

**PROJECT IMPLEMENTATION PLAN and PAYMENT SCHEDULE**

**RE: Upgrade and Expansion of Facial Recognition System for the  
Massachusetts Sheriffs' Association**

**March 29, 2010**

The Massachusetts Sheriffs' Association (MSA) and BI2 Technologies, LLC (BI2), agree to the following Project implementation plan (deliverables) and payment schedule:

BI2 will convene an implementation plan Meeting/final project scope session on with the MSA on March 29, 2010. At the conclusion of the implementation Meeting, the MSA and BI2 will agree to a final Project implementation schedule provided that the project will be completed, and all deliverables installed, no later than September 30, 2010. The MSA will make a payment equal to fifteen (15%) percent of the contract amount (\$22,280) of One Hundred and Forty-Eight Thousand Five Hundred and Thirty Dollars (\$148,530.00) upon successful completion of the Meeting and presentation of and invoice.

- I. BI2 Technologies, LLC, with the assistance of the MSA, agree to the following implementation plan and schedule:

**Joint MSA/BI2 Meeting – March 29, 2010**

MSA and BI2 meet at BI2's offices to finalize and sign contract documents and implementation plan

**BI2 – March 29, 2010**

BI2 provides MSA with draft letter for MSA to send to all Sheriffs' Offices and Departments explaining the project in detail – including key dates, deadlines, milestones and Sheriffs' Office responsibilities (a copy of which is attached by reference).

**MSA and BI2 – March 30, 2010**

Deadline for MSA and BI2 to discuss and decide on location for Statewide Project Overview Meeting and Detailed System Review and Discussion. An initial meeting among individual Sheriffs' Office Information Technology representatives is scheduled for April 21, 2010. The meeting is tentatively scheduled to be conducted at a location in Central Massachusetts.

**BI2 – April 2, 2010**

Deadline for BI2 to confirm date, time, location and all arrangements (except final number of attendees) for Statewide Project Overview Meeting and Detailed System Review and Discussion

**MSA – April 5, 2010**

MSA sends explanation, confirmation and invitation letter to all Sheriffs

**BI2 – April 12, 2010**

BI2 orders all required hardware and software for central server site and individual locations

**BI2 – April 15, 2010**

BI2 prepares and presents to MSA milestone invoice equipment order for 20% of contract amount or \$29,706

**Individual Sheriffs and MSA – April 19, 2010**

Deadline for Sheriffs to confirm to MSA, in writing, that they will or will not participate and, if they decide to participate, to inform the MSA of the names and agencies of the individuals and police departments that will be attending Statewide Project Planning Meeting and Demonstration.

In the event that any individual Sheriff is unable, or decides not to participate, the MSA shall, at its sole discretion, re-allocate any systems not being used by the individual Sheriff to another Sheriff.

**BI2 and MSA – April 21, 2010**

Deadline for MSA to provide BI2 with final decision regarding the location of the central server

**MSA/Individual Sheriffs'/Police Departments and BI2/Animetrics – May 4, 2010**

Statewide Project Overview Meeting and Detailed System Review and Discussion

**BI2 – May 15, 2010**

BI2 prepares and presents to MSA upon completion of the Statewide Project Overview Meeting and Detailed System Review and Discussion a milestone invoice for 10% of contract amount or \$14,853

**BI2 and MSA – May 12, 2010**

Based on BI2 and MSA joint discussions and agreement regarding any possible modifications to the final application and database prior to implementation, BI2 will inform the MSA of the final agreed upon modifications, if any

**BI2 – May 17 through June 18, 2010**

BI2 will make and test any agreed upon modifications to its application and database

**Individual Sheriffs – May 21, 2010**

Deadline for individual Sheriffs to provide BI2 with exported image databases in required image file format

**BI2 – May 24 through June 4, 2010**

BI2 will analyze the received inventory of existing digital images and prepare a detailed, county-by-county report on the number of useable images that can be converted and imported into new statewide database.

**BI2 – July 15, 2010**

Based on its analysis of the digital image data received from individual Sheriffs, BI2 will prepare and submit the required report

**BI2 – June 4 through June 18, 2010**

BI2 will complete conversion of useable digital booking images and properly load and test imported images on central server

**BI2 – July 15, 2010**

BI2 prepares and presents to MSA upon completion of conversion of useable digital booking images and properly loading and testing imported images on central server a milestone invoice for 15% of contract amount or \$22,280.

**BI2 and MSA – June 28, 2010**

BI2, in conjunction with the MSA, will inform each participating Sheriffs' Office or Department, and the participating Police Department in the respective County, of their confirmed installation and training date

**BI2 and Individual Sheriffs' Offices and Departments – August 2 through September 30, 2010**

Installation and training will be completed in all participating Sheriffs' Offices and Departments, as well as participating Police Departments

**BI2 – September 30, 2010**

BI2 prepares and presents to MSA milestone invoice upon completion of all installations, training and implementations for 33% of contract amount or \$47,862.

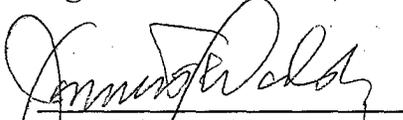
**BI2 – December 1, 2010**

BI2 prepares and presents to MSA annual maintenance invoice for Year 2 support for \$11,550.

- II.** BI2 Technologies, LLC, will compile and present progress report(s) to the MSA on or about August 1, 2010 (or within 10 days of commencing installations – which ever comes first), January 15, 2011 and August 15, 2011. The third (3<sup>rd</sup>) of these requested reports will constitute a Final and Close-Out Report of all agreed-upon Project Activity.
- III.** BI2 Technologies, LLC, will re-visit and conduct / update individual staff training and/or system training as required, and conduct further system “de-bugging” as

required per any request by Sheriffs at locales as necessary in 2010 and 2011. Year 2 of this Implementation Plan and Payment Schedule shall mean "Calendar Year 2011" for the provision of System Support & Services during 2011 to the MSA, including the Sheriffs Offices that subsequently participate in the noted Upgrade and Expansion of Facial Recognition System for the Massachusetts Sheriffs' Association.

**Agreed: March 29, 2010**

  
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**JAMES F. WALSH**  
Executive Director,  
Massachusetts Sheriffs' Association (MSA)

*March 29, 2010*

 3/29/2010  
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**SEAN G. MULLIN**  
President and CEO,  
BI2 Technologies, LLC

# MA Sheriff's FR Replacement Schedule, Milestones and Deliverables

March 2010

March 2010							April 2010						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
7	1	2	3	4	5	6	4	5	6	7	1	2	3
14	8	9	10	11	12	13	11	12	13	14	15	16	17
21	15	16	17	18	19	20	18	19	20	21	22	23	24
28	22	23	24	25	26	27	25	26	27	28	29	30	

	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	<b>Feb 28</b>	<b>Mar 1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>	<b>6</b>
Feb 28 - Mar 6							
	<b>7</b>	<b>8</b>	<b>9</b>	<b>10</b>	<b>11</b>	<b>12</b>	<b>13</b>
Mar 7 - 13							
	<b>14</b>	<b>15</b>	<b>16</b>	<b>17</b>	<b>18</b>	<b>19</b>	<b>20</b>
Mar 14 - 20		Contract Awarded					
	<b>21</b>	<b>22</b>	<b>23</b>	<b>24</b>	<b>25</b>	<b>26</b>	<b>27</b>
Mar 21 - 27							
	<b>28</b>	<b>29</b>	<b>30</b>	<b>31</b>	<b>Apr 1</b>	<b>2</b>	<b>3</b>
Mar 28 - Apr 3		Finalize Contract and 1 Milestone 1 Provide MSA w/Detail					

# MA Sheriff's FR Replacement Schedule, Milestones and Deliverables

April 2010

April 2010						
S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	

May 2010						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	Mar 28	29	30	31	Apr 1	2	3
Mar 28 - Apr 3							
	4	5	6	7	8	9	10
Apr 4 - 10				Provide BI2 w/ in-dep			
	11	12	13	14	15	16	17
Apr 11 - 17		Hardware Ordered; BI2			Milestone 2		
	18	19	20	21	22	23	24
Apr 18 - 24							
	25	26	27	28	29	30	May 1
Apr 25 - May 1							

# MA Sheriff's FR Replacement Schedule, Milestones and Deliverables

May 2010

May 2010							June 2010						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
2	3	4	5	6	7	1	6	7	1	2	3	4	5
9	10	11	12	13	14	15	13	14	15	16	17	18	19
16	17	18	19	20	21	22	20	21	22	23	24	25	26
23	24	25	26	27	28	29	27	28	29	30			
30	31												

	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	Apr 25	26	27	28	29	30	May 1
4/25 - 30							
	2	3	4	5	6	7	8
5/2 - 7					Discuss Possible Modif		
	9	10	11	12	13	14	15
5/9 - 14		Detailed System Revie		Discuss Possible Mods			Milestone 3
	16	17	18	19	20	21	22
5/16 - 21							
	23	24	25	26	27	28	29
5/23 - 28		BI2/MSA Review Mod					
	30	31	Jun 1	2	3	4	5
5/30 - 6/4							

# MA Sheriff's FR Replacement Schedule, Milestones and Deliverables

June 2010

June 2010							July 2010						
S	M	T	W	T	F	S	S	M	T	W	T	F	S
		1	2	3	4	5			1	2	3		
6	7	8	9	10	11	12	4	5	6	7	8	9	10
13	14	15	16	17	18	19	11	12	13	14	15	16	17
20	21	22	23	24	25	26	18	19	20	21	22	23	24
27	28	29	30				25	26	27	28	29	30	31

	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	May 30	31	Jun 1	2	3	4	5
May 30 - Jun 5							
	6	7	8	9	10	11	12
Jun 6 - 12							
	13	14	15	16	17	18	19
Jun 13 - 19			Enroll Usable Images & Test on Central Server; Animetrics				
	20	21	22	23	24	25	26
Jun 20 - 26					BI2/MSA Provided Im:		
	27	28	29	30	Jul 1	2	3
Jun 27 - Jul 3			Enroll Usable Images & Test on Central Server; Animetrics				

# MA Sheriff's FR Replacement Schedule, Milestones and Deliverables

<b>July 2010</b>	July 2010							August 2010						
	S	M	T	W	T	F	S	S	M	T	W	T	F	S
	4	5	6	7	8	9	10	1	2	3	4	5	6	7
	11	12	13	14	15	16	17	8	9	10	11	12	13	14
	18	19	20	21	22	23	24	15	16	17	18	19	20	21
25	26	27	28	29	30	31	22	23	24	25	26	27	28	
							29	30	31					

	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	Jun 27	28	29	30	Jul 1	2	3
Jun 27 - Jul 3					Enroll Usable Images &		
	4	5	6	7	8	9	10
Jul 4 - 10							
	11	12	13	14	15	16	17
Jul 11 - 17					Analyze Images & Pro Milestone 4		
	18	19	20	21	22	23	24
Jul 18 - 24							
	25	26	27	28	29	30	31
Jul 25 - 31							

# MA Sheriff's FR Replacement Schedule, Milestones and Deliverables

<b>August 2010</b>	August 2010							September 2010						
	S	M	T	W	T	F	S	S	M	T	W	T	F	S
	1	2	3	4	5	6	7	5	6	7	1	2	3	4
	8	9	10	11	12	13	14	12	13	14	15	16	17	18
	15	16	17	18	19	20	21	19	20	21	22	23	24	25
22	23	24	25	26	27	28	26	27	28	29	30			
29	30	31												

	Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
Aug 1 - 7	<b>Aug 1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>	<b>6</b>	<b>7</b>
	<b>Installation &amp; Training At Sheriff's Offices &amp; Departments; BI2</b>						
Aug 8 - 14	<b>8</b>	<b>9</b>	<b>10</b>	<b>11</b>	<b>12</b>	<b>13</b>	<b>14</b>
	<b>Installation &amp; Training At Sheriff's Offices &amp; Departments; BI2</b>						
Aug 15 - 21	<b>15</b>	<b>16</b>	<b>17</b>	<b>18</b>	<b>19</b>	<b>20</b>	<b>21</b>
	<b>Installation &amp; Training At Sheriff's Offices &amp; Departments; BI2</b>						
Aug 22 - 28		<b>Animetrics Certifies: (s</b>					
	<b>22</b>	<b>23</b>	<b>24</b>	<b>25</b>	<b>26</b>	<b>27</b>	<b>28</b>
<b>Installation &amp; Training At Sheriff's Offices &amp; Departments; BI2</b>							
Aug 29 - Sep 4	<b>29</b>	<b>30</b>	<b>31</b>	<b>Sep 1</b>	<b>2</b>	<b>3</b>	<b>4</b>
	<b>Installation &amp; Training At Sheriff's Offices &amp; Departments; BI2</b>						

