PARTNERSHIP AND COLLABORATION AGREEMENT

Between

The Open Source Geospatial Foundation
3rd floor, 422 Richards Street
Vancouver, BC, Canada V6B 2Z3
Phone: (250) 303-1831

And

The Geospatial Information & Technology Association
14456 East Evans Avenue
Aurora, CO 80014
Phone: (720) 496-0481

The Open Source Geospatial Foundation (OSGeo) and the Geospatial Information & Technology Association (GITA) agree to partner to design, develop and conduct an educational conference entitled Free and Open Source Software for Geospatial, or FOSS4G. The conference will be held at the Sheraton Denver Downtown Hotel in Denver, Colorado on September 12 to 16, 2011.

OSGeo seeks to engage GITA as a partner to provide conference organizing services that will ensure a quality, professional educational event. GITA seeks to leverage its conference planning and organizational expertise to support OSGeo's technical program of open source geospatial technology.

I. Goals and Expectations

Both GITA and FOSS4G/OSGeo have a strong commitment to work collaboratively to ensure that the FOSS4G Conference is the premier conference for free and open source geospatial software. Both parties will maintain a commitment to emphasizing the mission and objective of the FOSS4G Conference, and will strive to observe the spirit and intent of this agreement and act in good faith in all related matters, recognizing that the ultimate success of the conference is a direct reflection of the level and effectiveness of the partners' efforts and dedication.

II. Scope of Services/Responsibilities

Both GITA and FOSS4G/OSGeo recognize that adherence to the basic procedures and processes outlined in this agreement will contribute to the operational success of the FOSS4G Conference, will serve to minimize conflicts or confusion, and will also provide an agreed-upon method of fairly addressing situations where disagreements may occur.

A.   GITA will provide the following services for the 2011 FOSS4G Conference:

1. Conference Planning
2. Logistics
3. Registration Management
4. Exhibits Management
5. Financial Management
6. Sub-Contractor Management

B.   The FOSS4G Conference Committee/OSGeo will provide the following services for the 2011 FOSS4G Conference:

1. Secure all relevant insurance policies protecting the conference
2. Initial Announcement and Save the Date flyer (done)
3. Call for Presentations (done)
4. Registration materials – web-based (done)
5. Educational and Technical program – web-based (In progress)
6. Sponsorship prospectus and solicitation (Ongoing)
7. Exhibitor prospectus and solicitation (Ongoing)
8. Website development and maintenance (Ongoing)
9. Assembly of registration packets (in conjunction with GITA staff)
10. Planning any outside events that are not part of the primary schedule.

III.   Definition of Services

A. GITA will provide the following services for the 2011 FOSS4G Conference:

1.   Conference Planning

GITA will serve as the organizing entity to produce this conference. This includes, but is not limited to, negotiating contracts for services with the Sheraton Hotel, decorator, audio-visual company, venues for social events, and other services and/or personnel and staffing that may be required. GITA will assist in the preparation of the conference budget and will assume responsibility for budget management throughout the conference, including monitoring of all expenses and income. GITA will manage the room block in the Sheraton Hotel and generate periodic reports reflecting room night confirmations. GITA will work in conjunction with the Local Conference Committee to undertake any actions necessary to promote the conference headquarters hotel in order to mitigate attrition that could result from not fulfilling room night obligations.

2.   Logistics

GITA will coordinate with the local Conference Committee and OSGeo as required to accommodate the logistical needs of the conference, including: overseeing the general operation and overall project planning of the event; developing, maintaining and distributing staging guides as required; arranging for the production and display of signage; interfacing with assigned hotel representatives, decorators, audio/visual technicians, and caterers. As part of this coordination, GITA will supervise on-site staff, check set-ups on site, order all on-site equipment necessary for the operation of the event, manage and control food and beverage costs throughout the conference; and provide personnel to manage overall operations from move-in through move-out. GITA will have designated staff available on-site through the event.

3.   Registration Management

Forms and Processing

GITA will monitor incoming registrations for the conference via the FOSS4G conference website, including providing a digital acknowledgement for each registration received.

Badges, Tickets, Registration Packets

GITA will order the badge stock, badge holders, and any necessary tickets. Badges will include name, affiliation, city, state/province and country. The FOSS4G Local Conference Committee will provide GITA with any -information and materials for registration and packet production. GITA will staff the on-site registration desk during published registration hours.

Attendee T-Shirts

GITA will arrange for the production of a number of shirts specified by the FOSS4G Local Conference Committee based upon a design provided by the FOSS4G Local Conference Committee; coordinate with the selected vendor to produce and deliver t-shirts to a mutually agreed upon site; and work with the FOSS4G Local Conference Committee to determine how best to distribute the t-shirts on site. The cost of the t-shirts will be borne by the conference; GITA will provide this service for a reasonable additional service charge disclosed to the FOSS4G Local Conference Committee prior to ordering the t-shirts. GITA requires reasonable advanced notice if this option is taken.

Conference Bags (*to be determined)*

Should the FOSS4G Local Conference Committee elect to provide conference bags to attendees, the process by which the bags are produced, delivered and dispensed will be the same as for the t-shirts. GITA requires reasonable advanced notice if this option is taken.

Registration and Database

Registration management includes: recording all incoming registrations; recording all related payments; maintaining a database of all pre-conference registrants; and providing periodic registration reports to the FOSS4G Local Conference Committee.

GITA will produce badges, reports and lists in advance of the event and on-site. The registration database will be made available to FOSS4G/OSGeo in Excel format via email upon request. Within two weeks of the closing of the meeting, GITA will produce: a complete list of attendees; a digital copy of the attendee database in Excel format; and an attendee list for exhibitor distribution.

Payment for pre-conference registrations will be taken and processed by GITA. Payment must be made by approved credit card, check (in U.S. funds only), or government purchase order. GITA staff will be on-hand at the venue to handle any on-site registration.

4. Exhibits Management

GITA will contract on behalf of FOSS4G/OSGeo with the decorator selected to provide services for the conference exhibits, signage, and any other mutually agreed upon tasks. These services include, but are not limited to, planning and arranging the layout of the exhibit area; assigning exhibit space; issuing exhibit contracts; developing and delivering an exhibitor's kit and logistical information; enforcing rules and regulations established for the exhibition; supervising set-up and dismantling of displays; receiving and responding to exhibitor enquiries; scheduling and supervising security; providing on-site exhibit management. GITA will also communicate with exhibitors and sponsors to finalize all payment transactions, assign booth spaces, and solicit artwork and text for agreed-upon advertisements.

5. Financial Management

GITA will be responsible for tracking revenues and expenses against the approved conference budget. Any deviations from the budget will be flagged; any adjustments to the budget will be made in consultation and with the approval of the FOSS4G Local Conference Committee. Financial reports will be provided the FOSS4G Local Conference Committee at

regular intervals and upon request with reasonable advance notice (typically 3-4 days lead time).

6.   Sub-Contractors

GITA at its prerogative will hire sub-contractors as necessary to deliver services required to assure the overall professionalism and success of the FOSS4G conference. Any contracts signed by GITA will be signed on behalf of FOSS4G/OSGeo. GITA will work with the FOSS4G Local Conference Committee to agree to arrange for these services, which will be provided for at the cost of the Conference. GITA will discuss with the FOSS4G Local Conference Committee the option of recruiting volunteers to perform tasks that might otherwise by subcontracted. Should the volunteer option be selected for any such tasks, the volunteers will be managed by the FOSS4G Local Conference Committee.

Contracts

The following events have been contracted for on behalf of FOSS4G/OSGeo:

- Wynkoop Brewery – Opening Social event on Tuesday, September 13;

- The Denver Art Museum – Main Social Event of the conference on Thursday, September 15.

- Coast to Coast Decorating – Exhibit decorator and signage (contract pending)

- Audio/Visual Company - GITA will conduct a request for bids based upon technical specifications to be provided by the FOSS4G Local Conference Committee, and will select an audio/visual subcontractor to provide the services required. Working with the Workshop Committee, GITA will coordinate necessary workshop computer rentals.

Volunteer Recruitment and Coordination

The FOSS4G Local Conference Committee will assume responsibility for recruiting and coordinating volunteers to perform desired activities on site. A committee-designated volunteer coordinator will be on-site during the conference. GITA staff will interface with these volunteers and manage the individuals and groups as necessary to ensure efficient task completion.

Speaker Management

The FOSS4G Local Conference Committee will be responsible for coordinating with speakers and providing them appropriate information to participate on the educational program. Should any additional correspondence or contact with speakers be desired, GITA can arrange for that service to be provided for a fee.

7. **Other**

Communication with the Local Conference Committee

GITA staff will participate on all FOSS4G Local Conference Committee conference calls and respond to all questions and requests in a complete and timely fashion. Decisions requiring Local Conference Committee action will be documented and provided to the Committee as soon as practicable following each call. Communication of the results of conference calls to the members of the Local Conference Committee is the responsibility of the Local Conference Committee. If desired, GITA can research arranging for conference calls to be recorded and made available to the Committee.

Marketing

The majority of marketing and promotion for the FOSS4G Conference will be accomplished through existing channels already employed by individuals on the Local Conference Committee, as well as the FOSS4G Conference website. GITA will provide exposure for the conference through its primary communication channels, namely the GITA website, the GITA News Hub newsletter, and in emails to selected portions of the association's database and membership lists. This communication will include publicizing the conference "newcomer event" and general outreach.

Security

GITA will work with the hotel for security services and also arrange for any outside security, as required. In cases where equipment needs to be secured, GITA staff will work with contractors and hotel staff to ensure that adequate plans and security schedules are in place. GITA will report to the Local Organizing Committee on plans, costs and any security-related issues.

Outside Events

The FOSS4G Local Organizing Committee and OSGeo will plan several activities that will not require assistance from GITA staff. These events include the OSGeo AGM, the post-FOSS4G Code & Edu Sprint and any other receptions, meetings or events outside of the primary schedule.

IV. Fee Schedule

GITA will provide listed services and manage the FOSS4G Conference on a fixed fee basis. The fee for providing listed services is $65,000.

Expenses

All expenses incurred by GITA staff on behalf of the FOSS4G Conference will be reimbursed by the Conference. GITA will be responsible for its employees' hours devoted to the FOSS4G Conference. Outsourced services will be charged back to the Conference, as mutually agreed.

Insurance

FOSS4G/OSGeo agrees to carry liability and other insurance coverage protecting them against any liability arising from activities conducted during the conference. GITA, its officers and employees, shall be additional named insured. GITA also strongly urges FOSS4G/OSGeo to purchase convention cancellation insurance.

Termination

There will be no right of termination for the sole purpose of utilizing the services of another conference management or planning organization, consultant or staff member. This agreement may be terminated only upon mutual agreement by GITA and FOSS4G/OSGeo.

Acceptance

By their signatures below, the authorized official of each organization represents that they are duly authorized to sign this agreement and bind their respective organization.

For FOSS4G/OSGeo: **For GITA:**

_____   _____
Jeff McKenna,   **Robert Samborski,**
Chair, OSGeo Conference Committee   **Executive Director, GITA**

DATE: _____   **DATE: _____**