

City of Key West



CITY CLERK CITY OF KEY WEST 525 ANGELA STREET KEY WEST, FL 33040





The City of Key West

REQUEST FOR PROPOSAL (RFP) #002-11 City of Key West P.O. Box 1409 525 Angela St. Key West, Fl. 33031

I. INTRODUCTION

The City of Key is requesting proposals from eligible and qualified firms, authorized to do business in the State of Florida to provide Merchant Services to various departments within the City of Key West, Florida (the City.") The services provided will be in accordance with the Request for Proposal (the RFP").

This RFP is intended to serve as the proposal form for the Merchant Services agreement. There are several blanks to fill in and questions to be answered. The evaluation of the proposer's proposal will be based on these responses. The RFP also requests certain information to be attached and specifically labeled. Proposals must be complete, address all aspects of the RFP, and include all requested information to receive full consideration by the City in the selection process.

The City desires to enter into a contract of mutual party benefit and will be happy to answer all questions pertaining to this RFP. All questions regarding this RFP should be directed by e-mail to Roger Wittenberg Finance Director, at rwittenb@keywestcity.com. Questions and answers will be published as an addendum on Demand Star and made available to all proposers of record. Questions will be answered every Monday until the deadline.





II. TIMELINE

The City anticipates the following calendar of events:

TARGET DATE (2010/2011) DISCRIPTION OF EVENTS

Wednesday, November 24 Issue RFP post on Demand Star Friday, December 10 Deadline for written question and clarifications Wednesday, December 22 Receive proposals Week of January 3-7 Selection committee meeting Tuesday, February 15 Commission consideration for award Tuesday, March 15 Contract Signed Begin implementation On or before May 1 Implementation

III. BACKGROUND

The City has provided the option to pay by credit card for some time now, Visa, MasterCard, American Express and Discover, at various locations throughout the City. Over the past few years credit card transactions have averaged 2,000 – 4,000 per month in total from the various locations.

In the past year in an effort to save on personnel costs the city owned parking lots have gone from a manned pay station to an unattended pay and display station. At the same time, the city has been replacing its parking meters with pay stations that service entire blocks. As a result of these changes the city has begun to incur an additional 17,000 small sale transactions per month.

The city currently has 27 CALE machines and anticipates replacing an AMANO machine currently at the Park-n-Ride with 2- 4 CALE's prior to awarding of this RFP. During the next fiscal year the City plans on adding 15 more and periodically thereafter as needed.





III. CRITERIA FOR EVALUATION AND SELECTION

All complete and responsive proposals will be evaluated by the Selection Committee comprised of the Finance Director, the Deputy Finance Director, the Director of IT, and a representative of Public Financial Management (PFM) at a publicly noticed meeting. The evaluation of the proposals will be made based on the following criteria:

- Ability to perform and provide the required services; 30 pts
- Completeness of proposal and agreement to scope of services outlined in the RFP; 10pts
- Discount rates, service fees, rental fess and any other fees; 35 pts
- Settlement: timeliness of credits issued to depository bank; and, 10 pts
- Equipment: state of the art, ability to integrate with other City software systems. 10 pts
- References 5pts

The City of Key West reserves the right to ask questions, seek clarification of any or all Proposers as part of its evaluation. Only the three (3) highest rated Proposals as determined by the Selection Committee will go forward to the City Commission in ranked order. Final award will be made by the City Commission, based solely on that response which, in their opinion, is in the best interest of the City of Key West, all factors considered, irrespective of the Selection Committee ranking.





IV. SCOPE OF SERVICES

A. Scope: The successful Proposer will furnish credit card services to the City for a period of three (3) years with an option to renew with two (2) one-year extensions. All terms and conditions shall remain the same during the contract period and any subsequent renewals.

B. Transaction Fees: Proposals shall be based on the transaction/convenience fees to be charged to the City/City customer for processing VISA, MasterCard, Discover, and American Express credit cards as well as debit cards. All interchange dues, assessments and any other fees levied by VISA/MC, AMEX & Discover should be considered/treated as direct pass-through to the City, except in the case of convenience fee billing proposals.

C. Service locations: Currently the City has two types of service locations. These service locations each comprise a merchant account. The City also wishes to collect charges on-line sometime in the near future.

1) The City currently has the following service locations/accounts for walk-in or phone in point of sale transactions.

- Parking Department has one swipe terminal used for paying parking tickets
- Building Department has one swipe terminal used for paying building permits and occupational licenses
- Revenue Department has one swipe terminal used for paying all types of city charges, the most prevalent being utility payments that account for 95% of all transactions.
- Key West Bight Marina Dock has one swipe terminal at the dock masters office for fuel sales, supplies and rent payments.
- Key West Bight Marina Office has one swipe terminal in the office for rents and misc payments.
- Garrison Bight Marina has one swipe terminal at the office for rent, parking and ramp fee payments
- Transfer Station has one swipe terminal for payment of dumping charges





2) The City has the following service location/accounts for the payment of parking space charges.

- Key West Bight Parking has 3 unattended pay stations for parking spaces.
- Park-N-Ride has 3 (see appendix 4) unattended pay station for parking spaces.
- City Parking has 24 unattended pay stations in parking lots and on city streets throughout the city.

E. Equipment and Access: Currently the City leases all of its swipe terminals. The City purchases and maintains all of its unattended parking pay stations. All pay stations are manufactured by CALE. (See Appendix 3 for type of equipment.) At the current time the City does not process payments through the internet however, the Vendor must have capability to integrate with City's software and website. Please propose the equipment that will be necessary to process these transactions and the related costs

F. Credit Card Service: The ability to process VISA, MasterCard, American Express, and Discover credit cards is required.

G. Supplies: The Credit Card Services Provider will furnish to the City all necessary supplies to process transactions. One-part and two-part paper for use in terminals and printers are required. Please provide any costs associated with supplies that will be charged to the City.

H. History and Reports: The following examples are either provided herein or available from the City regarding transaction history:

1.) Credit Card Usage – A summary of credit card transactions reflecting gross volume and net sales for September, 2009 to March, 2010.

2.) A sample page from a monthly statement may be requested by contacting the Purchasing Division. The sample monthly statement represents the type of reporting the Credit Card Services Provider shall submit to the City.





3.) In addition to the above reports, daily detailed reports may be requested on an as-needed basis.

I. Implementation: Credit card services must be installed, training completed, and the system ready to go live in accordance with the proposed timeline.

J. On-Line Transactions: The City uses Sungard (HTE), public sector software to provide all the modules necessary to run the City. Sungard uses a software application called Click to Gov to provide on line payment access. Although the City does not currently use this application it plans on implementing the parking ticket and utility payment portions of this application in the near future. The ability to process online transactions is required.

K. Settlement: The City will maintain a bank account in their Depository Bank. Currently, this account is at First State Bank of the Florida Keys, Key West, Florida. The City requires that an Automated Clearing House (ACH) credit or debit be made to the settlement account at the designated depository bank.

L. Credits and Adjustments: Credit to a cardholder will be issued through the point-of sale terminals or third party software vendors.

M. Fees: The Merchant Services Provider will invoice the City monthly for fees as established in the Schedule of Charges furnished herein. This invoice statement should reflect daily summary activity, total sales, number of transactions and all transaction costs and fees associated with the credit records processed. The invoice can be mailed and a check processed from the City, or an ACH payment can be initiated to pay the monthly billing.

N. Reports: The City requires access to daily activity reports for each merchant ID/ Terminal ID in addition to the monthly summary activity reports and invoices. The City also requires on-line access to all activity through secure internet access.





O. Charge-Back Procedures: The City requires notification by email to the City's Finance department designee regarding items to be processed as charge-backs.

P. Data Security: Service providers must agree to properly dispose of sensitive cardholder data when no longer needed. The service provider must continue to treat cardholder data confidential upon contract termination and must provide the City with documentation showing PCI Data Security certification has been achieved. All failures to comply with PCI Data Security requirements must be reported to the City immediately along with a timeline for corrective action.

Q. INSURANCE

Prior to the execution of any contract, the City of Key West requires that any awarded contractor must provide to the City a certificate of insurance (Accord or other approved format) naming the City of Key West as additional insured, for the following:

* General liability (including completed operations coverage) in the amounts of \$1,000,000 (combined single limit) Bodily Injury/Property Damage coverage per occurrence, and \$2,000,000 general aggregate coverage.

• Automobile Liability in the amount of \$1,000,000 (combined single limit), Property Damage and Bodily Injury coverage.

• Professional Liability, in an amount not less than \$500,000.00 per occurrence and \$1,000,000.00 aggregate.

• Worker's Compensation as defined in the Florida General Statutes.

Any subcontractor to a contracted firm shall be likewise covered, and shall furnish certificates of coverage acceptable to the City before starting work.





V. PROPOSAL INSTRUCTION AND FORMAT

The proposal shall include each of the following:

A. ATRANSMITTAL LETTER signed by the appropriate officer of the firm offering the proposal and certifying that the proposal and any cost projections included will remain in effect for 90 days.

B. APPENDIX 1 Proposers qualifications - Consists of 6 parts, the response to each part should be Labeled "Attachment (*Question #*) – (*Question descriptions*)" and attached to the transmittal letter

C. APPENDIX 2 References – Please provide four (4). Use forms and format provided. If sufficient space does not exist insert blank page and continue

D. APPENDIX 3 Costs – Please fill in cost information as applicable using forms and format provided.

E. APPENDIX 4 EQUIPMENT – For informational purposes.

Proposer shall complete and return all City forms and any other forms included in this RFP. Omission of any of these forms may result in the disqualification of the offer.

G. ADDENDA

If it becomes necessary to revise any part of this request or if additional data is necessary to enable interpretation of provisions of these document revisions, answers to questions asked, and/or addenda will be provided to all prospective firms who received this document through Demand Star or by directly contacting the City's project manager Those plan holders of record in Demand Star will be provided these documents via Demand Star. Those plan holders that obtained this RFP by contacting the City will be notified by email.





H. SUBMISSION

An original and four (4) copies of Proposal are required, as well as one copy via compact disk or USB drive in pdf or similar standard readable format.





Attachment Question- Question Descriptions

Provide a brief overview of your company including the following:

1. The name and location of your company, including office location that will be serving the city.

Fifth Third Processing Solutions, LLC. 999 Vanderbilt Beach Rd. Naples, FL 34108.

2. A brief description of your company.

Fifth Third Processing Solutions, LLC is the result of a powerful partnership between Advent International and Fifth Third Bank. On March 27th, 2009 Advent International agreed to purchase a 51% stake in Fifth Third Processing Solutions (FTPS), with Fifth Third Bank retaining a 49% stake.

For four decades, Fifth Third Processing Solutions has been a pioneer in providing secure electronic payments and credit/debit card processing services. We connect businesses and financial institutions - regardless of size - with premier payment acceptance services. Partnering with nearly 170,000 merchant locations and 3,000 banks and credit unions, we are uniquely qualified to help with your payment processing needs.

Worldwide connectivity for all credit, debit and electronic benefits transfer acceptance. Best-inclass capabilities. Expert staff delivering a signature experience for merchants, businesses and financial institutions around the world. Like yours.

As the 4th largest US merchant acquirer, our resources are extensive but our service has always been up close and personal. For over 40 years we've been committed to knowing our clients' businesses inside and out. We believe that is truly what it takes to provide superior solutions that are designed to enhance profitability with brand security.





As stated previously, Fifth Third Processing Solutions, LLC is a joint venture between Advent International, one of the world's leading private equity investors and Fifth Third Bank, which is headquartered in Cincinnati, Ohio. Established in July 2009, the new venture allows Fifth Third Processing Solutions to take advantage of Advent's network of international contacts and presence. Learn more at <u>www.FTPSLLC.com</u>.

Advent International, founded in 1984, is one of the world's leading private equity investors. The firm focuses on international buyouts, strategic restructuring opportunities and growth companies in five core sectors:

- Business Services and Financial Services
- Retail and Consumer
- Technology, Media and Telecommunications
- Healthcare and Life Sciences
- Industrial

Advent actively works with their portfolio companies' management teams to drive revenue and earnings opportunities. For 25 years Advent has been a leading global mid-market financial services investor with targeted sectors that include transaction processing, money transfer, online bill pay, eCommerce, POS authorizations, ATM, collections and receivables management and pre-paid. They have funded some 25 financial services companies worldwide, providing them with an unrivalled depth of knowledge about this diverse industry. Advent has a successful history of investing in companies that have grown to become market leaders.

Advent possesses a unique ability to offer a network of international contacts and operating professionals to the management teams of their portfolio companies. Their unparalleled international reach and local depth is unmatched. They have offices in Boston, MA, and in 14 other countries including France, Germany, Italy, Brazil, Mexico, Romania and Japan.





Fifth Third Bancorp is a diversified financial services company headquartered in Cincinnati, Ohio. As of March 31, 2010, the Company has \$113 billion in assets, operates 16 affiliates with 1,309 full-service Banking Centers, including 103 Bank Mart® locations open seven days a week inside select grocery stores and 2,364 ATMs in Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia, Pennsylvania, Missouri, Georgia and North Carolina. Fifth Third operates four main businesses: Commercial Banking, Branch Banking, Consumer Lending, and Investment Advisors. Fifth Third Bank also has a 49% interest in Fifth Third Processing Solutions, LLC. Fifth Third is among the largest money managers in the Midwest and, as of March 31, 2010, had \$190 billion in assets under care, of which it managed \$25 billion for individuals, corporations and not-for-profit organizations.

Fifth Third Processing Solutions currently employs 13,000 people.

3. The number of years your company has been in business.

Fifth Third Processing Solutions has been a pioneer in payment technology since the earliest days of the card industry. As a premier full service payment solutions provider, the Company provides processing solutions and product engineering for over 181,000 merchant and financial institution locations and 11,000 ATMs in 44 states and 11 countries. Fifth Third Processing Solutions processes over 33 billion ATM and point of sale transactions and over \$315 billion in debit and credit card sales volume annually.

4. Is your company a subsidiary of another corporation? If so, what is the name of the parent company?

Fifth Third Processing Solutions, LLC is a joint venture between Advent International, one of the world's leading private equity investors and Fifth Third Bank which is headquartered in Cincinnati, Ohio. Established in July 2009, the new venture allows Fifth Third Processing Solutions to take advantage of Advent's network of international contacts and presence.





5. The number of staff dedicated to provide requested service.

All functions regarding the support of our merchants are handled in-house. Below is an overview of the FTPS organization that covers key senior management personnel, as well as the structure of our Relationship Management and Support Teams. We have approximately 30 National Relationship Managers that support our National Client portfolio. Our commitment to service is demonstrated by the fact that each of our National Relationship Managers is only responsible for between 1-10 clients. This allows them the ability to really get to know your business.

Client Services

Client Services handles what we classify as "Level I" issues, such as network adjustment problems and basic "how to" questions. Normally all "how to" and "inquiry" questions can be immediately addressed, but other issues, such as network adjustments may require outside research with a network. If we receive a timely response from the networks involved in the issue, we can resolve such questions within one to two days. Our standard response time for these inquiries is two hours.

Our Client Services group is responsible for initially answering incoming customer service calls and determining the problem resolution requirements. Client support personnel from other departments are cross-trained to assist Client Services during peak processing periods.

Settlement assistance, report re-creation, and related assistance are provided. The Client Service representatives assist customers in resolving non-technical support issues and will serve as the initial contact for all minor customer support issues.





Calls to our Client Services area are logged in a Request Tracking System and distributed to the individuals or department managers responsible for resolving the issues. The Client Services team is staffed 24-hours a day, 365 days a year at the number listed below:

Client Services Line

Available 24 x 7 x 365

1-877-744-5300





Attachment 2- Process

Fifth Third Processing Solutions is a 100% in-house provider of processing services including credit, debit, EBT, check, and gift card. While we partner with a number of third party providers for various aspects of the processing of a transaction, including ACI, we do not rely upon anyone else for the core processing of your transactions. We have built our platform and support infrastructure over the last 40 years, and have built our customer portfolio through aggressive sales efforts, and best in class customer retention.

Lastly, and in line with our in-house solution and merchant centric approach, we are very well equipped to respond to your needs from a development and support perspective. We have an experienced human support infrastructure that has a well rounded view of the processing world, particularly given our support of over 3,000 other financial institutions, and through our ownership of the Jeanie Debit Network, one of the largest Debit Networks in the country.

Our systems support every major communication technology used in the merchant processing industry today. Some of the most popular we support are TCP/IP, Internet (SSL), SNA/SDLC, X.25 and other protocols. There are countless variations of communication link components supported by our systems, and virtually any combination of processing, communication and technologies used in the retail industry today can be supported by our systems.





Our Standard Schedule of Funding and Sample Processing Schedule are outlined in the following table:

Standard Fund Schedule

Electronic Merchant Deposit (EMD) File Processing - Visa® /MasterCard® Transactions

5:00 p.m. ET EMD Transmission Deadline

Monday	Tuesday	Wednesday	Thursday	Friday
Thursday	Friday Sales	Monday	Tuesday	Wednesday
Sales	Saturday Sales Sunday Sales	Sales	Sales	Sales

Example:

Monday's sales that are settled via an EMD file transmission received after 2:00 AM EST on Tuesday. These transactions are processed during the Tuesday and the transactions will be funded to our clearing account on Wednesday. The transfer of these funds to your account will be initiated on Wednesday. The transfer of these funds to your account will be initiated via ACH or FedWire on Wednesday. The availability of these funds is controlled by the method of funds transfer (ACH vs.

FedWire) and the funds availability policy of your depository account. Standard ACH transfers have a one day clearing time frame, so an ACH item initiated on Wednesday would be received by your depository bank on Thursday morning. The availability of these funds would be controlled by the receiving depository institution.





Fifth Third DirectSM Overview

Fifth Third Direct is a Java-based business portal that provides access to a range of corporate services offered by Fifth Third Processing Solutions, including Merchant Services, Treasury Management, Lockbox Processing, and other banking and trust services. Fifth Third Direct can be tailored to the specific needs of our clients through a flexible security and user access system that defines the various applications (merchant, treasury, etc.) and functions (chargeback, reporting, Virtual Terminal, BIN lookup, etc.) that a Fifth Third Direct user can access.

Fifth Third Direct provides a streamlined interface for online reporting. Reports can be downloaded to a Fifth Third Direct Back Office Workstation through standard file transmission. These reports can be stored on a local disk or a LAN storage system. Fifth Third Direct retains copies of the most recent 60 days of downloaded reports. If a report has been deleted or lost, Fifth Third Direct allows our customers to quickly download the missing report without ordering a regeneration of the report. This support capability allows users to easily recover from the loss of a critical processing result following an accidental file deletion or system problem. Reports received through Fifth Third Direct can be automatically printed, or stored and reviewed through Fifth Third Direct or through a stand-alone report viewer application that is available to support personnel that do not have online Fifth Third Direct access. One of the nice user features of the Fifth Third Direct Report function is the detailed report name and date information that is available to assist clients in locating the appropriate reports. Reports can be automatically deleted after a defined period to reduce the number of reports stored by the system. Reports can be archived to tape or disk to provide a backup of all reports that have been downloaded. Fifth Third Direct can restrict access to specific reports and other Fifth Third Direct functions by user.





Main features of the Fifth Third Direct application include:

- Online IBM DB2 Database Warehouse Access
- Credit Settlement Data (including Visa Check Card & MasterCard MasterMoney)
- Detail Transaction Information (<u>18 months</u> of detailed transaction data)
- Summary Transaction Information (<u>3 years</u> of summary transaction information)
- Authorization Data (Credit, Debit/EBT and Premier Issue)
- Summary at Chain Code, Division, Store/Merchant Number, Card Type, Interchange Category with Sales and Return Transaction Information (count and amount)
- Signature capture information (IVI Checkmate, VeriFone, Penware, NCR, etc.)
- Virtual Terminal Reporting
- Facsimile Draft Line Item Information
- Transaction Date and Processing Data access options
- Debit / EBT Settlement Data (PIN-based transactions)
- Debit Adjustment Transactions
- Transaction Date and Processing Data access options
- Premier Issue Settlement Data (Gift Card Transactions) & Card Management
- Six months of authorization data (approvals and denials)
- Internal (Host and Dial) and Third Party (Vital, Paymentech, etc.) Authorization Data
- Account Review Function
- Searches for all activity available for a cardholder account number
- Searches for Authorization and Settlement Data to see the full history of the card

Fifth Third Direct is a stand-alone application that is developed and supported by Fifth Third Processing Solutions' in-house programming and technical support staff. This application utilizes a wide range of Internet-based processing technologies to provide a secure processing environment that minimizes installation and updating tasks through automatic upgrades.





We offer our customers formatted reports, summary and detailed transaction data on a daily basis, and custom report creator functionality through our internet based portal called Fifth Third Direct. We will provide a summary of reports as an attachment, or supplement to this proposal. We also offer raw data files for daily transaction activity and chargeback activity.

Our daily, weekly, and monthly reporting is available online through Fifth Third Direct. Reporting is available every morning by 6:00 Eastern. Summary transactional data is stored for 36 months, and detailed data is stored for 18 months. Fifth Third Direct is Java based, and the reports are downloadable, or exportable to Excel or other similar reconciliation software packages. Most of our large national merchants also receive our Merchant Activity File ("MAF") and Chargeback Activity File ("CAF") on a daily basis. These files are raw data files, which may also be exported into your accounting software reconciliation package for your use.

We strongly encourage an online demonstration of this product as a follow up to this proposal.

Please visit our Fifth Third DirectSM Demo at FTPSLLC.com or directly at <u>https://direct.53.com/merchantdemo/logon.html</u>.

Network monitoring, problem notification and error resolution support are provided through our Network Control department. Operators and support technicians are on-site 24 hours a day to monitor our systems, customer terminals and system links, detect problems, diagnose communication and processing errors, initiate corrective procedures and assist our customers in identifying and resolving support problems. Our systems monitor all client authorization and card network interfaces to detect problems and notify our Network Control staff of potential or actual system problems. Network Control staff works with our programming and technical support personnel to resolve problems that cannot be corrected through communication monitoring systems and other diagnostic systems.





We use a variety of tools to manage our communication networks to detect potential problems and reconfigure our systems to improve network performance. Systems that are utilized by our personnel include, but are certainly not limited to the following systems and support tools:

- IBM Netview
- HP OpenView
- IBM Network Performance Monitor (NPM)
- IBM TuneMon
- LandMark VTAM Monitor
- Synch Research Envisage
- Bay Networks Optivity
- TimePlex TimeView
- Paradyne Network Monitoring System (NMS) 6700
- Paradyne Performance Wizard
- Paradyne SLV Reporter

The Network Control staff monitors a variety of problems, including communication errors, processor time-outs, line failures, hardware problems, and other conditions through performance and availability monitoring systems. When a system error occurs, network-monitoring systems automatically detect the problem and display an operator message. The Network Control personnel can analyze these problems using a variety of diagnostic systems. Network Control staff will attempt to correct problems, and if recovery cannot be completed within a short period, the appropriate customer contact will be notified. Our monitoring systems allow our Network Control group to manage a wide variety of network functions, including:

- Authorization Link Messages Hardware Faults, etc.
- Authorization Link State of Health Slow Response, Time Outs, etc.
- Authorization Link Inactivity Monitor No Response to Poll, No Activity, etc.
- Authorization Database Errors Consecutive Time Outs, Denials, etc.
- Communication Error Messages Hardware Errors, Fault Messages, etc.
- Terminal Error Messages Hardware Faults, etc.





- Terminal State of Health Messages
- Inactivity Monitors No transactions processed within defined period
- Internal System Messages and Errors

Our network management system monitors POS terminals, data lines, authorization links, network endpoints, and other system connections. Our terminal monitoring system allows operators to identify a current or potential problem, and provides the information needed to locate and correct the problem, or contact personnel to resolve the problem. The Network Control terminals display problem messages and queues reminders of unresolved errors and worsening authorization link conditions. If a problem is detected by our monitoring systems, our systems automatically attempt to recover processing. Standard recovery steps taken by our systems include:

- Automatically attempt to re-establish communication at five-minute intervals
- Attempt to automatically recover from a condition without intervention
- Notify network control personnel if the problem is not resolved
- Continually remind network operators of problem situations until resolution is reached

When a link goes down and cannot be recovered automatically using our diagnostic facilities, the Network Control operators follow standard operating procedures outlined in a Network Control Escalation Guide. We utilize a 5 to 15 minute window (varies by type of connection, client, etc.) to gauge the escalation requirements of a problem. If the operator determines the problem cannot be corrected within this time frame, we will call the appropriate contact to within your company or third party vendor support staff report the problem. When an authorization link or other direct-connect device cannot be recovered through the Network Control console, we initiate these escalation procedures:





- Incidents are displayed on a network control terminal
- The network control operator then checks the online configuration data for the link, noting business hours, phone numbers, past problems, etc.
- The operator will then attempt to fix the problem by reconfiguring the link or terminal, polling the system, reactivating the link and conducting other maintenance measures.
- If these actions do not correct the problem, the operator contacts the appropriate dispatch team, vendor, or third party agent.
- The operator then initiates a downtime log entry on the online Network Incident Reporting System.
- Operator attempts to phone the appropriate people.
- If the response team does not respond, the operator logs the non-response to provide reporting.
- Operator will continue to attempt to contact the designated response team.
- The operator will consult our Escalation Guide for additional information on how to respond to the problem. The Escalation Guide contains a section for each major customer. Recovery procedures can be tailored to each client's requirements.
- If no response is received, the operator logs the problem and attempts to contact the team again.
- When the team or vendor(s) contact network control, the operator informs them of the nature of the problem and finds out the estimated time of arrival or repair.
- The incident log is updated along with the actual time of arrival and a resolution description.

Network Management Development Project

While the network monitoring and the network management systems in place today provide a solid foundation for a high performance processing system, we have identified a variety of new support features that will significantly enhance our system management capabilities. Development was completed to provide enhanced event monitoring and network management





system to significantly enhance our ability to manage our network and inform our clients of potential or actual problems that could disrupt processing. The new system supports enhanced network management capabilities, including integration into our online systems and our network management systems, to provide enhanced event tracking and problem resolution, including automated notification capabilities, such as paging, email, and automated calling, to notify our network control and network support groups, account managers, vendors, client contracts and escalation managers of events that have disrupted or adversely affected their processing.

Protecting sensitive customer data from unauthorized access is a critical function, and we have worked closely with our internal audit group, our external auditors, and both government and third party network auditors to ensure our systems limit access to sensitive data. Data security controls have been implemented to limit access to our systems through administrative terminals, file processing interfaces and other access mechanisms. Our audit team reviews our support systems to identify potential security concerns. These concerns are addressed through additional access controls, support procedures and communication systems.

Our Operator and Terminal Security (OPTS) system is the foundation of the data security and access controls. As the name implies, the OPTS system limits access at both the user and the terminal level. OPTS provides a comprehensive set of online access definitions, operator access controls and system passwords that limit access to customer data and support functions. The OPTS system works in conjunction with the security program TOP SECRET from Computer Associates to restrict access to our system. All Fifth Third Direct and other system operators accessing our systems must have a valid user id and password to log onto the system. The TOP SECRET application forces all users to change their password. The OPTS system logs all access to our systems, reports attempted access to unauthorized files, and ensures the consistent handling of user ID authorities across your operators.





To protect the security of your customer information, each client on our system has a unique identifier. When an operator logs on, the operator ID is associated with an institution ID. The institution ID restricts access to the associated institution's files. This user/institution ID security allows the system to support access to the appropriate database record while maintaining the security of the file against unauthorized system access.

The Fifth Third Direct system offers remote access to our systems through Internet or direct access connections. All data sent across the system is fully encrypted using the SSL encryption mechanism. Institution, Fifth Third Direct, and user id information limit access to data functions. This system has been extensively tested and reviewed to ensure remote access does not open our systems to unauthorized access. The interface between the Fifth Third Direct server and our host systems employ multiple firewalls, filtering, and data access parameters to limit access to the system. The conversion into SNA protocols and 3270 system calls prevents the standard array of "hack attacks" encountered in standard TCP/IP networks.

Fifth Third Processing Solutions is fully PCI compliant and remains committed to maintaining this level of compliance. Furthermore, our VAR and terminal support and development teams are diligent about ensuring the compliance of the applications our merchants are using in the field.

In Visa's list of PCI-DSS certified Service Providers, Fifth Third Processing Solutions is listed as certified for 'acquiring' as well as 'issuing and switch providing systems' as a level 1 Service Provider.

http://usa.visa.com/merchants/risk_management/cisp_service_providers.html

Please see attached VISA PCI compliance certification acknowledgement letter.





Fifth Third Processing Solutions Earns

Visa® Global Service Quality Award

Recognized for Processing Performance for 15th Consecutive Year

Cincinnati, OH, July 20, 2010 – For the 15th consecutive year, Visa has awarded Fifth Third Processing Solutions one of its prestigious Visa Global Service Quality Performance Awards. Based on outstanding operating performances demonstrated in calendar year 2009, Fifth Third Processing Solutions has been distinguished as best-in-class for its Lowest Assured Transaction Rate in the Issuer Processor category.

The Lowest Assured Transaction Rate award recognizes the issuer best able to ensure system availability to respond to authorization requests in a timely manner without diverting transactions to the Visa Stand-In Process (STIP). It should be noted that transactions processed by issuers receive the highest degree of analysis for risk evaluation and transaction quality, ensuring a high degree of fraud protection.

"We congratulate Fifth Third Processing Solutions for qualifying 15 consecutive years to receive a Service Quality Award," said William M. Sheedy, Group Executive, The Americas, Visa, Inc. "Visa has expanded this awards program to include all domestic and international transactions processed through VisaNet in calendar year 2009. This award acknowledges consistent, superior performance, and continued service quality improvements directly affecting Visa cardholders and merchants."





"Our company is committed to making significant investments in systems to deliver the highest standard of technology in the industry," said Charles Drucker, CEO, Fifth Third Processing Solutions. "This recognition from Visa is a tribute to the exceptional performance of our team who are committed to ensuring accurate and efficient processes for all of our valued processing partners. We are honored to receive this prestigious award for the Lowest Assured Transaction Rate."

In 1992, Visa instituted this awards program to recognize clients demonstrating exceptional card operations processing within the U.S. region. In 2009, the program was expanded to include all domestic and international transactions processed through VisaNet. Visa has consistently recognized Fifth Third Processing Solutions for its excellent processing performance since 1995.

Fifth Third Processing Solutions, LLC delivers innovative payment transaction processing and acceptance solutions to create and support complex payment strategies for merchants, businesses, and financial institutions around the world. A pioneer in card payment acceptance in the early 1970s, Fifth Third Processing Solutions is headquartered in Cincinnati, Ohio and is a joint venture with Advent International and Fifth Third Bank, a subsidiary of Fifth Third Bancorp (FITB).

As a premier full service payment solutions provider, the Company provides servicing solutions and product engineering for financial I institutions' and retailers' credit card, debit card, merchant and private label programs processing over 33.3 billion ATM and point of sale transactions and over \$315.5 billion in debit and credit card sales volume annually. The Company supports over 180,000 merchant and financial institution locations and 11,000 ATMs in 44 states and 11 countries. According to the Nilson Report (March 2010), the Company is the third largest U.S. merchant purchase transaction acquirer. Learn more at





Chargebacks

In most instances, chargebacks must be resolved within 45 days unless the transaction is initiated from a foreign country. Chargebacks received by our merchants can typically be resolved through the provision of original sales draft information. An issuer has 120 days from the posting date of the transaction to initiate most chargebacks. Exceptions to these requirements include chargebacks related to the Non-receipt of Merchandise (120 days from the anticipated delivery date) and Credit Not Processed (120 days from the return of the merchandise). We have established the following chargeback processing standards for the handling of our customers' chargebacks:

Chargeback Processing Operating Standards			
Exception Item Action	Response Time Frame		
Acquirer Chargeback Pre-notification Period	15 calendar days		
(Customer settlement account is debited if			
chargeback item is not resolved within 15 days			
- We are debited immediately by the card			
associations but will not charge your account			
for 15 days to provide time to resolve the item)			
Visa/MasterCard Chargeback Response	45 calendar days		
Period			
(Chargebacks received from a card issuer must			
be handled within 45 calendar days to avoid an			
automatic chargeback with no representment			
rights. Certain chargebacks, including those			
related to Visa Mediation, have no			
representment rights.)			





Attachment 3 – Customer Service

All functions regarding the support of our merchants are handled in-house. Below is an overview of the FTPS organization that covers key senior management personnel, as well as the structure of our Relationship Management and Support Teams. We have approximately 30 National Relationship Managers that support our National Client portfolio. Our commitment to service is demonstrated by the fact that each of our National Relationship Managers is only responsible for between 1-10 clients. This allows them the ability to really get to know your business.

Relationship Management Group

The Relationship Management group works with our top clients to provide the ongoing client interaction needed to support a high quality-processing program. From day-to-day contacts, Fifth Third Direct support, conversion support, problem escalation, product demonstration, and many other tasks, the Relationship Management group is a key resource that becomes the integral link in a strong ongoing processing partnership. By working with our New Sales and Product Managers, this group works with our clients to address the changing needs of the industry and their processing programs.

The Relationship Manager assigned to support your organization will provide periodic industry, product and support updates as part of their regular meetings with your staff. During these meetings, educational issues, processing requirements and other industry requirements will be discussed, and new processing support features introduced. If additional educational information is required, your Relationship Manager can schedule training. If a follow-up meeting is requested, additional personnel from Visa and/or MasterCard and other organizations may attend the meeting to provide additional training support.

Key Management Team Member:

Jamie Landheer, Senior Vice President 20 + Years Bankcard Experience Director, Merchant Relationship Management.





Local Contact:

Suzi Gaiser, Executive Consultant- Government Emerging Markets.

Client Services

Client Services handles what we classify as "Level I" issues, such as network adjustment problems and basic "how to" questions. Normally all "how to" and "inquiry" questions can be immediately addressed, but other issues, such as network adjustments may require outside research with a network. If we receive a timely response from the networks involved in the issue, we can resolve such questions within one to two days. Our standard response time for these inquiries is two hours

Our Client Services group is responsible for initially answering incoming customer service calls and determining the problem resolution requirements. Client support personnel from other departments are cross-trained to assist Client Services during peak processing periods. Settlement assistance, report re-creation, and related assistance are provided. The Client Service representatives assist customers in resolving non-technical support issues and will serve as the initial contact for all minor customer support issues.

Calls to our Client Services area are logged in a Request Tracking System and distributed to the individuals or department managers responsible for resolving the issues. The Client Services team is staffed 24-hours a day, 365 days a year at the number listed below:

Client Services Line

Available 24 x 7 x 365

1-877-744-5300





Problem Resolution Staff

If Client Services cannot resolve the issue, the problem is referred to the Problem Resolution Department ("Level II"). The Problem Resolution Group handles the technical issues and researches system problems. If a problem requires immediate attention, the Problem Resolution Coordinator will contact the appropriate technical support group to correct the problem. Our standard response time objectives for these inquiries are two days. Certain issues require immediate prioritization and escalation and will be resolved much faster, and escalated as required. If a problem cannot be resolved within our standard time frames, the customer will be contacted to provide an estimated time of completion.

The normal operating hours for our key customer service areas are outlined below. All time frames are Eastern Time / Eastern Standard Time. We can review our support time frames to ensure we satisfy your support needs as required.

Relationship Management Support:

Relationship Manager:

8:00 a.m. - 5:00 p.m. Mon.-Fri.

On-call 24 hours-a-day, 7 days-a-week for escalation

Network Control / Help Desk Support

Network monitoring and diagnostics: 24 hours-a-day, 7 days-a-week, 365 days-a-yearClient services support:24 hours-a-day, Mon.-Fri.Terminal Support Help Desk:24 hours-a-day, 7 days-a-week, 365 days-a-year





Bankcard Operations Support

Client Services:	7:00 a.m 7:00 p.m. MonFri		
Chargeback Operations:	7:00 a.m 6:00 p.m. MonFri.		

Programming and Systems Support

Technical Support Personnel:

7:00 a.m. - 6:00 p.m. Mon.-Fri.

On-call 24 hours-a-day, 7 days-a-week

Disaster Recovery

One of the primary objectives in developing our processing systems is to protect our clients from processing disruptions caused by the loss of a processing resource, such as a communication link, CPU system, or data center. We have developed a robust systems architecture that provides a highly reliable processing environment for the most demanding processing applications. The core feature of our system reliability is a dual site system configuration that allows our clients to route authorizations to our Cincinnati data center, Florence, KY data center, or our Grand Rapids data center at any time. Transactions can be routed to either data center to take advantage of load balancing systems that can improve authorization performance during peak processing periods. If a short-term processing can be immediately shifted to another authorization interface to restore full authorization capabilities. No operator or system interaction is required to route transactions between data centers. If processing across an interface is disrupted, authorizations can be routed across alternate interfaces until processing is restored for all authorization interfaces.





We have developed a comprehensive business recovery plan covering short term and long term processing recovery objectives. A variety of strategies are employed to minimize the opportunity for processing disruptions and, if a disruption occurs, to minimize recovery time from the outage. Our primary business objective includes eliminating points of failure that can allow processing disruptions. The leading causes of processing disruptions in the data processing industry today are, in their order of occurrence, 1) Data Line, Communication Equipment and Communication Vendor Failures, 2) Software Errors, 3) Operator Errors, 4) Hardware Failures, and 5) Catastrophic data processing facility failure, including fire, flood, and wind damage. These issues are addressed through a comprehensive plan that includes:

- The installation of our primary and backup communication facilities to avoid unnecessary disruption caused by a single point of failure between the customer facility and our data center.
- The careful review and testing of software applications prior to implementation or modification to ensure that applications do not impact existing processing capabilities and ongoing client processing.
- The development and implementation of a robust application library and update procedures to track system changes, stage system updates, and allow for the rapid back-out and recovery of previous functionality.
- The ongoing review, revision and refinement of system, operator, and console procedures to reduce and eliminate human errors that can cause processing disruptions due to inadvertent or inappropriate system commands or operator actions.
- The installation and configuration of back-up hardware resources within data centers to eliminate single points of failure within our systems. Standby resources are installed for systems that do not offer redundant configuration capabilities.
- Ongoing testing of system restoration and processing transfer functions to ensure processing can be quickly transferred between processing systems in our primary data center and in our back-up data center.
- Ongoing testing of back-out and recovery functions to ensure software updates can be uninstalled and original functionality quickly restored.





Ongoing testing of disaster recovery procedures and facilities to ensure the facilities and procedures that are in place will allow for the rapid recovery of processing and the ongoing transfer of communication interfaces into our backup facility.





APPENDIX 2 REFERENCES

Based on the large amount of monthly request for references we try not to disturb our clients. We can collaborate with the city moving forward for references and contact information. Attached is a list of our current partners.

Who We Do	It For			FIFTH THIRD PROCESSING SOLUTIONS
Store, Specialty • Regional mercha • Small business of	retailers in key marke Retail, and many othe ints across all industr lients in our local affi	ies throughout the U.S.	ket, Drug Store, Resta	
Restaurants Damon's International Johnny Rocket's LaRosa's Little Caesars® Noodles & Co O'Charley's T.G.I. Friday's Wendy's International Wood Ranch BBQ & Grill Petroleum/C-Stores MAPCO Express Thornton Oil Company	Supermarkets Meijer The Kroger Company Unified Western Grocers Winn-Dixie Drug Stores CVS/pharmacy Duane Reade Happy Harry's Walgreens	Others ABC Fine Wine & Spirits BJ's Wholesale Club CheckFree Cintas Factory Card Outlet FedEx Kinko's First Choice Power Fitness Quest Green Mountain Energy Company	Retailers Abercrombie & Fitch AutoZone Barnes & Noble Belk Blair Corporation Bloomingdale's Bon Ton Stores Christopher & Banks Claires Dollar General Justice Kohl's Limited Too Macy's Inc.	Micro Center Nordstrom Old Tyme Pottery Office Depot OshKosh B'Gosh Perfumania Rent-a-Center Sally Beauty Co. Skechers Stein Mart Sterling Jewelers Inc. The Finish Line Things Remembered Totes Urban Outfitter





APPENDIX 3 COSTS

One-Time Fees:

Fee Description	One Time Costs
Software	N/A
Software Upgrades	N/A
Merchant Application Fee	\$0
Setup Fee by Processor	\$0
Internal Control and Procedures Review	N/A
Initial Training- Onsite	\$0
Additional Training- telephone or written	\$0
training	





Product Fees: (See Appendix 3 for type of Equipment.)

Product	Model	Rental Per Month	Purchase per Devise
Terminal (Attach type)	VeriFone 570 w/ printer		\$500
Printer (Attach type)	see above		
PIN Pad (Attach type)	VeriFone 1000se		\$105
Check Reader-Imager	Check Reader		\$255
Imprinter	Imprinter		\$35
Electronic Check Svs.		\$12.50	
Fee			
On-line Reporting (Monthly Fee/User ID)		 <u>On-Line Reporting</u> <u>Options</u> Fifth Third DirectSM 1-5 User IDs \$0.00 per mo. 	
Wireless Equipment:	N/A		
Supplies	Varies		





APPENDIX 3 COSTS

Monthly Fees: Required per Merchant Account

Fee Description (fees paid to Merchant)	Per Item Cost	Monthly Cost
Account Fee	\$55	
Technical Support	\$0	
Monthly Statement	\$0	
Security Coverage	\$8.95 Breach Assistance (optional)	
Minimum Transaction Volume	\$0	
Transaction/Network Access	\$0	
FTPS Authorization Fees	 Authorization and Settlement Visa/MasterCard/Discover: 0.195% of gross sales PIN-Debit \$0.20 / trans American Express \$0.10 / trans Discover \$0.00 / trans 	
Voice Authorization Fee	 DVRS / IVR Authorizations \$0.50/ call Operator Assisted Voice Authorizations \$0.50 / call 	
Network Dues & Assessments	 <u>Dues & Assessments (pass through)</u> Visa .1100% of gross sales MasterCard .1100% of gross sales 	
Visa Base II, Risk & APF	 <u>Visa Transactions only (pass through)</u> APF Fee \$0.0195 / trans 	
MasterCard Settlement, NABU, AVS	MasterCard Transactions only (pass through) NABU Fee \$0.0185 /trans. AVS Fee \$0.005 /trans 	
Network Interchange Fees	Credit Cards	





VESTRU	Visa Credit Card (Emerging Markets) @ 1.43% + \$0.05 MasterCard Credit Card (Public Sector) @	
	1.55% + \$0.10 Debit Cards Visa Debit Card (Emerging Markets) @ 0.80% + \$0.25 MasterCard Debit Card (Emerging Markets) @ 0.80% + \$0.25	

List All Additional Fees Required to Process Payment Made On-Line through the City website

Fee Description (fees paid to Merchant)	Per Item Cost	Monthly Cost
Charge Backs	\$7.00 each	





Settlement:

Provide applicable period for deposits to City's bank accounts, i.e., 24 hours, 36 hours, 48 hours, 72 hours:

48 hours allowing extra time for weekends and holidays

Electronic Merchant Deposit (EMD) File Processing - Visa® /MasterCard® Transactions

5:00 p.m. ET EMD Transmission Deadline

Monday	Tuesday	Wednesday	Thursday	Friday
Thursday Sales	Friday Sales Saturday Sales Sunday Sales	Monday Sales	Tuesday Sales	Wednesday Sales

Example:

Monday's sales that are settled via an EMD file transmission received after 2:00 AM EST on Tuesday. These transactions are processed during the Tuesday and the transactions will be funded to our clearing account on Wednesday. The transfer of these funds to your account will be initiated on Wednesday. The transfer of these funds to your account will be initiated via ACH or FedWire on Wednesday. The availability of these funds is controlled by the method of funds transfer (ACH vs. FedWire) and the funds availability policy of your depository account. Standard ACH transfers have a one day clearing time frame, so an ACH item initiated on Wednesday would be received by your depository bank on Thursday morning. The availability of these funds would be controlled by the receiving depository institution.





The City would like you to include only your cost and any per transaction fee over and above the interchange/pass through fee in the City column. The City would expect any cost in the City Customer column (convenience fee) be an all inclusive cost including all interchange fees.

Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Revenue Department / Utility Payments / One swipe terminal			
Visa			
Sales # Transactions	370		
Sales \$ Amount	\$60,063.89		
MasterCard			
Sales # Transactions	202		
Sales \$ Amount	\$40,604.88		
American Express			
Sales # Transactions	119		
Sales \$ Amount	\$29,758.35		
Discover Card			
Sales # Transactions	8		
Sales \$ Amount	\$1,412.80		





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Parking Department / Ticket Payments / One swipe terminal			
Visa			
Sales # Transactions	307		
Sales \$ Amount	\$11,625.50		
MasterCard			
Sales # Transactions	108		
Sales \$ Amount	\$5,756.25		
American Express			
Sales # Transactions	38		
Sales \$ Amount	\$2,282.10		
Discover Card			
Sales # Transactions	12		
Sales \$ Amount	\$3,445.00		





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Building Department / Permit Payments / One			
swipe terminal			
Visa			
Sales # Transactions	75		
Sales \$ Amount	\$8,621.94		
MasterCard			
Sales # Transactions	25		
Sales \$ Amount	\$11,352.73		
American Express			
Sales # Transactions	38		
Sales \$ Amount	\$7,926.45		
Discover Card			
Sales # Transactions			
Sales \$ Amount			





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Transfer Station / Dumping Payments / One swipe terminal			
Visa			
Sales # Transactions	34		
Sales \$ Amount	\$1,230.92		
MasterCard			
Sales # Transactions	9		
Sales \$ Amount	\$318.01		
American Express			
Sales # Transactions	6		
Sales \$ Amount	\$369.29		
Discover Card			
Sales # Transactions			
Sales \$ Amount			





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Key West Bight Marina / Fuel Rents Supplies/ Two swipe			
terminal			
Visa			
Sales # Transactions	267		
Sales \$ Amount	\$123,249.99		
MasterCard			
Sales # Transactions	91		
Sales \$ Amount	\$21,959.17		
American Express			
Sales # Transactions	110		
Sales \$ Amount	\$129,954.73		
Discover Card			
Sales # Transactions			
Sales \$ Amount			





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Key West Bight Marina Parking / Parking Payments / Three Unattended swipe station			
Visa			
Sales # Transactions	3513		
Sales \$ Amount	\$24,816.50		
MasterCard			
Sales # Transactions	1462		
Sales \$ Amount	\$10,293.25		
American Express			
Sales # Transactions			
Sales \$ Amount			
Discover Card			
Sales # Transactions	67		
Sales \$ Amount	\$489.50		





Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
		Activity Cost Price/Unit





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Garrison Bight Marina/ Rental Ramp Parking Payments / One swipe terminal			
Visa			
Sales # Transactions	179		
Sales \$ Amount	\$38,751.56		
MasterCard			
Sales # Transactions	62		
Sales \$ Amount	\$15,974.97		
American Express			
Sales # Transactions	35		
Sales \$ Amount	\$11,302.70		
Discover Card			
Sales # Transactions	6		
Sales \$ Amount	\$961.95		

** - Sales included in 24 pay station on following page. Account to be set separated for accounting purposes upon purchase of new machines (see Appendix 4). Total sales for June from this account, included in total of 24 on next page was \$8,162.





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Parking / Parking Payments / 24 unattended pay stations *			
Visa			
Sales # Transactions	17,470		
Sales \$ Amount	\$116,734.75		
MasterCard			
Sales # Transactions	7,152		
Sales \$ Amount	\$48,735.15		
American Express			
Sales # Transactions			
Sales \$ Amount			
Discover Card			
Sales # Transactions	243		
Sales \$ Amount	\$2,127.25		





Department/ Payment Type / Equipment in use	Monthly Activity	City Cost Price/Unit	City Customer Cost Price/Unit
Visa			
Sales # Transactions			
Sales \$ Amount			
MasterCard			
Sales # Transactions			
Sales \$ Amount			
American Express			
Sales # Transactions			
Sales \$ Amount			
Discover Card			
Sales # Transactions			
Sales \$ Amount			

* - Fifteen additional pay stations were added in May