



Florida Department of Transportation

JEB BUSH
GOVERNOR

605 Suwannee Street
Tallahassee, FL 32399-0450

JOSÉ ABREU
SECRETARY

November 6, 2004

Mr. Michael Clarke
President and CEO
312 Clay Street, Suite 180
Oakland, CA 94607

Dear Mr. Clarke:

The Florida Model Task Force (MTF) approved a motion to make Cube Voyager the new software engine for the Florida Standard Model, FSUTMS on October 6, 2004. This letter outlines MTF's understanding of Citilabs's proposal to the Florida modeling community.

Pricing

A. Public Agency Pricing, Statewide

Citilabs will provide a statewide license of FSUTMS Powered by Cube Voyager including Cube Base and Cube Voyager that applies to all public agencies within the state of Florida except universities (addressed below). This license will not require a hardware key (dongle) to operate. The MTF through the FDOT Systems Planning Office (SPO) in coordination with the Public Transit Office will distribute the software and documentation to public agencies involved in transportation modeling. The cost of this license including maintenance will be \$24,900 per year and will be renewable annually at the same price.

B. University and College Pricing

Citilabs will provide, free of charge, a teaching license of FSUTMS Powered by Cube Voyager to all public universities and colleges in Florida who request it. This license may be installed on computers at the university and on student computers. These licenses will not require a hardware key (dongle) to operate. This license is for teaching purposes only and will expire every 90 days. It may be renewed free of charge through a simple email request by the professor in charge of the license. Software updates will be provided free of charge.

C. Consultants and other Private Entities

This offer applies only to consultants located or doing business in Florida. Citilabs will provide free upgrades from existing, maintained, licenses of the following products:

- Viper to Cube Base (FSUTMS version)
- FSUTMS Tranplan to FSUTMS Powered by Cube Voyager
- TP+ to FSUTMS Powered by Cube Voyager
- TransCAD Florida Edition to FSUTMS Powered by Cube Voyager

Companies that wish to take advantage of this offer must request this upgrade by September 30, 2005, for TransCAD and by December 31, 2005, for Citilabs products.

Current (pre-paid) maintenance of FSUTMS/VIPER/TRANPLAN or TransCAD Florida Edition can be exchanged for an equal duration of FSUTMS/Cube Voyager maintenance. After this period, maintenance will be billed annually in advance based on current Cube Voyager rates. These rates are not expected to increase and have not done so for the last three years. Currently these rates are:

- Copy 1, \$1,500
- Copy 2 through Copy 5, \$900 each
- Copy 6+, \$600 each

Training

Citilabs will prepare and provide two 4-day courses in FSUTMS Powered by Cube Voyager free of charge by February 28, 2005. These courses will be sponsored by the MTF and the SPO in coordination with the Public Transit Office. SPO will provide space for these courses, the use of computers and projectors/screens, and copies of the training materials.

SPO will need a contractor to develop a workbook for a new FSUTMS Comprehensive Workshop by February 28, 2005. The contractor will work with the Public Transit Office and SPO to develop a separate transit-oriented 3-day course workbook by December 31, 2005. The scope and cost for these workbooks will be procured by the Department Contractual Services and approved by the Public Transit Office and SPO project manager.

The SPO will schedule the different workshops throughout the state each year. The number of offerings for each workshop will be determined by SPO based on whether registrations are exceeding capacity. Citilabs will be able to provide instructors for FSUTMS training workshops if requested by the SPO project manager under contract. The cost for one instructor for a 4-day course will be \$7,000 exclusive of training space, computers, projectors/screens and copies of the training materials. The cost for one instructor for a 3-day course will be \$5,500.

Citilabs will also be able to support the development of topic-specific training courses to be developed and taught by SPO or Citilabs. The cost and scope for developing these training courses will be procured by Department Contractual Services and approved by the SPO project manager. Some potential topics include:

- Applying Models with FSUTMS
- General Validation

- Transit Modeling
- Development Impact Review
- Calibrating Models with FSUTMS
- Advanced Scripting

User Interface

Citilabs will prepare a user interface (UI) Cube Voyager launcher for FSUTMS that allows users of the system to easily select the version of FSUTMS that they wish to run. This interface will be developed in HTML and will be supplied at no cost. This FSUTMS Powered by Cube Voyager interface will consist of a scenario manager, model builder, and parameter editor. The draft interface will be prepared by November 30, 2004. After MTF and SPO review and comment, the final interface will be prepared by December 31, 2004. The UI will be maintained by Citilabs or by the SPO at the discretion of the SPO project manager. Each release of the user interface will be beta-tested and approved by the SPO project manager.

Model Conversions

The MTF and SPO will schedule, prioritize and coordinate conversion of existing applications. Citilabs will work closely with MPOs and local agencies and their designated consultants for conversion. Citilabs will explain the conversion process and discuss potential changes in the model's operation resulting as a consequence of the conversion. The converted models should be fully functional and include all model components. Any revalidation/recalibration efforts needed as a result of the conversion must be discussed with the appropriate FDOT districts, MPOs, and their representatives.

All conversions will need to be completed by April 30, 2005, with FDOT district and MPO approval, unless otherwise directed by SPO project manager. The conversion will include the incorporation of the Summit application recently developed by Citilabs, as appropriate. Complex programs, such as user-developed mode choice programs, will run as compiled and fed from the model stream. Citilabs will support efforts to convert user-written programs to native Cube Voyager scripting as requested. As part of the conversion process, Citilabs will provide Cube/TRANPLAN and Cube/VOYAGER versions of existing models as desired by the agencies responsible for maintaining each individual model.


Work Program for FSUTMS

A contractor will be needed to work with the Model Task Force (MTF) and SPO to develop a work program for the evolution of FSUTMS. This effort will be closely coordinated with the MTF and SPO to ensure the long-term evolution of FSUTMS meets Florida's multi-modal transportation planning needs over the coming years. In particular, the contractor will work with the MTF to help build a three-year roadmap of how Cube will continue to evolve to meet Florida's needs in the immediate future. The goals of this effort are to identify and prioritize the most important elements of the Cube development plan and to accelerate selected aspects of the plan to best meet Florida's needs. The scope of services, cost and schedule of deliveries will be developed by the MTF Working Group and the SPO project manager and procured by Department contractual services.

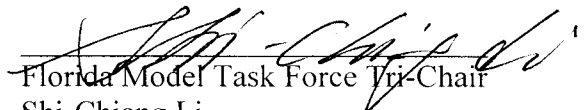
An important part of this work program will be to work closely with MTF and SPO to improve the documentation of FSUTMS Powered by Cube Voyager. No later than February 28, 2005, the contractor will meet with the SPO project manager to lay out a work program for new improved documentation and to help identify the resources necessary to complete this task on a schedule consistent with MTF's needs. Upon issuance of task work orders, Citilabs will be able to undertake the tasks described herein.

Citilabs will act as technical advisor to SPO in the further development of the Florida Statewide Passenger and Freight Models. Citilabs will also provide support for integration of FAMOS, TBEST, T-LOS, and other transit software into the FSUTMS package. This will require close coordination with FDOT Public Transit Office staff, the SPO and the MTF to decide on the most appropriate implementation/packaging strategy.

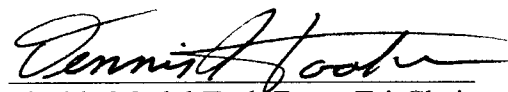
Sincerely,


Florida Model Task Force Tri-Chair
Daniel Lamb

Date: 11/17/04

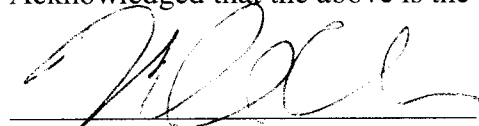

Florida Model Task Force Tri-Chair
Shi-Chiang Li

Date: 11/10/2004


Florida Model Task Force Tri-Chair
Dennis Hooker

Date: 11/19/04

Acknowledged that the above is the correct understanding by:


Citilabs, Inc.
Michael Clarke, President and CEO

Date: 11/30/04

cc: Huiwei Shen, SPO FSUTMS
Project Manager