

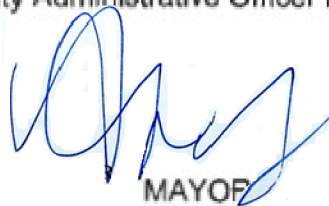
0280-01210-0012

TRANSMITTAL

TO The City Council	DATE 9/8/17	COUNCIL FILE NO.
FROM The Mayor	COUNCIL DISTRICT All	

**Agreement with Los Angeles County to Pay for
Products from the Los Angeles Region Imagery
Acquisition Consortium (LAR-IAC5) Project**

Approved and forwarded for your consideration.
See the City Administrative Officer report attached.



MAYOR

(Ana Guerrero)

REPORT FROM

OFFICE OF THE CITY ADMINISTRATIVE OFFICER

Date: August 30, 2017

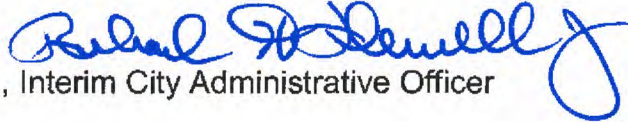
CAO File No. 0280-01210-0012

Council File No.

Council District: ALL

To: The Mayor

From: Richard H. Llewellyn, Jr., Interim City Administrative Officer



Reference: Board of Public Works Report dated May 22, 2017; report requested by the Mayor on June 1, 2017

Subject: **Los Angeles Region Imagery Acquisition Consortium (LAR-IAC 5)
Data Refresh Project**

RECOMMENDATIONS

That the Council, subject to the approval of the Mayor:

1. Authorize the City Engineer, or designee, to execute the Participant Agreement with the County of Los Angeles on behalf of the City and pay to the County of Los Angeles \$705,995 for the acquisition of imagery from the County-wide Los Angeles Region Imagery Acquisition Consortium's data refresh project (LAR-IAC 5);
2. Authorize the Controller to reappropriate up to \$40,000 from the unencumbered balance within the Police Department, Fund No. 100/70, Account No. 003040, Contractual Services account for Fiscal Year 2017-18;
3. Authorize the Office of the City Administrative Officer (CAO) to send a direct billing to the Department of Water and Power (DWP) in the amount of \$250,000, the Port of Los Angeles (POLA) in the amount of \$40,000, and the Los Angeles World Airways (LAWA) in the amount of \$40,000 for their portion of the cost and request that DWP, POLA, and LAWA remit payment to a new account in the Engineering and Special Services Fund No. 682, Department No. 50, Appropriation No. TBD, entitled "LAR-IAC 5 Project";
4. Transfer a total of \$649,995 from various fund and department accounts as follows to a new account in the Engineering and Special Services Fund No. 682, Department No. 50, Appropriation No. TBD, entitled "LAR-IAC 5 Project", so that the Bureau of Engineering can make one full centralized payment to the County of Los Angeles for the LAR-IAC5 Project:

FROM:

Department/Fund Name	Fund	Dept. No.	Appropriation Unit	Amount
Planning Department	588	68	68N168	\$ 40,000
Port of Los Angeles	702	42	1000/699	\$ 40,000
Los Angeles World Airports (LAWA)	700	04	041000	\$ 40,000
Building and Safety Department	48R	08	08P530	\$ 65,000
Bureau of Sanitation	508	50	50PX82	\$ 40,000
Los Angeles Police Department	100	70	003040	\$ 40,000
Bureau of Engineering	100	78	003040	\$ 54,995
Los Angeles Fire Department	100	38	003040	\$ 40,000
Department of Water and Power (DWP)	51	98	5166	\$125,000
Department of Water and Power (DWP)	01	98	5166	\$125,000
Department of Transportation (LADOT)	447	94	943000	\$ 10,000
Department of Transportation (LADOT)	523	94	943000	\$ 10,000
Department of Transportation (LADOT)	573	94	943000	\$ 10,000
Department of Transportation (LADOT)	681	94	943000	\$ 10,000
Total				\$649,995

TO:

Engineering Special Services Fund	682	50	TBD	\$649,995
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5. Authorize the City Engineer, or designee, to execute a Letter of Intent to the LAR-IAC on behalf of the City, approving in concept the City's participation in the LAR-IAC 6 project subject to subsequent Council and Mayoral approval of funding for LAR-IAC 6;
6. Authorize the Bureau of Engineering, subject to the approval of the City Administrative Officer, to make technical corrections as necessary to the transactions included in this report in order to implement Mayor and Council intentions.

SUMMARY

The Bureau of Engineering (Bureau) requests authority to execute a Participant Agreement with the County of Los Angeles for the Los Angeles Region Imagery Acquisition Consortium 5 (LAR-IAC 5) data refresh project. The Consortium consists of several cities and agencies within Los Angeles County, and was formed by the County in order to obtain aerial photographic imagery for use by the various participants at a lesser cost than if each entity was to procure the data individually. The City has participated since 2006, when the first imagery data acquisition occurred (C.F. 06-0445, C.F. 09-0565). The LAR-IAC updates the aerial photography approximately every two to three years and provides the updated data to the participating entities. The LAR-IAC Project is currently in its fifth phase.

The LAR-IAC is a legal entity formed by Los Angeles County, consisting of many cities within the

County, such as Los Angeles, Long Beach, and Glendale, which pools participant resources to obtain aerial photographic imagery, elevation contour lines, building footprints and other data to benefit both the individual cities and the entire County.

Several City departments have used the digital terrain and digital aerial image data acquired through LAR-IAC 1 and the subsequent LAR-IAC 2, 3, and 4 updates. For example, the aerial imagery data is shown on the Department of City Planning's Zone Information and Map Access System. The Bureau of Engineering (BOE) uses aerial imagery and geographic information system (GIS) data for its NavigateLA web application. BOE and the Department of Building and Safety also use the data for inspection activities, parcel research, plan checks, and for processing building permits, to name a few. Similarly, the Los Angeles Police Department (LAPD), Los Angeles Fire Department, Public Works Bureau of Sanitation, Harbor Department, Department of Water and Power, and the Los Angeles World Airports use the GIS data for maps and analysis for planning, emergency management and response, and construction purposes.

The total County-wide cost of the LAR-IAC5 Project is \$4.2 million. The City's total contribution of \$705,995 is calculated by the County based on each individual city's geographic area and population, as established by the original LAR-IAC Project as approved by the Mayor and Council. Each participating Department pays a portion of the cost associated with LAR-IAC5, as shown in the previous table. Funding from each of these sources is available as listed, with some exceptions. Council approval is requested to reappropriate \$40,000 from the unencumbered balance within the LAPD's Fiscal Year 2016-17 Contractual Services account for Fiscal Year 2017-18 to fund LAPD's contribution to the LAR-IAC5 Project. LAPD had previously provided Fiscal Year 2016-17 account information anticipating that fund transfers would occur prior to June 30, 2017. In total, the report recommends the transfer of \$649,995 to pay the County for the LAR-IAC5 Project. In addition, Council approval is needed for an appropriation of \$56,000 from the Development Services Trust Fund to support and enhance the quality of services at the City's constituent Development Services Centers, which depends on the updated county-wide base image data for efficient permit processing at or near City boundaries, as well as reduced mapping-related errors. The recommendation for this \$56,000 appropriation from the Development Services Trust Fund will be included in an upcoming report (C.F. 13-0046) to the Planning and Land Use Management Committee, as required per Ordinance. Finally, proprietary departments will be billed directly for their respective portions of the total cost to complete the City's total payment of \$705,995 to the County.

Upon Council and Mayoral approval, the various funding sources will be transferred to the Engineering Special Services Fund project account entitled "LAR-IAC 5 Project" to provide one centralized payment to the County. In the previously approved Board of Public Works report, the Public Works Trust Fund (PWTF) was identified as the funding source for the City's payment. However, the Public Works Office of Accounting (OOA) subsequently notified BOE that the PWTF could not be used to pay for the LAR-IAC5 Project. BOE was then instructed to use the Engineering Special Services Fund to pay for the LAR-IAC5. The recommendations in this report reflect the updated accounts and funding sources for the City's LAR-IAC5 payment.

FISCAL IMPACT STATEMENT

There is a \$40,000 impact to the General Fund due to the proposed reappropriation of 2016-17 funds. Otherwise, sufficient funds exist in the current City Budget to pay the County for this data. Approval of the recommendations of this report will allow the Bureau of Engineering to pay \$649,995 to the County for the acquisition of imagery data from the Los Angeles Region Imagery Acquisition Consortium's data refresh project (LAR-IAC 5). The recommendations in this report are consistent with the City's Financial Policies in that budgeted revenues are available and eligible for this purpose.

RHL:RC:06180016

**BOARD OF PUBLIC WORKS
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FERNANDO CAMPOS
EXECUTIVE OFFICER

200 NORTH SPRING STREET
ROOM 361, CITY HALL
LOS ANGELES, CA 90012

GENERAL INFORMATION
TEL: (213) 978-0281 FAX: (213) 978-0278
TDD: (213) 978-2310
<http://bpw.lacity.org>

May 22, 2017

BPW-2017-0485

Mayor Eric Garcetti
Room No. 305
City Hall
Attn: Mandy Morales

**Subject: LOS ANGELES REGION IMAGERY ACQUISITION CONSORTIUM DATA
REFRESH (LARIAC5) PROJECT**

Transmitted herein is the report of the City Engineer, which this Board has adopted, for approval and forwarding to City Council.

FISCAL IMPACT

This proposed expenditure complies with the City's Financial Policies in that available current year balances will be used to support this one-time cost. Furthermore, the proposed special fund financing conforms to the requirements set forth in the respective special fund ordinances.

Respectfully submitted,

Dr. Fernando Campos, Executive Officer
Board of Public Works

FC:mm



PW Bd Rpt 2017-0485 - LARIAC5 Project

Veronica Buenrostro <veronica.buenrostro@lacity.org>
To: Mandy Morales <mandy.morales@lacity.org>

Thu, May 25, 2017 at 3:13 PM

Mandy,
the funding table is shown twice, on page 2 and page 4 - so the changes to the funding table should be on both pages.

On Thu, May 25, 2017 at 3:00 PM, Veronica Buenrostro <veronica.buenrostro@lacity.org> wrote:
Mandy,
per our conversation, here are the changes we need to make. I crossed out what needs to be changed and the new info is highlighted. I am sending the original back to you via messenger.

2d. Request the Controller to transfer as soon as possible, the following amounts from the Development Services Trust Fund, City Departments and Bureaus identified below, totaling \$705,995 from various departmental accounts to the new account in the ~~Public Works Trust Fund No. 834, Department No. 50, Engineering Special Services Fund No. 682, Department No. 50~~, entitled LARIAC5 project, so that the Bureau of Engineering can make full payment to the County of Los Angeles for the LARIAC5 Project:

From:

Department Name	Fund	Dept. No.	Appropriation Unit	Amount
Planning Department	588	68	68N168	\$ 40,000
Port of Los Angeles	702	42	1000/699	\$ 40,000
Los Angeles World Airports (LAWA)	700	04	041000	\$ 40,000
Building and Safety Dept.	48R	08	N530	\$ 65,000
Bureau of Sanitation	508	50	50NX82	\$ 40,000
Los Angeles Police Department	100	70	003040	\$ 40,000
Bureau of Engineering	100	78	003040	\$ 54,995
Los Angeles Fire Department	100	38	003040	\$ 40,000
Department of Water and Power (DWP)	51	98	5166	\$125,000
Department of Water and Power (DWP)	01	98	5166	\$125,000
Department of Transportation (LADOT)	447	94	943000	\$ 10,000
Department of Transportation (LADOT)	523	94	943000	\$ 10,000
Department of Transportation (LADOT)	573	94	943000	\$ 10,000
Department of Transportation	681	94	943000	\$ 10,000

(LADOT)				
Development Services Trust Fund	58V	08	TBD	\$ 56,000
Total				\$705,995

To: ~~Public Works Trust Fund No. 834, Department No. 60,~~ Engineering Special Services Fund No. 682, Department 50, Appropriation Unit No. TBD, \$705,995

Veronica Buenrostro
 Land Development & GIS | Sr. M.A.
 Bureau of Engineering | Department of Public Works
 201 N. Figueroa Street, Suite 1150
 Los Angeles, CA 90012 MS 230
 O: (213) 482-7127
veronica.buenrostro@lacity.org



Veronica Buenrostro
 Land Development & GIS | Sr. M.A.
 Bureau of Engineering | Department of Public Works
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 Los Angeles, CA 90012 MS 230
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veronica.buenrostro@lacity.org



BPW-2017-0485

Department of Public Works

Bureau of Engineering
Report No. 5

May 22, 2017
CD Nos. All

ADOPTED BY THE BOARD
PUBLIC WORKS OF THE CITY
of Los Angeles California
AND REFERRED TO THE MAYOR
MAY 22 2017


Executive Officer
Board of Public Works

LOS ANGELES REGION IMAGERY ACQUISITION CONSORTIUM DATA REFRESH (LARIAC5) PROJECT

RECOMMENDATIONS

1. That the Board of Public Works:
 - a. Adopt this report authorizing the City Engineer to pay the County of Los Angeles (County) for the acquisition of aerial imagery and associated products as a member of the County-wide LARIAC5 Project.
 - b. Submit to the City Council this report and recommendations for their consideration.
2. That the City Council, subject to the approval of the Mayor:
 - a. Authorize the City Engineer, or designee, to execute the Participant Agreement with the County on behalf of the City of Los Angeles (City) and pay to the County \$705,995 for the acquisition of imagery and associated products from the County-wide LARIAC5 Project;
 - b. Approve funding from the Development Services Trust Fund (DSTF) Fund No. 58V, Department No. 08 for participation in the County-wide LARIAC5 Project and appropriate a total of \$56,000 to a new account entitled LARIAC5 Project;
 - c. Approve funding in the amount of \$54,995 from Fund No. 100, Department No. 78, Appropriation Unit No. 003040 for the Bureau of Engineering's (BOE) participation in the County-wide LARIAC5 Project; and
 - d. Request the Controller to transfer as soon as possible, the following amounts from the DSTF, City Departments and Bureaus identified below, totaling \$705,995 from various departmental accounts to the new account in the Public Works Trust Fund (PWTF) No. 834, Department No. 50, entitled LARIAC5 Project, so that the BOE can make full payment to the County for the LARIAC5 Project:

From:

Department Name	Fund No.	Department No.	Appropriation Unit	Amount
Planning Department	588	68	68N168	\$ 40,000
Port of Los Angeles (POLA)	702	42	1000/699	\$ 40,000
Los Angeles World Airports (LAWA)	700	04	041000	\$ 40,000
Department Building and Safety (DBS)	48R	08	N530	\$ 65,000
Bureau of Sanitation (LASAN)	508	50	50NX82	\$ 40,000
Los Angeles Police Department (LAPD)	100	70	003040	\$ 40,000
BOE	100	78	003040	\$ 54,995
Los Angeles Fire Department (LAFD)	100	38	006020	\$ 40,000
Department of Water and Power (DWP)	51	98	5166	\$125,000
DWP	01	98	5166	\$125,000
Department of Transportation (LADOT)	447	94	TBD	\$ 10,000
LADOT	523	94	TBD	\$ 10,000
LADOT	573	94	TBD	\$ 10,000
LADOT	681	94	TBD	\$ 10,000
DSTF	58V	08	TBD	\$ 56,000
Total				\$705,995

To: PWTF No. 834, Department No. 50, Appropriation Unit No. To Be Determined (TBD), \$705,995

3. Request all the General Managers or their designees of the various City Departments and Public Works Bureaus identified in Recommendation No. 2 above to complete the transfer of funds as soon as possible, in coordination with the Controller's Office.
4. Authorize the Controller to make any technical accounting corrections, if necessary, to effectuate the intent of the City Council Action.
5. Authorize the City Engineer, or designee, to execute a Letter of Intent to participate in the next LARIAC phase on behalf of the City, approving in concept the City's participation in the LARIAC6 project subject to subsequent Council and Mayoral approval of funding for LARIAC6.

FISCAL IMPACT STATEMENT

This proposed expenditure complies with the City's Financial Policies in that available current year balances will be used to support this one-time cost. Furthermore, the proposed special fund financing conforms to the requirements set forth in the respective special fund ordinances.

May 22, 2017
Page 3

TRANSMITTAL

Copy of the unsigned Participant Agreement for LARIAC5.

DISCUSSION

The LARIAC is a legal entity formed by County, consisting of many cities within the County, such as Los Angeles, Long Beach, and Glendale, which pools participant resources to obtain aerial photographic imagery, elevation contour lines, building footprints and other data to benefit both the individual cities and the entire County. In the City, several departments used the digital terrain and digital aerial image data acquired through the LARIAC1 project in 2006, LARIAC2 project in 2008, LARIAC3 project in 2010 and the LARIAC4 project in 2013. The LARIAC imagery data is updated every two to three years.

This aerial imagery data is shown on the Department of City Planning's Zone Information and Map Access System, and the BOEs NavigateLA web application. In addition, the DBS uses the aerial images in conjunction with existing geographic information system (GIS) data for inspection activities, parcel research, plan check, and for processing building permits. The LAPD, LAFD, POLA, LAWA, DWP and LASAN use the GIS data for maps and analysis that can be used for planning, emergency management and response, and construction purposes.

Funding of \$705,995 is now needed to update the data as part of the LARIAC5 Project given the industry standard to refresh aerial image and GIS data every two years for construction and development activities. The contributions of participating cities are calculated based on the individual city's geographic area and population as established by the original LARIAC Project, and approved by the Mayor and Council (C.F. Nos. 06-0445 and 09-0565). The City's participation is memorialized through a Memorandum of Agreement with the County. It is requested that the City Engineer be authorized to sign the Participation Agreement approving the City's participation in the LARIAC5 Project and remit payment on behalf of the City.

The total County-wide cost of the LARIAC5 Project is \$4.2 million. The City's contribution of \$705,995 would come from various benefiting departments and the DSTF, as follows:

Department Name	Fund No.	Department No.	Appropriation Unit	Amount
Planning Department	588	68	68N168	\$ 40,000
POLA	702	42	1000/699	\$ 40,000
LAWA	700	04	041000	\$ 40,000
DBS	48R	08	N530	\$ 65,000
LASAN	508	50	50NX82	\$ 40,000
LAPD	100	70	003040	\$ 40,000
BOE	100	78	003040	\$ 54,995
LAFD	100	38	006020	\$ 40,000
DWP	51	98	5166	\$125,000
DWP	01	98	5166	\$125,000
LADOT	447	94	TBD	\$ 10,000
LADOT	523	94	TBD	\$ 10,000
LADOT	573	94	TBD	\$ 10,000
LADOT	681	94	TBD	\$ 10,000
DSTF	58V	08	TBD	\$ 56,000
Total				\$705,995

At this time, Council approval of the funding is required along with the corresponding fiscal transfers so that the payment for the City's participation in LARIAC5 Project can be made. Funding from each of these sources is available as enumerated in the above table, with the exception of an appropriation of \$56,000 from the DSTF for which Council approval is requested. The funding from the various sources of funds will be transferred to the Public Works Trust Fund LARIAC 5 Project account to provide one centralized payment to the County.

The DSTF receives revenue from a 3 percent surcharge on all transactions that occur at the City's constituent Development Services Centers (formerly Construction Services Centers), also known as the One-Stop Centers (One-Stops). Expenditures from the DSTF must be made to support or enhance the quality of services at the One-Stops. The up-to-date aerial image and GIS data provided by the LARIAC5 Project will ultimately reduce costs to permit applicants at the One-Stops by reducing map errors and avoiding unnecessary and costly physical location inspections. County-wide image data that covers the City's boundaries with the County and other municipal jurisdictions enables permit processing for construction projects that are at or near City boundaries to be completed by City staff with minimal consultation with the boundaries-in-common jurisdiction authorities, resulting in a more efficient permit processing service at the One-Stops. Use of this new GIS data as a shared core database will allow City departments to be more productive by working with the same set of base image data. This approach will also reduce errors and waiting time for permit applicants. Funding was previously approved from the trust fund for the City's participation in the LARIAC4 project.

The LARIAC imagery data is updated approximately every two years. Anticipating continual cooperation with the County, we request authorization for the City Engineer, or designee, to execute a Letter of Intent to participate in the next LARIAC project phase on behalf of the City, approving in concept the City's participation in the LARIAC6 project subject to subsequent Council and Mayoral approval of funding for LARIAC6 when it occurs.

Department of Public Works
Bureau of Engineering
Report No. 5

May 22, 2017
Page 5

(EY RMK TA)

Report reviewed by:

Respectfully submitted,

BOE (ADM)



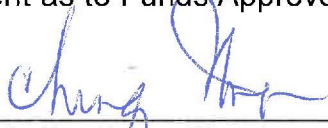
Report prepared by:

Gary Lee Moore, PE, ENV SP
City Engineer

Land Development and GIS Division

Edmond Yew, PE
Division Engineer
Phone No. (213) 482-7120

Statement as to Funds Approved by:

fr 
Victoria A. Santiago, Director
Office of Accounting
Fund Ref: 508/50/50NX82/\$40,000
100/78/003040/\$54,995

5/4/17

Date: _____

EY/VB/04-2017-0071.LGD.klc

Questions regarding this
report may be referred to:
Veronica Buenrostro, SR. MA I
Phone No. (213) 482-7127
E-mail: Veronica.Buenrostro@lacity.org

ATTACHMENT III

**PARTICIPANT AGREEMENT BY AND BETWEEN THE
COUNTY OF LOS ANGELES
AND PARTICIPATING ENTITIES FOR THE
LOS ANGELES REGION – IMAGERY ACQUISITION CONSORTIUM 5
("LARIAC5") PROJECT**

**PARTICIPANT AGREEMENT BY AND BETWEEN THE COUNTY OF LOS ANGELES
AND PARTICIPATING ENTITIES FOR THE
LOS ANGELES REGION – IMAGERY ACQUISITION CONSORTIUM 5 ("LARIAC5") PROJECT**

This Participant Agreement (Agreement) is made and entered into by and between the County of Los Angeles (County), a political subdivision of the State of California, and **City of Los Angeles**, a California city, special district, or agency. Each individual city, district, or agency is referred to herein individually as a "Participating Entity" and collectively as the "Participating Entities". The County and the Participating Entities are hereinafter referred to collectively as the "Parties" and each individually as a "Party".

- A. **WHEREAS**, County has planned to acquire new digital orthogonal and oblique aerial imagery in the winter of 2016-2017 Project;

- B. **WHEREAS**, County has become aware that various Participating Entities have similar projects currently underway or plans to undertake similar projects in the near future;

- C. **WHEREAS**, in order to avoid the duplication of efforts and costs by the Parties, the Parties desire to pool their resources to collectively undertake the Project; and

- D. **WHEREAS**, the Parties intend to participate in the Project upon the terms and conditions set forth herein below.

NOW, THEREFORE, in consideration of the mutual covenants herein set forth and the mutual benefits to be derived therefrom, the Parties agree as follows:

1. Purpose

The purpose of this Agreement is to provide a vehicle for the collective participation in the Project by the Parties. The Project shall focus on the acquisition of certain aerial imagery digital data which may include, but are not limited to, products listed in Attachment A ("Digital Data"). It is the intent of the Parties that Digital Data shall be acquired under this Agreement for areas within the County of Los Angeles covered by the jurisdictions of the Parties.

2. Responsibilities of the County

- A. Identify and provide specifications for Digital Data (or their derivatives) to the contractors hired to complete the Project.
- B. Develop all necessary procurement documents for necessary services to be provided by one or more qualified contractors in connection with the acquisition and administration of the Digital Data.
- C. Select the most qualified contractor or contractors to provide the necessary services in connection with the acquisition and administration of the Digital Data and thereafter, manage the entire acquisition and administration of the Project.
- D. With the assistance of one or more selected contractors, provide Quality Control (QC) for all Digital Data delivered under this Agreement.
- E. Arrange for the delivery of the Digital Data (or portions thereof) to the Participating Entity upon Project completion.
- F. Provide monthly reports to the Participating Entities on the status of the Project.

3. The Participating Entity Has the Right to

- A. Participate in identifying and providing technical specifications for the Digital Data (or their derivatives).
- B. Provide currently available geodetic points (with necessary standards and accuracy) for County's QC process.
- D. Acquire additional digital aerial products from the contractors through this agreement, provided that a Statement of Work is provided. County assumes no liability for the completion of these products.

4. Mutual Responsibilities; Maximum Contribution

The Parties shall be mutually responsible for the following:

- A. Financing the acquisition and administration of the Digital Data including, but not limited to, costs related to QC and the subsequent distribution thereof. The total cost of such acquisition and administration (Total Cost) shall be allocated among the Parties and the Participating Entities. The portion of the Total Cost allocated to a Party hereunder shall be hereinafter referred to as the Party's "Maximum Contribution." Each Participating Entity will transfer its Maximum Contribution to a special trust account which has been established by the County for this Project (Trust Account) and as further described in Paragraph 5 of this Agreement.

The Maximum Contribution of the Participating Entity shall be \$705,995.

B. In the event the Project is terminated for any reason before the execution of any contract with a contractor for the provision of goods and/or services in connection with the Project, each Participating Entity shall be refunded its Maximum Contribution (or such portion of the Maximum Contribution as shall have been paid to the County by such Participating Entity) in its entirety.

5. Payment of Maximum Contribution; Administration of Trust Account

A. A Participating Entity shall have the following options in paying its Maximum Contribution to the County hereunder:

- i. The Participating Entity may elect to pay its Maximum Contribution to County in its entirety upon execution of this Agreement.
- ii. The Participating Entity may elect to pay its Maximum Contribution to County as follows: (a) fifty percent (50%) of the Maximum Contribution upon its execution of this Agreement; and (b) fifty percent (50%) upon delivery of the Digital Data to the Participating Entity.

B. The Trust Account established by the County in connection with the Project, shall be subject to the following:

- i. All funds held in the Trust Account shall be used solely for the payment of contractors selected by County to provide goods and services in connection with the Project.
- ii. Any funds held in the Trust Account not expended upon the completion of the Project or the termination of this Agreement shall be held, administered, and returned to Parties based on their prorated contribution to the total costs of the Project.

6. General Terms and Conditions

A. This Agreement shall take effect upon execution and shall remain in effect through final delivery of all Digital Data and through the duration of the license-use term.

B. The term of this Agreement may be extended by an Amendment to this Agreement.

C. It is the intention of the Parties that the Participating Entity shall receive, with the delivery of the Digital Data, an unlimited irrevocable perpetual, royalty-free license. The license may be used to, modify, edit, reuse, reproduce,

translate, create derivatives, compile, other works based upon the Digital Data, and combine the data with other contents selected by the Participating Entity in its own operation, with an unlimited number of seats; including, but not limited to Internet and intranet applications, copying, and printing.

D. The Participating Entity shall have the right to transfer, sublicense, and distribute any form of media either now known or hereinafter desired the Digital Data to its subcontractors or consultants on projects which are outsourced from its own operations. In this connection, the Participating Entity shall require each subcontractor or consultant to whom the Digital Data is transferred to execute a written acknowledgement and agreement to abide by such Participating Entity's license to use the Digital Data. Such acknowledgement and agreement is provided in Attachment B (Authorized User Confidentiality and Non-Disclosure Agreement).

E. Notwithstanding any provision of this Agreement to the contrary, a Participating Entity shall not have the right to sell, resell, or otherwise transfer its license to use the Digital Data to any other person or entity.

F. This Agreement may be amended or modified by County only after collaboration and consultation with the Participating Entities.

G. Nothing in this Agreement shall be construed to give any person or entity, other than the Parties hereto, any legal or equitable right, remedy, or claim under or in respect to this Agreement or any provision herein contained. This Agreement and the provisions hereof are intended to be and are for the sole and exclusive benefit of the Parties.

H. No Party may terminate its participation under this Agreement after the execution of contract(s) for the acquisition of the Digital Data without the prior written consent of County.

I. Any other California city, special district, or agency may become a Participating Entity under this Agreement if:

- (i) Such entity executes this Agreement, and
- (ii) Such entity makes its Maximum Contribution to County as provided for under this Agreement. Any such contribution shall be deposited into the Trust Account and administered in accordance with subparagraph 5.B of this Agreement.

J. This Agreement may be executed in counterparts and the signed counterparts shall constitute a single instrument. The signatories to this Agreement represent that they have the authority to bind their respective party to this Agreement.

IN WITNESS WHEREOF, the parties have executed this Participant Agreement for the Los Angeles Region – Imagery Acquisition Consortium 5 Program on the date indicated below.

PARTICIPANT ENTITY
City of Los Angeles

COUNTY OF LOS ANGELES
INTERNAL SERVICES DEPARTMENT

By: _____

By: _____

Date: _____

Date: _____