (i.e. the Visa/MasterCard logo is present on the card). All parkers will be required to confirm their payment when starting a session. The acceptance of payment through Apple Wallet, and Google Pay are all payment options definitively included on Passport's product road map, scheduled for release by the end of 2020. The confirmation page clearly outlines the zone, space number, vehicle parked, start time, end time, parking fee, convenience fee, and payment method. When the parker confirms the details, the payment method will be authorized by the gateway.

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Pre-loaded, Closed-Loop Wallets

Passport's mobile solution can be configured with a preloaded, closed-loop wallet, enabling customers to easily create and manage a digital wallet directly from the application, to be used among other available payment methods. Many clients have utilized this feature to minimize physical interactions for payments and transition toward a digital solution that is easier to fund and manage. This wallet allows customers to pre-load a larger sum of money onto their account, which will then be debited each time the parker pays for a transaction via mobile wallet. When customers use this option,



the City will receive the full value added to the customer's wallet the moment it is purchased, regardless of when they use it to park. The digital wallet is dually advantageous as it saves the City money on merchant processing fees and it allows the customer to avoid multiple small charges for parking sessions as the full value of the wallet is authorized at once upon re-load, as opposed to each individual subsequent transaction.

City administrators can create and manage wallet offers in the back office. Wallet offers can be set up with City-specific configurations such as preset wallet amount requirements, minimum recharge amount requirements, auto-reload capabilities, and other settings. Once the wallet is created, customers will be able to purchase a wallet to use for parking sessions.

PAYMENT CONFIRMATION

All customers will be required to confirm their payment when starting a session. The confirmation page clearly outlines the zone, space number (if applicable), vehicle parked, start time, end time, parking fee, convenience fee, and payment method. When the parker confirms the details, the payment method will be authorized by the gateway. Any payment method that is incorrect, fraudulent, or has insufficient funding will be denied and the customer will receive a notification that payment was not confirmed and the "Active Session" screen will not appear on the app. After a session is completed, they will receive an email receipt detailing their session. All previous parking sessions will be accessible from the History screen within the app. All receipts can be accessed at any time, with the option to resend via email as needed.

NOTIFICATIONS & EXTENSIONS

Once the parker has started their session, an Active Session tile will show on the app's main screen which shows the zone, session end time, and other key details about the session. As the session nears its end time, parkers will receive a notification from the app reminding them that their session ends soon. Depending on the City's preferences, parkers can be given the option to remotely extend their time upon notification of nearing session expiration. Limits can be set on extensions by the City to help increase overall parking compliance, encourage parking turnover, and ensure customers are not abusing this convenience. Passport's app does not charge the customer's credit/debit card until the end of the session, meaning that extending a parking session only incurs **a single charge** for the parker and **a single merchant processing fee** for the City.

UTILIZATION SUCCESS STORIES

Below are some examples of the success of Passport's mobile app, which has been implemented in thousands of locations nationwide and has experienced high app utilization rates. The City of White Plains, NY, with the help of Passport's marketing expertise and exceptional customer support, went from 7.3% utilization with their former provider, to 45% utilization using Passport Parking, within 1.5 years of the switch. Passport also helped the City of Savannah, GA transition from physical meters to a mobile solution, resulting in \$200k processed in mobile sessions across 60k app sessions on a monthly basis in 2019. Finally, the City of Gainesville, FL, in partnership with Passport, experienced seven times the amount of mobile transactions and over eight times the value in mobile app revenue within the first six months of switching to Passport's solution. Passport is happy to provide additional case studies on the success of its products and services and is confident that the City will reap the same benefits.

USER & COMMUNITY ADOPTION



Paid parking is critical to create turnover, which helps businesses thrive, but residents who frequent these local businesses often voice their concerns about frequently overpaying to support these businesses. Passport Parking allows local merchants to validate their customers' parking sessions using discount codes. This creates a win-win-win dynamic for all parties involved; the City increases parking revenue, parkers are incentivized to shop locally, and local businesses gain another opportunity to reward loyal customers. Additionally, Passport's merchant validation program puts all of the tools necessary to create, manage, and track validations directly into the hands of the merchant, ridding the City of the burden of such management.

How Merchant Validation Works

1. Merchants load a balance on the validation account management site.
2. Merchants create codes for a predetermined amount to allow customers to discount their parking session.
3. Customers enter the code to receive a discount for their parking session.
4. Validation amount is then deducted from the merchant balance and transferred to the City.



Merchants of the City will be able to utilize their own version of the Passport back office to create discount codes and manage customer validation. They will create an account for their business with a payment method that will send funds to the City. Once set up, the merchant can create discount codes, setting the amount, expiration date, and customizing any restrictions as needed. Merchants can keep track of all codes that have been validated through their accounts and can recharge their accounts as needed.

Passport Parking User Interface Features

ACCOUNT MANAGEMENT

Customers will be able to easily manage all aspects of their account through the My Account page -- including contact information, vehicles, and payment options -- as well as see an entire history of their parking sessions. Here, they will also be able to edit their profile, access support tools, and update account settings. Please refer to the [Account Management](#) section below for full details.

SHORTCUTS

Quick Park

For repeat parkers, past sessions can be repeated in just one click with Passport's Quick Park. By recognizing parkers' patterns, the application will automatically pull up the parker's most used sessions -- including zone, duration, and payment method. Parkers can swipe through these sessions and easily repeat them. This lends itself to Passport's application being highly successful.

Progressive Profiling

Once customers download the app for free and create login credentials, Passport reduces the time taken for first-time payments through a method called progressive profiling. This is where Passport collects the minimal amount of data needed, as parkers only need to enter a valid email/phone number and payment information. Card payment information is only



requested once a transaction is initiated, in an effort to streamline the registration and avoid 'hang ups.' Passport has conducted thorough testing and found that this process ensures simple registration and promotes a rapid uptick in app adoption. Passport is the **only provider** that offers this simple registration process, which increases utilization for clients.

Recent and Nearby Zones

These features enable parkers to quickly initiate sessions based on their previous activity and location. "Nearby Zones" identifies parking locations when a customer is within 5 miles of a City zone, based on latitude/longitude coordinates configured on the back end. Customers will be notified to enable location services to take advantage of this time-saving feature. "Recent Zones" will display the customers last two zones based on their parking history for quick location selection.

END USER SUPPORT

Customers will have a number of resources available to help resolve app issues or concerns available 24/7 via the in-app "Support" page. Here, customers can access an FAQ page where they can begin typing a question or key word which will provide helpful information regarding the app technology and its functionality. Support also includes a contact feature that allows customers to submit questions or describe an issue, automatically opening a ticket with the Passport Support team and end users can also reach the Passport End User Support team directly from Monday - Sunday 8AM - 9PM EST via phone at (704) 817-2500 or by email at support@passportinc.com.

- **Pay by Web - The system must provide a website with the following requirements:**
 - **Participant must have the option to have a customized website (e.g. <http://www...com/NCPA>) or use the participant's standard website.**
 - **Support desktop and mobile browsers. *Comply.***
 - **When a user launches the website, it must:**
 - **Prompt for the username and password (for registered users). The website must have the ability to save the username and password locally on the device (PC or phone) to expedite future logins. *Comply.***
 - **Provide an interface to sign up as a new user. *Comply.***
 - **Upon logging in, the website must have the following options, with identical functionality to that of the mobile application:**
 - **Begin parking. *Comply.***
 - **Extend parking. *Comply.***
 - **Check account balance. *Comply.***
 - **Recharge account with credit card on file. *Comply.***
 - **Manage account. *Comply.***
 - **Transaction history. *Comply.***
 - **The application must have industry-level standards to encrypt and secure credit card and other personal data. *Comply.***

Passport Parking Companion Site

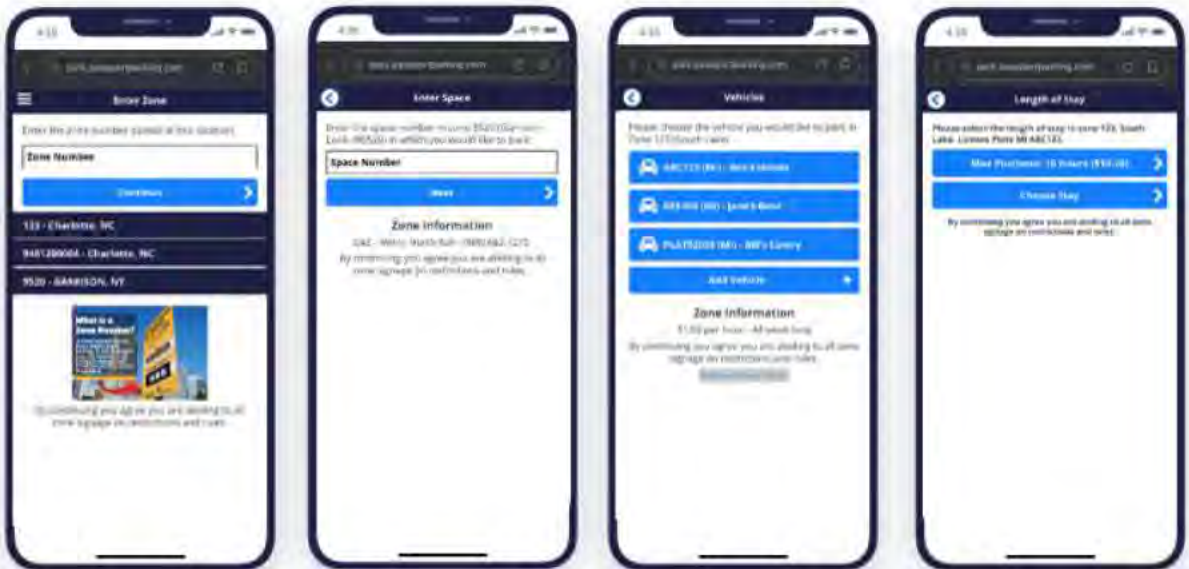
Passport's service offering also includes a parker-centric website, which enables users who are using alternative platforms or who do not wish to pay for parking via application. This website is available on all internet-connected devices and features all of the same core functionality as the mobile parking application. This enables customers to pay for parking via other devices such as laptops or tablets and is accessible via all modern web browsers. The site also mimics the same look and feel of the app enabling this population of customers to



have the same user experience as those using the app. Customers will access the website at <https://park.passportparking.com/park/> and follow the prompts to register if they are a new user, or will otherwise proceed to entering their phone/email and associated 4-digit PIN to log in to their account.



Once logged in, customers will enter the applicable zone number based on signage/decals in their parking area. Dependent on the particular zone, customers will either enter a space number or choose a license plate number that will be associated with their parking session.



Customers will select their duration either from predefined minimum/maximum options or through a custom duration selection. Please note, customers will be notified if they attempt to select a duration that exceeds the maximum parking allowed for that location and will be prevented from proceeding to the following screen. Customers will be required to confirm



their session prior to initiation, and the app will include all details related to the session -- including zone, location, space or LPN, start/end times, parking fee, convenience fee, and payment type.



Once initiated, an active tile screen will appear indicating the time remaining on that session. The screen will also include "Session Options" where customers can extend their session, stop their session, see any available discounts, and obtain additional information about the zone.



In regard to account management, customers will have all the same functionality as the mobile app. There is a full menu on the left-hand sidebar of the website (see third image



above) where customers can manage their parking account including the options below. Please also see [Account Management](#) below for additional details.

- Updating profile information
- Adding/removing payment options
- Adding/removing vehicle options
- Accessing support tools (submitting bug report, querying FAQs)
- View Passport's Privacy Policy and Terms & Conditions

Passport ensures security and privacy of data across all product offerings, including the smartphone application and the accompanying companion website. Credit card numbers are encrypted with AES-256 with a rotating encryption key and all sensitive information is stored in an isolated card storage database per best practices. All transactions are tokenized at the point of transaction, meaning that credit card information is encrypted from the time a user inputs data into the system. Passport's server then reads the tokenized information and sends the proper data to the merchant processor. Tokenization reduces the risk of credit card fraud in the event of a breach since there are no actual credit card numbers ever stored or transferred in the system.

- **Account Management - The system must provide multiple ways for a user to manage his or her mobile payment for parking system account. This section contains the requirements for account management.**
 - **All interfaces for account management must have industry-level standards to encrypt and secure credit card and other personal data. *Comply.***
 - **Users must be able to create and manage accounts through a website (desktop and mobile versions), mobile application, IVR system, and through a live customer service representative. *Partial Comply.***

While customers can create an account via IVR, they will not have access to account management through this method. Customers who registered through this method can access their account information via the companion website.
 - **Users must be able to create new accounts with the following parameters:**
 - **Username (email). *Comply.***
 - **Password *Comply.***
 - **Phone number(s). *Comply.***
 - **License plate number(s). *Comply.***
 - **Credit card number *Comply.***
 - **Billing name and address. *Comply.***
 - **Users must be able to access a history of all transactions made on an account and be able to view reports and receipts showing:**
 - **Date and time. *Comply.***
 - **Duration *Comply.***
 - **Rate *Comply.***
 - **Total amount. *Comply.***
 - **Payment method. *Comply.***
 - **License plate number. *Comply.***
 - **Meter/block/zone ID. *Comply.***
 - **Users must be able to configure reminders for session expirations, including the ability to:**
 - **Enable or disable reminders. *Comply.***
 - **Configure the type of reminder (SMS or email). *Comply.***



- **When funding an account, the system must have the ability to impose a minimum charge/recharge amount. *Comply.***
- **The system must have the ability to automatically notify a user and/or recharge the account if the account balance falls below a certain amount. *Alternatively Comply.*** The Passport parking application provides a prompt before a customer begins a parking session notifying them that their wallet must be reloaded to pay for the transaction. Additionally, customers are immediately notified if the credit/debit card being used has insufficient funds.
- **The system must be able to support both pay per transaction and pay out of a “mobile wallet” models. *Comply.***
 - **The participant must explain any difference in cost between these two models. *Comply.***

Passport Parking Account Management

Customers will have access to full account management regardless of whether they use the application or the companion website. Customers will create their account via phone number or email and a unique PIN. Customers are able to reset this PIN once successfully logged in. The application will keep the customer logged into their account every time the app is opened, making account management as convenient as possible. The website will save the username locally on the device, only prompting the 4-digit PIN, for expedited account access. Customers can easily log out of their account at any time.

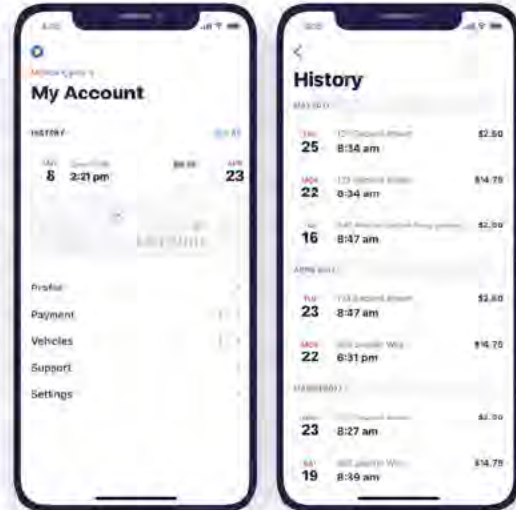
The account will include a **profile page** that includes the customer's name, phone number, installed app version number, and User ID. Customers can log out of their account from the profile screen.

Parkers can toggle a variety of other settings from their account:

- **Notifications** can be turned on or off as desired, via system preferences for the app of the device in use.
- For **language settings**, the app enables language localization, meaning it automatically uses the language based on the device's language setting, but can be changed at any time. Passport currently supports English (US), French (CA), Spanish (MX), and English (GB). If the phone's language is set to something other than English, Spanish, or French, the application will default to English.
- Parkers may create, manage, and delete **vehicles** associated with their account. During the create session flow, parkers may choose between using previously-added vehicles and creating a new vehicle, and will manage these saved vehicles within their account.
- Customers can manage their **payment options** to be used for mobile sessions. Only the 4-digit card tail will be visible and customers will not be able to edit the credit card number, but may delete cards and add new ones as necessary. Customers can also manage their digital wallets by loading additional funds into their account. From a cost perspective, transactions for customers using a mobile wallet will be authorized only once, at the time of wallet reload, and the City will receive the full value of funds at the time of reload. For card payments, the customer's credit/debit will be authorized for each individual transaction.

For **Parker Support**, the account provides FAQs, Terms & Conditions, and Privacy Policy. Parkers can contact Support directly via a 'Contact Us' link (iOS) or message icon (Android) that is visible on the FAQ screen.

All customers will have access to their **Parking History**, which displays a full list of all previous parking sessions that were initiated from their account. To view more details about a session in the list, parkers may tap into the session to see a full breakdown of session details, including zone info, start and end times, fees, and payment type. From here, a customer can resend a receipt, as needed.



Administrator Requirements

- **Administrator Portal - The system must provide a website accessible only to designed system administrators. *Comply.***
 - **Customer service representatives must be able to create and manage user accounts. *Comply.***
 - **Customer service representatives must be able to activate or deactivate mobile payment system user accounts. *Partial Comply.*** Passport's back office allows City administrators to deactivate/suspend accounts but does not allow for accounts to be activated by City administrators.
 - **Administrators must be able to run reports on transactions and accounts. *Comply.***
 - **Administrators must have an interface to query transactions for ticket adjudication purposes. *Comply.***
- **Reporting - The system must provide reporting functionality to designated administrators of the system. These reports must include data on:**
 - **Transactions made by:**
 - **License plate number. *Comply.***
 - **Phone number. *Non-Comply.*** Passport intentionally limits the exposure to Personally Identifiable Information in order to maintain its high standards of security and PCI compliance. There are other ways to recognize a specific user without risking the exposure of PII such as User ID or Transaction ID.
 - **Username/account number. *Comply.***
 - **Date and time. *Comply.***
 - **Duration *Comply.***
 - **Rate *Comply.***
 - **Total amount. *Comply.***
 - **Payment method. *Comply.***
 - **License plate number. *Comply.***
 - **Meter/block/zone ID. *Comply.***
 - **Account sign ups. *Comply.***
 - **Account charges/recharges. *Comply.***
 - **The system must allow reports to be exported to:**
 - **Microsoft Excel. *Comply.***



- Text files. *Non-Comply.*
- Database flat files. *Non-Comply.*
- Direct connection with another database. *Comply.*
- Reports must be available for viewing or download within reasonable time. The participant must provide performance metrics on its reporting tool, with scenarios such as:
 - Number of new accounts per week. *Comply.*
 - Amount of transactions per day by meter/block/zone ID. *Comply.*
 - All transactions in a calendar year. *Comply.*
- Parking System Inventory - The system must have the option for a web-based tool to manage the inventory of the parking system. This section describes the requirements of the inventory management tool.
 - The inventory must hold information on each meter/block/zone, including its:
 - ID *Comply.*
 - Address *Comply.*
 - Status (active or inactive). *Comply.*
 - Rate *Comply.*
 - Hours of operation. *Comply.*
 - Hours of restrictions. *Comply.*
 - Maximum length of stay. *Comply.*
 - Once a change is made to the inventory, the system must be either updated immediately or queued for update at a set time. *Comply.*
 - An administrator must be able to use the tool to manually update the attributes of a single meter/block/zone.
Alternative Comply. Passport offers complete visibility and discretion over the configurations for a particular zone. Passport's Product Support team can define unique attributes for the different zones across the City's parking environment. This could mean flexing parking costs based on time-of-day, implementing different minimum/maximum parking durations, or limiting/preventing parking extensions for each particular lot or parking location. These attributes and nuances are maintained by Passport's Product Support experts on the back-end, who have supported some of the most complex parking environments nationwide including Chicago, IL, Toronto, ON, and Boston, MA.
 - An administrator must be able to import a file to update the entire inventory.
Alternatively Comply. While Passport does not provide system updates to the entire parking inventory through a single-file upload, Passport will ensure that any necessary updates to the City's parking environment will be implemented by Passport's expert Product Support Team to ensure that inventory is kept up to date.

ADMINISTRATOR PORTAL

All Passport products are accompanied by the Passport back office system which will allow the City to manage and oversee its parking environment including monitoring sessions, managing wallet offers, and conducting analytics reporting. Passport's back office is accessible from any modern browser.



Security

All user interfaces require a unique user ID and password. The password's strength requirements include a certain number of characters and length. The default configuration is an eight character password containing one numeric character. The City may customize their password strength requirements, including length, upper case letters, lower case letters, numbers, special characters, and password expiration dates. During implementation, Passport will work with the City to establish password standards that meet City needs. The City can also create login credentials for its staff that match local credentials for a streamlined system from a system user perspective.

MAIN ADMINISTRATOR

The City will assign a main administrator that will have full discretion as to how system access is distributed. The main administrator will manage all other accounts including account creation, access control, and password resets. As the main administrator will have full access and control over the entire system, this designated person should hold a position of trust.

Access permissions will be defined during implementation and will thereafter be managed by the main administrator, as mentioned above. Within the back office, the "Roles" module allows the main administrator to change the back office access for an entire role. Common roles include: Accounting/Finance, Customer Service, or Enforcement team members. Based on those roles, the main administrator can set access controls, meaning access to specific functions and features can be "turned off" depending on a user's role within the City. Multiple roles can be assigned to one user.

AUDIT TRAIL

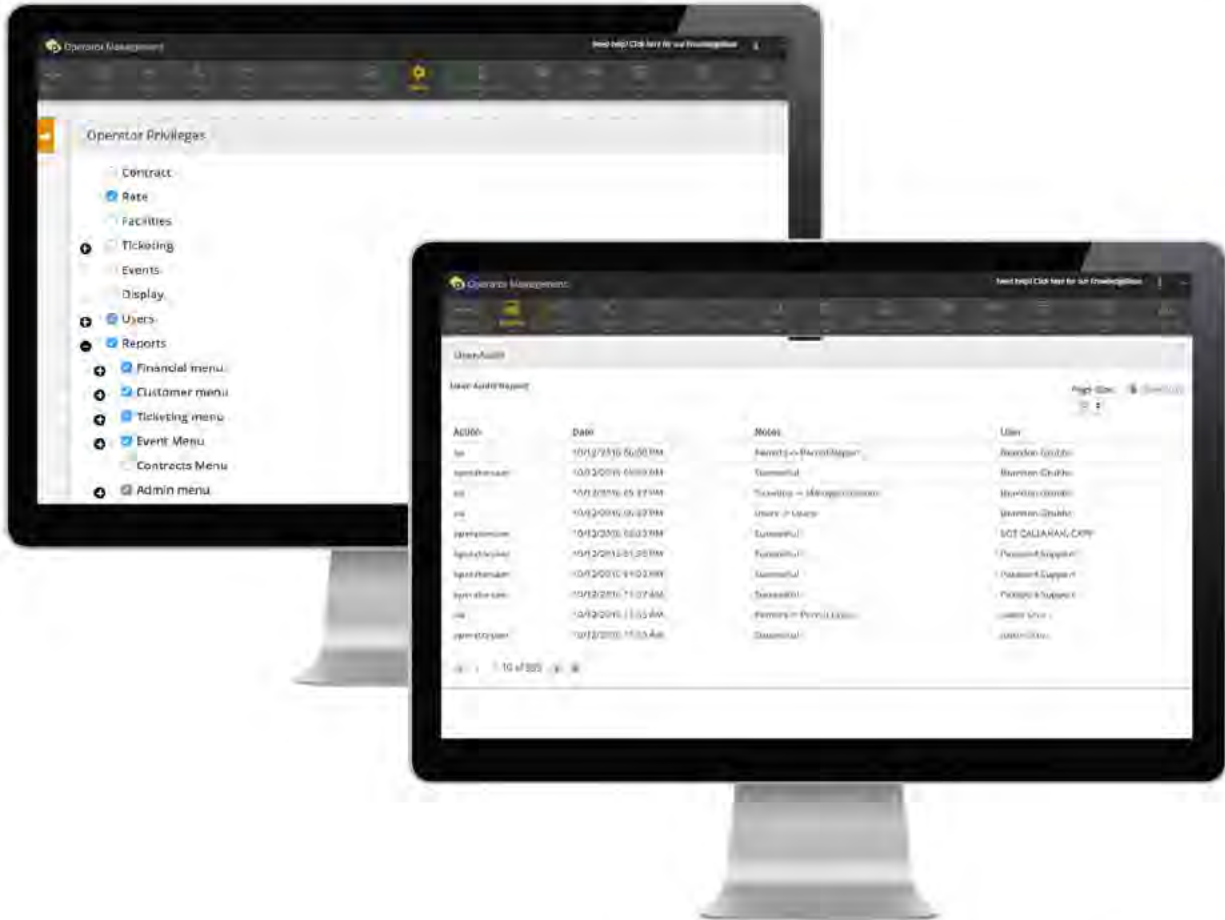
Each user will have a unique login ID and password credentials to keep an audit trail of all actions within the system and prevent impermissible access. Each time a user attempts to log in to the system, they must enter these credentials, and the login will record on the Admin Audit report. Through the back office "Reports" module, administrators can also run



the Admin Operator User report which displays changes to system roles or users (e.g. permission changes, system view changes, new users, etc.).

ROLE-BASED ACCESS

The back office offers customizable permission-based user groups for different levels of access for City staff, specific to their operational roles and responsibilities. In the interest of security, a role may only be able to have a certain dashboard view, reporting access, etc. when using the system, and the main administrator is capable of restricting access to every function and feature.

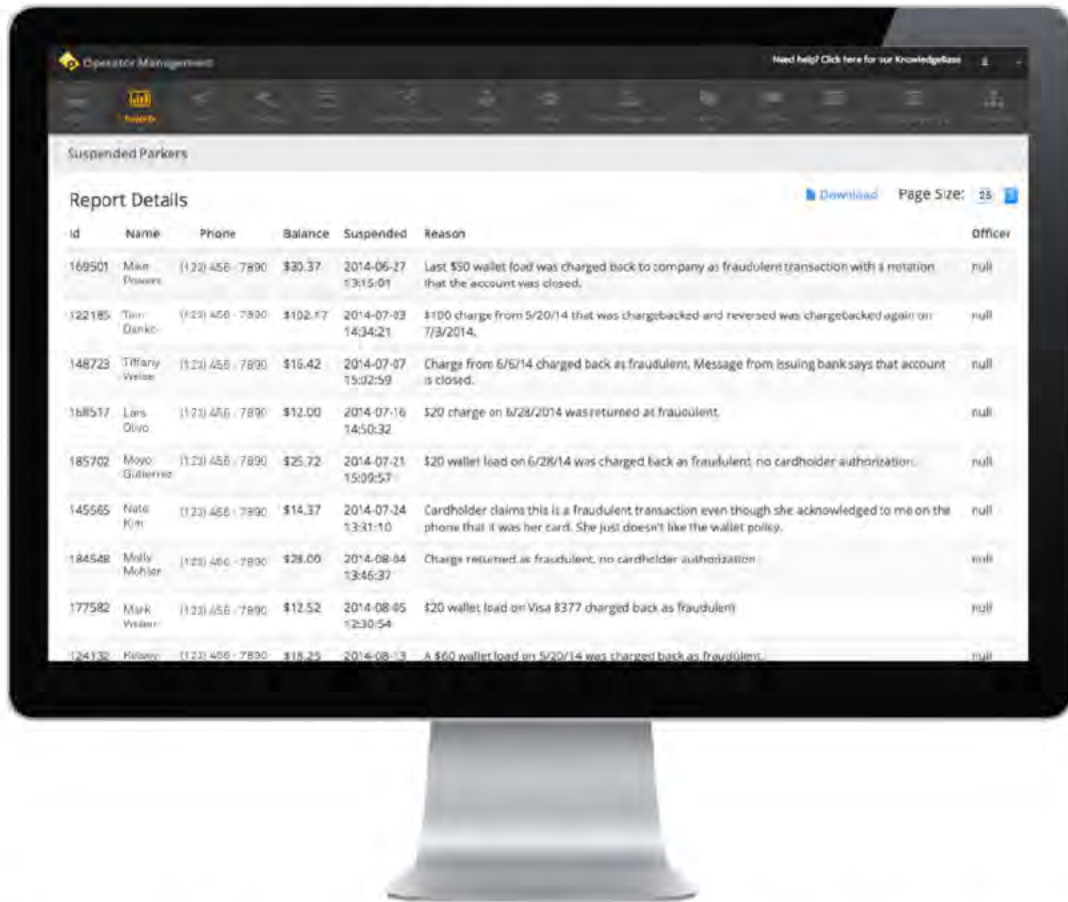


SUSPENDED PARKERS

Suspending an account temporarily prevents a parker from accessing their account. This is typically used where the parker has tried to use fraudulent payment methods in the past or has otherwise abused the system. To suspend the account, the operator will look up the parker in the back office. The parker's account page includes an option at the bottom to Suspend and requires a reason for the suspension. Once the reason is provided, the account will be suspended and a new box will appear on the account profile page listing the Suspension Information: date and time, operator, reason, and user. To remove a parker from suspension, the operator can look up the parker again and click "Remove" next to the



line item with Suspension Information. Once clicked, they will be asked to confirm their decision and the account is removed from suspension.



City administrators will have the ability to run reports on transactions, accounts, and query transactions for ticket adjudication purposes. Please see the [Reporting](#) section below for additional details.

REPORTING

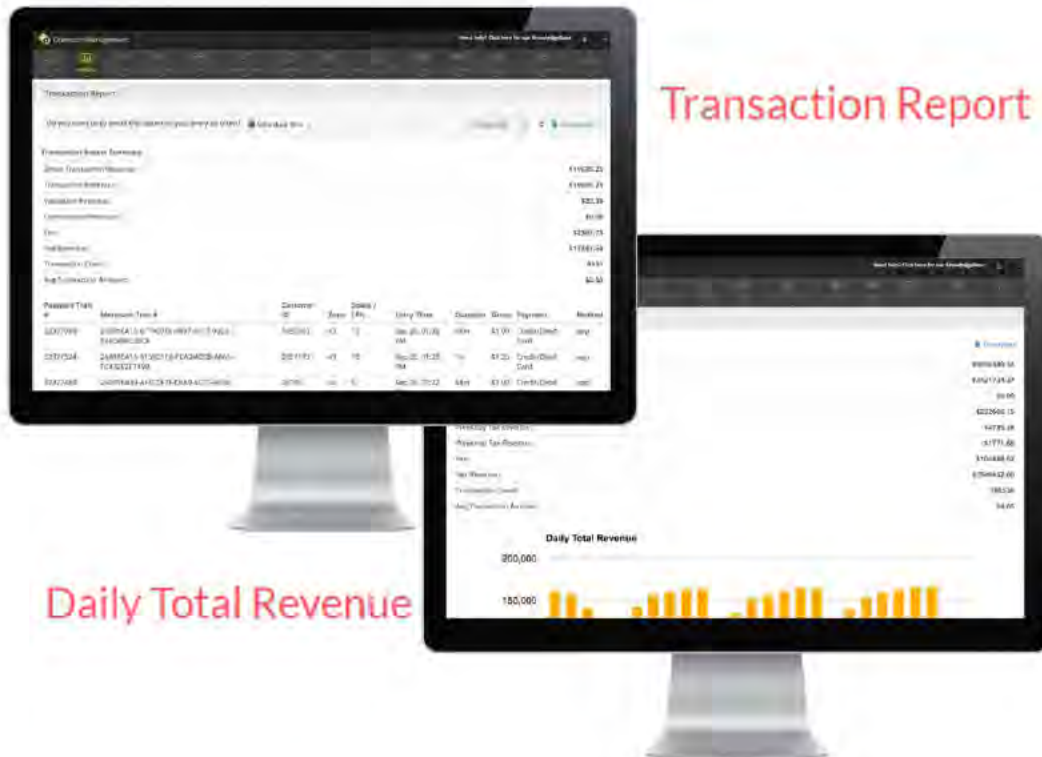
The Passport Parking back office comes stacked with the most robust reporting capabilities in the industry across its **25+ standard reports with unique data visualization tools**. Back office reports will allow the City to analyze their environment and make **data-driven decisions**.

Predefined Reports

Passport's predefined reports cover a myriad of topics related to the entirety of the City's parking environment. In running these reports, the City may choose the time frame, being as broad as all transactions and as specific as a given day. Below are examples of reports that Passport clients can access from any modern browser at any time.



Report Type	Description
Transaction Report	Provides detail of every transaction including the: <ul style="list-style-type: none"> • Space or License Plate number • Username/account number • Date and time • Duration • Rate • Total amount • Payment method • Meter/Block/Zone ID
Daily Total Revenue	Provides summary of transaction count and revenue by day
Summary by Zone	Report shows summary data by reporting zones, allowing the City to see information by pre-defined geographic areas
Validation Transactions	Details validation occurrences by local merchants
Merchant Report	Provides transactions based upon the date and time of merchant processing capture
Utilization by Space	Shows most utilized spaces
User Report	Report summarizes new and unique user activity of the pay-by-phone parking solution





Ad Hoc Reports

Aside from the predefined reporting, Passport will also work with the City to create custom reports. Whenever a custom report is generated for a specific City, that same report will be made available to all other clients.

From the web based back office, all reports can be downloaded at any time to Microsoft Excel files and emailed as necessary with the click of a button. The City can also schedule certain reports to run automatically and email to relevant staff according to a City-defined timeline. Passport's reporting functionality will provide the City with aggregated data to analyze trends, predict future progress, and implement City-wide initiatives backed by real-time insights.



As mentioned above, in the interest of security, a role may only be able to have a certain dashboard view, reporting access, etc. when using the system. From any modern browser at any time, City staff with access rights can access the back office Reporting module.

PARKING SYSTEM INVENTORY

As a Software as a Service (SaaS) provider, Passport does not provide parking meters or hold inventory for physical meters, however, Passport integrates with dozens of industry-leading single-space and multi-space meters providers the industry including IPS, Digital Luke II, Flowbird (CALE/Parkeon), MacKay, POM, among many others. Passport will work with the City to integrate with its vendors, as necessary, to share and streamline data across the City's parking operations.

Passport will update all block/zone information for all data points listed above. During implementation, Passport will work with the City to define its parking zones, rules, and restrictions in accordance with City business rules. Passport's mobile payment solution empowers clients to support their dynamic parking environments and the people that travel within them. Passport offers complete visibility and discretion over the rates in place throughout parking locations. This includes managing various rate structures, overriding rates for events or holidays, and implementing new rates with the assistance of Passport's Product Support experts. The following examples demonstrate some of the rate configuration capabilities utilized by Passport clients:

- *Multiple Time Limits/Day:* Passport can easily accommodate multiple time limits in a given day. Rate Chains can be for as short as a minute or as long as a day, given the regulations on that blockface. This allows Passport to configure the most complex rates, including multiple time limits in a day, increasing rates, and prorated rates. Additionally, with Passport Parking, the parker will be able to clearly see the change in rates based on the time of day.
- *Event Rates:* The City can create event rates, which will override existing rates, to easily accommodate special events and capture additional revenue. The event rate selects a particular zone with a specific start and end time and rate start time. The City will also have access to an Event Summary Report, which will show the revenue



captured from events within a specific time frame, the number of transactions, and deeper dives into individual event details.

- **Holiday Rates:** Passport can accommodate holiday parking through either free parking, custom rates, or through parking restrictions which will be set up during implementation. Once rate changes or parking restrictions based on a particular event or holiday are put into place, Passport offers zone notifications that can be configured for a specific time period which will alert users when they enter an applicable zone.
- **Minimum/Maximum Durations:** Passport can work with the City to define a zone's minimum (e.g. 15 minutes) and maximum parking duration and is able to configure the rate such that users are able to select increments up until the maximum parking time, depending on how long they intend to park.

Implementation of Rate Changes

The timing of rate configurations can vary depending on the complexity of the change, however, once changes to rates are configured by Passport's Product Support team, these updates can be pushed into the live environment effective immediately or scheduled for release according to a City-defined date/time.

Other Technical Requirements

- **Data Security - The system must exercise industry standard protocols to ensure the protection of any data stored and transmitted in the system, including:**
 - **Securing physical servers, storage, etc.** *Comply.*
 - **Firewalls to protect against unauthorized access.** *Comply.*
 - **SSL encryption on websites.** *Comply.*
 - **PCI PA-DDS level 1 compliant on all applicable data.** *Comply.*
 - **SAS 70 Type II certified before the Notice of Award.** *Comply.*
 - **The participant must minimize NCPA's exposure to sensitive data, such as:**
 - **Credit card numbers.** *Comply.*
 - **Personal information of users.** *Comply.*
 - **The participant must describe its data security plan and disclose any breaches of security.** *Comply.*

Passport's core competency is mobile payments and has therefore made every effort to ensure a secure payment experience. These efforts include PCI-DSS compliance, SSAE No. 18 audits, and white hat testing by a big four consulting firm.

Passport utilizes both Open Web Application Security Project ("OWASP") and Web Application Security Consortium ("WASC") to stay up to date on the latest security news and vulnerabilities that may affect its services. Passport also utilizes Ubuntu security email distributions for information related to vulnerabilities specific to its operating system.

PCI-DSS COMPLIANCE

Passport maintains PCI-DSS Level 1 Version 3.2 compliance and will continue this top level of security throughout its lifetime of business. At its core, Passport is a payments company, so privacy and security are considered foundational. Please see *Vendor Certifications* above for Passport's PCI Compliance Certificate.





DATA OWNERSHIP

There are four different types of data involved with Passport's solutions, and data ownership is determined by the type of information involved. Please see below for explanation and ownership details:

- *Operational Data* is data specific to the City's operations that is provided by City to Passport. The City owns this data and permits Passport to use it. (e.g. rates, cost of ticket, etc.)
- *Personally Identifiable Information (PII)* is information that permits the identity of an individual to whom the information applies to be reasonably determined or inferred by either direct or indirect means. This data belongs to the end user. (e.g. LPNs, addresses, etc.)
- *PCI-DSS Data* is data concerning cardholder accounts; the card networks and/or the end user own this data, but Passport is permitted to use it and is obligated to secure it in accordance with PCI-DSS.
- *Activity Data* is data generated through Passport providing services to the City, and by end users' interactions with the services or with Passport directly, that is not otherwise PCI-DSS information or PII. This data is owned by Passport, but Passport can agree to expose or otherwise make available some of it to the City for its internal use.

All mobile pay session data will be accessible to the City in real-time through the back office. Access to certain data can be set with access rights depending on the employee's title. Upon termination of the contract for any reason, the City will be able to extract historical data as it relates to the future of City's parking management. Once the City has exported all necessary data, Passport will have all data purged from the system.

DATA BREACH PREVENTION

Passport is first and foremost a payments processing company, bringing this service to its clients through its advanced technology. In order to do this effectively, security is paramount to operations at Passport. Passport processes over 1.9 billion mobile payments, all while going above and beyond required security measures to provide peace of mind to cities, parkers, violators, permit holders, and riders.



- *PricewaterhouseCoopers* has conducted ethical hacking on Passport's system.
- Passport hires *A-LIGN* to assist in meeting specific auditing and security assessment needs. *A-LIGN* helps navigate security standards for credit card transactions and ensures that Passport continually meets and exceeds those standards.
- Passport utilizes *Secure Socket Layer (SSL)* to securely transfer sensitive data between the application and servers. *SSL* is the standard security technology for establishing an encrypted link between a web server and a browser. This link ensures that all data passed between the web server and browsers remain private and integral.



- Passport is listed as a *certified gateway provider* on both Visa and Mastercard's national registries. Additionally, Passport is recognized as a sponsored service provider for both companies.

In addition to these security measures, Passport utilizes multiple levels of security to secure against data breaches and/or theft – including VPN, encryption, intrusion detection, penetration testing, and file integrity monitoring.

ROLE-BASED ACCESS

All Passport user interfaces require a unique user ID and password, to ensure that data is safeguarded from unauthorized access. The password's strength requirements include a certain number of characters and length. The default configuration is an eight character password containing one numeric character. The City may customize their password strength requirements, including length, upper case letters, lower case letters, numbers, special characters, and password expiration dates. Each security measure plays a specific role in preventing access to data that resides in the system and allows clients to fully trust their partnership with Passport.

AMAZON WEB SERVICES

Through partnership with AWS, Passport stores all data securely, with both electronic and physical measures in place. Only Passport has access to stored data, which is encrypted and protected by firewalls. Passport has built the infrastructure of its technology to maintain system uptime in the event of even the most severe technical problems.

Passport, in partnership with AWS, safely stores all data electronically in the cloud. In addition to encryption methods and firewall protections, AWS employs physical security measures to protect stored data, including restricted access based on a valid business justification and and physical access points recorded by CCTV.

- **System Availability - The system must provide redundant/failsafe servers which ensure at least 99.9% uptime of all components of the system, including:**
 - **IVR, including the availability of live customer service representatives. Comply.**
 - **Mobile applications. Comply.**
 - **User and administrator websites. Comply.**
 - **Integration with existing multi space meters (only for the integration part for which the participant is responsible). Comply.**
 - **Integration with existing enforcement systems (only for the integration part for which the participant is responsible). Comply.**
 - **The proposed system must be able to handle up to 50 million mobile payment transactions per year, including up to 12,000 transactions per hour. Comply.**
 - **The system must provide system uptime reports from the past 4 years and also provide a plan to scale the system to support additional users and transactions. Comply.**

Passport is constantly pushing automatic updates, storing backups, and making overall improvements to its solutions and services without interrupting its 1200+ clients. If there were to be any issue that caused interruption for the City, Passport has automatic backups stored for real-time restoration so that the solution can continue to work for the City while Passport's engineers work out the issue.



AMAZON WEB SERVICES

Through partnership with Amazon Web Services (“AWS”), Passport stores all data securely, with both electronic and physical measures in place. Only Passport has access to stored data, which is encrypted and protected by firewalls. Passport has built the infrastructure of its technology to maintain system uptime in the event of even the most severe technical problems.



SYSTEM BACKUPS & REDUNDANCY

All Passport systems and data are hosted on redundant servers that replicate and backup data on a recurring basis to ensure systems stay functional. Passport has built its technology framework to endure even the most critical technical problems to maintain system uptime. In the event of a natural disaster or power failure in its East Coast server, Passport will automatically utilize the other active server, with no lag in performance. Passport’s system of internal quality control and ongoing system maintenance ensures any technical issues experienced are never critical to revenue or overall system functionality. In the event a technical problem does surface, Passport has dedicated staff and established procedures in place to resolve every issue as quickly and thoroughly as possible.

DISASTER RECOVERY

Passport maintains a comprehensive IT disaster recovery plan, which is formalized and assessed regularly. The plan covers all essential and critical infrastructure elements, systems, and networks in accordance with key business activities. The disaster recovery plan covers a myriad of potential threats and disasters to the system, as well as the remedial actions that should be taken in the event of disaster. Passport has contemplated and planned for every possible scenario, including failures of each partner in the process. Should a disaster occur, Passport’s Disaster Recovery Team will assess the situation and is responsible for establishing facilities for an emergency level, restoring key services, recovering to business as usual, coordinating activities with third parties, and creating the incident report.

To prevent disasters from happening, Passport undergoes a number of preventative checks and verifications. These checks are run alongside the production database, looking for anomalies and discrepancies in the system. Following any incident requiring the Disaster Recovery Team, a report is generated outlining the incident, the people notified, the actions taken, the outcome, and a full assessment of the effectiveness of the recovery as well as a breakdown of “lessons learned.”

SCALABILITY & UPTIME

Passport has the ability and know-how to scale in each installation, expertise in processing massive transaction volumes, and is constantly updating and improving its technology. This has resulted in Passport being able to:

- Support 96 unique mobile pay applications, one being Montreal, QB which is one of the highest utilized applications (65%) in North America, with over 1 million transactions per month
- Process up to 400k parking transactions on peak days or approximately 16.6k transactions per hour

Passport clients do not have to proactively seek system upgrades and improvements and will not have to wait to take advantage when they occur. All components of Passport’s



solution maintain an uptime of approximately 99.92% and 99.9% uptime over a six-month period. As a software solution, Passport is able to continually and remotely innovate, install, and manage all software upgrades for its product, which is maintained by a team of in-house designers, product managers, and engineers.

Integration

- **Multi space meters - The system must be able to communicate with the back office system of the existing multi space meters. The system must have the following requirements:**
 - **Send each transaction to the existing back office system or a 3rd party system as it happens in real-time. *Comply.***
 - **Accept transactions sent from the back office system or a 3rd party system. *Comply.***
 - **The participant must provide examples of data formats and delivery methods used to communicate transactions to and from external systems. *Comply.***
- **Enforcement - The system must be able to communicate with any enforcement system. The system must have the following requirements:**
 - **Allow a device to query the payment status of a vehicle through its license plate number using an API provided by the vendor that is compatible with:**
 - **Android *Comply.***
 - **iOS *Comply.***
 - **Blackberry *Comply.***
 - **Windows Mobile. *Comply.***
 - **A platform agnostic web service. *Comply.***
 - **Allow a device to query a list of paid vehicles through a meter/block/zone ID. *Comply.***
 - **Allow a license plate recognition system to query the payment status of a vehicle through its license plate number. *Comply.***
 - **Pull or receive a list of license plate numbers flagged by law enforcement. *Comply.***
 - **The system must be able to send an alert when a matching vehicle makes a parking transaction. *Comply.***
 - **The participant must provide examples of their enforcement integration models with other clients. *Comply.***

As Passport grows as a company, so does the reach of its capabilities within its clients' parking and mobility operations. Passport currently has hundreds of live integrations with related providers and utilizes open Application Programming Interfaces (APIs) for easier future integrations with the intent to fully connect its clients' ecosystems. In addition to connecting to third party providers, Passport continues to expand its own offerings to create an end-to-end solution for its clients. Among the services being offered and available to the City are mobile payments for parking, full scale citation management, an online payment portal for citations and digital permits, and digital permit management. As a leader in the mobile payment industry, Passport has provided its parking application to hundreds of clients nationwide. Across this diverse client base, Passport has integrated with a number of citation management systems as well as permit and parking meter systems in order to provide cohesiveness across clients' entire parking ecosystems.

Passport integrates with dozens of industry-leading single-space and multi-space meters providers in order to support the most informed citation issuance for enforcement officers.



Passport integrates with all major meter providers in the industry including IPS, Digital Luke II, Flowbird (CALE/Parkeon), MacKay, POM, among many others. These ticketing integrations receive parking sessions from the meters which are pushed into Passport's system for enforcement using OpsMan Mobile. If the City has a different enforcement provider, Passport will work with that provider to deliver a seamlessly integrated experience. Passport's existing enforcement integrations include IPS, T2 Digital Iris, Duncan/Civic Smart, Data Ticket, Conduent, UPSafety, AIMS, and Gtechna to name a few. If parking enforcement officers are not all equipped with an internet-connected issuance device, Passport will provide the City with its *monitoring feature*, which tracks all active parking sessions and is available via any Android device.

Monitoring

The monitoring feature allows parking operators to determine active sessions by zone with the option to view sessions at the space-level for space-based zones. Each session will include the LPN or space number, how much time is left on the session, and the session status, such as active or near expiration. This is particularly helpful if the operator's parking enforcement software does not have connectivity and the enforcement officer needs to verify a parking session.



ENFORCEMENT INTEGRATION EXAMPLES



Passport is integrated with Genetec LPR technology, which is able to consume Passport Parking session data to ultimately use toward enforcement purposes. With this integration, when a parker pays with the Passport app, parking rights are automatically synchronized with AutoVu mobile ALPR enforcement units. All information is passed in real-time, thereby decreasing the number of parking ticket disputes and increasing compliance in payment from parkers. This integration is active in municipalities across North America such as New Westminster, BC, and Hudson, WI.



Passport is the mobile pay, digital permit, and enforcement provider for Salt Lake City and currently integrates with their paystation meter provider, IPS. Another example is Cincinnati, OH. Here Passport currently provides a mobile payment solution and integrates with its IPS enforcement solution. Passport also has a live integration with IPS in San Jose, CA.



Passport also provides its mobile payment solution in Chicago, IL and integrates with their existing citation management provider, Conduent, as well their paystation systems provided by Flowbird/Cale.



Passport integrates with Data Ticket in both Fremont, CA and Seal Beach, CA where Passport provides Mobile Payments. Passport is currently working with DataTicket as they implement in Pasadena, CA.



Passport currently provides a mobile payment solution for the City of Austin, TX and integrates with their existing enforcement provider, Brazos/Tyler Technologies, as well their paystation systems provided by Flowbird.



Passport has an existing integration with the City's enforcement vendor, T2 Systems, which is implemented in cities such as Sedona, AZ, Bartlett, IL, as well as the University of Delaware and University of Wisconsin at La Crosse, among others. For the T2 Flex enforcement application, T2 Flex initiates an inbound request to pull data from Passport's application, allowing officers to see mobile payment session data in real-time while they enforce.

Marketing

The Vendor must provide examples of marketing plans used in other cities or markets. In addition:

- **The vendor must provide an initial marketing plan to promote the use of the system, including details on the message, medium, location, and frequency of marketing.** *Comply.*
- **The vendor must provide a comprehensive recurring marketing plan.** *Comply.*
- **The vendor must supply all promotional and operational graphics, excluding the street signage used to identify meter/block/zone IDs.** *Comply.*

All marketing plans and materials shall be approved by NCPA prior to implementation. *Comply.*

Passport's marketing team will work closely with the City throughout the implementation process to develop a streamlined marketing plan that drives an impactful launch and long-term results. During the kickoff meeting, the marketing team will leverage its deep understanding of the parking industry, user preferences, and large-scale marketing plan execution to formulate a launch strategy that incorporates the City's unique needs and characteristics.

Passport will develop content around the transition that will be utilized in a variety of channels to market to end-users, including:

- PR
- Digital Banners
- Print Materials
- Social Media Content
- Email & Web Content

PASSPORT PARKING MARKETING PACKAGES



The Standard Marketing Package is complimentary for mobile pay clients and includes signage proven to educate users and drive the highest utilization rates. Premium marketing packages can be purchased, or tailored marketing plans can be prepared at the City's request. The Client Lifecycle Marketing Manager will work closely with the City to determine the appropriate marketing plan based on its needs.

	STANDARD	SILVER	GOLD <i>Most Popular</i>	PLATINUM	CUSTOM
Signage					
Signs	✓	✓	✓	✓	
Decals	✓	✓	✓	✓	
Best Practices Guide	✓	✓	✓	✓	
Public Relations					
Press Release (post on website and social media)	✓	✓	✓	✓	
Press Kit	✓	✓	✓	✓	Custom Marketing Plan
Press Conference / Demo				✓	****
Print Marketing					
How-to Flyer (3"x5")	Design File	Qty: 2,000	Qty: 3,000	Qty: 5,000	Consultation Required for Features and Pricing
Benefit Poster (8.5"x11")	Design File	Design File	Qty: 500	Qty: 1,000	
Validation Code Cards (3.5"x2")		Qty: 2,000 \$5,000 promo codes	Qty: 3,000 \$5,000 promo codes	Qty: 5,000 \$7,000 promo codes	
Digital Marketing					
Client Website Content & Consultation	✓	✓	✓	✓	
Website & Social Media Banners	✓	✓	✓	✓	
How-to Video (30sec)	Standard	Standard	Personalized	Personalized	
Radio					
Radio (FM) Spots				✓	
Experiential Marketing					



Street team	One Event	Two Events	Three Events
ONGOING SUPPORT			
Dedicated Client Lifecycle Marketing Manager	✓	✓	✓

*One round of design revisions are permitted, additional revisions are subject to the hourly rate of \$175.

Customer Service

- **End User Customer Service - The vendor must provide the following customer services to end users:**
 - **Live operators available 24/7 to create accounts and resolve issues.**
 - **Language support for:**
 - **English** *Comply.*
 - **Spanish** *Comply.*
 - **Customers looking to establish contact with a live operator must be provided the option at the start of a parking action.** *Comply.*
 - **Callers seeking a live operator must not be on hold for longer than 2 minutes.** *Comply.*
 - **Music and updated messaging must be provided during calls on hold.** *Comply.*
 - **Customers looking to find parking must be provided a web-based or mobile app based map, or other method of locating metered parking.** *Comply.*

Comply. Passport is able to comply with all of these requirements. Please note certain features such as specific hold music, live operator hold time requirements may have an added cost associated.

The vendor must provide a customer support plan that includes projected call volumes and number of support staff available. *Comply.*

- **NCPA Support - The vendor must provide the following services to NCPA:**
 - **Technical support during normal business hours of 8:30 am to 6:00 pm, (EST).** *Comply.*
 - **Engineering staff to perform development, testing, and deployment.** *Comply.*
 - **Response times of less than 30 minutes for urgent issues.** *Comply.*
 - **Resolution of urgent issues in less than 2 hours.** *Comply.*

The vendor must provide examples of development project plans and issue resolution processes with other clients. *Comply.* Please see the *Deployment* section below.

From an end user service perspective, Passport Parking provides unlimited access to parking history and account specifics through the Account page within the application. Customer Support is available 24/7 via the in-app Support screen. Here, parkers can access an FAQ page where they can begin typing a question or key word which will provide helpful information regarding the technology and its functionality. Support also includes a contact feature that allows parkers to submit questions or describe their issues, automatically opening a ticket with the support team.

Parker Support:



Monday-Sunday 8AM - 9PM EST

Phone: (704) 817-2500

Email: Support@passportinc.com

Critical issue after hours support for end users is available at: (866) 867-5881

The extent of Passport's support will be limited to questions related to the application itself. Passport will not answer questions related to the City's parking operations and will direct any parkers with those questions directly to the City. Passport technical support will also not issue refunds, which are considered to be a business decision to be made by the City. However, Passport's technical support will void payments in truly duplicative situations, where the parker unintentionally started multiple parking sessions.

The City may contact Passport's Product Support Team at any time for technical issues and for help with configuring operator settings within the back office. A pillar of Passport's service offering is its unparalleled support team, which assists parkers and clients across North America, including some of the largest installations in North America such as Chicago, Boston, Cleveland, Toronto and more.

Passport's Product Support Team will be responsible for all of the City's technical support issues. Support Analysts can be reached via email or phone at the numbers and email addresses below. Once a support case is opened, the Support Analyst will assess the issue impact and urgency to determine the case priority. Breakdowns of critical functions will be addressed immediately, determining the cause and implementing a solution as quickly as possible. All issues will be logged in Passport's internal issue tracking system and fixed according to priority. Depending on the severity of the issue, Passport will respond as follows:

Priority	Elements	Support Response
Severity 1 - Critical	Marked by problems or requests that: <ul style="list-style-type: none"> Crash the system completely; Corrupt data; Cause major functions or features to fail to operate; or Otherwise significant, material, and substantive. 	Upon case creation, Passport will dedicate resources on a continual, best effort basis to correct the problem within one (1) day of case creation. Passport will provide the City status updates every one (1) hour until the problem has been corrected.
Severity 2 - High	Marked by problems or requests that: <ul style="list-style-type: none"> Cause significant delays or Cause minor functions or features to fail to operate that is substantive, but not material. 	Upon case creation, Passport will dedicate resources on a continual, best effort basis to correct the problem within three (3) days of case creation. Passport will provide the City status updates every four (4) hours until the problem has been corrected.
Severity 3 - Medium	Marked by problems or requests that: <ul style="list-style-type: none"> Cause minor delays, but Do not inhibit the ability to use the service and are neither substantive nor material. 	Upon case creation, Passport work during normal business hours and use reasonable commercial efforts to correct the problems within five (5) days of case creation. Passport will provide the City status updates daily, or more



		frequently if requested by the City, until the problem has been corrected.
Severity 4 - Low	Marked by problems or requests that: <ul style="list-style-type: none"> • Are typically questions, requests for information or • Requests for rate changes, zone updates, consumables, etc. 	Upon case creation, Passport will work during normal business hours and use reasonable commercial efforts to correct the problems or fulfill the request within seven (7) days of case creation.

To contact the Product Support Team:

Monday-Friday 8AM - 7PM EST

Phone: (980) 939-0990

Email: help@passportinc.com

Critical issue support is available after hours via answering service phone: (866) 815-3043

Training

The vendor must provide training to personnel designated by NCPA and cooperating agencies in the following areas:

- **Use of payment methods.** *Comply.*
- **Use of any websites designed for users and administrators.** *Comply.*
- **Use of any enforcement tools.** *Comply.*

The vendor must also provide training for end users, including, but not limited to a frequently asked questions (FAQ) section and/or instructional videos on the vendor’s website.

Comply. Please see the *Customer Service* section above.

Passport takes a proactive, role-based training approach with client staff to ensure their overall readiness to effectively and efficiently use Passport’s web, mobile and hardware mobility solutions during and after system acceptance testing.

Adults retain approximately 90% of what they do! ¹

Passport’s approach to adult learning supports this statistic based upon its learning process. Passport builds learning solutions to support internal Passporters, Passport clients, and partners with the below approach:



- | | | | |
|---|---|--|---|
| <ul style="list-style-type: none"> • What is it? • Why is it important? • How does it impact me? | <ul style="list-style-type: none"> • Demonstration • Value Stream | <ul style="list-style-type: none"> • Perform the task/skill • Practice • Feedback | <ul style="list-style-type: none"> • Certification |
|---|---|--|---|

¹ From www.basicknowledge101.com

Passport's objective for all learning approaches is to provide the most effective and efficient learning experience so learners master the skill/behavior in the least amount of time.

Learning solutions are delivered in a few methods:



Instructor Led
(In-Person)



Virtual Instructor Led
via City classrooms or multiple
PCs



Client Success Center
(online procedure portal for
self-study or self-service)

The decision to use any of the three delivery methods separately or in combination with one another is based upon the functional roles within the City's organization, the learning activities required for certification, and the facilities & technology available for use. All will be discussed and refined with the City in order to create the best learning experience for the City staff.

Onsite and Virtual Instructor Led Training

Passport provides in-person, virtual and/or onsite instructor led training prior to testing activities and the Go-Live date to ensure the following:

- Those testing have the skills to use and provide testing feedback on the Passport mobility solution(s).
- Train and certify *Power Users* to support teams during and post the Go-Live launch.
- Train and certify *Passport Certified Instructors* to support teams where the best learning solution is the in-person experience during and post the Go-Live launch.

Over 95% of implementations are done remotely and Passport is extremely experienced in providing remote implementation and support for municipalities of all sizes. However, Passport is happy to offer on-site training as requested. Should this occur, the City will cover Passport's \$895 daily fee plus travel and lodging costs.

Passport Client Success Center

Passport provides an online Client Success Center for City staff to leverage on-demand 24/7/365. This houses all mobility solution(s) procedure manuals along with best practices and how-to videos.

Summary

Passport offers a comprehensive learning package to ensure City staff is educated and equipped to perform their roles successfully. Training is designed with the learner in mind and has built-in flexibility to account for different learning styles, roles, time constraints, and products, setting the learner up for success. With the Passport solution, the learning package ensures City staff can address minor hardware maintenance, appropriately handle operational issues, and use the software with ease.

ROLE BASED TRAINING



Passport provides a comprehensive learning program that focuses on how each functional role utilizes the specific Passport mobility solution(s). The goal is to increase the overall speed-to-proficiency of learners for the benefit of the City's overall productivity as an organization.

Passport will work directly with the City to refine and personalize Passport's current program curriculum to create the best learning experience for City staff.

To do this, Passport's learning program addresses three key knowledge inflection points for the City:

- A. Knowledge Readiness to perform **User Acceptance Testing (UAT)**
- B. Knowledge Readiness to **GO-LIVE**
- C. Knowledge Readiness to support **Business as Usual (BAU)** operations anticipating new hires, functional role changes and/or promotions

A. User Acceptance Testing (UAT)	B. GO-LIVE	C. Business as Usual
<p>In-Person, Virtual and/or On-Site training by Passport for:</p> <ul style="list-style-type: none"> • Key staff executing the testing for each area of the City 	<p>In-Person, Virtual and/or On-Site training by Passport for:</p> <ul style="list-style-type: none"> • Specialty roles (audit, accounting, management) • Creating <i>Passport Certified Instructors</i> - key staff that will train and/or certify the larger groups of staff for Go-Live readiness where in-person training is needed • Creating <i>Passport PowerUsers</i> - key staff who are the internal experts in the use of Passport solutions 	<p>Passport Client Success Center for online procedure manual access.</p> <p>In-Person On-Site training by the City's Passport Certified Instructors:</p> <ul style="list-style-type: none"> • Management, admins & back-office, IT, and accounting staff <p>Available: Annual re-certification of City Passport Certified Instructors</p>

NOTE: Roles and approaches can be adjusted based upon the City's guidance.

Below is an example of how training can be broken out for specific functions.

Function	Program Description	Delivery Methods
Management	Provides leaders and middle management with the skills and knowledge to leverage Passport's information solution set for the improvement of operations.	Virtual instructor led delivery with self-study
IT Team	Provides IT professionals with an understanding of the Passport system and how it is maintained and supported.	Virtual instructor led and in-person delivery
Accounting	Provides finance professionals with the	Virtual instructor led



	knowledge and skills to effectively and efficiently utilize Passport's system to support daily, weekly, monthly, and annual accounting routines.	delivery with self-study
Admin & Backoffice	Provides administrative professionals with the knowledge to use the Passport system to support reporting and general inquiries.	Virtual instructor led delivery with self-study

Deployment

The vendor must provide examples of deployment plans with other clients that include the following:

- **Development schedule.** *Comply.*
- **Testing schedule.** *Comply.*
- **Roll out schedule.** *Comply.*
- **Marketing schedule.** *Comply.*
- **Training schedule.** *Comply.*

The participant must provide a tentative deployment schedule for NCPA that includes all services. *Comply.*

The Implementation of Passport's products will be driven by the **Client Implementations** team. The Client Implementations team is made up of Project Managers and Implementation Consultants, whose sole responsibility is to quickly and efficiently launch products for clients.

During the implementation process, a Client Success representative will also be monitoring the project so as to be ready to take over after product launch. The Client Success team, along with Support Services, will be the main contacts for the City from the point of launch through the entirety of the contract.

During the Contracting phase, prior to Implementation, the Solutions Engineering team will work closely with the City to build the Solutions Design Workbook (SDW) and the Scope of Work (SOW). The SDW is used to gather all current parking regulations the City currently has in place (i.e. rates, time limits etc.) and the SOW is mutually agreed upon document laying out all the functionality to be provided via Passport's products and services as well as any custom configurations or integrations that will be implemented with the project. The details of the requested product and its features will be expressly documented and agreed upon between both parties within the SDW. The signed and completed SDW and SOW will be handed to the Client Implementations team to be used as the foundation of the Implementation.

Department	Team Member	Responsibility
Solutions Engineering	Solutions Engineer	Works with City during the Contracting phase to build the SDW & SOW which will outline exactly what the City will and will not be receiving from Passport.



Client Implementations	Project Manager	Works directly with the City and its stakeholders. Develops a tailored Project Plan outlining milestones, deliverables, roles, and responsibilities of key internal and external stakeholders.
	Implementation Consultant	Manages the technical aspects of the project including building rates, integrations, system testing, and configuration.
Client Success	Client Success Representative/Manager	Available to the City from the point of contract execution to expiration; provides continued support post-launch.
Support Services	Systems Analyst	Determining root-cause software flaws through case intake and research and developing technical solutions to improve product functionality for customer operations.

Passport has developed an implementation process that has successfully launched Passport's Mobile Payment for Parking solution in more than 5,000 locations in a timely manner. To keep the process lean, Passport maintains active integrations with 30+ software providers in the parking, enforcement, and transit industries as well as 15 major merchant processors. Passport designed its implementation process to be dynamic and flexible, while still maintaining quality.

The implementation process will be split into four phases: **Setup, Marketing, Training** and **Launch**, with a fifth phase happening pre-implementation during the Contracting phase: **Discovery**.

**If Applicable*

Implementation Phases	Key Milestones	Parties Involved	Deliverables
Pre-Implementation			
Discovery (During Contracting)	<ul style="list-style-type: none"> Complete Scope of Work Complete Solutions Design Workbook 	<ul style="list-style-type: none"> Client Solutions Engineer Sales Rep 	<ul style="list-style-type: none"> Scope of Work (SOW) Solutions Design Workbook (SDW)
Implementation			
Setup	<ul style="list-style-type: none"> Kick-Off Meeting Sharing of necessary information Build-out of parking environment 	<ul style="list-style-type: none"> Client Project Manager Implementation Consultant Sales Rep 	<ul style="list-style-type: none"> Project Plan Merchant Processing Application*
Marketing / Public Relations	<ul style="list-style-type: none"> Review Marking Package Manufacturing of signage/decals 	<ul style="list-style-type: none"> Client Project Manager Marketing / Design 	<ul style="list-style-type: none"> Signage Best Practices Marketing Package Signs & Decals Press Release*



Testing / Training	<ul style="list-style-type: none"> • Testing of parking environment • Hold all necessary training sessions 	<ul style="list-style-type: none"> • Client • Project Manager • Implementation Consultant 	<ul style="list-style-type: none"> • How-to Guides • Recorded training sessions
Launch	<ul style="list-style-type: none"> • Signing of System Setup Approval Form • Hand-off to Client Success & Support Services 	<ul style="list-style-type: none"> • Client • Project Manager • Client Success Rep 	<ul style="list-style-type: none"> • System Setup Approval Form • Hand-Off meeting

IMPLEMENTATION PHASE BREAKDOWN:

DISCOVERY

The Discovery Phase will take place throughout Contracting prior to kicking off the project. During this phase, Passport's Solutions Engineers will work with the client to build the Scope of Work document along with the Solution Design Workbook. These documents, along with the contract itself, will be handed off to the Service Delivery team.

Key Milestones:

1. SDW and SOW
 - a. Merchant Processing details
 - b. System configuration details
 - c. Call out all Integrations required
 - d. Financial documents (W-9, Tax Exempt, ACH)

SETUP

The Client Implementations team will use the aforementioned SDW & SOW to begin setting up the client's parking environment within the back-office system. During this phase, constant communication will be required by both parties to ensure the Project Manager & Implementation Consultant have all of the information necessary to complete the Setup.

Key Milestones:

1. Setup Merchant Processing based on provided credentials
2. Configure Operator settings and privileges
3. Configure all rates/zones/users
4. Set up Integrations based on SDW & SOW

MARKETING / PUBLIC RELATIONS

If necessary, a member of our Marketing team will work with the client to develop a Marketing Package that can be used across various mediums to inform local citizens about the coming improvements. Passport also provides complimentary branded signs and decals for new app launches. Signs are typically 12" x 18" in size, but can be customized to suit the client's needs. Decals vary in size based upon the make/model and available space for each meter and paystation.

**Key Milestones:**

1. Review Marketing Package
2. Approval and manufacturing of signs & decals (4-5 weeks)
3. Approval of the Press Release (if applicable)
4. All signs & decals are installed by the Client prior to launch

TESTING / TRAINING

Once the Setup is complete and the client's parking environment is built, the Project Manager and Implementation Consultant will schedule training sessions with project stakeholders.

Key Milestones:

1. Client and Passport perform testing of client's parking environment
2. Remote training is held between client and Project Manager via video and/or audio conference

LAUNCH

During Launch, the Project Manager will move the client's parking environment from a non-production to production environment, the hand-off to Client Success takes place and any agreed upon Marking materials will be published. Passport will not launch any product without the written approval of the client, which comes in the form of the System Setup Approval Form.

Key Milestones

1. Signing of System Setup Approval Form via DocuSign
2. Official Hand-Off meeting to Client Success and Support Services

Example Project Timeline:



**Please note all timelines are subject to change based on project complexity and agreed upon changes to scope.*

Additional Integrated Services

The vendor must incorporate additional integrated services and pricing to their proposal, including but not limited to:

- Digital virtual permit management system for monthly, residential, visitor and other parking related permits
 - The whole life cycle of a permit must be automated. *Comply.*
 - Registration, application, (auto renewal) payments, approval (if applicable), and issuance must be performed online. *Comply.*
 - Permits can be assigned to the vehicle's license plate number, send to the permit holder's smart phone or other mobile device or printed at home. *Comply.*
 - Online personal account for permit holder to update information and manage their account. *Comply.*
 - Waiting list and mass email functionality. *Comply.*

Passport's digital permitting solution was created to go hand-in-hand with Passport Parking and Enforcement, as an answer to the same question: how can Passport best serve municipalities in fulfilling total parking management? Adding Passport's digital permitting solution to the City's existing parking technology suite will help lessen overhead costs,

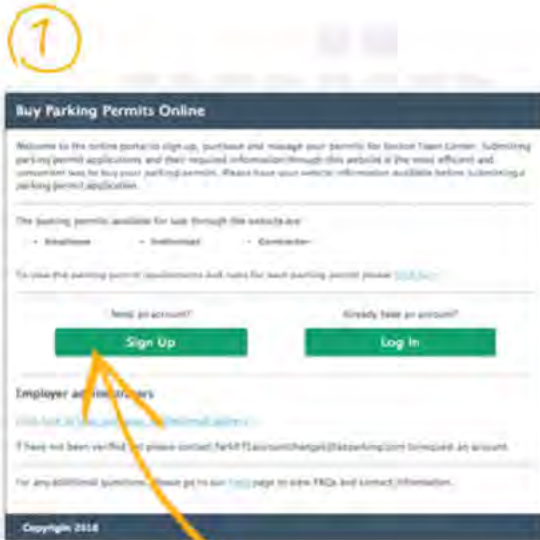


reduce waste, and allow for seamless management of a nuanced City permitting program. Passport's digital permitting solution allows applicants to apply and pay for permits online, which will then be tied to their license plate numbers and will take effect immediately or following verification by the City. As permits are tied to LPNs, enforcing permitting is exactly the same as enforcing metered parking in an LPN-based environment. Passport's permitting solution successfully powers over 50 complex permitting systems, including the New York City Housing Authority, demonstrating Passport's commitment to its product and ability to accommodate and scale to meet the needs of its many diverse clients. Regardless of the complexity of the environment, the application process will remain intuitive for the user and all data will be easily accessible and manipulated for the City's exact needs.

CUSTOMER PORTAL

The City will receive a clean, user-friendly website where customers can easily apply for, purchase, renew, and manage all permits. The Customer Portal will be completely branded to the City, with colors and logos, configured with client-specific permit types, permit cycles, and permissions. The web-based portal can be linked from the City's existing website. This site can be reached by any modern browser and is mobile optimized for access by any smartphone. Through this site, customers can register for an account in **under 1 minute**.

To register for an account, the applicant will enter their email address. Once entered, Passport's system will automatically generate a verification code that is sent to their email address. The applicant will need to enter and verify their PIN number to finish creating their account. Once verified, the applicant will be able to login using their credentials to apply or renew their permits in the future.



To register for an account, select "Sign Up" and then follow the screen prompts to enter and verify a phone number or email address. Once verified, create a PIN and start an application.

Select Permit

Applicants will have a pre-populated selection of permit types based on the City's environment, which the City will define during implementation.

Proof of Residence

If verification of status (residential, employee, etc.) is required to purchase a permit, the system can be configured to require documentation. The permit applicant will drag and drop the appropriate files to be uploaded to their application. The application will be sent to the approval queue, where a City administrator will be required to view, verify, and confirm the documentation. Once approved, the permit applicant will be charged for the permit and will receive a confirmation email including a billing receipt.

Address Validation

Passport can maintain a backend repository of valid residential addresses, provided by the City. As applicants input their address online, the system will enact workflows that validate these addresses against this file. This allows the system to enact address-based limitations



which automatically supplement in enforcing eligibility through document submission and verification.

Vehicle Information

Once the specifics of the permit have been detailed, the permit applicant will input their vehicle information. The permit will be linked to the vehicle's LPN, but to avoid fraudulent activities, such as sharing a license plate, Passport will also ask for the vehicle make, model, state of registration, and color. Passport's digital permitting solution can be configured to allow multiple vehicles to use the same permit.

The screenshot displays a web form with three main sections:

- Permit Information:**
 - Title: Residential Parking
 - Zone: Downtown Asheville
 - Rate: Monthly - Not Prorated
 - Valid From: 05/01/2018 thru 05/31/2018
 - Price: \$2.00
 - Availability: Available
- Vehicle Information:**
 - License Plate State: North Carolina
 - License Plate Number (LPN):
 - Make: Select a make
 - Model: Select a model
 - Color: Select a color
- Customer Information:**
 - Customer: Kikow
 - User Name: Cason
 - Address:
 - Address 2:
 - City:
 - State: North Carolina
 - Zip Code:
 - Phone Number: (801) 519-0990
 - Email: help@passportinc.com

Below the Vehicle Information section is a button labeled "Add Vehicle". Below the Customer Information section is a "Verification of Status" box with the text "Please upload a proof of residence" and a "Drop files to upload (or click)" instruction.

Application Summary

Following address validation, the permit applicant will be brought to an application summary page. This page will outline all permit details and the fees associated with the permit. Fees will appear as separate line items for the permit itself and credit card processing fees. The permit applicant will enter all relevant payment credentials in order to complete the purchase. The permit applicant can manage their stored payment methods at any time within the Customer Portal. For security purposes, only a 4-digit tail will be visible, and the applicant will not be able to edit the credit card number, but may delete cards and add new ones as necessary.

Subsequent Applications

If the permit applicant already has an existing permit and would like to add a second permit or renew their existing permit, they will visit the same Customer Portal, either through the City's parking website or by visiting the site directly. The permit applicant will log in using



their email address and PIN. Once logged in, they will have a view of all current permits with the options to renew, manage, change, or add a new permit.

PERMITTING FEATURES

Eligibility

Many permits require that the applicant prove a particular status: resident, employee, student, etc. In order to accommodate this, Passport's digital permitting solution can be configured to require applicants to upload documentation proving their status. The City can set a baseline requirement of the number and/or type of documents that may be uploaded with the application to demonstrate the applicant's status. Once uploaded, the documents will be available for approval and an email will be sent to the appropriate administrator for review. The City administrator will then go through each application in the approval queue verifying the documentation and the status of the applicant. Approvals may be done individually or in bulk, once the documentation has been verified. Once approved, the applicant will receive an email directing them to login to their account, find their "inactive" permit, and complete the purchase.

Multi-Vehicle Permits

The digital permitting solution allows permit applicants to add multiple vehicles to their account, where permitted by the City. The vehicle LPNs will appear in the citation management system as a valid permit and those vehicles will not receive a citation. This has the potential to allow both vehicles to park legally within the same zone using the same permit.

Fraud Prevention

All permits will be tied to the vehicle's LPN, eliminating the possibility of photocopying, or otherwise creating a fake hang tag or decal. Additionally, when applying for a permit, the City may require supporting documentation to establish the applicant's status as a resident or employee. If documentation is required, the City will have complete discretion as to the validity of that documentation.

Prorated Permits

Passport's solution allows for prorated payments based on the City's billing periods. For instance, if the permit billing period is one month and an applicant is approved for purchase on the 13th of the month, the applicant will only be billed for the remaining 17 days of the month.

Limits

Passport's digital permitting solution allows cities to limit the number of permits issued within specific parameters. Generally, permits may be limited by the number of permits that may be issued in a given type, cycle, or zone. Permit types include residential, visitor, employee, etc., whereas cycle refers to the duration of the permit's validity, and zone relates to the physical boundaries of the permit area. Once the City sets and reaches a limit, a waitlist will be created. Permit limits can also be manually overridden for specific use cases, such as government vehicles.

A specific use case that many cities identified, and Passport now offers, is the ability to limit the number of permits that each household may purchase. Particularly helpful with residential and visitor permits, this feature normalizes each address during the application process into a standard format. With this formatting, if more than a set number of permits



originate from a single address, that applicant will be prohibited from purchasing any additional permits for a set period of time. The number of permits and the time frame (per month, per year, etc.) are all configurable by the City to meet its specific needs.

Prerequisites

Passport is able to build prerequisites into permit types so that an applicant may not apply for a permit until they have fulfilled a separate requirement. For instance, with visitor permits, Passport's solution can require that visitor permit applicants have a valid residential permit in order to complete their purchase. The system will automatically implement these prerequisites, removing the need for interaction or verification by City staff. With these dependencies in place, the City can have full confidence that only valid applicants are receiving certain permits.

Rate Overrides

Passport's digital permitting solution makes it easy for the City to adjust pricing in accordance with demand. This feature is applicable anywhere where a permit type has similar rules related to cycle, duration, and proration, but has different price points throughout the City. Once the permit is set up in accordance with City rules, Passport can then override the price in specific zones. This will allow the City to maintain a clean application process with only a single permit type but adjust the pricing in areas with higher demand or which are otherwise more desirable.

Extensions

Passport can facilitate permit extensions in two different ways, depending on the needs of the City. The first option maintains the same permit number from month to month and merely updates the "Valid Until" date upon approval of another charge (additionally, the permit holder can opt into auto-extensions). These simple extensions give the permit holder the most flexibility, allowing them to approve the extension up to 7 days before the permit's expiration date. The second option is a renewal. Renewals are most often used when the City requires approval to receive a permit. The permit applicant will be required to log in to the customer portal, (also up to 7 days before expiration, if desired by the City) and reapply for the permit. All pertinent information from the previous permit application will be carried over to the new application and the application will flow to the back-office Approval Queue until it has been approved by the City. Both extensions and renewals will appear in the permit holder's "Trail."

PASSPORT DIGITAL PERMIT BACK OFFICE

All Passport products are accompanied by a back office which, from a permitting perspective, will allow the City to manage the entire permitting environment including adjusting permitting rates, approving applications, reconciling accounts, reporting, and automatically mailing renewal notices.

Once permit applicants create an account, provide all necessary information, upload any required verification documents, and pay for the permit, the information will flow in real time to the back office where administrators can use the Permit Approval Queue to manage all renewals and new permit applications for all permit types. The portal is also able to accommodate waitlists with automatic updates, notifications, and permit renewals.

Passport's digital permitting solution offers extensive configuration to meet City permitting needs and reflect the community using its permitted facilities. Within the back office, City



staff can establish permit types (e.g. customer, staff, visitor), cycles (e.g. monthly, annual), zones, pricing, and any City prerequisites or limits to purchasing permits. Permit configurations are defined and executed during implementation with the option for later edits by a main administrator, as needed.

Permit Waitlisting

The City can establish limits for each permit type or zone, each with an associated waitlist. Passport's digital permitting solution allows the City to automate its permit waitlist, while still leaving critical functions under City control. To set up a waitlist, the City will set a limit to the number of permits that may be purchased, which can be based on the permit type or zone. Once the limit is hit, a permit applicant can still complete their application, but instead of receiving a permit, they will be alerted of "No Availability" and that they were added to a waitlist. This waitlist can also be configured to show the applicant their status on the waitlist. Once a permit becomes available, the next eligible applicant on the list will be sent an email informing them to log onto their account to complete purchase. The City may control the length of time the applicant has to complete purchase before losing their waitlist opportunity. If the applicant fails to complete purchase in that time, they will be bumped to the bottom of the waitlist. Further, the permit back office allows permits to be manually deactivated by City staff. Deactivation of a permit for which a waitlist exists, will free up a space on the waitlist for the next eligible applicant.

- **Central database repository for aggregated parking data (analysis), central enforcement and integration of several parking methods and technologies, such as but not limited to:**
 - **Mobile payments for parking system.** *Comply.*
 - **Pay by plate (multi space meter).** *Comply.*
 - **Digital permit management system.** *Comply.*
 - **Enforcement** *Comply.*

All Passport products are accompanied by a comprehensive back office which will allow the City to manage parking operations. The back office will be the City's data hub, aggregating data from all front end interfaces (mobile application, meter integrations, digital permits, citation management and payment portal, etc.), which is accessible in real-time for analytics. The back office will be available at all times via any modern web browser, without the requirement of licenses or software downloads.

Driving the back office is a cloud-based software infrastructure that allows a variety of systems to communicate and coordinate through a set of standardized application programming interfaces, or APIs, in real-time. Passport's system has been designed for the future, with ability to directly integrate with advanced systems that the City may consider in the future including sensors, additional parking applications and other third-party parking vendors, as well as new and emerging modes of transportation such as micro-mobility services (e-scooters) and ride hailing systems.

An important feature of Passport's system is extensibility. ***The City is able to add any internet-connected system that aligns with Passport's public APIs, to share curbside policy, collect revenue, and generate insights from the data that the system aggregates.*** This capability gives the City unprecedented visibility into its operation, as well as the ability to add or remove technologies without undue burden or cost. Extensibility also means that the City will be well-positioned to dramatically increase transparency and visibility into its operations across the organization and with the public.



By implementing the enterprise suite of Passport products, the City will not only have a single backend system for its use, but it will be able to release a single front-end application to handle parking payments, permit applications, and paying for citations. This single source application will allow the parker to use the same tokenized and stored payment method to pay for permits and citations as it does to pay for parking. The data stored within the back office will be accessible for real-time reporting, on which the City can analyze and draw insights to inform parking changes and innovate technology.

- **Access for mobile payment users to gated parking facilities via:**
 - **QR Code, either via scanning within a mobile app or scanning at the gate.** *Non-Comply.*
 - **Near Field Communication (NFC).** *Non-Comply.*
 - **RFID or Proximity Cards.** *Non-Comply.*
 - **License Plate Recognition (LPR).** *Non-Comply.*

Passport is not currently providing QR code, NFC, RFID, or LPR technology for mobile payments users at gated facilities. On previous builds of its application, Passport has found that these functionalities do not add tremendous value for either the parker or parking operator and therefore were deprioritized for future releases.

However, Passport is an integration expert with dozens of active integrations as well as public APIs. Passport can work with the City to scope such integrations should they be necessary to the solution.

- **Electrical Vehicle Charging.** *Non-Comply.* Passport does not have features to manage those parking while using EV charges. Passport is a software based company, and is open to discussing any integrations with an EV charger management organization.



- **Event permit system, either via mobile payments for parking system (temporary event rate override of regular parking rates).**

Comply. Passport empowers its clients with full rate management through complete visibility into rate structures, the ability to override them for events, and the ability to create new rates with the assistance of Passport's product experts. For complicated rate changes and configuration, clients are able to reach out to Passport's Product Support, who will provide the City with an estimated completion date and updates throughout the process.

The following examples demonstrate some of the rate configuration capabilities utilized by Passport clients:

- **Multiple Time Limits/Day:** Passport can easily accommodate multiple time limits in a given day. Rate Chains can be for as short as a minute or as long as a day, given the regulations on that blockface. This allows Passport to configure the most complex rates, including multiple time limits in a day, increasing rates, and prorated rates. Additionally, with Passport Parking, the parker will be able to clearly see the change in rates based on the time of day.
- **Event Rates:** The City can create event rates, which will override existing rates, to easily accommodate special events and capture additional revenue. The event rate selects a particular zone with a specific start and end time and rate start time. The City will also have access to an Event Summary Report, which will show the revenue captured from events within a specific time frame, the number of transactions, and deeper dives into individual event details.
- **Holiday Rates:** Passport can accommodate holiday parking through either free parking, custom rates, or through parking restrictions which will be set up during implementation. Once rate changes or parking restrictions based on a particular event or holiday are put into place, Passport offers zone notifications that can be configured for a specific time period which will alert users when they enter an applicable zone.
- **Free Parking:** Zones and rates can be configured to allow parkers to prepay for parking in areas that have free parking for part of the day. For example, if the City starts charging for parking at 10:00am and a parker parks at 9:30am, the parker will have a window of free parking prior to paid parking hours. Passport allows this parker to start their session, but the first 30 minutes would be free and the payment would only be applied for any time after 10:00am.

Passport's solution consolidates the maintenance of parking zones, rate information, and payments in one system to help cities gain more control over their curb. Passport's system is composed of public APIs which unlock the ability for clients to maintain and update multiple parking payment options without the hassle of working in multiple systems of record.

- **Integrations with all major meter equipment, ticket software applications and sensor technology providers.**

Comply. Passport currently has hundreds of live integrations with related providers and utilizes open Application Programming Interfaces (APIs) for easier future integrations with the intent to fully connect its clients' ecosystems. Across this diverse client base, Passport has integrated with a number of citation management systems as well as permit and parking meter systems in order to provide cohesiveness across clients' entire parking ecosystems.

Passport integrates with dozens of industry-leading single-space and multi-space meters providers in order to support the most informed citation issuance for enforcement officers.



Passport integrates with all major meter providers in the industry including IPS, Digital Luke II, Flowbird (CALE/Parkeon), MacKay, POM, among many others. These ticketing integrations receive parking sessions from the meters which are pushed into Passport's system for enforcement using OpsMan Mobile. If the City has a different enforcement provider, Passport will work with that provider to deliver a seamlessly integrated experience. Passport's existing enforcement integrations include IPS, T2 Digital Iris, Duncan/Civic Smart, Data Ticket, Conduent, UPSafety, AIMS, and Gtechna to name a few. If parking enforcement officers are not all equipped with an internet-connected issuance device, Passport will provide the City with its *Monitoring* feature, which tracks all active parking sessions and is available via any Android device. Please see the *Integrations* section above for additional details.



TAB 8 - VALUE ADDED PRODUCTS AND SERVICES

Include any additional products and/or services available that vendor currently performs in their normal course of business that is not included in the scope of the solicitation that you think will enhance and add value to this contract for Region 14 ESC and all NCPA participating entities.

Passport is the Operating System that enables city leaders to manage vehicle interactions with streets and sidewalks. Since its founding in 2010, Passport has been helping clients tackle complex challenges with its advanced technology, powerhouse support team, adherence to security, and commitment to growth and scalability alongside its clients' changing needs. These areas of expertise along with the experience noted below will not only enable the City to support multiple mobile payment applications simultaneously, but effectively manage the interactions of all modes of transportation to create more livable and equitable communities.

Passport's Evolution to an Operating System

It began with the original private label...

In 2013 Passport pioneered the original private label application in the parking industry. Over the last decade, Passport has become the industry's leading mobile payments provider, affording communities the most effective way to control parking operations, regardless of size or nuance. Passport gained considerable knowledge and experience from implementing its mobile application in some of the largest and most complex parking environments across North America, starting with the City of Chicago (ParkChicago), and continuing on to include Toronto, ON, Omaha, NE, Detroit, MI and Portland, OR, among many others. Passport gained an understanding of the landscape of parking operations and mobility challenges on a national level and was able to use this experience to lay the groundwork for future innovation.



Passport's integration expertise followed...

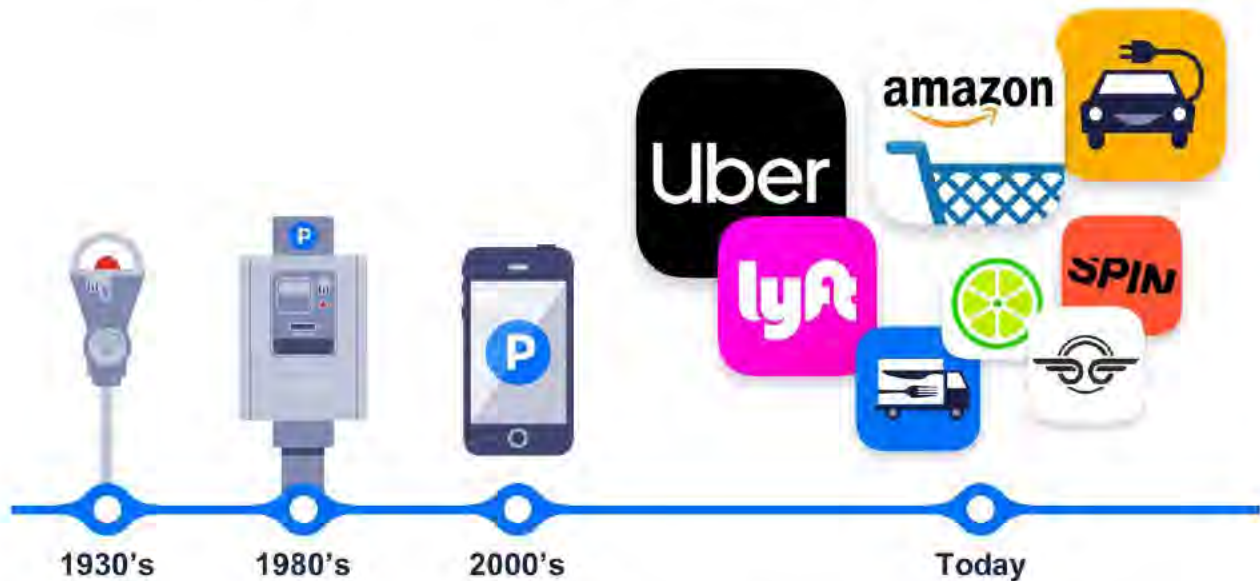
Over the last 10 years, Passport has engineered and evolved its platform architecture to support a multitude of rates, rules, integrations, and payments. Passport brings unmatched expertise for rate management and has been able to implement complex and variable rate configurations to support the needs of its client base. By focusing on clients and crowdsourcing best practices, Passport has gained invaluable business intelligence to power its solution across all parking environments.

Passport's experience has empowered the company to become an integration leader, integrating with the parking industry's biggest players including other mobile payment applications, digital pay stations, multi and single-space meters, enforcement and citation management systems, license plate recognition technologies, and more. This connectivity has not only provided comprehensive solutions and ease of management to clients, but has solidified Passport's understanding of industry needs and how parking ecosystems interconnect. With this foundation, Passport built standard, public APIs that enable cities to incorporate other systems into their parking environments with the Passport solution. Passport takes a standardized approach to its APIs, by maintaining proper documentation and allowing public access through distributed API keys. This approach makes it simple for clients to add new and emerging technologies to its ecosystem with little to no effort. Through the development of these APIs, Passport confirmed its commitment to delivering innovative technology that enables communities to remain connected while increasing convenience, efficiency, and compliance both today and tomorrow.



Then the mobility industry began to shift...

Society has become accustomed to digital experiences and many people expect and prefer them. Whether checking in for a flight, ordering a pizza, or paying to park – digital methods are the way people interact for services. As the world transitions to digital solutions, this causes a fundamental shift in how payment systems are enacted in public spaces. As an industry leader committed to innovation, Passport is tirelessly working to deliver digital experiences that are better, easier, and future-proofed, enabling Passport to adapt, grow and scale alongside its client partners.



Many communities, especially those like the City, incorporate several neighborhoods and accommodate thousands of citizens, parkers, and commuters on a daily basis. As areas become denser and develop more complex mobility ecosystems, it is imperative that solutions are enacted that can manage the streets and sidewalks. Passport has developed an Operating System that will put the City in control of simplifying operations -- removing complexity from managing multiple payment methods and providing a single backend system to house rules, rates, and restrictions for the parking environment. With Passport, enabling parking payments, increasing parking compliance, and incorporating innovation is simple.

This industry shift is happening in communities around the country and around the world, but the change has not been overnight. While this trend is seeing more and more nationwide recognition in the past several months, Passport has spent significant time and resources over the past several years researching and understanding the complex mobility challenges that municipalities face every day, including studying and working with key players from National Parkeer Register (NPR) in the Netherlands where multi-tenancy methods were successfully executed on a national scale.

Passport debuts its Operating System...

Passport's tenure as a company has uniquely prepared it to become a true end-to-end parking management solution. By creating and revamping technology, absorbing client feedback, and studying industry trends, Passport has been able to create an Operating System that will allow cities to effectively manage multiple mobile payment applications at once. The Passport Operating System reduces operational complexity by housing all rules, rates, and restrictions in a centralized portal which ultimately controls the entire parking environment using public and standardized APIs. This



means that cities can implement changes (e.g. rate change, zone closure, etc.) that will update universally across all integrated vendors, instead of working in silos to edit each individual application. In addition to programming the rates and policies by which approved partner applications will abide, the Passport Operating System will also aggregate transaction data across all connected vendors, empowering the City to gain insights into an entire operation. This setup empowers cities to boost payment compliance for parking, further digitize the parking environment, future-proof for upcoming innovations, and improve the overall user experience.

Passport's system has supported the concept of multi-app functionality for numerous years and has now begun the process of offering third-party application entry into environments controlled by the Passport Operating System. Several of the nation's largest cities are already offering this to their parkers today.

The Passport Operating System will provide unmatched benefits and convenience for both City stakeholders and the community of citizens and visitors that they are serving. Using the Passport Operating System, the City can rely on the system as a "single source of truth" to offer multiple parking payment options throughout their community. Parking rules, rates, and restrictions are maintained in this system which will be accessed by approved vendors through Passport's standard and public APIs. This ensures that regardless of which application a customer uses to park, that the same data will be received that is consistent with City business rules.

The Passport Operating System will also help City customers by creating a more enjoyable environment for people moving about the city. People expect a frictionless, secure, and reliable experience as they transact in their communities. Passport's system will provide extraordinary customer convenience by allowing customers to choose any (authorized) partner/application to move in and out of cities such as wayfinding applications, in-dash systems within their connected vehicles, popular retail and lifestyle applications, or traditional parking apps -- many of which are likely already downloaded onto their phones.

Passport Operating System

Future-proof platform that drives an ecosystem of innovation



Implementing An Open Ecosystem For Parking

By centralizing all critical functionality into a single system -- comprised of zone management, rates calculations, rules and restrictions logic, transaction data flows, and payments -- the Passport Operating System will allow the City to offer multiple payment options to end users with no additional operational overhead. Passport has opened its APIs to be public, which multiple approved vendors can access in order to provide parking payments natively in their applications. Passport's technology enables the City to accept payments from non-parking applications as well, unlike other solutions in the market. This distinction makes paying for parking a part of daily life instead of a standalone, dedicated experience. As parking sessions are initiated, Passport's system will consolidate all transaction data into its back end so that the City can monitor, manage, and analyze the parking environment holistically.

Passport understands the complexities of the parking industry and recognizes that one payment provider cannot address the needs of all municipalities, parking operators, and their users. The industry is quickly moving to an 'open payments' environment, where end users have multiple ways to pay, including via Passport's app as well as through competitor apps. Bearing that in mind, Passport encourages the City to support multiple payment facilitators so that paying for parking is as painless and convenient for parkers as possible, allowing them to potentially leverage apps they already use regularly.

The Passport Operating System not only supports open parking payment ecosystems, but provides public APIs that enable them to be successful. Any integrated partner can facilitate parking payments directly within their native user interface through a single integration with Passport's back-end system which houses the City's zone and policy data. These integrated partners will not only access this data to pull the correct information to transact parking sessions, but will also feed

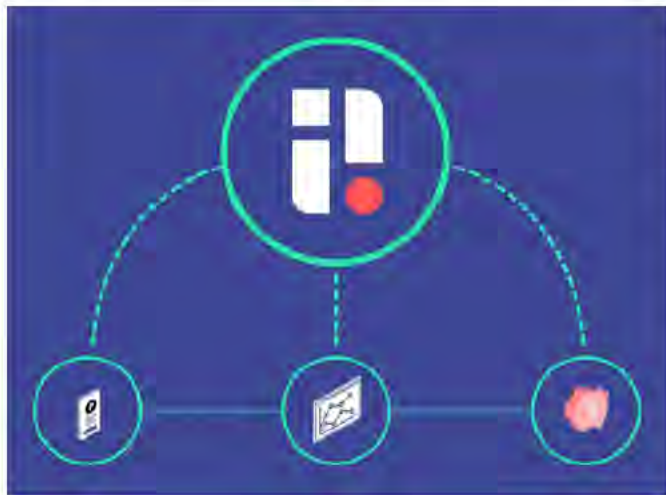


their data directly back into Passport's system, which will then be available to the City for real-time enforcement and management operations.

Highlighted below are some of the other powerful benefits the City can receive from implementing the Passport Operating System:

Secure & Integrated Payments

In addition to consolidating the maintenance of parking zones and rate information to help cities



gain more control over their curb, the operating system comes integrated with Passport Payments, eliminating the need for third-party gateways and non-integrated merchant processors, as well as the cost, confusion, and hassles associated with them. As the City's payments partner, Passport can help lower processing costs through its negotiated credit and debit card rates in the parking segment. Passport has negotiated specific pricing with each of the major credit/debit card providers due to the hundreds of millions of dollars it processes on an annual basis. Passport is then able to pass these reduced costs onto the City as well as providing faster access to its funds with daily settlement. Passport Payments

also ensures the highest level of security through the use of an advanced tokenization system that removes sensitive card details from Passport's processing environment. Passport is a registered, full-service merchant services provider, and is Level 1 PCI-DSS certified.

Dynamic Reporting

Passport's back office reporting empowers the City to keep a pulse on all third-party companies facilitating payments in the City's environment. The City will be equipped with the tools it needs to report on and manage all parking transactions generated on the Passport Operating System, regardless of whether the transaction was generated via Passport Parking or a third-party application. For additional information on reporting capabilities please see the [Multi-Source Reporting](#) section below.

Expansive Integrations

Passport is an integration expert, connecting with technologies across different facets of the parking industry. Passport is aware that cities have vendors/processes in place and fear that converting to different systems can sometimes cause operational headaches and disruption to current workflows. By providing an operating system with its own integrated merchant processing services, Passport will provide a much easier framework for City administrators to complete their day-to-day operations. The benefit and control that accompany **one system of record** cannot be overstated and Passport is happy to provide cost-savings analysis surrounding Passport Payments and welcomes discussions detailing how a transition from the City's current merchant processor would be executed.

Passport also maintains active integrations with more than 35 software providers in the parking industry including mobile pay applications (ParkMobile, PayByPhone, Google Maps, Google Pay, etc.), pay station/meter companies (IPS, Flowbird, MacKay, etc.), and multiple enforcement providers



(Duncan, Conduent, AIMS, etc.). In the event that the City ever changes providers for any of the technologies currently in place in the City's parking environment, it can rest assured that the Operating System will remain compatible. For additional information on Passport's integration expertise please see *Integrated Technology*.

As the City reviews Passport's response below, Passport encourages the City to consider the benefits that not only traditional parking applications can bring, such as PayByPhone and ParkMobile, but to also think beyond traditional parking applications. The Passport Operating System brings other applications/systems such as wayfinding, in-vehicle software, convenience apps, and more. In choosing Passport today, the City will position itself for an open ecosystem that will not only meet the City's needs today but also in the future.



PASSPORT OPERATING SYSTEM

Key Takeaways

- **Sole Source** - The Passport Operating System is the only commercially available software capable of securely, reliably, neutrally, and flexibly facilitating parking transactions across multiple applications, including traditional parking applications and any other city-approved 3rd party applications.
- **One source of truth** -- regardless of the number or types of vendors that the City partners with to facilitate payments, all vendors will pull data from the same public APIs and subsequently return transaction data to Passport's consolidated back end.
- **Expansive reporting** is available with the Passport Operating System, enabling the City to use real-time data to influence parking policy or the introduction of new technologies.
- **Integrated and secure payment processing** that is embedded into the system, making it simple to collect and manage daily credit and debit card funds -- and at a lower rate!
- **Frictionless and convenient customer experience** is afforded due to a wealth of parking payment options on apps they likely already have downloaded and use regularly.

For nearly a decade, Passport has been providing its mobile payment solution to cities, universities, and other entities of all different sizes and complexities. Passport has adapted its solutions to meet the changing needs of both its clients and the communities they serve. Passport's most extensive experience stems from its mobile parking payment solution, which supports some of the nation's largest cities, and this experience in configuring various nuanced rate structures across diverse communities has aptly prepared Passport to create the Passport Operating System. This one system will manage the payment for parking across multiple vendors/operators and will empower cities to better manage their streets and sidewalks through the use of public and standardized APIs.





The Passport Operating System is more than a centralized parking payment database; it will provide the City access to the following:

1. Real-time API-based communication with third-party applications (i.e. parking zones, rates, rules, etc.)
2. Centralized rate calculations, which enables integrations with non-parking applications such as: navigation apps, lifestyle apps, and in-dash infotainment systems)
3. Single merchant statement and streamlined funds flow
4. Single enforcement integration

Onboarding

Passport has a considerable partner network to help the City identify parking facilitators (“facilitators”) for its parking environment. These facilitators are third party applications that will interact with parkers throughout the City’s environment and will communicate with Passport when an individual is attempting to park. Once a parker has expressed a desire to park, Passport will represent the City in communicating the rules/rates/restrictions/pricing (as well as handling merchant processing) while the third party facilitators will represent the end user and properly communicate what Passport has shared with them to the end users. With third-party facilitation enabled, the City will get access to all integrated partners boarded onto the Passport Operating System. Prior to gaining API access, all partners are properly vetted to ensure they meet Passport’s required criteria, ensuring they introduce no additional risk to the system environment. Any qualified third-parties, for which the City wishes to facilitate parking payments, will need to go through Passport’s on-boarding process. The three steps to Passport’s facilitator onboarding process have been highlighted below:

1. First, the City needs to make a mandatory request to the third-party facilitator.
2. Second, Passport’s Business Development Team will work with the third-party facilitator to ensure they meet all the previously communicated rules and restrictions. Once this has been confirmed the Business Development Team will engage additional Passport resources to assist in creating the proper API integration.
3. Lastly, Passport and the third-party facilitator will work together to finalize all integration details prior to kick off of integration to confirm everything is set up appropriately.

Client Advocacy

In providing its Operating System, Passport will serve as an advocate to the City by creating an environment that is completely market-driven. As opposed to features promised via contractual agreements, the City’s customers will drive the demand for specific features and benefits, simply by choosing a certain app to pay for parking. This setup ensures that the City is promoting a dynamic environment that adapts with parking trends and industry growth, instead of committing to certain features in writing and being subsequently tethered to outdated features.

Furthermore, this open payments environment empowers customers to choose the application that best suits their parking preferences, which inherently fosters innovation among the approved parking payment facilitators in this environment. As these payment vendors aim to attract customers to their platform and add value to the parking experience, Passport is confident that any additive features enhancing the user experience or beneficial features the City wishes to offer to its community, will be available among parking options. Passport can also work with the City to procure any additional facilitators to the City’s parking environment. Should the City be interested in a specific functionality of a vendor that is not yet offered to City customers, Passport can work with



these vendors and onboard them as an integrated facilitator using Passport’s public APIs to transact parking sessions.



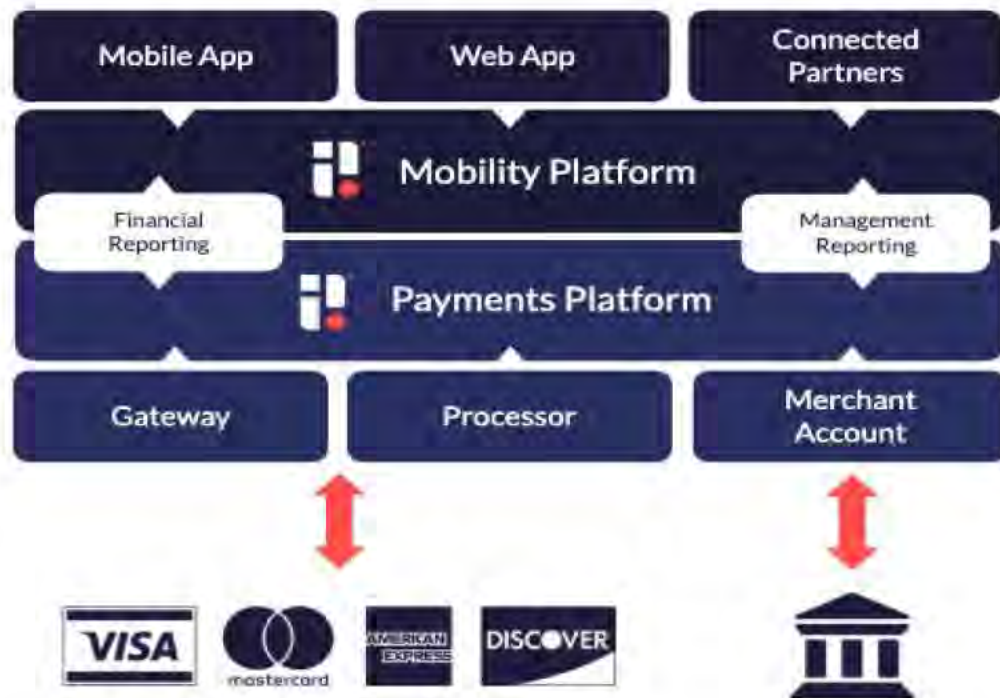
Finally, Passport’s vision of its Operating System and open payment ecosystem is to help City leaders manage vehicle interactions with streets and sidewalks. By providing multiple payment options, there will be an enormous public benefit as customers can use an app of their preference to move about cities. Passport has pursued payment facilitators that go beyond just parking applications, to reframe the way people think about moving throughout their communities, which include wayfinding applications, popular business retail apps, in-car dashboard systems, and more. Passport has intentionally pursued vendors/applications that serve a variety of purposes and offer a range of services to ensure that there is a solution for every situation and every person. The City can be sure that through the Passport Operating System, it will be deriving every benefit available in the industry to pass onto its customers.

Passport Payments⁵

The Passport Operating System comes integrated with payment services, eliminating the need for third-party gateways and processors. In choosing Passport for both parking and payment needs, the City will have the benefit of one partner for cohesion across its parking environment and end-to-end service connecting the Passport system to all the major card networks. As an enterprise solution, Passport Payments also provides an online portal for program reporting, maintenance, and managing cardholder chargeback requests.

With Passport as the payments processor, the City will eliminate the need, added costs and hassles of disconnected third party vendors. Unlike any other competitor, Passport manages the entire infrastructure of payments, allowing for a more reliable and stable environment. The City will also benefit from Passport’s specially negotiated rates through its partnership with the Card Networks.

⁵ Passport is able to provide its payment services in Cities that do not have or plan to have a multi-vendor environment.



LOWERING PROCESSING COSTS

As a parking and transportation expert, Passport has negotiated discounted credit and debit card rates that apply to small-transaction-size mobile pay parking payments. Additionally, with daily settlements to improve cash flow and flexible pricing options, Passport Payments offers the most competitive tools to meet the demands of the City's parking operation.

RELIABILITY

With Passport Payments as the City's processor, it allows for tighter control over the entire 'park -to-pay' ecosystem. This creates a more reliable solution versus managing separate gateways and processors. Passport operates the mobile app, mobile platform, payment gateway, merchant account, settlement, and reporting on an integrated platform, providing enhanced visibility and control across parking and enforcement programs.

STREAMLINED OPERATIONS

Passport Payments is integrated across the entire operating system -- including connected partners - making it simple to manage and collect daily credit and debit card funds. Choosing Passport to support both parking and payment needs helps reduce the number of handoffs and touch points that are needed with third-party processors and gateways ultimately improving the speed, security, stability, and accountability of your operation. City administrations will have real-time access to an online reporting dashboard and chargeback management system to manage financials in one backend, eliminating the need for ad hoc reporting queries. Additionally, the City will have access to dedicated support that will assist with any inquiries or concerns regarding the payment product.

SYSTEM SECURITY

As with all Passport offerings, security is paramount in providing the highest level of service to clients. Passport uses an advanced token system that removes sensitive card details from the environment. Tokenization converts a credit card number to a random strand of characters,



rendering the data useless to criminals or hackers. Passport Payments is PCI certified as a Level 1 service provider by all major card networks/brands and undergoes annual certification to maintain this compliance. Also, through partnership with Amazon Web Services (AWS), Passport can obtain government compliant security, such as AWS Government Cloud, to which other processors might not have access, as they are not specialized in this industry.

Finally, Passport is committed to maintaining strict compliance with regulatory requirements in the payments space. Since 2015, Passport has provided integrated merchant processing services nationwide, and has now upgraded its infrastructure and registered as a full service merchant services provider. With this new status, Passport has an obligation to meet certain regulatory requirements defined by the federal government, financial institutions, and card networks. Compliance with these requirements helps ensure that Passport is safely and securely processing funds for its clients. Passport is dedicated to ensuring the highest levels of security for clients and adapting quickly to new regulations.

Rate Management

During implementation, Passport will work with the City to define its parking zones, rules, and restrictions in accordance with City business rules. Passport's mobile payment solution empowers clients to support their dynamic parking environments and the people that travel within them. It is important that cities have the ability to flex rates and rules to reflect the parking areas and facilities in play, and Passport offers complete visibility and discretion over the rates in place throughout these locations. This includes managing various rate structures, overriding rates for events or holidays, and implementing new rates with the assistance of Passport's Product Support experts. The following examples demonstrate some of the rate configuration capabilities utilized by Passport clients:

- *Multiple Time Limits/Day:* Passport can easily accommodate multiple time limits in a given day. Rate Chains can be for as short as a minute or as long as a day, given the regulations on that blockface. This allows Passport to configure the most complex rates, including multiple time limits in a day, increasing rates, and prorated rates. Additionally, with Passport Parking, the parker will be able to clearly see the change in rates based on the time of day.
- *Event Rates:* The City can create event rates, which will override existing rates, to easily accommodate special events and capture additional revenue. The event rate selects a particular zone with a specific start and end time and rate start time. The City will also have access to an Event Summary Report, which will show the revenue captured from events within a specific time frame, the number of transactions, and deeper dives into individual event details.
- *Holiday Rates:* Passport can accommodate holiday parking through either free parking, custom rates, or through parking restrictions which will be set up during implementation. Once rate changes or parking restrictions based on a particular event or holiday are put into place, Passport offers zone notifications that can be configured for a specific time period which will alert users when they enter an applicable zone.
- *Minimum/Maximum Durations:* Passport can work with the City to define a zone's minimum (e.g. 15 minutes) and maximum parking duration and is able to configure the rate such that users are able to select increments up until the maximum parking time, depending on how long they intend to park.

Passport's Product Support experts will define unique attributes for the different zones across the City's parking environment. The Passport Operating System consolidates the maintenance of



parking rules and through public APIs, unlocks the ability to maintain and update multiple parking payment options without the hassle of working in multiple systems of record. All integrated partners will be able to access City zones and policy information from an integration between Passport's system and their application. This means that whenever the City wishes to implement any of the above-listed rate restrictions, that these configurations will be iterated across **all** integrated partners without any additional effort.

Audit Capabilities

While many competitors offer an aggregated backend system, Passport is the only provider that processes the rates, rules, restrictions, payments, and customer service within its Operating System. Rather than packaging the rules, rates, and restrictions and communicating them with the third party-applications, the Passport Operating System manages all of these difficult tasks within its backend system and communicates with third-party applications via open APIs. This setup brings a few distinct advantages including:

- *Reducing Third-Party Requirements:* By limiting the amount of work needed to be performed by third-party applications (rate calculations, payment processing, reporting, etc.) Passport's system allows for more applications (even beyond traditional parking applications) to offer parking payments. These applications can include mapping applications, wayfinding applications, in-car entertainment systems, and more.
- *Instantaneous Updates:* Real-time changes can be made with instant communication to the third-party applications tying into Passport's system. Therefore, should an update be made in error (e.g. a new rate incorrectly programmed; a day incorrectly restricted from parking) that requires a correction, all applications will be updated without requiring any documents to be distributed to third parties.

Serving as a "single-source-of-truth" for the City, the Passport Operating System is inherently built to audit discrepancies between City-approved pricing and the pricing actually being charged to customers. Passport makes this possible by limiting the chances for transcription errors using public APIs, which connects all approved vendors to the same, universal database (Passport's back end). All vendors will be required to connect to Passport's APIs in order to transact in the City parking areas, eliminating a rate discrepancy risk across different mobile applications. While other operating systems communicate guidelines for calculating rates and processing funds, Passport completes these tasks internally. This relieves the burden off of third-party payment providers who are not familiar with performing these types of rate configurations and allows Passport's specialized team to complete these tasks on behalf of all involved players. Simply put, this means that whenever the City wishes to implement rate changes or restrictions, that these configurations will be implemented across all approved applications, with no additional input from the City or the third-party vendors. As Passport has performed these configuration responsibilities across millions of transactions worth billions of dollars, the City can rely on Passport to take ownership and complete these tasks effectively.

Customer Service Dashboard

Through the Passport Operating System, the City will receive a strategic platform to manage its business rules and logic, determine eligibility, manage rates, and ensure compliance and enforcement across all of the vendors and applications operating in its parking environment. The Passport Operating System will not only set up and configure the system to allow multiple facilitators to transact within their respective applications, the system will also consolidate all transaction data into Passport's system for analytics and reporting. Passport's analytics dashboard



and reporting tools will include information from all authorized applications transacting parking sessions in the City.

From a customer service perspective, these tools will empower City staff to quickly access the information needed to resolve any customer inquiries or complaints. Using Passport's backend system, staff can query transactions via a number of filter criteria (e.g. date, license plate number, status, location, etc.) to locate a particular parking session. From there, if administrative staff were to select a particular transaction, the system will drill down on additional details including where the parking session took place, the financial details associated with the transaction, start/stop date and time, as well as many other aspects associated with the parking session. This data will be collected for **all** parking sessions, regardless of which app was used to initiate the transaction. A sample of this information can be seen on the following page.

Additionally, as the City will be leveraging Passport Payments, it will have the full functionality Passport has to offer from **one system**. The City will have an integrated end-to-end payment processing system that enables credit and debit card financial management via a real-time reporting dashboard and chargeback management system. In traditional solutions, administrators rely on a collection of third-party vendors' systems, and are required to review and respond in a different system than they used to obtain evidence, slowing down the process. Passport Payments alleviates that burden by allowing the City to see all information in one place and provide the ability to manage and respond to cardholder inquiries and disputes more efficiently.



← Session #59081449 [ACTIVE] ☰

Parker Details

Parker ID
81363908

LPN
SKV184

Operator Details

Operator Name
City of Chicago, IL

Operator Location
Chicago, IL

Contact Information
Valentina Fritsch
(944) 001-1714

Support Information
jaskolski.billie@yahoo.com
(776) 606-8181

Operator Notes
MPW: chicagoparking.pppri.com
CARDS ACCEPTED: Visa,
MasterCard, AMEX, Discover,
Network

Partner Details

Facilitator Name
Passport

Product Name
Passport Parking

Contact Information
Valentina Fritsch
blanda.kirstn@hotmail.com

Session Details

02/16/2019 - 8:27 AM \$5.22

Mount Vernon East - Loc# 090511

Parking Fee \$4.87

Convenience Fee \$0.35

Session Extension \$0.50

Total Fee \$5.22

Space/LPN (IL) ABC123	Entry Type app
Start 02/16/2019 - 8:27 AM	End 02/16/2019 - 9:27 AM
Payment Info Mastercard-0178	Billing Type Credit/Debit Card

Zone Details

Mount Vernon East - Loc# 090511
209503

Time Zone EST/EDT	Lot Type license pl	White Label yes	Voice/SMS (332) 621-4070
Repark Lockout 0	Min Parking 0	Max Parking 0	

Convenience Fee Standard Fee: 0 cents Stays over 0 minutes = 35 cents (Repeat: false) Stays over 2 hours = 0 cents (Repeat: false)	Extend Convenience Fee Standard Fee: 0 cents Stays over 0 minutes = 35 cents (Repeat: false) Stays over 1 hour and 58 minutes = 0 cents (Repeat: false)
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Rate Details Expand Details

Rate 2 hrs max stay \$1.25/hr 8am-6pm Mon-Fri Rate will restart every 24 hours

Passport also offers reporting options, described in full detail below under *Multi-Source Reporting*, that provide even more detail surrounding parking activity, which can assist in comprehensively investigating customer service inquiries. For example, Passport's Transaction Report includes a wealth of data surrounding each parking transaction, which can be exported to Excel for additional analysis and filtering. Fields included on this report:

Passport Transaction #	Zone Name	Transaction Fee
Merchant Transaction #	Space/LPN	Net Revenue
Reference ID	LPN State	Payment Type
Facilitator Name	Entry/Exit Time	Card Type
Parker ID	Parking Revenue	Card Tail
Rate Name	Convenience Revenue	Method
Zone	Validation Revenue	Total Extensions



Marketing & Signage

Signage provided by Passport is designed to be **uniform and consistent**. This means rather than promoting its own brand, Passport has made signage as simple as possible for the City's parkers. As more and more cities welcome multiple mobile pay vendors into their environments, using neutral signage will ensure that the City can support a multi-vendor parking environment, without the burden of managing different signs across various vendors. Passport's signage will direct parkers to the **parkingapp.com** website which will show them a list of all applications available to pay for parking within the City.

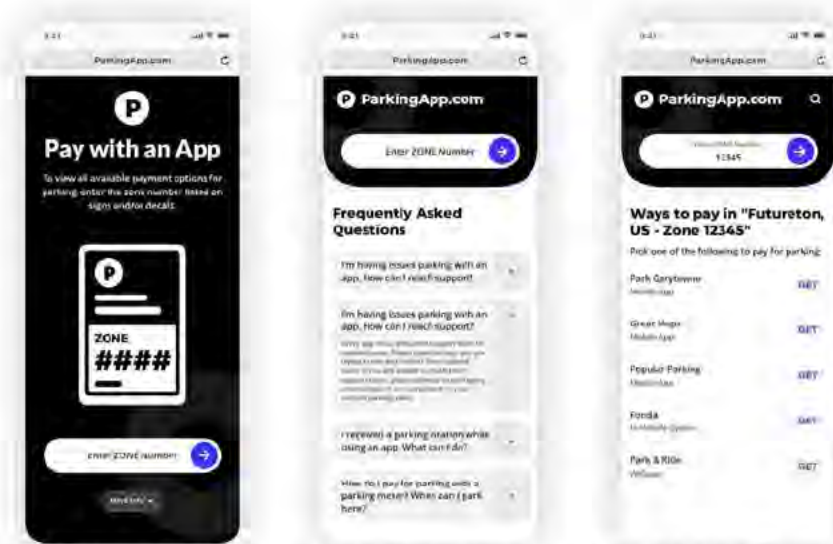
Passport continues to study this multi-vendor trend and is the first mobile pay provider to proactively create designs that support this model. In partnering with Passport now, the City will receive future-proofed signage that can accommodate other providers sharing the same space, if the City chooses to take this approach to parking in the future. Passport encourages the City to consider the benefits of other apps, such as PayByPhone and ParkMobile, but to also understand that in choosing Passport the City can provide their parkers with the option of all three of these applications and more. In the signage example to the right, the bottom-right pink rectangle is where the City can insert its own branding/logo.

Passport highly recommends the use of neutral signage, as this will provide the City with a number of advantages:

- All parking options are hosted digitally, making it easy to add and remove application options in real-time
- This digital maintenance **never** requires physical signage updates
- Parkingapp.com is designed and tested to make parking simple, fast, and convenient
- Space on signage is provided for City branding to instill legitimacy and credibility that parking is provided by the City, not one specific vendor



Passport's approach is to create a marketplace that encourages each player in the City's parking environment to be competitive and drive users to their application. While the City will be responsible for owning all marketing decisions and choosing how to post desired signage, Passport will provide information on how signage works and how to help boost distribution. Passport's marketing team will work closely with the City throughout the implementation process to develop a streamlined marketing plan that drives an impactful launch and long-term results. Passport's team will leverage its deep understanding of the parking industry, user preferences, and large-scale marketing execution plans to formulate a launch strategy that incorporates the City's unique needs and characteristics.



Passport can provide the City with signage best practices, proven to educate users and drive the highest utilization rates. During implementation, Passport will work with the City to conduct a signage audit utilizing existing parking environment details to determine the most effective quantity of signs and decals, as well as the appropriate dimensions and placement. The following quantities and placement parameters have been found to boost mobile payment transactions by up to 76%:

- 1 sign per **10 spaces** for parking lot/garage environments
 - Signs at entrances
 - Signs at the far ends of the lot
 - Signs on pillars and/or interior walls
 - Decals on the sides and front of pay stations/meters
- 1 sign per **5 spaces** for on-street parking environments
 - Signs on each block face above vehicle height
 - Decals on the payment side of meters/pay stations

Passport signs and decals have been optimized to clearly convey key information while simultaneously reducing user confusion and increasing app trustworthiness. Careful attention has been paid to the hierarchy of information so that the URL and zone number are most prominent. In addition, the typeface was selected through multiple rounds of end-user testing to ensure it's ADA compliant and is legible from a distance.

Multi-Source Reporting

The Passport Operating System back-office reporting will equip the City with the tools it needs to run and download parking reports that may be used for analytics, financial reconciliation, and/or support purposes. The system consumes all transactions generated on the Passport Operating System, regardless of whether the transaction was generated via Passport Parking or a third-party application. This universal aggregation of data will allow the City to analyze trends in their environment to predict future progress and implement **data-driven decisions**.

As Passport continues to introduce new features within its back office, the City will have access to dashboards, data visualization, and enhanced search capabilities. Below, Passport has highlighted multiple reports including the various methods of delivery (Dashboard, Report, or Download) that Passport will use to deliver information to the City.



City staff will be able to find their reports within the “Reports” module of the back end system. The available reports will be limited based on user access restrictions and can be quickly searched by entering search terms or using the “Filter” functionality on the right-hand side of the screen.

Transaction Lookup: This report will likely be one of the more frequently used reports by the customer service staff and is used to find particular transactions as additional information is needed. For example, if a customer called in asking if a parking session could be voided or refunded, the customer service staff would use this report. Within the below report, the user has entered two filter criteria: License plate = “ABC123” and Status = “Active”. Therefore, the report shows all of the transactions that meet the two filter criteria. Should the administrative staff have an interest in downloading the report they can select the down arrow in the upper right corner and the report will be downloaded as a “.CSV” file.

Transaction Lookup

Search: (LPN: ABC123) Status: Active 29 Results

SESSION ID	CARRIER ID	LICENSE	SESSION START	SESSION END	TOTAL FEE	STATUS
590R1449	39778408	(NC) ABC 123	08/27/2019 1:31 PM	08/27/2019 7:26 PM	\$1.50	ACTIVE
590R1449	40066301	(NC) ABC 123	09/04/2019 8:02 PM	10/04/2019 2:20 AM	\$1.75	ACTIVE
590R1449	92621078	(NC) ABC 123	11/06/2019 7:56 PM	03/09/2019 12:48 PM	\$1.75	ACTIVE
590R1449	95230550	(NC) ABC 123	06/23/2019 10:24 PM	03/07/2019 3:37 AM	\$2.00	ACTIVE
590R1449	22269529	(NC) ABC 123	06/06/2019 5:31 AM	05/22/2019 2:01 AM	\$1.75	ACTIVE
590R1449	56486889	(NC) ABC 123	05/01/2019 12:21 PM	01/29/2019 8:50 AM	\$1.25	ACTIVE
590R1449	41918408	(NC) ABC 123	05/28/2019 8:14 AM	11/19/2019 4:48 AM	\$1.00	ACTIVE
590R1449	19163769	(NC) ABC 123	09/26/2019 1:12 PM	04/15/2019 4:55 AM	\$1.00	ACTIVE
590R1449	78171945	(NC) ABC 123	03/27/2019 4:46 AM	09/26/2019 10:07 PM	\$2.50	ACTIVE
590R1449	37171390	(NC) ABC 123	07/14/2019 2:27 AM	05/18/2019 2:50 AM	\$0.75	ACTIVE
590R1449	35491243	(NC) ABC 123	09/12/2019 4:19 PM	02/08/2019 10:59 AM	\$0.75	ACTIVE
590R1449	83941048	(NC) ABC 123	11/04/2019 9:06 PM	03/02/2019 11:00 AM	\$1.25	ACTIVE
590R1449	49020673	(NC) ABC 123	03/25/2019 5:38 AM	05/12/2019 9:03 PM	\$1.25	ACTIVE
590R1449	14133546	(NC) ABC 123	04/21/2019 3:55 AM	09/21/2019 8:58 AM	\$1.25	ACTIVE
590R1449	52080445	(NC) ABC 123	03/09/2019 8:42 AM	12/31/2019 6:44 PM	\$1.50	ACTIVE
590R1449	15348499	(NC) ABC 123	02/12/2019 3:11 AM	01/26/2019 9:52 PM	\$1.50	ACTIVE
590R1449	88667580	(NC) ABC 123	05/07/2019 7:32 PM	12/15/2019 9:28 PM	\$1.50	ACTIVE
590R1449	06542950	(NC) ABC 123	04/29/2019 1:12 AM	11/05/2019 4:21 AM	\$1.50	ACTIVE



Dashboard: The team using the back end system will be given access to a dashboard which quickly highlights a summary of information including items such as Transaction Revenue, Fee Revenue, Total Sessions, and more, which can all be filtered by preset time frames. The below image highlights the various metrics that will be able to be seen by City's staff.





In addition to reporting within Passport's back end system, the administrative staff will have the ability to export many of their reports, and schedule certain reports to automatically run and email according to a defined timeline. Below, **Passport's Summary by Zone** report has been exported to Excel. This report highlights figures such as Zone Number, Parking Revenue, Net Revenue, Transaction Count, Convenience Fee Revenue, and more on an individual zone basis.

#	Zone Number	Zone Name	Gross Revenue	Parking Revenue	Validation Revenue	Con Fee Revenue	Fee	Net Revenue	Transaction Count	App Transaction Count	App Faring Revenue	Web Transaction Count	Web Parking Revenue	Year Total
9	455	WFW-000	\$3,952.37	\$3,715.37	\$0.00	\$277.00	\$189.00	\$3,762.77	948	944	\$3,977.62	4	\$14.75	
10	5130530	WLEN-200	\$977.18	\$85.93	\$0.00	\$11.25	\$9.00	\$86.93	45	45	\$97.28	0	\$0.00	
11	5130283	MAD-1000	\$1,486.53	\$1,274.28	\$0.00	\$297.25	\$165.80	\$1,470.73	829	828	\$1,483.78	1	\$2.73	
12	5130504	WDRPN-2000	\$97.50	\$0.00	\$0.00	\$0.00	\$0.00	\$97.50	92	92	\$97.50	9	\$9.00	
13	5130347	PLUM-200	\$3,856.89	\$3,698.85	\$0.00	\$158.00	\$126.90	\$3,720.95	632	631	\$3,737.34	18	\$112.00	
14	5130396	RUK-100	\$647.94	\$615.94	\$0.00	\$68.00	\$36.80	\$649.14	176	176	\$649.28	3	\$6.76	
15	5130286	MAD-1500	\$746.70	\$655.53	\$0.00	\$97.25	\$69.85	\$705.68	349	348	\$746.22	1	\$0.56	
16	5130174	WFL-100	\$119.42	\$99.42	\$0.00	\$22.00	\$13.60	\$115.82	84	84	\$110.40	0	\$0.00	
17	5130513	WDRPN-2700	\$409.75	\$411.00	\$0.00	\$36.75	\$47.30	\$452.75	235	234	\$458.88	1	\$0.87	
18	5130510	ELM-400	\$1,040.88	\$992.11	\$0.00	\$48.75	\$39.00	\$1,003.16	195	195	\$1,040.88	0	\$0.00	
19	5130511	ERH-7700	\$6,382.14	\$5,953.74	\$0.00	\$728.50	\$610.80	\$5,751.44	3154	3154	\$6,330.78	21	\$51.46	
20	5130287	MAD-2000	\$1,788.88	\$1,335.86	\$0.00	\$138.00	\$122.40	\$1,486.46	612	611	\$1,388.40	3	\$3.12	
21	5130481	W4-300	\$1,808.12	\$1,232.57	\$0.00	\$15.75	\$60.00	\$1,247.57	303	301	\$1,808.12	0	\$0.00	
22	5130334	MCH-3600	\$549.09	\$465.44	\$0.00	\$84.25	\$67.40	\$498.04	247	237	\$549.83	0	\$0.00	
23	5130462	WDRPN-2700	\$407.84	\$381.24	\$0.00	\$46.23	\$21.00	\$406.24	109	109	\$407.38	0	\$0.00	
24	5130648	WDMC-300	\$93.28	\$78.75	\$0.00	\$32.50	\$10.00	\$81.25	50	47	\$84.25	3	\$7.00	
25	5130142	ELM-500	\$504.43	\$478.52	\$0.00	\$26.50	\$20.40	\$498.62	102	102	\$504.43	0	\$0.00	
26	5130000	All-4000	\$656.09	\$581.84	\$0.00	\$10.25	\$64.20	\$597.89	371	371	\$656.27	2	\$4.87	
27	5130501	CUL-100	\$1,792.12	\$1,815.72	\$0.00	\$14.00	\$95.40	\$1,840.12	458	457	\$1,792.04	1	\$6.18	
28	5130234	HAN-1800	\$21.34	\$18.74	\$0.00	\$3.00	\$2.00	\$19.74	10	10	\$21.28	0	\$0.00	
29	5130402	W4-300	\$704.31	\$664.81	\$0.00	\$41.00	\$32.80	\$673.01	164	164	\$704.21	0	\$0.00	
30	505	MIL-100	\$3,177.74	\$2,923.74	\$0.00	\$214.00	\$99.30	\$3,078.44	1018	1011	\$3,189.50	3	\$6.74	
31	545	VNF-1700-LPN	\$626.88	\$551.38	\$0.00	\$15.50	\$60.40	\$586.48	302	301	\$624.13	1	\$3.75	
32	5130549	WAGR-300	\$898.84	\$792.04	\$0.00	\$108.00	\$118.80	\$783.24	584	581	\$895.28	1	\$2.78	
33	5130146	WDMC-200	\$97.65	\$84.15	\$0.00	\$13.50	\$10.80	\$86.85	54	52	\$95.25	2	\$2.37	
34	5130302	GRU-100	\$512.81	\$484.61	\$0.00	\$46.00	\$24.80	\$493.81	264	261	\$509.62	4	\$3.99	
35	5130276	LINV-1100	\$454.11	\$494.26	\$0.00	\$6.25	\$48.20	\$490.51	241	241	\$454.11	0	\$0.00	
36	5130430	SVE-2900	\$819.80	\$435.80	\$0.00	\$78.00	\$59.20	\$493.20	306	306	\$819.80	0	\$0.00	
37	5130440	VINE-1800	\$611.20	\$533.75	\$0.00	\$77.25	\$62.20	\$549.30	311	310	\$610.00	1	\$1.20	
38	5130476	LUD-400	\$919.88	\$766.02	\$0.00	\$133.00	\$98.40	\$867.62	493	493	\$919.88	0	\$0.00	
39	5130111	100 Culture	\$1,195.17	\$1,114.95	\$0.00	\$80.20	\$135.30	\$1,059.77	1681	1655	\$1,347.25	12	\$47.92	

In addition to the reports highlighted above, Passport provides access to numerous other reports focused on financial metrics, management of customer accounts, parking validations and more. Passport is more than willing to provide additional report examples if the City is interested.

Passport Payments also adds an additional level of detail to the City's reporting capabilities. City administrators will be able to access operational and financial reports all out of the same system, making it easier to reconcile accounts, view parking data linked to payment records, and review detailed settlement information. Ultimately, having fewer systems and vendors will result in improved speed, efficiency, reporting, and visibility -- giving the City full visibility for better decision making.

Integrated Technology

Passport provides different types of integrations with partners and the City's vendors to ensure the City is able to provide a fully integrated parking experience to its citizens with multiple mobile payment options. **Passport's integrations are highly standardized and publicly documented** to ensure it's providing the highest visibility possible into City operations. The integrations Passport provides accomplish the following:

- The addition of new mobile payment options for the City's parkers on Passport Parking's platform.



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- Ability to report across platforms for payment options both on Passport Parking's platform and not, i.e. meters or incumbent mobile pay providers.
- Ability to enforce parking sessions generated on Passport's platform.
- Provide additional insight into parking occupancy via integrations with IoT systems, like sensors.

There are different types of integrations Passport offers, a combination of these different integrations will likely make up the City's environment:

- Full integrations for facilitating parking payments.
- Data integrations for multi-source reporting & enforcement.
- Enforcement integrations.
- Sensor integrations.

Full Integrations for Facilitating Parking Payments

Customers will have the ability to pay for parking using any one of the City's mobile parking payment vendors. When using the application supplied by Passport, after selecting a zone, entering their LPN or space number, and selecting their duration of stay, customers will confirm payment for their parking session. Once initiated, the customer's card will be immediately authorized for the initial transaction amount, but the transaction will not be captured until the session is expired. Customers will be emailed a detailed receipt of their parking session, outlining all session details and associated fees. Customers can access their parking history to see all previous sessions and resend receipts, as necessary.

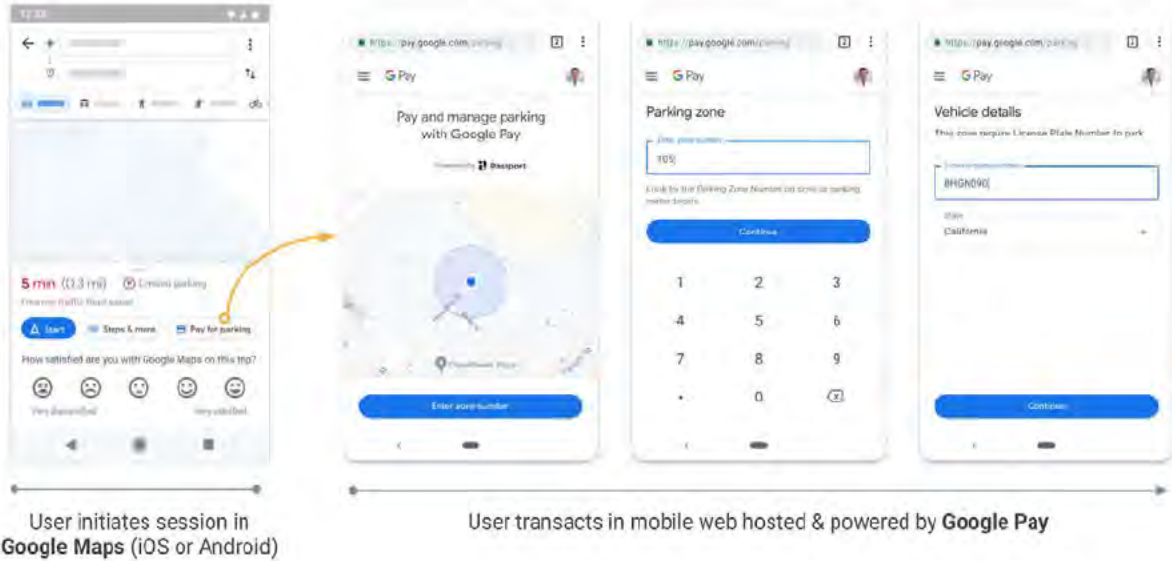
The Passport Operating System will also allow the City to take the unprecedented step of accepting payments through integrated third-party parking facilitators. These integrations use Passport's public APIs (or data connectors) to interface with City zones' parking rates, create sessions, and collect payments. All of Passport's partners (as defined above) will access the City's data via these APIs, which means the City doesn't have to configure its zones and rates in another system for these payment options to access them. As a fully implemented client of Passport, the City's zone and rate data will be configured by Passport's Implementation Specialists and accessible via these public APIs to fully integrated partners.

Below, Passport has highlighted the user flow for one of its early third party payment facilitators, Google Maps.



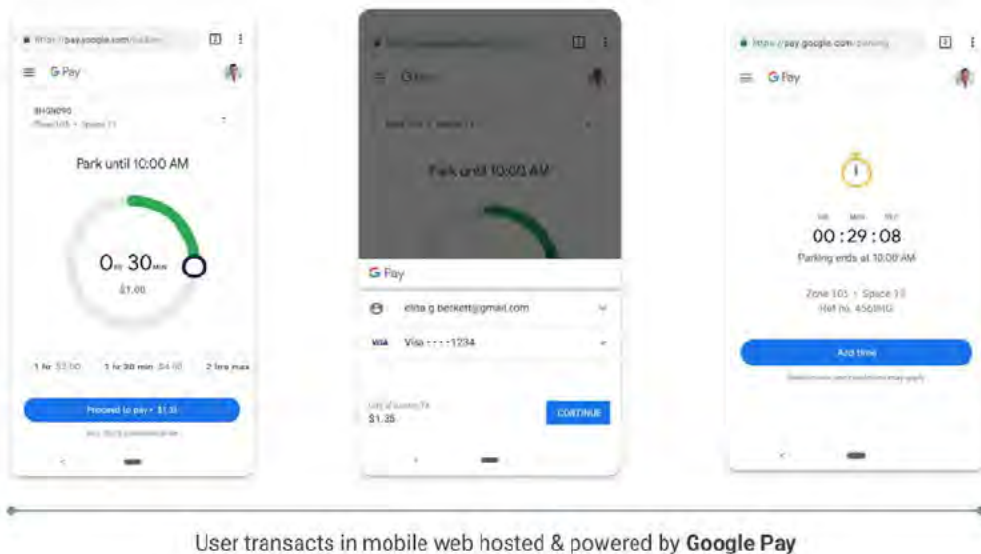
Google user experience

Illustrative & subject to change



Google user experience (continued)

Illustrative & subject to change



There are four main APIs accessible to fully integrated partners (in sequential order):

- Zones:** A partner will make a request for zone information by sending Passport a zone number query. Based on the zone number, Passport will return relevant information to the partner to convey the zone's configurations and rules. Example data returned to partners:
 - Geolocation



- Zone name
 - Zone notifications
 - Settings (i.e. extensions, stop parking, grace time)
 - Restrictions
2. **Rates:** Once a partner has made a request for zone information and the zone is indicated as open and not restricted, they will make a request for available rate increments. These rate increments are derived by the partner providing the following information in the request: parking session start time, space number or vehicle information (if applicable). Based on the request, parkable time increments and pricing based on the City's rate policy are returned to the partner.
 3. **Quotes:** The partner will then request a parking quote for a parking session within a given zone for a set duration. Quotes expire after 5 minutes -- this ensures parking sessions are started with fresh, up-to-date rate information that abides by City parking policies.
 4. **Sessions:** This is the final request partners will make to Passport before a parking session is created and a payment is made. The sessions request is made by the partner providing a valid quote and encrypted payment information from the user. Additionally, this API is used to extend and stop parking sessions if those settings are enabled in City zones.

Additionally, all fully integrated parking facilitators will process payments via Passport's merchant processor and gateway, meaning the City will receive a single remittance into its merchant account for all fully integrated partners and any transactions processed via a Passport application. For additional information on Passport Payments above.

Data Integrations for Multi-source Reporting & Enforcement

Passport provides data integrations to give the City reporting visibility into its entire parking ecosystem. Passport understands there may be scenarios where the City's hardware vendors may be unable to fully integrate with the Passport Operating System, so Passport has built a standardized API so that they can share parking transaction data to Passport. The data provided through data integrations allows Passport to layer in parking transaction data that was generated via another parking system alongside transactions generated on its public APIs (fully integrated partners and Passport apps) for reporting purposes. Additionally, a data integration provides City vendors with the option to share parking session data that can be fed to its enforcement provider to streamline the enforcement data flow.

Passport's standardized API spec is documented on its developer portal and accessible to registered partners, similar to full integrations. Vendors should integrate directly with the API as defined by the spec, as the information collected is comprehensive in giving the City the information it needs to report, financially reconcile, and enforce those transactions.

If the City would like for a vendor to integrate with Passport via a data integration, it can share Passport's developer portal with said vendor where they can register for account credentials and access the API spec.

Below, Passport has provided an abbreviated list of vendors it integrates with including app providers, enforcement providers, and meter providers. Currently, Passport maintains active integrations with more than 35 software providers in the parking industry including mobile pay applications, paystations, meter companies, and multiple enforcement providers. If the City is interested in a particular provider Passport is more than willing to answer additional questions or schedule a conversation.

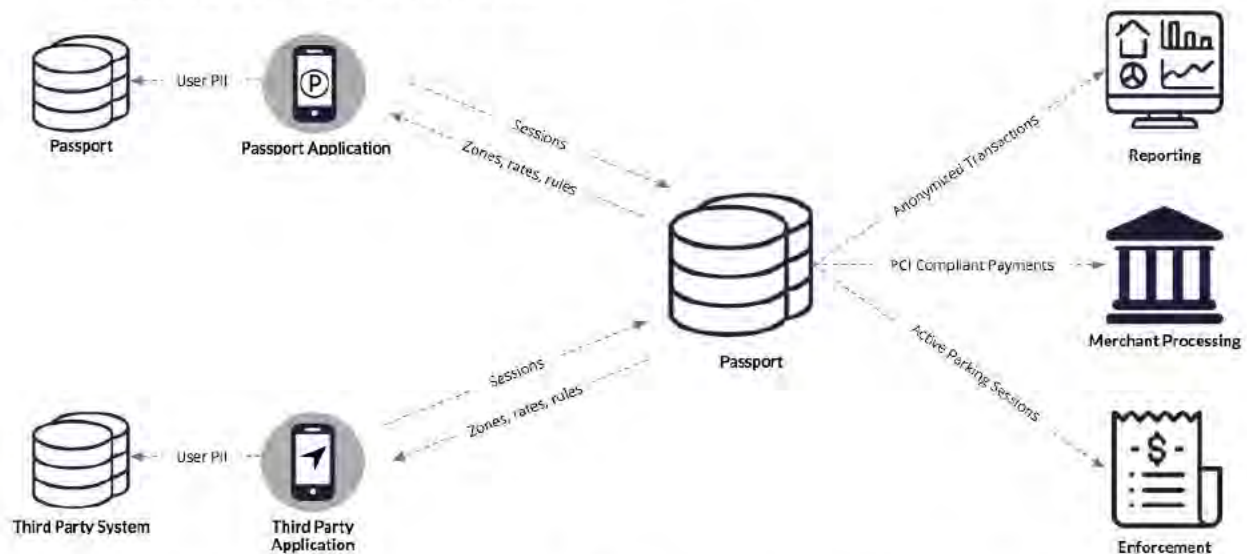


App Providers	Enforcement		Meter Providers
ParkMobile	Data Ticket	T2	IPS
PayByPhone	Conduent	UPSafety	Flowbird (Parkeon/Cale)
LAZ Go	AIMS	Gtechna	MacKay Meters
Google Maps/GPay (Launching Q3 2020)	Duncan/Civic Smart	Brazos/Tyler Technologies	T2

Example Data Flow Diagrams

Scenario 1: The City's parking ecosystem offers a Passport application and/or fully integrated partner applications.

- All parking sessions will be created, and all payments will be processed by Passport's system.
- The City will receive a single remittance from Passport for funds collected.
- All parking transactions completed on Passport's platform, no matter which application it was generated from, will be available to enforce based on the configured enforcement integration.
- All PII end user data is created and stored in the respective party's database and is not accessible via Passport's back office.

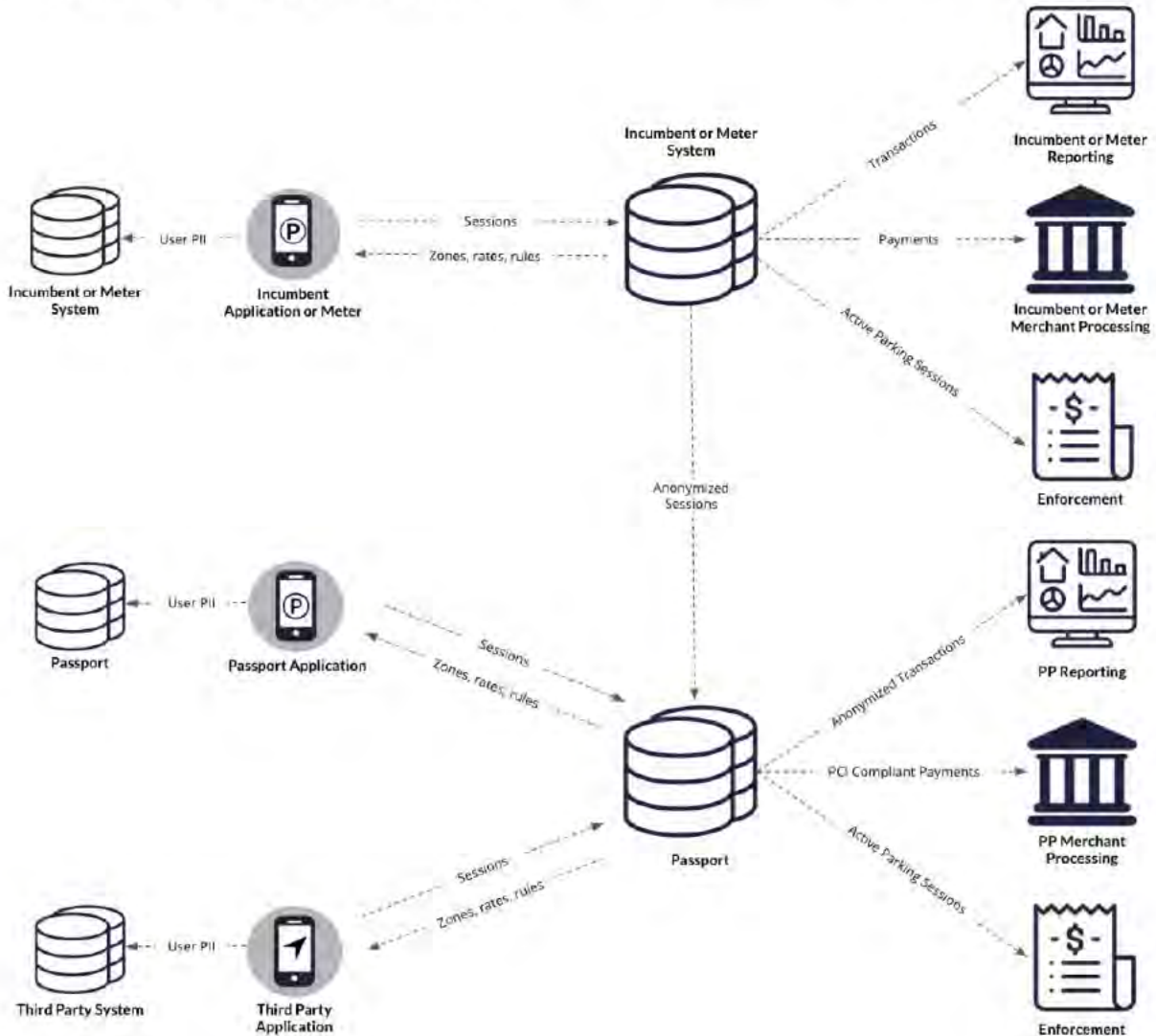


Scenario 2: The City's parking ecosystem offers a Passport application and/or fully integrated partner applications. In tandem, the City has an established contract with an incumbent mobile pay provider and their system is running "alongside" Passport without a full integration.

- Incumbent provider parking sessions are generated in their respective systems, meaning the City will need to manage zones, rates, and rules in both their system and Passport's.
- Funds collected for parking sessions will be processed via the City's existing payment configurations with the incumbent provider and Passport, meaning remittance will happen by both parties.



- Should the City ask its incumbent mobile pay provider to share anonymized transaction data with Passport via a data integration, those sessions will be pushed to Passport for reporting purposes.
- The City's existing enforcement integration will remain intact for incumbent parking sessions and will run alongside Passport's integration with The City's enforcement provider.
- All PII end user data is created and stored in the respective party's database and is not accessible via Passport's back office.





PROJECT APPROACH

The implementation of the Passport Operating System will be driven by the **Client Implementations** and **Product** teams. The Client Implementations team is made up of Project Managers and Implementation Consultants, whose sole responsibility is to quickly and efficiently launch products for clients. The Product team will also serve the City in a project manager capacity. They will be involved primarily during the setup phase of the City's implementation, liaising between Passport's engineering teams to communicate configurations and ensuring Passport's solution aligns with City objectives.

During the implementation process, a Client Success team member will also be monitoring the project so as to be ready to take over after product launch. The Client Success team, along with Support Services, will be the main contacts for the City from the point of launch through the entirety of the contract.

During the contracting phase, prior to implementation, the Solutions Engineering team will work closely with the City as Passport builds the Solutions Design Workbook (SDW) and the Scope of Work (SOW). The SDW is used to gather all current parking regulations the City currently has in place (i.e. rates, time limits, etc.) and the SOW is mutually agreed upon document laying out all the functionality to be provided via Passport's products and services as well as any custom configurations or integrations that will be implemented with the project. The details of the requested product and its features will be expressly documented and agreed upon between both parties within the SDW. The signed and completed SDW and SOW will be handed to the Client Implementations team to be used as the foundation of the implementation.

Department	Team Member	Responsibility
Solutions Engineering	Solutions Engineer	Works with the City during the Contracting phase as Passport builds the SDW & SOW which will outline exactly what the City will and will not be receiving from Passport.
Client Implementations	Project Manager	Works directly with the City and its stakeholders. Develops a tailored Project Plan outlining milestones, deliverables, roles, and responsibilities of key internal and external stakeholders.
	Implementation Consultant	Manages the technical aspects of the project including building rates, integrations, system testing, and configuration.
Product	Product Manager	Works with the Solutions Engineer once the Scope of Work has been approved to size any functional requirements and groom them before development.
Client Success	Client Success Representative/Manager	Available to the City from the point of contract execution to expiration; provides continued support post-launch.
Support Services	Systems Analyst	Determining root-cause software flaws through case intake and research and developing technical solutions to improve product functionality for customer operations.



Passport has developed an implementation process that has successfully launched Passport's mobility solutions for more than 1,200 clients in a timely manner. To keep the process lean, Passport maintains active integrations with more than 35 software providers in the parking industry. Passport designed its implementation process to be dynamic and flexible, while still maintaining quality.

Additionally, in order for the City to access all of the features that the Passport Operating System offers, Passport would need to serve as the merchant of record. Without serving as the merchant of record, or the organization processing the funds, the Passport Operating System will not be able to issue refunds within the consolidated backend nor would Passport be able to aggregate merchant statements. Instead, the City would be forced to go to each individual application's backend to issue refunds while also receiving one merchant statement per application provider. This requirement is not unique to Passport and is the same for each operating system provider.

Implementation Phase Breakdown

Below is a breakdown of Passport's implementation phases which identifies all steps that will take place leading up to system launch. Passport's attention to detail and levels of depth are comprehensive when creating implementation plans to ensure that client needs are met. Responsibilities of Passport, the City's vendors, and the City itself are outlined to define clear roles throughout the process. The City can expect to receive phase breakouts, as displayed below, indicating key steps within each milestone.

Please note that the phase breakdown provided below is an example plan that is subject to change. Further details regarding system configurations, integrations, and other City-specific needs will be fully flushed out in the Scope of Work process during contracting. After these discussions, Passport and the City can determine a more definitive and mutually-agreeable timeline leading up to system launch.

Implementation Phase Breakdown	
Owner	Task Name
Both	Initial introductions (Review SOW)
Passport	Sales handoff
Both	Project kick-off
Client	Confirm main points of contact and establish weekly meeting time
System Setup / Provisioning	
Environments / Rates (Phase 1)	
Both	Confirm zone configuration (sub-zones, LPN, space)
Both	Confirm rates (times of day, pre-pay times, notifications, etc.)
Passport	Create operator
Passport	Complete environment and rate buildout
Passport	Move client to test processor for testing
Both	Perform environment and rate testing
Client	Provide sign-off on environment and rate testing
Integrations	



Meter & Paystation Integration (if applicable)	
Both	Integration system discussion
Client	Initiate contact with meter provider
Client	Request integration credentials
Passport	Finalize integration setup
Both	Test integration system
Enforcement Integration (if applicable)	
Both	Enforcement system discussion
Client	Initiate contact with enforcement provider
Client	Request enforcement credentials
Passport	Finalize enforcement setup
Both	Test enforcement system
LPR Integration (if applicable)	
Both	Integration discussion
Client	Initiate contact with vendor
Client	Request credentials
Passport	Configure integration
Both	Test integration
Client	Integration approval
Marketing and Public Relations	
Passport	Verify if a Marketing Package was purchased
Press Release	
Passport	Submit JIRA request for PR
Passport	Create launch press release
Client	Client review & approval of press release
Signage and Decals	
Both	Confirm signage and decals sizing (based on # of spaces, # of entrances, hardware, etc.)
Both	Confirm quantity for each sign/decals
Passport	Submit PO request
Passport	Design signage and decals
Client	Client review & approval of decal design
Passport	Order decals/signs
Passport	Decals/signs shipped
Passport	Decals/signs delivered to client



Client	Client installs decals/signs
Finance	
Passport	Finance conversation with Client
Passport	Finalize merchant processing setup
Both	Test to make sure funds flow into merchant account
Client	Sign off on merchant account
Training	
Passport	Schedule training
Both	Backoffice / administrative staff training
Launch	
Passport	Go-Live
Passport	Send DocuSign to Client for approval
Client	Receive DocuSign from Client

Mitigating Risk

As with any project, implementation issues and concerns arise that require an evaluation and potential change of processes in order to better accommodate clients. Passport has learned and adapted, over the course of thousands of implementations, putting several best practices in place towards completing work within required timeframes and maintaining continuity of workflow over the duration of project implementations.

Solutions Engineering

Passport has introduced an emerging team, Solutions Engineering, to mitigate late discoveries related to environment-specific needs such as integrations, rates, and zone configurations. Solutions Engineering works to understand the complexities associated with specific environments. The team is designed to analyze every project prior to launch and determine any custom development required to meet the needs set forth by clients. In short, Solutions Engineering focuses on the “how” and “why” of client requests, exploring the most appropriate solution for a need, setting clear expectations for both Passport and clients alike.

Client Implementations Team

Due to the high demand for working with Passport, new clients can experience longer than average lead times to kick off and implement projects. Additionally, Passport has found historically that implementing a solution before taking the time to properly scope and test, can compromise the success of a program launch and ongoing efficiency for the general solution. A premature go-live date exposes clients to an increased risk of a problematic launch, with limited time to conduct thorough contract negotiations, properly scope and deploy all configurations, and suitably test the system to both Passport and client standards. In an effort to maximize efforts, Passport is constantly evaluating ways to ease this process for clients.

These efforts include exploring self-servicing tools so that authorized client staff can diagnose and fix issues or implement changes without the assistance of Passport team members; restructuring the Client Implementations team/methods to reallocate resources to the more timely portions of the



implementation process; and maintaining clear channels of communication between the client and Passport in order to set clear, mutual expectations for what will be delivered and timelines.

Passport's Solution Engineering and Client Implementations teams have completed timely rollouts across multiple product lines and rigorously tested and documented implementation workflows to ensure Passport is continually providing excellent support to clients. This belief and dedication is ingrained in every detail of the partnership. After contract execution, Passport will immediately dive into the implementation process to ensure a timely launch. If the City chooses to work with Passport, we will begin building a relationship that will allow us to continue to meet the City's needs now and into the future.



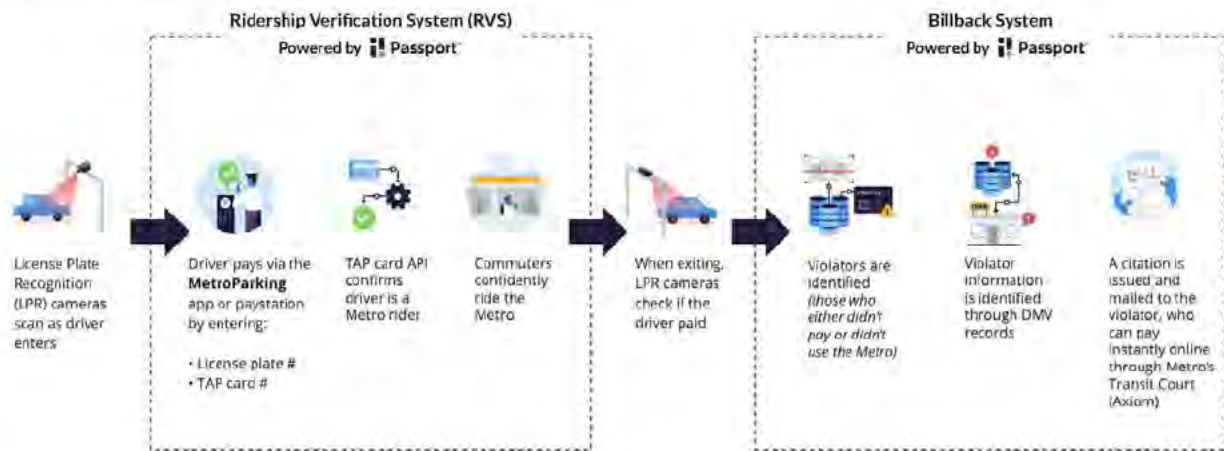
RELEVANT EXPERIENCE

Passport is trusted by **over 1,200 clients** and has implemented its mobility solutions in **more than 5,000 locations**. To date⁶, Passport has processed over **\$1.9 billion** in mobile payments and brings **over 30 years of experience** in parking management. As technology rapidly evolves it is imperative for cities to choose a partner that is committed to long-term success. Passport strives to continuously deliver upgrades and enhancements that are directly related to improving the overall technology experience for all program stakeholders.

Passport has supported a number of environments where government entities have supported multi-vendor parking environments, including the City of Chicago, IL, and the Los Angeles County Metropolitan Transportation Authority. This experience in configuring various nuanced rate structures across diverse cities has aptly prepared Passport to create the Passport Operating System. The following examples highlight Passport's experience implementing projects of high complexity and major scale within multi-vendor environments.

LA County Metro

Passport built and implemented a Parking Information Management System for LA Metro in 2018 that included mobile payments for parking, an end-to-end parking enforcement solution, digital permits, and a ridership verification system. LA County Metro approached Passport with a primary goal of solving one of its biggest problems. Metro's park & ride lots were being occupied by parkers who were not riding transit, not leaving enough spaces for their transit riders. To solve this challenge, LA Metro partnered with Passport to deliver a ridership verification system built into its parking information management system, ensuring that individuals parking in their park & ride lots were also riding transit. To accomplish this, Passport integrated with LA Metro's fare payment system, TAP (Cubic Corporation), and tied every paid parking session to a transit fare, verifying that if someone parked in their lot, they also rode transit.



In addition to this aspect of the system, Passport implemented the Metro Parking application, for mobile payments at all parking lots and its digital permits for the administration of Metro's Monthly, Flex, and Carpool permits. The Metro Parking application, all digital permit types, and meter payments through Global Parking Solutions, are integrated with the Parking Information Management System to ensure ridership verification.

⁶ Q2 2020



Monthly, Flex & Carpool Permits

Platform Features:

- Limits based on availability by Park & Ride
- Automated waitlisting
- Forced auto-renewals
- Real-time TAP card validation @ permit issuance
- Ridership verification through TAP API
- Ridership email reminders 2x per month
- Permit, TAP #, LPN online management
- Automated permit suspension if ridership levels not met
- Wageworks payments accepted
- Metro employee badge ID management
- Multiple LPN & TAP ridership verification for Carpool permits

Digital Permit Platform & Ridership Verification System (RVS)

Powered by Passport



Finally, to ensure compliance, LA Metro employed SP+ Municipal Services and armed them with Passport's enforcement solution. SP+ enforcement officers use Passport's enforcement application, OpsMan Mobile, to enforce all paid parking and rider verification. Outside of SP+ on-foot enforcement service, Passport partnered with the Authority to create a Billback process. This process included fixed Genetec LPR at the entrance and exits of every parking lot. If a parker enters the lot, doesn't pay for parking and leaves, the LPR scans their plate and the PMIS automatically initiates a DMV lookup and a letter or citation is mailed to the violator. As a final component of the project, Passport integrated with the LA Metro Transit Court to accept all citation payments. The court system utilizes a 3rd-party software system, Axiom, of which Passport sends all citation data and receives payment data for reconciliation in the PMIS.

City of Chicago, IL

In 2019, CPM transitioned from a pay-and-display model to manage parking payments, to an LPN-based system, in order to drive more digital transactions at the curb. CPM decided to choose a different enforcement partner (Passport) than the City of Chicago (Conduent), to create a more efficient system for its officers with a primary goal of driving payment compliance. The two systems needed to be fully integrated and connected not only to each other, but also to the City's new parking meters (Flowbird), its parking application (ParkChicago, powered by Passport), as well as the City's custom business intelligence and back office system (Canvas built by IBM). real-time data flow and check-backs were important elements to make the system work efficiently across the city.

In order to achieve this Passport built a fully integrated Parking Management Information System to accommodate the City's new parking operation inclusive of the following:

- Parking transactions from Flowbird pay stations and the ParkChicago app are ingested by Passport's engine in real-time.
- Passport's API transfers the data to its parking rights engine, which becomes the central source of truth for transactions.
- Passport's parking rights engine is fully integrated into CPM's enforcement handhelds (Passport enforcement application, OpsMan Mobile), the city's enforcement system (Conduent) as well as the city's business intelligence and management system (Canvas build by IBM).
- Both the City's and CPM's enforcement officers can see session data from the pay stations, and the ParkChicago app.

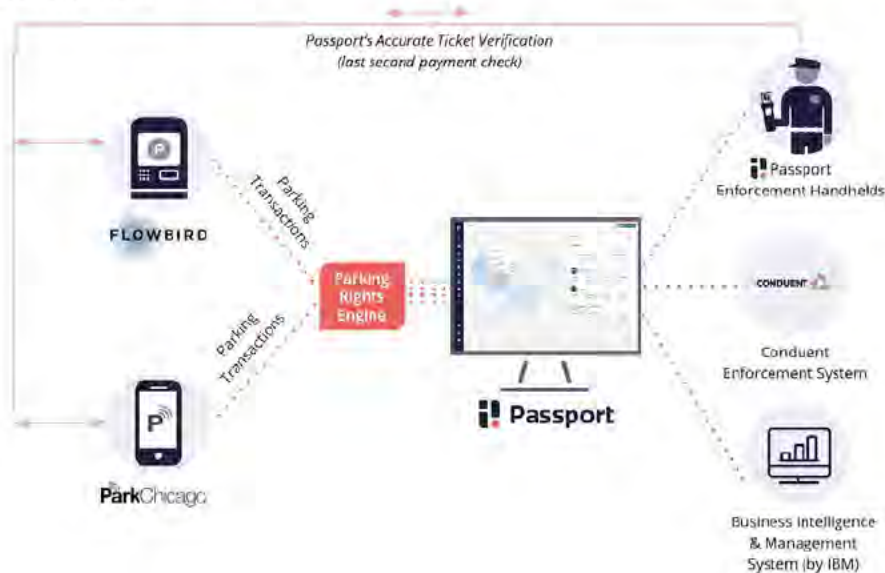


- Passport's enforcement solution has an added last second check when the ticket goes to print, so when enforcement officers issue a citation, the system checks back one last time with the pay stations and the ParkChicago app to determine whether a session was actually active or not, creating a significantly more accurate citation issuance process.
- Parking administrators in the office are able to view citation and parking session data in the back-office system, making adjudication more efficient; adjudication officers can quickly look up LPN, timeframe, etc. and pull a report so that both meter and mobile pay transactions can be validated when a citation is disputed.
- To maintain a consistent user experience, and match city requirements, Passport ensured the layout of the citations issued by its system and by CPM officers is the same as that in the City's system (Conduent).



Chicago, IL: Parking Management Information System

Parking Enforcement



With Passport's enforcement look up feature, CPM enforcement officers are able to quickly type the first few characters of a license plate on their handhelds and within 2-3 seconds they're able to quickly find whether that LPN has a valid parking session (through a pay station or the ParkChicago app). With more than 100,000 transactions being processed every day, this feature creates a very quick and easy way for officers to enforce in real-time. CPM's officers now issue 1,500+ citations per day, or approximately 550,000 annually.

City of Champaign, Urbana & University of Illinois

Passport has vast experience with regional interoperability within its parking applications through its experience offering a single branded application to multiple cities, cities and universities, cities, and private operators, and more. One specific example is the MobileMeter app currently deployed in the Cities of Champaign, IL, Urbana, IL, and with the University of Illinois. In 2014, the City of Champaign, IL originally approached Passport with the request for a private label application. Knowing the city's proximity to the City of Urbana, IL and the local university, the staff at the City





of Champaign chose not to do a City specific logo with the hope that the other two entities would join the application after it went live in February 2015. Over the course of the next year both the City of Urbana, IL and the University of Illinois joined the MobileMeter application. Therefore, anyone parking at one of the 5,000 metered spaces throughout the two cities or the university could use a single mobile application, MobileMeter. Since 2015, the application has completed more than 1 million transactions.

Passport was able to provide a solution that created a seamless transition from one parking environment to another, easing the parker's experience. The app provides the residents and transients for Urbana, Champaign, and the University of Illinois the ability to pay, park, manage and extend their parking session via their smartphone. The real perk of the parking app is that it gives users the functionality to handle the experience solely from one app while they are in any of the three locations — there's no need for users to download separate apps for each one.

"I can't say enough about the success of MobileMeter. The numbers tell the story here."

*- Kris Koester, Public Information Office
City of Champaign, IL*

MobileMeter also simplifies the experience for the operators themselves. Passport's backend system is siloed by each individual entity so that they can manage their environment without exposing personal information to the other two entities within the application. This division includes everything from reporting to individual environmental setup (hourly rates, lockout periods, enforcement APIs, etc.). By doing this, each entity can see their revenue and reporting while keeping the information separate from the other two entities.

Passport has implemented many similar setups throughout the United States in which multiple regional entities have joined together within a single unique application including the City of Portland/Portland State University, City of Omaha/University of Nebraska - Omaha, City of Iowa City/University of Iowa, and many more. Additionally, the Passport Parking application is available nationwide and offers a streamlined end user experience while separating reporting and business functionality for each individual entity.



Passport Enforcement

The Passport Enforcement solution has been designed to streamline enforcement services, reduce time and cost, and increase collection rates for its clients. All interfaces included in Passport's enforcement product communicate in real-time through a set of internal Application Programming Interfaces (APIs), meaning enforcement officers will receive the most current data in regard to vehicle information, including scofflaw information, permit records, and citation payment records. All data aggregates in the City's back office and transfers in real time to the enforcement officer's handheld devices for informed and accurate issuance. Once a ticket is issued, its information is securely transmitted to the back office in real-time, available to both the violator for payment and the City for tracking and reporting. The system is broken down into multiple components.

- **ISSUANCE AND OBSERVATIONS**

Passport Enforcement's front-end application (OpsMan Mobile) is a native Android application that is available for free on the Google Play store, which will be used by enforcement officers to issue citations. In less than 30 seconds, the enforcement officer will be able to enter a license plate number (LPN), check whether the vehicle is illegally parked, and issue a new citation. Passport is able to streamline this process by using dynamic lookups of each LPN, checking each character against a continually updated database. Prior to issuing the citation, OpsMan Mobile will double check the LPN against the most recent database to confirm that a parking session has not been initiated during the issuance process. Once issued, all citation data will be pushed to the cloud-hosted database and be made available for payment, tracking, and reporting.

- **REPORTING AND CITATION MANAGEMENT**

Accompanying Passport Enforcement is the Passport Client Portal. This portal will become the main analytics dashboard for the City's parking management in addition to being the control board for parking operations. It will aggregate data in real time from all front end interfaces (Enforcement software, Passport Parking, Payment Portal), to then use toward additional enforcement, data processing, trend analysis, and reporting. The Client Portal also offers many crucial citation processing functions such as cashiering, appeal processing, and violation updates.

- **PAYMENT PROCESSING**

Using Passport's proprietary Customer Portal, a violator will have immediate access to pay or appeal their citation online securely. The portal is PCI-DSS (v. 3.2.1) Level 1 certified and keeps all personally identifiable and confidential information secure, tokenizing and storing credit card data in a separate, isolated database. In addition to providing the Passport Enforcement solution, Passport is also a payments company, allowing it to facilitate all payment processing. As a merchant processor, Passport handles the electronic payment transactions for the City. Passport will obtain sales information from the portal, receive authorization and funds from the issuing banks, and send payment to the City. Passport is on the national registries of both Visa and Mastercard as a merchant service provider and undergoes annual PCI-DSS compliance audits.

- **NOTIFICATIONS**

The City will have the option to notify violators with the Letter Template Setup module. This module will create all correspondence to be sent to violators, rental agencies, or applicable fleet companies on a City-defined schedule. This correspondence can include delinquent notices for outstanding violations, appeal decision letters, or any other templates required by the City. Passport will align with the City to obtain written approval on notices sent to



violators and the City will decide what information is necessary, including the City's letterhead and additional content applicable to state and/or federal laws. The back office portal will house these correspondence records and allow the City to gain access to all notice content and schedules.

Each component is seamlessly integrated with the others, providing real-time data collection and retrieval. Additionally, Passport's suite of products is all built on an open Application Program Interface (API), which means that it is capable of integrating with any other software provider within the City's ecosystem.



PASSPORT IN THE NEWS

Forbes

Google Launches New Google Maps Parking Payments Feature



Jay McGregor Senior Contributor @
Consumer Tech

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- in



Google is rolling out a new way to pay for parking in Google Maps, which is live right now in Austin, Texas and will be available more widely in the coming weeks.

The new feature, which comes from a partnership between Google and parking app Passport, lets users pay for parking directly in Google Maps as they approach their destination. Users can either pay via Google Pay or go to a payments site in their browser.



Available on Android and iOS, the feature aims to solve the long-standing issue of parking in cities where restrictions aren't clear, alongside the new problem of physically touching payment terminals. As Gina Fiandaca, assistant city manager of mobility for Austin, explained in a statement on Passport's website.

"This effort improves convenience while also reducing the need to physically touch parking meters or ticketing machines in light of the current global pandemic."

Rolling out in Austin first is likely down to the large presence Passport already has in the city. There's already a mobile pay parking app, called Park ATX, that Passport owns and is available at over 10,000 parking spots. This is an upgrade of the previous payments app ParkX, which Passport acquired in 2016.

There's no information on when or how a similar service will be rolled out nationally, or globally, but presumably a similar parking spot payment infrastructure is needed.



SHARE



Passport works with Google to make parking payments faster and easier in Austin



Now, Austin drivers can pay for parking right from Google Maps.

Austin, TX (September 2, 2020) — Passport, a transportation software company that enables cities to manage vehicle interactions with streets and sidewalks, is innovating with Google to enable people in Austin, Texas to pay for parking directly from Google Maps. This feature will start rolling out later today and will become widely available in the coming weeks.

HERE'S HOW IT WORKS:

When navigating with Google Maps on iOS and Android, drivers will now have the option to pay for parking with Google Pay as they approach their destination. They can also visit pay.google.com/parking to pay directly from their phone's browser.

"We're excited to work with Passport to help drivers in Austin pay for parking more quickly and conveniently right from Google Maps," explains Vishal Dutta, Product Manager, Google Maps. "Google Pay and Google Maps were able to seamlessly incorporate Passport's software, which helped us bring this feature to life."

As cities around the country continue to look for innovative solutions to drive recovery in the wake of the pandemic, Austin is excited to be the first to offer this



new feature in Google Maps to its local parkers. It's just one of the ways the city is engaging with citizens to keep them safe.

"By providing people the ability to use applications they already have on their devices to pay for parking, people can get to the places they care about faster," said Gina Fiandaca, Assistant City Manager. "We're working hard to make it easier for Austin residents and visitors to use the parking system. This effort improves convenience while also reducing the need to physically touch parking meters or ticketing machines in light of the current global pandemic."

Passport has been delivering parking solutions to Austin residents since 2016 when Passport acquired the local startup application, ParkX. Since then, Passport has equipped the city with back-end technology that provides city and transportation leaders with valuable information to manage their parking ecosystem. In early 2019, Passport helped Austin update and rebrand the ParkX app into ParkATX.

"Integrating Passport's payment technology into Google Maps makes it easier to navigate and pay for parking in downtown Austin," said Khristian Gutierrez, Chief Revenue Officer at Passport. "The City of Austin's parking team has always had a laser focus on delivering a positive customer experience by making parking frictionless. We are excited to partner closely with the Google team to improve the livability in Austin in support of the City's goals."



Digital technology has changed how people live, move and do everyday tasks. The cities of Portland, Maine, Buffalo, New York and Omaha, Nebraska, share a common vision—a future where parking is no longer a burden for city leaders or the communities they serve.

The cities of Portland, Maine, Buffalo, New York and Omaha, Nebraska, share a common vision—a future where parking is no longer a burden for city leaders or the communities they serve.

Digital technology has changed how people live, move and do everyday tasks. These advancements have spiked a rapid growth in both the needs of parking operations and the demand from motorists who rely on them. However, the siloed,



antiquated software historically used to manage parking has made it hard for cities to keep up with the pace of change.

As a result, parking officials suffer with systems that are difficult to manage, inflexible and that fail to provide mission-critical data in an automated way. Davis Hough, Senior Special Assistant to the Parking Commissioner of the City of Buffalo, explained, “We struggled to manage multiple analog systems that were not integrated, not in real-time and not able to adapt to an accelerated evolution at the curb. We knew it was time to take action and ensure our city would be more innovative and efficient moving forward.”

Furthermore, when it comes to mobile payments for parking, motorists’ options are very limited, which is opposite of the modern experience they expect. People don’t want to waste time searching for and downloading a different parking app every time they visit a new city. They also don’t want to be forced to use a certain app. They expect the freedom to choose. In some cases, such as with people who require ADA accessibility, choice is even more crucial. Ken Smith, Parking and Mobility Manager for the City of Omaha said, “Technology will continue to advance, and people expect that our city will keep up. If our residents or visitors prefer to use one app over another when paying for parking, we want to accommodate them. We don’t want anything to deter or inconvenience them. We’d like to increase mobile pay parking usage in our city.”

Blazing a trail of modernization, the cities of Portland, Buffalo and Omaha have set their sights on a revolutionary, new parking management technology. The solution, created by transportation software company Passport, is an end-to-end digital operating system designed to unify parking management and modernize the customer parking experience.

Passport’s Operating System unlocks a revolutionary, open ecosystem model - a first of its kind for the US industry. This model makes it possible for cities to offer a wide range of mobile applications and manage them all within the same backend system. Motorists gain the freedom to choose their preferred app to pay for parking and cities manage all the app vendors seamlessly - without additional effort, contracts or complexity.

In support of the open ecosystem model, John Peverada, Parking Division Director for the City of Portland, shared, “We believe customers will perceive additional choices - multiple mobile apps to pay - as an enhancement and our goal is that mobile payment usage will increase as a result. I think it’s important to keep up with improved products that make their parking experience easier and quicker.”



And Hough added, "Like the City of Buffalo, Passport recognizes that paying for parking should be much more convenient for motorists and easier for cities to manage than it currently is. Well before the COVID-19 pandemic, the City of Buffalo, under the leadership of Mayor Byron W. Brown, began moving away from parking meters and toward more mobile pay only zones. We look forward to building on our positive progress and finding even more ways to provide safe, contactless payment options for our community through the Passport Operating System."

Regarding the advantages of the unified system, Smith explained, "The Passport Operating System will integrate different data sources operating within the City of Omaha's parking ecosystem and provide us intelligent management insights in real-time. There's just one login to remember, where you'll find historic, current and projected parking data in one convenient place."

Portland, Buffalo and Omaha are among the first of a growing list of cities leveraging the Passport Operating System to redefine parking management and improve the parking experience. The shared vision is one with customer choice, increased revenue, better data, future adaptability and unified parking management.



SHARE



Passport Reports Growth Throughout Q2, Reaching 1,265 Cities Served and over \$1.9B in Mobility Payments Processed



Recent partnerships with Kansas City, Norristown, Panama City Beach, and Newburgh adds to a growing list of current clients.

Charlotte, N.C. (July 16, 2020) — Passport, a transportation software company that is reinventing how cities are managing vehicle interactions with streets and sidewalks, announced multiple new partnerships in major cities across the United States. With the additions of Kansas City, Missouri; Panama City Beach, Florida; Norristown, Pennsylvania; and Newburgh, New York, Passport now has a total of 1,265 clients using its software to bring tech-enabled innovation to streets and sidewalks—changing the dynamics of traditional city parking by digitizing operations and integrating a system that offers more mobile payment optionality. The company also reported that more than \$1.9 billion in mobility payments have been processed through Passport’s platform to date.



“Our case studies in different cities and towns across the United States speak to the success municipalities have had with Passport’s innovative parking solution,” says Khristian Gutierrez, Passport’s Chief Revenue Officer. “Each new partnership gives us an exciting opportunity to support cities in their efforts to enhance their parking and mobility experience.”

Kansas City, Missouri is among Passport’s recent string of new clients. The mobile pay for parking app, ParkSmartKC, now services over 1,500 metered parking spaces throughout the city. Other cities with similar systems to Kansas City have reported an 86% increase in mobile parking transactions and a 19% increase in overall revenue after just one year of partnership with Passport.

Another recent addition to the Passport network is Panama City Beach, Florida, which is a city known for its high tourism volume. Other cities that witness a lot of tourism, and are partnered with Passport, have reported three times higher app utilization for parking payments within three months of implementation as compared to its previous provider due to an improved user experience.

Norristown, Pennsylvania, an existing digital enforcement client with Passport, recently expanded its system to include Passport’s mobile pay parking solution. Another city that fuels its parking network with both Passport’s enforcement and parking solutions witnessed a 270% increase in mobile parking transactions and a 20% decrease in citations (which the city attributes to an increase in parking compliance) after launching the partnership in their city.

“It’s been even more rewarding watching our network of customers across the country come together with ideas and best practices as they each navigate the pandemic,” says Khristian. “Many of our customers’ operations have been put front and center in the response. The most important thing we can do is provide seamless software tools for them to make informed decisions and implement the most robust set of user interfaces to make parking an afterthought in these communities.”

In addition to announcing new partnerships in Q2, Passport was recognized as one of Fast Company’s World’s Most Innovative Companies for 2020, which honors the businesses making profound impacts on today’s fast-changing world.



SHARE



Passport named one of the World's Most Innovative Companies by Fast Company



Company secures no. 7 spot in the transportation category

Charlotte, N.C. (March 11, 2020) — Passport has been recognized on Fast Company's prestigious list of the World's Most Innovative Companies for 2020. This list honors the businesses making the most profound impact on both industry and culture, showcasing a variety of ways to thrive in today's fast-changing world. This year's list features 434 businesses from 39 countries.

Passport, the operating system that allows cities to manage vehicle interactions with streets and sidewalks, was named the no. 7 company in the transportation category. Passport's software solutions help city leaders increase convenience, efficiency and compliance through pricing of single-occupancy vehicle parking at the curb, scooters parking on city sidewalks, vehicles stopped in commercial loading zones and more.

"Innovation is a core tenant at Passport, as we anticipate trends, develop new technologies and help cities plan for the future of streets and sidewalks," said Bob Youakim, Passport CEO. "As cities face new challenges and rising populations, we are passionate about helping cities through the current transformation of transportation and improving how people move around cities."



Passport, headquartered in Charlotte, N.C., has demonstrated record-breaking revenue growth year-over-year and nearly doubled its client base from 2018 to 2019. In 2020, the company will leverage its Series D investment for continued revenue, employee and client growth.

“At a time of increasing global volatility, this year’s list showcases the resilience and optimism of businesses across the world. These companies are applying creativity to solve challenges within their industries and far beyond,” said Fast Company senior editor Amy Farley.



How the Passport Operating System is Revolutionizing Parking



Digital technology has changed how we get places and do every day tasks. And that includes parking. The competition for access to streets and sidewalks has increased rapidly and there are no signs that it's slowing down. From personal cars, motorcycles and pedestrians to ride sharing, scooters, city bikes, and curbside deliveries, we have more vehicles than ever interacting at the curb and needing precious space. This shift in behavior requires parking operations to adapt and work with providers that are prepared for growth and change.

Introducing The Passport Operating System

The Passport Operating System helps manage all vehicle interactions, enforcement and permit operations and mobility payments through one system. At its foundation, Passport has built a strategic, decision-making platform that provides you with a single source of truth for data, analytics and insights needed to develop and implement effective policy management.

The Operating System also provides the tools to manage your own operation's rules and logic, determining eligibility, managing rates and ensuring compliance and enforcement. Finally, our Operating System gives you access to an open parking ecosystem, via APIs, providing the opportunity for additional apps such as



delivery services, autonomous vehicles, micro-mobility, and more to integrate with your environment. This ultimately provides more parking choices for end-users. It's a future-proof system that delivers increased revenue, reduced costs, simplified processes and user experience innovation.

Increase revenue and decrease costs

With the Passport Operating System you can manage your entire parking operation using one solution which ultimately will save time and money. By integrating all your parking and enforcement solutions together on one platform you have less vendors to manage. Our parking solutions can increase compliance and drive mobile utilization, which will help decrease hardware maintenance costs and drive mobile pay parking revenue. Similarly, our digital enforcement solutions enforce 4x more ground and have been proven to increase compliance.

Simplify processes and streamline operations

Eliminate the need for multiple back-offices, spreadsheets and manual processes. With Passport as your Operating System you have access to real-time reporting for your entire parking operation (from parking and enforcement to permits and payments) all in one back office system. The Passport Operating System provides access to:

- Real-time overview of your parking, enforcement, and permits environments
- Financial reports to conduct audits for grant applications, budget management and more
- Trends and analysis on how to optimize operations

Enhance the user experience

With the Operating System, you have access to an open parking ecosystem which provides your end-user options to choose how they want to pay for parking. Whether it's traditional meters and kiosks, new parking applications, or up and coming trends like connected cars or non-traditional parking apps (think mapping or other services), your end-users will have more options which will make paying for parking more convenient.



The Benefits of Processing Parking Transactions with Passport Payments



The Passport Operating System comes integrated with Passport Payments, eliminating the need for third party gateways and processors. There are many benefits of working with an integrated payment processor, like Passport Payments. In addition to avoiding fees and costs associated with connecting to third party processors, you will benefit from eliminated chargeback fees, automated reconciliation and no merchant agreements.

Don't get stuck paying \$15 chargeback fees on \$4 parking transactions

Chargeback fees can add up over time, especially when paying high fees on micro-sized transactions. With Passport Payments as your integrated payment processor you will benefit from chargeback fee waivers. Passport will waive chargeback processing fees and take the burden off you. Each client will receive a minimum of 3 waived chargeback fees per month and up to 0.015% x transaction volume.

Automate reconciliation of daily deposits with all transaction activity

As a client of Passport Payments you have access to an automated reconciliation service, matching parking transactions to daily deposit activity. Passport's automated reconciliation service removes the cost and impact of manually



reconciling data from two different sources where data formatting and date & time periods can create data management headaches.

No merchant agreement required

We understand that you already have a merchant processor, however, many processors are not optimized for small ticket parking payments. Because we don't require organizations to sign a merchant agreement, we make it easy to use Passport to process parking payments without breaking an existing merchant agreement. Passport can act as your merchant of record for mobile pay parking transactions in the Passport app, and accepts all the risks associated with operating a merchant account. We process all debit and credit cards for your parking services, and then fund your bank account like a traditional merchant account. Passport also manages all cardholder dispute inquiries. With no hassle and no risk, activating Passport Payments for your payments processing is simple and easy.




TAB 9 - REQUIRED DOCUMENTS

Clean Air and Water Act / Debarment Notice

Clean Air and Water Act & Debarment Notice

I, the Vendor, am in compliance with all applicable standards, orders or regulations issued pursuant to the Clean Air Act of 1970, as Amended (42 U.S.C. 1857 (h)), Section 508 of the Clean Water Act, as amended (33 U.S.C. 1368), Executive Order 117389 and Environmental Protection Agency Regulation, 40 CFR Part 15 as required under OMB Circular A-102, Attachment O, Paragraph 14 (1) regarding reporting violations to the grantor agency and to the United States Environment Protection Agency Assistant Administrator for the Enforcement.

I hereby further certify that my company has not been debarred, suspended or otherwise ineligible for participation in Federal Assistance programs under Executive Order 12549, "Debarment and Suspension", as described in the Federal Register and Rules and Regulations

Potential Vendor	<u>Passport Labs, Inc.</u>
Print Name	<u>Khristian Gutierrez, CRO</u>
Address	<u>128 S Tryon Street. Ste 2200</u>
City, State, Zip	<u>Charlotte, NC 28202</u>
Authorized signature	<u></u>
Date	<u>11/10/2020</u>



Contractors Requirements

Contractor Requirements

Contractor Certification Contractor's Employment Eligibility

By entering the contract, Contractor warrants compliance with the Federal Immigration and Nationality Act (FINA), and all other federal and state immigration laws and regulations. The Contractor further warrants that it is in compliance with the various state statutes of the states it is will operate this contract in.

Participating Government Entities including School Districts may request verification of compliance from any Contractor or subcontractor performing work under this Contract. These Entities reserve the right to confirm compliance in accordance with applicable laws.

Should the Participating Entities suspect or find that the Contractor or any of its subcontractors are not in compliance, they may pursue any and all remedies allowed by law, including, but not limited to: suspension of work, termination of the Contract for default, and suspension and/or debarment of the Contractor. All costs necessary to verify compliance are the responsibility of the Contractor.

The offeror complies and maintains compliance with the appropriate statutes which requires compliance with federal immigration laws by State employers, State contractors and State subcontractors in accordance with the E-Verify Employee Eligibility Verification Program.

Contractor shall comply with governing board policy of the NCPA Participating entities in which work is being performed

Fingerprint & Background Checks

If required to provide services on school district property at least five (5) times during a month, contractor shall submit a full set of fingerprints to the school district if requested of each person or employee who may provide such service. Alternately, the school district may fingerprint those persons or employees. An exception to this requirement may be made as authorized in Governing Board policy. The district shall conduct a fingerprint check in accordance with the appropriate state and federal laws of all contractors, subcontractors or vendors and their employees for which fingerprints are submitted to the district. Contractor, subcontractors, vendors and their employees shall not provide services on school district properties until authorized by the District.

The offeror shall comply with fingerprinting requirements in accordance with appropriate statutes in the state in which the work is being performed unless otherwise exempted.

Contractor shall comply with governing board policy in the school district or Participating Entity in which work is being performed

Business Operations in Sudan, Iran

In accordance with A.R.S. 35-391 and A.R.S. 35-393, the Contractor hereby certifies that the contractor does not have scrutinized business operations in Sudan and/or Iran.

Authorized signature

Kristian Gutierrez, CRO

Date

11/10/2020



Antitrust Certification Statements

Antitrust Certification Statements (Tex. Government Code § 2155.005)

I affirm under penalty of perjury of the laws of the State of Texas that:

- (1) I am duly authorized to execute this contract on my own behalf or on behalf of the company, corporation, firm, partnership or individual (Company) listed below;
- (2) In connection with this bid, neither I nor any representative of the Company has violated any provision of the Texas Free Enterprise and Antitrust Act, Tex. Bus. & Comm. Code Chapter 15;
- (3) In connection with this bid, neither I nor any representative of the Company has violated any federal antitrust law; and
- (4) Neither I nor any representative of the Company has directly or indirectly communicated any of the contents of this bid to a competitor of the Company or any other company, corporation, firm, partnership or individual engaged in the same line of business as the Company.

Company name Passport Labs, Inc.

Address 128 S Tryon Street, Ste 2200

City/State/Zip Charlotte, NC 28202

Telephone No. (704) 837-8066

Fax No. (888) 804-1783

Email address khristian-rfp@passportinc.com

Printed name Khristian Gutierrez

Position with company Chief Revenue Officer

Authorized signature 



Required Clauses for Federal Funds Certification

Required Clauses for Federal Funds Certifications

Participating Agencies may elect to use federal funds to purchase under the Master Agreement. The following certifications and provisions may be required and apply when a Participating Agency expends federal funds for any purchase resulting from this procurement process. Pursuant to 2 C.F.R. § 200.326, all contracts, including small purchases, awarded by the Participating Agency and the Participating Agency's subcontractors shall contain the procurement provisions of Appendix II to Part 200, as applicable.

APPENDIX II TO 2 CFR PART 200

(A) Contracts for more than the simplified acquisition threshold currently set at \$150,000, which is the inflation adjusted amount determined by the Civilian Agency Acquisition Council and the Defense Acquisition Regulations Council (Councils) as authorized by 41 U.S.C. 1908, must address administrative, contractual, or legal remedies in instances where contractors violate or breach contract terms, and provide for such sanctions and penalties as appropriate.

(B) Termination for cause and for convenience by the grantee or subgrantee including the manner by which it will be effected and the basis for settlement. (All contracts in excess of \$10,000)

(C) Equal Employment Opportunity. Except as otherwise provided under 41 CFR Part 60, all contracts that meet the definition of "federally assisted construction contract" in 41 CFR Part 60-1.3 must include the equal opportunity clause provided under 41 CFR 60-1.4(b), in accordance with Executive Order 11246, "Equal Employment Opportunity" (30 CFR 12319, 12935, 3 CFR Part, 1964-1965 Comp., p. 339), as amended by Executive Order 11375, "Amending Executive Order 11246 Relating to Equal Employment Opportunity," and implementing regulations at 41 CFR part 60, "Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor."

Pursuant to Federal Rule (C) above, when a Participating Agency expends federal funds on any federally assisted construction contract, the equal opportunity clause is incorporated by reference herein.

(D) Davis-Bacon Act, as amended (40 U.S.C. 3141-3148). When required by Federal program legislation, all prime construction contracts in excess of \$2,000 awarded by non-Federal entities must include a provision for compliance with the Davis-Bacon Act (40 U.S.C. 3141-3144, and 3146-3148) as supplemented by Department of Labor regulations (29 CFR Part 5, "Labor Standards Provisions Applicable to Contracts Covering Federally Financed and Assisted Construction"). In accordance with the statute, contractors must be required to pay wages to laborers and mechanics at a rate not less than the prevailing wages specified in a wage determination made by the Secretary of Labor. In addition, contractors must be required to pay wages not less than once a week. The non-Federal entity must place a copy of the current prevailing wage determination issued by the Department of Labor in each solicitation. The decision to award a contract or subcontract must be conditioned upon the acceptance of the wage determination. The non-Federal entity must report all suspected or reported violations to the Federal awarding agency. The contracts must also include a provision



for compliance with the Copeland “Anti-Kickback” Act (40 U.S.C. 3145), as supplemented by Department of Labor regulations (29 CFR Part 3, “Contractors and Subcontractors on Public Building or Public Work Financed in Whole or in Part by Loans or Grants from the United States”). The Act provides that each contractor or subrecipient must be prohibited from inducing, by any means, any person employed in the construction, completion, or repair of public work, to give up any part of the compensation to which he or she is otherwise entitled. The non-Federal entity must report all suspected or reported violations to the Federal awarding agency.

(E) Contract Work Hours and Safety Standards Act (40 U.S.C. 3701-3708). Where applicable, all contracts awarded by the non-Federal entity in excess of \$100,000 that involve the employment of mechanics or laborers must include a provision for compliance with 40 U.S.C. 3702 and 3704, as supplemented by Department of Labor regulations (29 CFR Part 5). Under 40 U.S.C. 3702 of the Act, each contractor must be required to compute the wages of every mechanic and laborer on the basis of a standard work week of 40 hours. Work in excess of the standard work week is permissible provided that the worker is compensated at a rate of not less than one and a half times the basic rate of pay for all hours worked in excess of 40 hours in the work week. The requirements of 40 U.S.C. 3704 are applicable to construction work and provide that no laborer or mechanic must be required to work in surroundings or under working conditions which are unsanitary, hazardous or dangerous. These requirements do not apply to the purchases of supplies or materials or articles ordinarily available on the open market, or contracts for transportation or transmission of intelligence.

(F) Rights to Inventions Made Under a Contract or Agreement. If the Federal award meets the definition of “funding agreement” under 37 CFR §401.2 (a) and the recipient or subrecipient wishes to enter into a contract with a small business firm or nonprofit organization regarding the substitution of parties, assignment or performance of experimental, developmental, or research work under that “funding agreement,” the recipient or subrecipient must comply with the requirements of 37 CFR Part 401, “Rights to Inventions Made by Nonprofit Organizations and Small Business Firms Under Government Grants, Contracts and Cooperative Agreements,” and any implementing regulations issued by the awarding agency.

(G) Clean Air Act (42 U.S.C. 7401-7671q) and the Federal Water Pollution Control Act (33 U.S.C. 1251-1387), as amended— Contracts and subgrants of amounts in excess of \$150,000 must contain a provision that requires the non-Federal award to agree to comply with all applicable standards, orders or regulations issued pursuant to the Clean Air Act (42 U.S.C. 7401- 7671q) and the Federal Water Pollution Control Act as amended (33 U.S.C. 1251- 1387). Violations must be reported to the Federal awarding agency and the Regional Office of the Environmental Protection Agency (EPA)

(H) Debarment and Suspension (Executive Orders 12549 and 12689)—A contract award (see 2 CFR 180.220) must not be made to parties listed on the government wide exclusions in the System for Award Management (SAM), in accordance with the OMB guidelines at 2 CFR 180 that implement Executive Orders 12549 (3 CFR part 1986 Comp., p. 189) and 12689 (3 CFR part 1989 Comp., p. 235), “Debarment and Suspension.” SAM Exclusions contains the names of parties debarred, suspended, or otherwise excluded by agencies, as well as parties declared ineligible under statutory or regulatory authority other than Executive Order 12549.

(I) Byrd Anti-Lobbying Amendment (31 U.S.C. 1352)—Contractors that apply or bid for an award exceeding \$100,000 must file the required certification. Each tier certifies to the tier above that it will not and has not used Federal appropriated funds to pay any person or organization for influencing or attempting to influence an officer or employee



of any agency, a member of Congress, officer or employee of Congress, or an employee of a member of Congress in connection with obtaining any Federal contract, grant or any other award covered by 31 U.S.C. 1352. Each tier must also disclose any lobbying with non-Federal funds that takes place in connection with obtaining any Federal award. Such disclosures are forwarded from tier to tier up to the non-Federal award.

RECORD RETENTION REQUIREMENTS FOR CONTRACTS INVOLVING FEDERAL FUNDS

When federal funds are expended by Participating Agency for any contract resulting from this procurement process, offeror certifies that it will comply with the record retention requirements detailed in 2 CFR § 200.333. The offeror further certifies that offeror will retain all records as required by 2 CFR § 200.333 for a period of three years after grantees or subgrantees submit final expenditure reports or quarterly or annual financial reports, as applicable, and all other pending matters are closed.

CERTIFICATION OF COMPLIANCE WITH THE ENERGY POLICY AND CONSERVATION ACT

When Participating Agency expends federal funds for any contract resulting from this procurement process, offeror certifies that it will comply with the mandatory standards and policies relating to energy efficiency which are contained in the state energy conservation plan issued in compliance with the Energy Policy and Conservation Act (42 U.S.C. 6321 et seq.; 49 C.F.R. Part 18).

CERTIFICATION OF COMPLIANCE WITH BUY AMERICA PROVISIONS

To the extent purchases are made with Federal Highway Administration, Federal Railroad Administration, or Federal Transit Administration funds, offeror certifies that its products comply with all applicable provisions of the Buy America Act and agrees to provide such certification or applicable waiver with respect to specific products to any Participating Agency upon request. Purchases made in accordance with the Buy America Act must still follow the applicable procurement rules calling for free and open competition.



Khristian Gutierrez, CRO
11/10/2020



Required Clauses for Federal Assistance by FTA

Required Clauses for Federal Assistance provided by FTA

ACCESS TO RECORDS AND REPORTS

Contractor agrees to:

- a) Maintain all books, records, accounts and reports required under this Contract for a period of not less than three (3) years after the date of termination or expiration of this Contract or any extensions thereof except in the event of litigation or settlement of claims arising from the performance of this Contract, in which case Contractor agrees to maintain same until Public Agency, the FTA Administrator, the Comptroller General, or any of their duly authorized representatives, have disposed of all such litigation, appeals, claims or exceptions related thereto.
- b) Permit any of the foregoing parties to inspect all work, materials, payrolls, and other data and records with regard to the Project, and to audit the books, records, and accounts with regard to the Project and to reproduce by any means whatsoever or to copy excerpts and transcriptions as reasonably needed for the purpose of audit and examination.

FTA does not require the inclusion of these requirements of Article 1.01 in subcontracts. Reference 49 CFR 18.39 (i)(11).

CIVIL RIGHTS / TITLE VI REQUIREMENTS

- 1) Non-discrimination. In accordance with Title VI of the Civil Rights Act of 1964, as amended, 42 U.S.C. § 2000d, Section 303 of the Age Discrimination Act of 1975, as amended, 42 U.S.C. § 6102, Section 202 of the Americans with Disabilities Act of 1990, as amended, 42 U.S.C. § 12132, and Federal Transit Law at 49 U.S.C. § 5332, Contractor or subcontractor agrees that it will not discriminate against any employee or applicant for employment because of race, color, creed, national origin, sex, marital status, age, or disability. In addition, Contractor agrees to comply with applicable Federal implementing regulations and other implementing requirements FTA may issue.
- 2) Equal Employment Opportunity. The following Equal Employment Opportunity requirements apply to this Contract:
 - a. Race, Color, Creed, National Origin, Sex. In accordance with Title VII of the Civil Rights Act, as amended, 42 U.S.C. § 2000e, and Federal Transit Law at 49 U.S.C. § 5332, the Contractor agrees to comply with all applicable Equal Employment Opportunity requirements of U.S. Dept. of Labor regulations, "Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor, 41 CFR, Parts 60 et seq., and with any applicable Federal statutes, executive orders, regulations, and Federal policies that may in the future affect construction activities undertaken in the course of this Project. Contractor agrees to take affirmative action to ensure that applicants are employed, and that employees are treated during employment, without regard to their race, color, creed, national origin, sex, marital status, or age. Such action shall include, but not be limited to, the following: employment, upgrading, demotion or transfer, recruitment or recruitment advertising, layoff or termination, rates of pay or other forms of compensation; and selection for training, including apprenticeship. In addition, Contractor agrees to comply with any implementing requirements FTA may issue.
 - b. Age. In accordance with the Age Discrimination in Employment Act (ADEA) of 1967, as amended, 29 U.S.C. Sections 621 through 634, and Equal Employment Opportunity Commission (EEOC) implementing regulations, "Age Discrimination in Employment Act", 29 CFR Part 1625, prohibit employment discrimination by Contractor against individuals on the basis of age, including present and prospective



employees. In addition, Contractor agrees to comply with any implementing requirements FTA may issue.

- c. Disabilities. In accordance with Section 102 of the Americans with Disabilities Act of 1990, as amended (ADA), 42 U.S.C. Sections 12101 *et seq.*, prohibits discrimination against qualified individuals with disabilities in programs, activities, and services, and imposes specific requirements on public and private entities. Contractor agrees that it will comply with the requirements of the Equal Employment Opportunity Commission (EEOC), "Regulations to Implement the Equal Employment Provisions of the Americans with Disabilities Act," 29 CFR, Part 1630, pertaining to employment of persons with disabilities and with their responsibilities under Titles I through V of the ADA in employment, public services, public accommodations, telecommunications, and other provisions.
 - d. Segregated Facilities. Contractor certifies that their company does not and will not maintain or provide for their employees any segregated facilities at any of their establishments, and that they do not and will not permit their employees to perform their services at any location under the Contractor's control where segregated facilities are maintained. As used in this certification the term "segregated facilities" means any waiting rooms, work areas, restrooms and washrooms, restaurants and other eating areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing facilities provided for employees which are segregated by explicit directive or are in fact segregated on the basis of race, color, religion or national origin because of habit, local custom, or otherwise. Contractor agrees that a breach of this certification will be a violation of this Civil Rights clause.
- 3) Solicitations for Subcontracts, Including Procurements of Materials and Equipment. In all solicitations, either by competitive bidding or negotiation, made by Contractor for work to be performed under a subcontract, including procurements of materials or leases of equipment, each potential subcontractor or supplier shall be notified by Contractor of Contractor's obligations under this Contract and the regulations relative to non-discrimination on the grounds of race, color, creed, sex, disability, age or national origin.
 - 4) Sanctions of Non-Compliance. In the event of Contractor's non-compliance with the non-discrimination provisions of this Contract, Public Agency shall impose such Contract sanctions as it or the FTA may determine to be appropriate, including, but not limited to: 1) Withholding of payments to Contractor under the Contract until Contractor complies, and/or; 2) Cancellation, termination or suspension of the Contract, in whole or in part.

Contractor agrees to include the requirements of this clause in each subcontract financed in whole or in part with Federal assistance provided by FTA, modified only if necessary to identify the affected parties.

DISADVANTAGED BUSINESS PARTICIPATION

This Contract is subject to the requirements of Title 49, Code of Federal Regulations, Part 26, "*Participation by Disadvantaged Business Enterprises in Department of Transportation Financial Assistance Programs*", therefore, it is the policy of the Department of Transportation (DOT) to ensure that Disadvantaged Business Enterprises (DBEs), as defined in 49 CFR Part 26, have an equal opportunity to receive and participate in the performance of DOT-assisted contracts.

- 1) Non-Discrimination Assurances. Contractor or subcontractor shall not discriminate on the basis of race, color, national origin, or sex in the performance of this Contract. Contractor shall carry out all applicable requirements of 49 CFR Part 26 in the award and administration of DOT-assisted contracts. Failure by Contractor to carry out these requirements is a material breach of this Contract, which may result in the termination of this Contract or other such remedy as public agency deems appropriate. Each subcontract Contractor signs with a subcontractor must include the assurance in this paragraph. (See 49 CFR 26.13(b)).



- 2) **Prompt Payment.** Contractor is required to pay each subcontractor performing Work under this prime Contract for satisfactory performance of that work no later than thirty (30) days after Contractor's receipt of payment for that Work from public agency. In addition, Contractor is required to return any retainage payments to those subcontractors within thirty (30) days after the subcontractor's work related to this Contract is satisfactorily completed and any liens have been secured. Any delay or postponement of payment from the above time frames may occur only for good cause following written approval of public agency. This clause applies to both DBE and non-DBE subcontractors. Contractor must promptly notify public agency whenever a DBE subcontractor performing Work related to this Contract is terminated or fails to complete its Work, and must make good faith efforts to engage another DBE subcontractor to perform at least the same amount of work. Contractor may not terminate any DBE subcontractor and perform that Work through its own forces, or those of an affiliate, without prior written consent of public agency.
- 3) **DBE Program.** In connection with the performance of this Contract, Contractor will cooperate with public agency in meeting its commitments and goals to ensure that DBEs shall have the maximum practicable opportunity to compete for subcontract work, regardless of whether a contract goal is set for this Contract. Contractor agrees to use good faith efforts to carry out a policy in the award of its subcontracts, agent agreements, and procurement contracts which will, to the fullest extent, utilize DBEs consistent with the efficient performance of the Contract.

ENERGY CONSERVATION REQUIREMENTS

Contractor agrees to comply with mandatory standards and policies relating to energy efficiency which are contained in the State energy conservation plans issued under the Energy Policy and Conservation Act, as amended, 42 U.S.C. Sections 6321 *et seq.* and 41 CFR Part 301-10.

FEDERAL CHANGES

Contractor shall at all times comply with all applicable FTA regulations, policies, procedures and directives, including without limitation those listed directly or by reference in the Contract between public agency and the FTA, as they may be amended or promulgated from time to time during the term of this contract. Contractor's failure to so comply shall constitute a material breach of this Contract.

INCORPORATION OF FEDERAL TRANSIT ADMINISTRATION (FTA) TERMS

The provisions include, in part, certain Standard Terms and Conditions required by the U.S. Department of Transportation (DOT), whether or not expressly set forth in the preceding Contract provisions. All contractual provisions required by the DOT, as set forth in the most current FTA Circular 4220.1F, dated November 1, 2008, are hereby incorporated by reference. Anything to the contrary herein notwithstanding, all FTA mandated terms shall be deemed to control in the event of a conflict with other provisions contained in this Contract. Contractor agrees not to perform any act, fail to perform any act, or refuse to comply with any public agency requests that would cause public agency to be in violation of the FTA terms and conditions.

NO FEDERAL GOVERNMENT OBLIGATIONS TO THIRD PARTIES

Agency and Contractor acknowledge and agree that, absent the Federal Government's express written consent and notwithstanding any concurrence by the Federal Government in or approval of the solicitation or award of the underlying Contract, the Federal Government is not a party to this Contract and shall not be subject to any obligations or liabilities to agency, Contractor, or any other party (whether or not a party to that contract) pertaining to any matter resulting from the underlying Contract.



Contractor agrees to include the above clause in each subcontract financed in whole or in part with federal assistance provided by the FTA. It is further agreed that the clause shall not be modified, except to identify the subcontractor who will be subject to its provisions.

PROGRAM FRAUD AND FALSE OR FRAUDULENT STATEMENTS

Contractor acknowledges that the provisions of the Program Fraud Civil Remedies Act of 1986, as amended, 31 U.S.C. §§ 3801 et seq. and U.S. DOT regulations, "Program Fraud Civil Remedies," 49 CFR Part 31, apply to its actions pertaining to this Contract. Upon execution of the underlying Contract, Contractor certifies or affirms the truthfulness and accuracy of any statement it has made, it makes, it may make, or causes to be made, pertaining to the underlying Contract or the FTA assisted project for which this Contract Work is being performed.

In addition to other penalties that may be applicable, Contractor further acknowledges that if it makes, or causes to be made, a false, fictitious, or fraudulent claim, statement, submission, or certification, the Federal Government reserves the right to impose the penalties of the Program Fraud Civil Remedies Act of 1986 on Contractor to the extent the Federal Government deems appropriate.

Contractor also acknowledges that if it makes, or causes to be made, a false, fictitious, or fraudulent claim, statement, submission, or certification to the Federal Government under a contract connected with a project that is financed in whole or in part with Federal assistance originally awarded by FTA under the authority of 49 U.S.C. § 5307, the Government reserves the right to impose the penalties of 18 U.S.C. § 1001 and 49 U.S.C. § 5307 (n)(1) on the Contractor, to the extent the Federal Government deems appropriate.

Contractor agrees to include the above clauses in each subcontract financed in whole or in part with Federal assistance provided by FTA. It is further agreed that the clauses shall not be modified, except to identify the subcontractor who will be subject to the provisions.

RECEIVED

Khristian Gutierrez, CRO
11/10/2020



State Notice Addendum

State Notice Addendum

The National Cooperative Purchasing Alliance (NCPA), on behalf of NCPA and its current and potential participants to include all county, city, special district, local government, school district, private K-12 school, higher education institution, state, tribal government, other government agency, healthcare organization, nonprofit organization and all other Public Agencies located nationally in all fifty states, issues this Request for Proposal (RFP) to result in a national contract.

For your reference, the links below include some, but not all, of the entities included in this proposal:

http://www.usa.gov/Agencies/State_and_Territories.shtml

<https://www.usa.gov/local-governments>

RECEIVED

Khristian Gutierrez, CRO
11/10/2020