

**MEMORANDUM OF UNDERSTANDING
BETWEEN
KASTLE SYSTEMS INTERNATIONAL
AND
ARLINGTON COUNTY**

This Memorandum of Understanding ("MOU") is entered into between Kastle Systems International, LLC, a Virginia limited liability company ("Kastle") and Arlington County Virginia, acting through the Arlington County Police Department ("ACPD"), hereinafter the "Parties."

I. Background

Kastle is a leading remote security management firm for commercial real estate, focused on providing its customers with quick and effective response to critical events. In its effort to increase visibility of security events and to enable the correct course of action, Kastle provides its clients a remote video monitoring service. This service employs advanced technology that enable cameras to be used as proactive sensors and to be used to handle security incidents in real-time. In Arlington County, Kastle covers approximately 90 commercial building properties, primarily in the Crystal City and Ballston areas, employing closed-circuit television systems in both interior and perimeter sites.

II. Purpose and Program Objective

This MOU between the Parties is for the purpose of enhancing Arlington County's closed circuit television system (CCTV) by permitting authorized staff of ACPD and select County agencies with whom ACPD may work, access to Kastle's security cameras when ACPD believes necessary to address special events, or exigent circumstances such as criminal incidents, weather or other emergencies.

The objective of the program under this MOU is to leverage private technology investments in Arlington County, and to enhance the security and safety of residents, workers in and visitors to, Arlington County.

III. Responsibilities

Pursuant to the applicable regulations and in the furtherance of the shared goals of the Parties to carry out the purposes of this MOU expeditiously and economically, the Parties do hereby agree:

A. Responsibility of Kastle

1. Kastle shall work to enlist the cooperation and agreement of its clients to make their video data accessible to the ACPD, when requested and necessary to pursuing the goals and objectives set forth in this agreement.
2. Kastle shall work to encourage its clients to post signs in a conspicuous place, indicating that a CCTV or other surveillance system is in operation and that recordings of suspicious activity will be shared with the ACPD.
3. Kastle shall meet quarterly with the ACPD to assess the program and consider any appropriate changes to ensure the program's success.

B. Responsibility of Arlington County

1. Although the Arlington County Administrative Regulation on Use of County Operated Video Systems ("County Regulation") applies to County operated systems, for the purposes of this MOU, all use and access to Kastle's security cameras shall be consistent with applicable portions of the County Regulation and in conformance with all applicable laws and regulations.
2. Appoint a System Administrator who shall be responsible for:
 - Determining which County employees require system access;
 - Allowing system access to authorized County employees only;
 - Periodic monitoring of log-ins to ascertain system usage and ensure authorized access only;
 - Ensuring all authorized County employees receive approved training for access to, and use of, the system; and
 - Serving as the point of contact for Kastle.

IV. Duration of the Memorandum of Understanding and Termination

The initial one year period of this MOU shall commence on Oct 1, 2015. Thereafter, the MOU shall automatically renew for successive one-year. However, either party may terminate this agreement, for any reason, in whole or in part, with (60) days written notice.

V. Notice

The following individuals are the contact points for Arlington County, under this Memorandum of Understanding:

Brian Eckert, Executive Vice President, Kastle Systems

6402 Arlington Blvd., Falls Church, VA 22042

703-247-0278/email: beckert@kastle.com

Captain Michelle Nuneville

Arlington County Police Department

1425 North Courthouse Road, Arlington VA 22201

703-228-4091/ email: mnuneville@arlingtonva.us

VI. Modification

The terms and conditions of the MOU may be modified only upon prior written agreement by both Kastle and Arlington County.

VII. Virginia Freedom of Information Act

The Parties understand and agree that the County is subject to the terms and provisions of Code of Virginia Section 2.2-3700 *et seq.*, the Virginia Freedom of Information Act ("VFOIA"). All public records in the County's custody, possession or control shall be open to the public for inspection and copying to the extent that such disclosure is required or permitted by law.

VIII. Miscellaneous

The Parties shall comply with all applicable laws, rules and regulations and policies whether now in force or hereafter enacted or promulgated.

The terms of this agreement do not create any rights in third parties.

This written agreement constitutes the entire agreement between the Parties.

The Parties understand and agree that this MOU will in no way restrict the County's ability to engage in any similar or other arrangements with any other entity.

IN WITNESS THEREOF, Kastle and Arlington County hereto have executed this Memorandum of Understanding as follows:

B. Edger

KASTLE Systems International

Nov 16, 2015

Date

Mark Schwartz

Mark Schwartz, Acting County Manager
Arlington County

October 2, 2015

Date