

**ARLINGTON COUNTY, VIRGINIA
AGREEMENT NO. 22-DES-RFP-611
AMENDMENT NUMBER 2**

This Amendment Number 2 is made on 5/23/2023 and amends Agreement Number 22-DES-RFP-611 (“Main Agreement”) dated September 19, 2022, between Eleven-x US Incorporated (“Contractor”) and the County Board of Arlington County, Virginia (“County”).

The County and the Contractor agree to amend the main contract called for under the Main Agreement as follows:

1. **COVID-19 Vaccination Policy For Contractors** is hereby removed in its entirety.
2. **Exhibit A, Scope of Services, Paragraphs 3 and 4** are hereby replaced with the paragraphs below to remove the number of single-space meters, multi-space meters and pay-by-phone zones and redistribute 98 of the planned 4,563 on-street meters to the 22nd St. S lot.

The project area contains a total of 4,958 metered on- and off-street spaces. The on-street metered spaces are served by:

1. Single-space meters (including 129 ADA-accessible meters), currently provided by IPS Group (<https://www.ipsgroupinc.com/>; models M3 and M5)
2. Single-space meters where two meters share one pole, including 19 spaces served by 15 ADA-accessible meters in this configuration, currently provided by IPS Group (models M3 and M5)
3. Multi-space meters (including 36 tour bus parking spaces served by 10 multi-space meters) currently provided by Flowbird/Cale (<https://www.flowbird.group/smartcity/us/>; models CWT, CWT-S4-Touch Stealth, and MP104). All multi-space meters are currently configured for pay-and-display; spaces are not demarcated or “striped.” Space count is calculated using a 20-foot length for each space.

The project area contains off-street, paid-parking facilities regulated by parking meters at various locations, including but not limited to:

1. 177 spaces, including 8 ADA-accessible spaces, at the County-owned Courthouse Plaza surface parking lot (located at the Corner of N Courthouse Road and 15th Street N).
2. 180 spaces, including 8 ADA-accessible spaces, at the County-owned Long Bridge Park parking lot (located at Long Bridge Drive northeast of 6th St S).
3. 38 spaces, including 1 ADA-accessible space, at the County-owned Virginia Highlands Park (located at S Hayes St between 18th St S and 15th St S).
4. **98 spaces at the County-managed 22nd St. S and S Eads St. parking lot.**

All metered spaces are served by pay-by-phone zones. Pay-by-phone service is currently provided by ParkMobile (<https://parkmobile.io/>). The number of pay-by-phone zones does not match the number of **metered** block faces because some zones extend beyond one physical block face while some blocks contain multiple zones to serve separately spaces reserved for drivers holding disabled license plates and placards.

All other terms and conditions of the Main Agreement remain in effect.

WITNESS these signatures:

THE COUNTY BOARD OF ARLINGTON
COUNTY, VIRGINIA

ELEVEN-X US INCORPORATED

AUTHORIZED DocuSigned by:
SIGNATURE: Dr. SHARON T. LEWIS
89B86B1AD301462...

AUTHORIZED DocuSigned by:
SIGNATURE: Ryan Hickey
5D117363A823473...

NAME: DR. SHARON T. LEWIS

NAME: Ryan Hickey

TITLE: PURCHASING AGENT

TITLE: COO

DATE: 5/23/2023

DATE: 5/22/2023

**REVISED EXHIBIT B
CONTRACT PRICING**

Project Management, Internal Communications, and Coordination Costs Summary				
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, etc.)	Total Cost
A	Group of Items Name			
1	GT Deputy PM (assumes 2 days/week for 1 year)	\$ 315.00	832.00	\$ 262,080.00
2	eleven-x (2 hours/week for 1 year)	\$ 200.00	104.00	\$ 20,800.00
3	RHI (spread across project)	\$ 200.00	150.00	\$ 30,000.00
4	Smarking (kickoff/planning)	\$ 287.00	18.00	\$ 5,166.00
5	IBI (blended rate for local PM and system folks)	\$ 190.00	54.00	\$ 10,260.00
6	Zack Urban	\$ 230.00	24.00	\$ 5,520.00
7		\$ -	-	\$ -
			subtotals	\$ 333,826.00
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually).			\$ 333,826.00
Public Engagement Costs Summary				
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, etc.)	Total Cost
A	Engagement Implementation (RHI)			
1	Phase 1 - System Design Community Outreach and Engagement (first six months)	\$ 47,748.00	1.00	\$ 47,748.00
2	Phase 2 - System Installation Outreach and Engagement (second six months)	\$ 40,526.00	1.00	\$ 40,526.00
3	Phase 3 - System Year 2 Outreach and Engagement	\$ 40,526.00	1.00	\$ 40,526.00
4	Phase 4 - System Year 3 Outreach and Engagement	\$ 40,526.00	1.00	\$ 40,526.00
5	Expenses (engagement phases) - Printing, Travel, Spanish translation, engagement partner (NeoNiche) attendance at pop-up events	\$ 28,750.00	4.00	\$ 115,000.00
			subtotals	\$ 284,326.00
B	Engagement Implementation (non-RHI)			
1	Zack Urban	\$ 230.00	39.00	\$ 8,970.00
2	IBI (blended rate for local PM and system folks)	\$ 190.00	41.00	\$ 7,790.00
3	eleven-x	\$ 200.00	25.00	\$ 5,000.00
			subtotals	\$ 21,760.00
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually).			\$ 306,086.00

System Planning and Design Costs Summary					
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, etc.)	Total Cost	
A	Group of Items Name				
1	eleven-x and subs	\$ 122,984.00	1.00	\$ 122,984.00	
		subtotals		\$ 122,984.00	
B	Group of Items Name				
		subtotals		\$ -	
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually).			\$ 122,984.00	
Provide, Install and Maintain ITS Hardware Costs Summary					
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, items, etc.)	Total Cost	Annual Software Costs Associated with Calibration Years 2 and 3
A	Equipment				
1	SPS-X in-ground parking sensors	\$ 99.00	4,958.00	\$ 490,842.00	\$ -
2	Extended 10-year Warranty for SPS-X sensors	\$ 34.00	4,958.00	\$ 168,572.00	\$ -
3	LoRaWAN Gateways	\$ 1,185.00	30.00	\$ 35,550.00	\$ -
4	Digital Signage	\$ 15,755.00	10.00	\$ 157,550.00	\$ -
5		\$ -	-	\$ -	\$ -
6		\$ -	-	\$ -	\$ -
7		\$ -	-	\$ -	\$ -
		subtotals		\$ 852,514.00	\$ -
B	Installation				
1	Sensor installation	\$ 138.00	4,958.00	\$ 684,204.00	\$ -
2	Line painting	\$ 13.00	4,091.00	\$ 53,183.00	\$ -
3	Gateway installation	\$ 6,383.00	30.00	\$ 191,490.00	\$ -
4	Sticker/decals installation (unit cost is per price change) for every 3-months for 2 year period	\$ 7,000.00	8.00	\$ 56,000.00	\$ -
		subtotals		\$ 984,877.00	\$ -
C	Contingency				
1	Contingency on the entire project	\$ 500,000.00	\$ 1.00	\$ 500,000.00	\$ -
		subtotals		\$ 500,000.00	\$ -
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually)			\$ 2,337,391.00	

Develop, Install and Maintain ITS Software Costs Summary					
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, items, etc.)	Total Cost	Annual Software Costs Associated with Calibration Years 2 and 3
A	<i>eleven-x Software</i>				
1	Setup, integrations, support, training, etc	\$ 200.00	840.00	\$ 168,000.00	\$ -
2	Managed IoT Network Service (per gateway annual fee)	\$ 1,380.00	30.00	\$ -	\$ 41,400.00
3	Digital Signage Connectivity (per sign annual fee)	\$ 1,800.00	10.00	\$ -	\$ 18,000.00
4	Application Software Subscription (per sensor annual fee)	\$ 30.00	4,958.00	\$ -	\$ 148,740.00
5	Digital Signage Module (per sensor annual fee)	\$ 15.00	4,958.00	\$ -	\$ 74,370.00
6	eleven-x and CurblQ dashboard consolidation	\$ 200.00	240.00	\$ 48,000.00	\$ -
7	Enforcement Module (no Cost to the County for 2-years after Go-Live)	\$ -	-	\$ -	\$ -
8	Navigation App (no Cost to the County for 2-years after Go-Live)	\$ -	-	\$ -	\$ -
	subtotals			\$ 216,000.00	\$ 282,510.00
B	<i>Smarking Software</i>				
1	Setup and integration of IPS, Flowbird/Cale, ParkMobile, and eleven-x occupancy data	\$ 58,842.00	1.00	\$ 58,842.00	\$ -
2	Software Subscription for all parking stalls and payment methods (annual fee)	\$ 120,805.00	1.00	\$ -	\$ 120,805.00
	subtotals			\$ 58,842.00	\$ 120,805.00
C	<i>IBI Software</i>				
1	CurblQ setup and integrations	\$ 26,881.00	1.00	\$ 26,881.00	\$ -
2	CurblQ Software Subscription (annual fee)	\$ 78,000.00	1.00	\$ -	\$ 78,000.00
3	CurblQ and eleven-x dashbaord consolidation	\$ 17,250.00	1.00	\$ 17,250.00	\$ -
	subtotals			\$ 44,131.00	\$ 78,000.00
				\$ 318,973.00	\$ 481,315.00
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually).			\$ 1,281,603.00	

Public-Facing Parking Guidance Application Costs Summary					
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, items, etc.)	Total Cost	Annual Software Costs Associated with Calibration Years 2 and 3
A	<i>Group of Items Name</i>				
1	Public facing dashboard setup and integrations	17,250.00	1.00	\$ 17,250.00	\$ -
2	Public Facing Website Software Subscription (annual fee)	15,015.00	1.00	\$ -	\$ 15,015.00
	subtotals			\$ 17,250.00	\$ 15,015.00
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually).			\$ 47,280.00	

Transition Planning Costs Summary				
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Unit Cost (e.g. rate, etc.)	Units (e.g. hours, etc.)	Total Cost
A	<i>Group of Items Name</i>			
1	eleven-x and subs - training, documentation, etc.	\$ 80,114.00	1.00	\$ 80,114.00
TOTAL	Please ensure the total cost proposal for this task is reflected in the orange box in Column F (add manually).			\$ 80,114.00

Ongoing Maintenance and Operations Costs Summary				
System Lifecycle		# years		
(Please indicate here the total number of years the system/technology will be functional. If individual components have different lifecycles, please provide notes to that effect with each assumed annual maintenance cost line.)				
Cost Item Number	Cost Item Description (e.g. staff, etc.)	Annual Unit Cost (e.g. rate, etc.)	Units (e.g. hours, etc.)	Annual Maintenance Cost
A	<i>eleven-x services</i>			
1	Managed IoT Network Service (per gateway fee) 10 years	\$ 1,380.00	30.00	\$ 41,400.00
2	Digital Signage Connectivity (per sign fee) 10 years	\$ 1,800.00	10.00	\$ 18,000.00
3	Application Software Subscription (per sensor fee) 10 years	\$ 30.00	4,958.00	\$ 148,740.00
4	Digital Signage Module (per sensor fee) 10 years	\$ 15.00	4,958.00	\$ 74,370.00
5	Enforcement Module (per sensor fee) 10 years (first 2 years after go live @ no Charge to the County)	\$ 24.00	-	\$ -
6	Smarking Software Subscription (project fee) 10 years	\$ 120,805.00	1.00	\$ 120,805.00
7	IBI CurbiQ Software Subscription (project fee) 10 years	\$ 78,000.00	1.00	\$ 78,000.00
8	IBI Public Facing Website Software Subscription (project fee) 10 years	\$ 15,015.00	1.00	\$ 15,015.00
9	Navigation App (per sensor fee) 10 years (first 2 years after go live @ no Charge to the County)	\$ 36.00	-	\$ -
		subtotals		\$ 496,330.00
B	<i>Replacement and System Expansion</i>			
1	Sensor, Warranty, Installation and Line Painting, Per 1 Parking Stall	1,662.50	1	
2	Sensor, Warranty, Installation and Line Painting, Per 10 Parking Stalls	529.75	10	
3	Sensor, Warranty, Installation and Line Painting, Per 100 Parking Stalls	285.38	100	
4	Sensor, Warranty, Installation and Line Painting, Per 1000 Parking Stalls	277.61	1000	
5	eleven-x Software Subscription, Digital Signage and Enforcement Modules, Per Additional (1000) Stalls	\$ 69,000.00	1.00	
6	Smarking Software Subscription Per Additional (1000) Stalls	\$ 24,360.00	1.00	
7	IBI CurbiQ Software Subscription and Public Facing Website Subscription Per Additional (1000) Stalls	\$ 17,250.00	1.00	
8	Sensor replacement costs of 25% of the install base (assumption without knowing repaving plans)	\$ 279.00	1,240.00	\$ 345,960.00
9	Sticker/decal installation (unit cost is supply and installation per price change or application)	\$ 7,000.00	4.00	\$ 28,000.00
		subtotals		\$ 373,960.00
	Please provide an annual total			
			Annual Total	\$ 870,290.00

Payment Schedule

Payment Number	Description	Payment Milestones	Total
1	Project Year 1: One-time advance payment	Project Start; paid with first invoice	\$500,000
1-12	Project Year 1: Monthly payments for work completed in previous month	By the tenth day of each month, the Contractor will submit to the Project Officer an invoice formatted as described in the payment clause of the contract (7. Payment)	Approximately \$3.0 M spread over 12 months
13	Annual recurring subscription starts, Project Year 2: Data Collection and Model Calibration Includes Public Engagement	Pilot Operations Begins for data collection and model calibration	\$565,606
14	Annual recurring subscription, Project Year 3: Data Collection, Model Calibration, and Project Delivery Includes Public Engagement	1st Anniversary of Pilot Operations Begins	\$565,606
15	Annual recurring subscription, O&M Year 1	Transition System to the County	\$496,330

16	Annual recurring subscription, O&M Year 2	1st Anniversary of Transition System to the County	\$496,330
17	Annual recurring subscription, O&M Year 3	2nd Anniversary of Transition System to the County	\$496,330
18	Annual recurring subscription, O&M Year 4	3rd Anniversary of Transition System to the County	\$496,330