

1 IN WITNESS WHEREOF, the parties have caused this document to be duly
2 executed with all formalities required by law as of the date first stated above.

3 SIMPLER SYSTEMS, Inc., a California
4 Corporation

5 August 28, 2012

By [Signature]

Brian Farnestock

V.P. Type or Print Name

8 August 28, 2012

By [Signature] Title

Richard Schaffer

Type or Print Name

President Title

"Consultant"

13 CITY OF LONG BEACH, a municipal
14 corporation **Assistant City Manager**

14 9.25, 2012

By [Signature] EXECUTED PURSUANT
TO SECTION 301 OF
CITY CHARTER.
City Manager

"City"

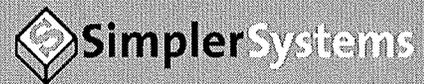
17 This FIRST AMENDMENT is approved as to form on
18 September 20, 2012.

20 ROBERT E. SHANNON, City Attorney

By [Signature]
Deputy

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

Exhibit B



PROPOSAL

for the City of Long Beach

August 23, 2012

210 West Cota Street
Santa Barbara, CA 93101
OFFICE 805.882.1848
simplersystems.com

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Proposal

Simpler Systems and Cardon Solutions, LLC (Cardon) propose to provide the following in the next fiscal year:

- (1) Provide access to Simpler Reporting to an unlimited number of City users, and provide maintenance services for Simpler Reporting.
- (2) Develop enhancements to Simpler Reporting (e.g. dashboard, AP decision support, ADPICS workflow) as directed by City staff.
- (3) Implement additional subject areas as directed by City staff.
- (4) Provide additional technical services as directed by City staff.
- (5) Provide business process or other analysis as directed by City staff.

Project Planning & Management

Our team recognizes the importance of project planning and management in any successful software project. At the start of the fiscal year, we will conduct a planning session with the City to define a high-level project scope, expected priorities, and estimated timing of the services to be provided.

Analysis

For each proposed modification / new subject area, the Simpler Systems / Cardon team will:

- Conduct review of the City's reporting requirements
- Perform a fit/gap analysis, and identify changes required to meet the City's needs
- Work with the City to prioritize changes and develop final scope
- Document necessary changes for input into the software development and configuration phase
- Identify tables and data to be extracted to support reporting and inquiry

Development

During this phase, the changes and customizations identified during the analysis phase will be incorporated into Simpler Reporting.

Simpler Systems and Cardon will perform the development work with primarily remote resources.

Delivery

Once Simpler Reporting has been modified to incorporate the City's reporting and inquiry needs, the software will be delivered to the City. During this phase, our team will:

- Perform the data synchronization
- Verify the integrity of data in Simpler Reporting.
- Test all delivered functionality against the City's requirements

Cardon will perform a majority of these tasks, and anticipates using a combination of onsite and offsite resources.

Training

Simpler Systems and Cardon will provide training to City staff on an hourly basis as requested by the City.

City Responsibilities

Our proposal assumes that the City will provide the following on this project:

- A designated project manager that will be the primary point of contact, and who will have the authority to make decisions regarding all aspects of the project
- Sufficient server hardware and Microsoft Windows and SQL Server licenses.

PRICING

Simpler Reporting

Item	Frequency	Price
Simpler Reporting User Licenses	Monthly	\$5,000
Includes unlimited named-user licenses for Simpler Reporting, technical support, and version upgrades, enhancements and bug fixes for server software.		
Professional Services related to Simpler Reporting Enhancements and New Subject Areas or Servers	Hourly	\$150
Planning, Analysis, Development, and Delivery services will be provided at a rate of \$150 per hour plus expenses which will not exceed the City's per diem rate.		

Pricing Summary

In summary, we propose to provide the following software/services in FY2012-2013:

Summary	Estimated Price
Simpler Reporting User Licenses - 12 Months	60,000
Simpler Reporting Enhancements (e.g. dashboards, AP support, ADPICS workflow, etc) or other technical or analytical tasks as requested by staff.	90,000
Total	\$150,000

Professional Services fees will be billed on a time and materials basis. It is estimated that some of the services will be provided onsite at the City, and some services will be provided remotely. Simpler Systems and Cardon will provide Professional Services at a rate of \$150/hour plus expenses which will not exceed the City's per diem rate.

Simpler Systems will provide monthly invoices for expenses and actual hours worked to deliver the services.

Company

Simpler Systems is a developer and publisher of high performance software that is easy to use. We have diverse skill sets in a variety of markets. We incorporated in 1998 with the vision of creating simple and elegant technology for business problems. We have implemented many applications for local governments, K-12 schools, and higher education. Our systems are simple to use, easy to implement and scale to any size organization. Our Simpler Reporting combines financial experience with extensive software engineering in the interest of elegant, simple, and powerful software.

Executive Team

Rick Schaffer, President and Chief Technology Officer

Rick is widely recognized as a leading architect and software engineer. He has been a developer of enterprise software for over 20 years. Rick has designed and implemented web-based and client/server systems for financial accounting, budgeting, and payroll departments. He has led a variety of projects for both commercial clientele and government agencies. Rick is known for his ability to understand and solve business process problems with simple yet powerful applications. Rick earned a bachelor's degree in Business Economics at the University of California, Santa Barbara and attended Rensselaer Polytechnic Institute.

Brian Fahnestock, Vice President, Business Development

Brian has been an executive in several large organizations, and brings extensive skills in project management, sales, and marketing. Prior to joining Simpler Systems, Brian was the Chief Business Officer and Vice President of Santa Barbara City College. Brian received a bachelor's degree from the University of Illinois and earned a master's degree at the Navy Postgraduate School in Monterey, California. Brian is also a member of the Board of Directors for the Santa Barbara Metropolitan Transit District.

Barry Taugher, Vice President, Partners

Barry has over 20 years in information technology. He has a broad background in marketing, software development, channel management, and business development. He has been successful at all levels of the industry, from start-ups to the Fortune 200. Mr. Taugher was most recently Vice President of National Marketing for Novacoast, an IT professional services firm, where he directed expansion from a regional firm to the delivery of professional services nationally. Barry has a bachelor's degree in Political Science from the University of California, Santa Barbara.

Company

Cardon Solutions, LLC provides services to the public sector related to the operation of financial management systems and ERP systems.

Executive Team

Caryn Jenney, Manager

Caryn has over 20 years of public-sector experience, having served in a variety of technical roles at consulting firms such as KPMG Consulting, Tier Technologies, and Affinity Source. Ms. Jenney has extensive experience in management and technology consulting, QA and data center management, product support, system integration, mainframe systems programming, and application development. Caryn has participated on projects and/or supported the City's financial management system for over fifteen years. Ms. Jenney earned a B.S. in Management Science from Virginia Polytechnic Institute and State University.

Donna Wukasch, Manager

Donna brings nearly 20 years of experience in the public sector, comprised of four years in the Consulting and Budget Departments of a large county government, and sixteen years with IT consulting companies such as KPMG Consulting, Tier Technologies, and Affinity Source. Her experience includes project management, application support center management, product development and management, management consulting, system integration, and training. Donna has participated on projects and/or supported the City's financial management system for approximately fifteen years. Ms. Wukasch attended Purdue University, earning a B.S. in Chemistry and a M.S. in Industrial Administration.