

Agenda Report

TO: CITY COUNCIL

DATE: OCTOBER 12, 2009

FROM: CITY MANAGER

SUBJECT: PURCHASE OF TECHNOLOGICAL EQUIPMENT TO OUTFIT THE NEW POLICE HELICOPTER AS WELL AS THE PURCHASE OF AN ARMORED PERSONNEL CARRIER.

RECOMMENDATION:

It is recommended that the City Council authorize the issuance of the following purchase order contracts in order to equip the new police helicopter:

- (1) A purchase order contract to FLIR Systems Incorporated in an amount not to exceed \$247,000 for the purchase of a thermal imaging camera;
- (2) A purchase order contract to Paravion Technology Incorporated in an amount not to exceed \$150,000 for the purchase of one Augmented Reality System (ARS) helicopter mapping system and military grade computer; and
- (3) A purchase order contract to Broadcast Microwave Systems in an amount not to exceed \$105,000 for the purchase of an airborne digital video down-linking system.

It is further recommended that the City Council authorize issuance of a purchase order contract to Lenco BearCat Armored Vehicles in an amount not to exceed \$280,652 for the purchase of an armored vehicle capable of operating in hazardous materials environments.

Competitive bidding for each of these purchases is not required pursuant to City Charter Section 1002(C), for contracts for labor, materials, supplies or services available from only one vendor.

BACKGROUND:

On September 22, 2008, the City Council approved the purchase of a new replacement helicopter for the Police Department. The helicopter is currently being fabricated and delivery is expected in December 2009. The Police Department has received federal grant funding to outfit this helicopter with various forms of technology including a FLIR system, an ARS mapping system and a digital down-linking system.

The FLIR system is an infrared tracking system that uses a heat profile to highlight and track involved persons, vehicles, structures or other objects. Not only is this equipment useful in the suppression of crime, it is often used to locate missing persons, lost hikers and in a number of other related instances. The ARS mapping system links live video images over a GIS based aerial mapping system, on a single screen, thereby allowing air crews to precisely mark important images and or landmarks during their investigations of public safety matters. Lastly, the digital down-linking system allows ground operations to view events as they appear from the helicopter. In addition to law enforcement applications, this equipment is vitally important during the management of natural disasters including, fires, hazmat incidents, building collapses, major traffic disruptions and a myriad of other cases. Each of these systems is propriety and has been standardized across the City's fleet of helicopters. As such, their respective manufacturers are the sole source for this equipment.

In addition, staff is seeking approval for the purchase of an armored vehicle. This same vehicle is currently used by the Los Angeles, Burbank and Glendale police departments, and the County Sheriff's as well. In recent years, Pasadena Police have utilized Glendale's armored vehicle in no less than 35 operations. As such, Pasadena officers have developed competence and confidence with this piece of equipment.

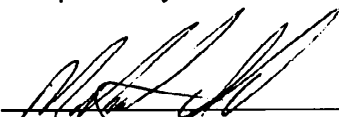
This vehicle is an essential piece of protective equipment used to preserve the safety of officers and citizens. In 2008 alone, Pasadena Police 'borrowed' Glendale's armored vehicle to resolve five separate potentially deadly conflicts. On February 27, 2008, officers used Glendale's vehicle to safely evacuate students and search Blair High School following the sighting of an armed student on campus. Again on August 11, 2008 after an armed man barricaded himself and his 8 year-old son in his garage on El Molino Ave., Pasadena Police were forced to 'borrow' Glendale's armored vehicle to resolve this incident. Prior to using the vehicle to provide protection for the officers tasked with approaching the home to arrest the suspect, the vehicle was used to safely evacuate citizens from nearby homes into which the suspect earlier fired several shots.

FISCAL IMPACT:

Sufficient funds have been appropriated to the Police Department's Fiscal Year 2010 Operating Budget to provide for the outfitting of the helicopter. Grant funds in the amount of \$\$265,000 are available for the purchase of the armored vehicle.

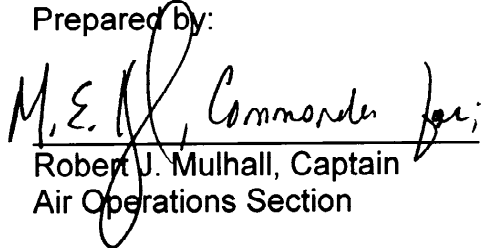
The balance of the purchase price, \$15,652 will be covered with existing budgetary appropriations available within the Pasadena Police Department's Special Enforcement Section's Critical Incident Response Team, Account #8505-207-401500.

Respectfully Submitted,



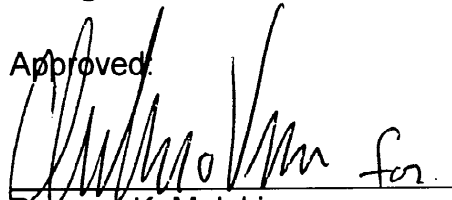
Michael J. Beck
City Manager

Prepared by:



Robert J. Mulhall, Captain
Air Operations Section

Approved:



Bernard K. Melekian
Chief of Police

**Disclosure Pursuant to the
City of Pasadena Taxpayer Protection Amendment
Pasadena City Charter, Article XVII**

Contractor/Organization hereby discloses its trustees, directors, partners, officers, and those with more than 10% equity, participation, or revenue interest in Contractor/Organization, as follows:

(If printing, please print legibly. Use additional sheets as necessary.)

1. Contractor/Organization Name:

Paravion Technology, Inc.

2. Type of Entity:

☒ non-government ☐ nonprofit 501(c)(3), (4), or (6)

3. Name(s) of trustees, directors, partners, officers of Contractor/Organization:

Larry Hansen

Mary Hansen

4. Names of those with more than a 10% equity, participation or revenue interest in Contractor/Organization:

Same as above

Prepared by: *Scott Holst*

Title: *Sales & Marketing*

Phone: *920-224-3898*

Date: *8-27-09*

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Contractor/Organization hereby discloses its trustees, directors, partners, officers, and those with more than 10% equity, participation, or revenue interest in Contractor/Organization, as follows:

(If printing, please print legibly. Use additional sheets as necessary.)

1. Contractor/Organization Name:
Broadcast Microwave Services, Inc. (BMS, Inc.)

2. Type of Entity:
☒ non-government ☐ nonprofit 501(c)(3), (4), or (6)

3. Name(s) of trustees, directors, partners, officers of Contractor/Organization:

<u>Graham Boney - President</u>
<u>Jeff Jones - CFO</u>

4. Names of those with more than a 10% equity, participation or revenue interest in Contractor/Organization:

<u>Conu, Inc. - 100%</u>

Prepared by: Tim Macy

Title: Controller

Phone: (858) 842-4753

Date: 8/3/09

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(If printing, please print legibly. Use additional sheets as necessary.)

1. Contractor/Organization Name:

ELIR Systems, Inc.

2. Type of Entity:

☒ non-government ☐ nonprofit 501(c)(3), (4), or (6)

3. Name(s) of trustees, directors, partners, officers of Contractor/Organization:

See attached 2009 Proxy Statement

4. Names of those with more than a 10% equity, participation or revenue interest in Contractor/Organization:

See attached 2009 Proxy Statement

Prepared by: Tanya Stahlbusch

Title: Contracts Administrator

Phone: 805-690-6661

Date: August 28, 2009

MANAGEMENT

Executive Officers

The executive officers of the Company are as follows:

<u>Name</u>	<u>Age</u>	<u>Position</u>
Earl R. Lewis	65	Chairman of the Board of Directors, President and Chief Executive Officer
Arne Almerfors	63	Executive Vice President and President, Thermography Division
Stephen M. Bailey	60	Senior Vice President, Finance and Chief Financial Officer
William W. Davis	52	Senior Vice President, General Counsel and Secretary
William A. Sundermeier	45	President, Government Systems Division
Andrew C. Teich	48	President, Commercial Vision Systems Division
Anthony L. Trunzo	46	Senior Vice President, Corporate Strategy and Development

Information concerning the principal occupation of Mr. Lewis is set forth under "Election of Directors." Information concerning the principal occupation during at least the last five years of the executive officers of the Company who are not also Directors of the Company is set forth below.

ARNE ALMERFORS. Mr. Almerfors joined FLIR in December 1997 in connection with FLIR's acquisition of AGEMA Infrared Systems AB, and currently serves as Executive Vice President and President of the Thermography Division. From 1995 to 1997, Mr. Almerfors was President and Chief Executive Officer of AGEMA Infrared Systems AB. He also served as President and Chief Executive Officer of CE Johansson AB, a manufacturer of coordinate measuring devices, from 1989 to 1995. Mr. Almerfors received his B.S., MBA, Masters in Political Science and certification for post-graduate courses in corporate finance and accounting from the University of Stockholm.

STEPHEN M. BAILEY. Mr. Bailey joined FLIR in April 2000 as Senior Vice President, Finance and Chief Financial Officer. Prior to joining FLIR, Mr. Bailey served as Vice President and Chief Financial Officer of Bauce Communications, Inc., President of Pro Golf of Portland, Inc., and Chief Financial Officer and Chief Operating Officer of Desk2Web Technologies, Inc. From 1975 to 1988, Mr. Bailey served in various senior executive positions with AMFAC, Inc., including President of AMFAC Supply Company, Senior Vice President and Controller of AMFAC, Inc. and Senior Vice President and Controller of AMFAC Foods, Inc. A CPA, Mr. Bailey also worked at Touche Ross & Company (which subsequently became Deloitte & Touche) from 1970 to 1975. Mr. Bailey received his B.S. from Oregon State University.

WILLIAM W. DAVIS. Mr. Davis joined FLIR in July 2007 as Senior Vice President, General Counsel & Secretary. Prior to joining FLIR, from 2005 to 2007, Mr. Davis served as Deputy General Counsel of Brunswick Corporation, a global manufacturer and marketer of recreation products. From 1999 to 2005, he was employed in various capacities with General Dynamics Corporation, a provider of aerospace and combat, marine and information systems products and services, including Vice President and General Counsel of its Land Systems and Armament and Technical Products subsidiaries. From 1990 to 1992 and 1993 to 1999, Mr. Davis practiced law, most recently as a partner in the firm of Katten, Muchin & Zavis. From 1992 to 1993, Mr. Davis served as a law clerk to the Honorable Edward Carnes of the United States Court of Appeals for the Eleventh Circuit. Mr. Davis received his B.S. with distinction from the United States Naval Academy and his J.D. from the University of Chicago Law School. Following graduation from the Naval Academy, Mr. Davis served as an officer in the United States Marine Corps and Marine Corps Reserve.

WILLIAM A. SUNDERMEIER. Mr. Sundermeier has been serving as the President of FLIR's Government Systems Division since April of 2006. Mr. Sundermeier joined FLIR in 1994 as Product Marketing Manager for Thermography Products and was appointed Director of Product Marketing for commercial and government products in 1995. In 1999, Mr. Sundermeier was appointed Senior Vice President for Product Strategy, focused

on the integration of newly acquired companies. In September 2000, Mr. Sundermeier was appointed Senior Vice President and General Manager, Portland Operations. In April 2004, he was appointed Co-President of the Imaging Division. Prior to joining FLIR, Mr. Sundermeier was a founder of Quality Check Software, Ltd. in 1993. Mr. Sundermeier received his B.S. in Computer Science from Oregon State University.

ANDREW C. TEICH. Mr. Teich has been serving as President of FLIR's Commercial Vision Systems Division since April 2006. Mr. Teich joined FLIR as Senior Vice President, Marketing, as a result of FLIR's acquisition of Inframetrics in March of 1999. From 2000 to 2006, he served as the Senior Vice President of Sales and Marketing and then as Co-President of the Imaging Division at FLIR. While at Inframetrics, Mr. Teich served as Vice President of Sales and Marketing from 1996 to 1999. From 1984 to 1996, Mr. Teich served in various capacities within the sales organization at Inframetrics. He holds a B.S. degree in Marketing from Arizona State University and has attended executive education courses at Stanford University.

ANTHONY L. TRUNZO. Mr. Trunzo joined FLIR in August 2003 as Senior Vice President, Corporate Strategy and Development. From 1996 until joining FLIR, Mr. Trunzo was Managing Director in the Investment Banking Group at Banc of America Securities, LLC. From 1986 to 1996, he held various positions at PNC Financial Services Group, Inc. Mr. Trunzo holds a B.A. in Economics from the Catholic University of America and an MBA with a concentration in Finance from the University of Pittsburgh.

STOCK OWNED BY MANAGEMENT AND PRINCIPAL SHAREHOLDERS

The following table sets forth certain information known to the Company with respect to the beneficial ownership of the Company's Common Stock as of December 31, 2008 by: (i) each person known by the Company to beneficially own more than 5% of the outstanding shares of Common Stock, (ii) each of the Company's Directors, (iii) each of the Company's NEOs, and (iv) all Directors and executive officers as a group. Except as otherwise indicated, the Company believes that each of the following shareholders has sole voting and investment power with respect to the shares beneficially owned by such shareholder.

<u>Name and Address of Beneficial Owner</u>	<u>Shares of Common Stock Beneficially Owned(1)</u>	<u>Percent of Common Stock Outstanding</u>
FMR LLC(2)	20,627,488	14.6%
82 Devonshire Street		
Boston, MA 02109		
T. Rowe Price Associates, Inc.(3)	11,067,300	7.8%
100 E. Pratt Street		
Baltimore, MD 21202		
Wellington Management Company, LLP(4)	8,620,687	6.1%
75 State Street		
Boston, MA 02109		
Franklin Resources, Inc.(5)	7,900,193	5.6%
One Franklin Parkway		
San Mateo, California 94403		
Columbia Wanger Asset Management, L.P.(6)	7,891,800	5.6%
227 West Monroe Street, Suite 3000		
Chicago, IL 60606		
Earl R. Lewis	2,873,123	2.0%
John D. Carter	119,200	*
William W. Crouch	82,200	*
John C. Hart	41,200	*
Angus L. Macdonald	85,200	*
Michael T. Smith	155,200	*
Steven E. Wynne	204,800	*
Arne Almerfors	388,959	*
Stephen M. Bailey	710,250	*
William A. Sundermeier	197,585	*
Andrew C. Teich	580,384	*
Directors and Executive Officers as a group (13 persons)	5,750,258	3.9%

* Less than one percent (1%).

- (1) Applicable percentage of ownership is based on 141,386,874 shares of FLIR Common Stock outstanding as of December 31, 2008. Beneficial ownership is determined in accordance with rules of the SEC, and includes voting power and investment power with respect to shares. Shares issuable upon the exercise of outstanding stock options that are currently exercisable or become exercisable within 60 days from December 31, 2008 and upon the vesting of RSU awards within 60 days from December 31, 2008 are considered outstanding for the purpose of calculating the percentage of Common Stock owned by such person, but not for the purpose of calculating the percentage of Common Stock owned by any other person. The numbers of shares listed in the table above include shares that are issuable upon the exercise of stock options that are currently exercisable or exercisable within 60 days from December 31, 2008 and upon the vesting of RSU awards within 60 days of December 31, 2008, as follows: Mr. Lewis—1,956,468; Mr. Carter—99,200; General Crouch—78,200; Mr. Hart—37,200; Mr. Macdonald—51,200;

Mr. Smith— 147,200; Mr. Wynne—195,200; Mr. Almerfors—272,499; Mr. Bailey—667,153; Mr. Sundermeier—182,199; Mr. Teich—535,499; and all Directors and executive officers as a group—4,475,817.

- (2) This information as to beneficial ownership is based on a Schedule 13G/A filed by FMR LLC with the SEC on February 17, 2009. The Schedule 13G/A states that FMR LLC and its affiliates are the beneficial owners of 20,627,488 shares of Common Stock as to which certain affiliates of FMR LLC have sole dispositive power, including 162,742 shares of Common Stock as to which they have sole voting power.
- (3) This information as to beneficial ownership is based on a Schedule 13G/A filed by T. Rowe Price Associates, Inc. ("Price Associates") with the SEC on February 11, 2009. The Schedule 13G/A states that Price Associates is the beneficial owner of 11,067,300 shares of Common Stock as to which it has sole dispositive power, including 2,275,200 shares of Common Stock as to which it has sole voting power. These securities are owned by various individual and institutional investors which Price Associates serves as investment advisor with power to direct investments and/or sole power to vote the securities. For purposes of the reporting requirements of the Securities Exchange Act of 1934, Price Associates is deemed to be a beneficial owner of such securities; however, Price Associates expressly disclaims that it is, in fact, the beneficial owner of such securities.
- (4) This information as to beneficial ownership is based on a Schedule 13G/A filed by Wellington Management Company, LLP with the SEC on February 17, 2009. The Schedule 13G/A states that Wellington Management Company LLP is the beneficial owner of 8,620,687 shares of Common Stock and has shared dispositive power over 8,598,587 of such shares and shared voting power over 6,616,894 of such shares.
- (5) This information as to beneficial ownership is based on a Schedule 13G/A filed by Franklin Resources, Inc. with the SEC on February 6, 2009. The Schedule 13G/A states that Franklin Resources, Inc. and its affiliates are the beneficial owners of 7,900,193 shares of Common Stock as to which they have sole dispositive power, including 7,897,493 shares of Common Stock as to which they have sole voting power.
- (6) This information as to beneficial ownership is based on a Schedule 13G/A filed by Columbia Wanger Asset Management, L.P. with the SEC on February 6, 2009. The Schedule 13G/A states that Columbia Wanger Asset Management, L.P. is the beneficial owner of 7,891,800 shares of Common Stock as to which it has sole dispositive power, including 7,586,000 shares of Common Stock as to which it has sole voting power.