County of Fairfax, Virginia

To protect and enrich the quality of life for the people, neighborhoods and diverse communities of Fairfax County

Date: AUG 15 2014

LeapFrog Solutions, Inc.
3201 Jermantown Road, Suite 350
Fairfax, VA 22030

Attention: Lisa G. Martin, President

Reference: RFP2000001200; Security Awareness Day Plan Execute

Dear Ms. Martin:

Acceptance Agreement

Contract Number: 4400005196

This acceptance agreement signifies a contract award to LeapFrog Solutions, Inc. for planning and executing the annual IT Security Awareness Day event. The period of this contract shall be from Date of Award marked above through November 30, 2018, with two (2) one-year renewal options.

The contract award shall be in accordance with:

1) This Acceptance Agreement;

2) The signed Memorandum of Negotiations.

Please note that this is not an order to proceed. A Purchase Order, which constitutes your notice to proceed, will be issued to your firm. Please provide your Insurance Certificate according to Special Provisions paragraph 17 within ten (10) days after receipt of this letter. All questions in regards to this contract shall be directed to the Contract Specialist, Kristy (Apperson) Varda at 703-324-3217 or via e-mail at kristy.apperson@fairfaxcounty.gov.

Sincerely,

Cathy A. Muse

Cathy A. Muse, CPPO
Director/County Purchasing Agent

Department of Purchasing & Supply Management
12000 Government Center Parkway, Suite 427
Fairfax, VA 22035-0013
Website: www.fairfaxcounty.gov/dpsm
Phone 703-324-3201, **TTY:** 1-800-828-1140, **Fax:** 703-324-3228

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MEMORANDUM OF NEGOTIATIONS
RFP2000001200

The County of Fairfax (hereinafter called "the County") and LeapFrog Solutions, Inc. (hereinafter called the "Contractor") hereby agree to the following in the execution of Contract 4400005196. The final Contract consists of and shall include the following documents:

a. The County's Request for Proposal RFP2000001200;
b. The Contractor's Technical Proposal dated June 27, 2014;
c. The Contractor's Best and Final Cost Proposal dated July 15, 2014;
d. This Memorandum of Negotiation;
e. County purchase order;
f. Any amendments subsequently issued.

In addition, the County and the Contractor agree to the following:

1. The firm fixed price portion of this contract pertains to the labor rates provided in your Best and Final Cost Proposal.

2. Additional costs for each year's event shall be negotiated on a Task Order basis.

3. The Contractor will provide an estimate of costs for each Task Order.

4. The Contractor's estimate will serve as a Not Too Exceed price for the event and the County will only be billed for actual hours and expenses.

5. The County will not pay for the speakers, however, should the Contractor negotiate travel expenses for the speakers not located in the Washington DC Metropolitan Area, the County will only pay at the current GSA rates.

6. For non-contractual matters Vicki McClanahan will be the County's Point of Contact (POC) for this contract.

ACCEPTED BY: Duff Scudder

Digitally signed by Duff Scudder
DN: cn=Duff Scudder, o=LeapFrog Solutions, Inc., ou, email=dscudder@leapfrogit.com, c=US
Date: 2014.07.23 19:22:14 -04'00'

Duff A. Scudder, CFO
LeapFrog Solutions, Inc.

July 23, 2014
Date

Mike Dent, Director Information Security
Department of Information Technology

7-24-14
Date

Cathy A. Muse, CPPO Director/County Purchasing Agent
Department of Purchasing and Supply Management

8/15/14
Date

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