

license.me™

Expansion of the VISCOPY Online Gallery System to accommodate Resale Rights Management

11 August 2004

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The ownership of third party trademarks is acknowledged.

me™

Media Equation Pty Ltd
ABN 55 078 994 555
71 – 73 Thistlethwaite Street
South Melbourne Vic 3205
T: 03 9673 8111
E: me@me.com.au



look@me™

media equation pty ltd
ABN 55 078 994 555
www.me.com.au

me™ australia

71-73 thistlethwaite st
south melbourne 3205
victoria australia

t: 03 9673 8111
f: 03 9673 8188
e: aus@me.com.au

me™ asia

3 jernasek boulevard
#31-02 suntec tower 2
singapore 038980

t: +65 6337 6271
f: +65 6336 6610
e: sg@me.com.au

license.me™

Expansion of the VISCOPY Online Gallery System to accommodate Resale Rights Management

Media Equation has developed license.me™ - rights management software for online management of digital rights in visual arts.

Droit de suite or resale rights can be managed by the license.me™ system.

The license.me™ system can be integrated with legacy systems used by auction houses and can be customised to integrate with existing VISCOPY financial software including the rights disbursement systems.

This proposal includes a budget estimate for system licensing and systems development consultancy.

The cost estimate in this proposal includes:

- Scoping and specification
- Interface design
- Integration with legacy systems used by industry
- Integration with VISCOPY financial systems
- Beta testing and quality assurance.



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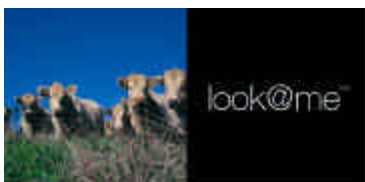
3 jernasek boulevard
#31-02 surtec tower 2
singapore 038980

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Project management processes

The me™ Project Management Methodology involves the following process:

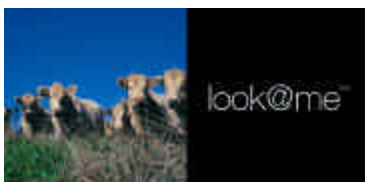
1. Establish an agreement that details the responsibility, authority and accountability of each party involved in the project.
2. Negotiate or confirm details of:
 - services and final output required
 - methods and formats for delivery of "sign-off"/approval of milestones
 - process for change management - agreeing on variations to scope that incur additional costs or variations to the schedule
 - confirmed approval processes
 - confirmed me™ document management system and communications system throughout the project or agree to an alternative
 - risk management practices of the project such as key personnel replacement, annual/sick leave arrangements, specific legislative compliance requirements, critical deadline management
3. Agreement Acceptance and Signing
4. Initial briefing between your Project Manager and me™ Project Management team
 - the understanding of the initial brief is extended and determined at this meeting
 - all project liaison points are established
 - the client project team and me™ project team are confirmed
 - all project stakeholders are defined
 - consultation groups/focus groups with users/stakeholders are proposed as is appropriate
5. Analysis, Scope and Specification of the project
 - the user requirements are thoroughly reviewed
 - user's current and future needs of the solution are defined
 - stakeholders' current and future requirements of the solution are defined
 - propose business rules for the administration of the gallery
 - a technical analysis to determine the manner in which the existing product can be modified to deliver all the customised requirements, such as appearance of interfaces, for the Online Image Gallery Solution
 - prioritisation of required tasks and design requirements is identified
6. A Specification document is produced that details:
 - the proposed customisation process
 - solution recommendations (including technology platform recommendations)
 - solution design and architecture
 - a development and implementation project plan (timetable) for customisations
7. Presentation of recommendations to the client Project Team





8. Specification Sign-off
9. Solution development and staged implementation and approval
 - involves client approval of solution design/sitemap
 - supply to us of the banner for Online Image Gallery in accordance with your branding and marketing strategy
 - approval of overall solution interface design
 - approval of all project milestones as detailed in specifications document
 - customising administrator functions
 - screen based procedures – programming, formatting, testing, uploading, site maintenance
 - Implementation of password protection for access to second tier
 - hosting server set-up/liaison
10. Alpha testing
 - in-house testing and Quality Assurance rigour is applied
 - proofreading
 - W3C WAI-A testing
 - Refinements
11. User/Administrator Training
 - We will train the Administrator or client webmaster in the use of the customised administrator user interface
 - training will address additions, deletions, amendments and upload
 - training will also address security controls and the management of an electronic media policy or standards
12. Beta Testing
 - off-line site
 - testing performed by client
 - refinements
13. Final approval
14. Commercial Implementation signals client acceptance and launch
 - a 10 day warranty period is extended to clients
 - response to user feedback during these 10 days
 - refinements
15. Implementation Project Close - review meeting
16. Ongoing Hosting, Maintenance

Project Management includes a weekly written project status report, and a weekly Project management teleconference between your Project Manager and the me™ Project Manager.



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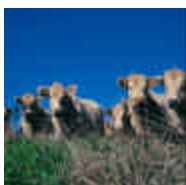
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Project personnel and roles

All nominated personnel will be involved throughout the entire project. Please note that the level of involvement required from each over this time varies. The listed number of project days refers to the cumulative number of hours each is expected to expend over the entire life of the project. Please note that this is not an indication of 'elapsed time' for project processes. For further details of 'elapsed time' as it refers to project development, please refer to the Project Plan included within this response.

Personnel	Project Role	Project Days	Responsibilities
Rus Littleson BA (Psych)	Senior Account Manager/Project Manager	12	Executive Client Liaison, supervision of project milestone delivery
Geoff Byrne	Account Manager/Project Coordinator	24	Client Liaison, Day to day project coordination
Naree Song BAppSc, BEng	Senior Programmer	12	Configuration of license.me™
Paul Bland BAppSc	Senior Programmer	15	Customisation of license.me™ for specific workflow requirements
Vincent Soh	Systems Integration	5	Consultation for design of license.me™ Enhancements Development Supervision of test and live web-site uploads
Katia Drazzi	Production Manager	20	Coordination of all production aspects including web-site uploads.



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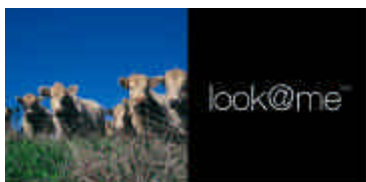
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Project plan

Project Stage	Project Task	Start Date	End Date
Project Kickoff	Project management Service Level Agreement sign-off	Week 1	Week 1
	Initial Briefing	Week 1	Week 1
	Stakeholder Workshop 1	Week 1	Week 1
	Demonstrate sample site to stakeholders	Week 1	Week 1
Scope, Analysis & Specification	Individual interviews with key stakeholders (includes users)	Week 1	Week 1
	Document workflow requirements	Week 2	Week 2
	Document detailed functional requirements	Week 2	Week 2
	Gap analysis	Week 2	Week 2
	Produce Draft Specification document	Week 2	Week 2
	Stakeholder review - 5 days elapsed time	Week 3	Week 3
	Review Stakeholder feedback	Week 3	Week 3
	Amend Draft Specification document	Week 3	Week 3
	Prioritise tasks, Develop Project Plan, Produce Final Specification	Week 4	Week 4
Present Recommendations	Week 4	Week 4	
Installation of standard version of license.me™	Initial Installation of configuration site for client access	Week 4	Week 7
license.me™ Configuration	Customisation of Interface – - Present Amendments - Further feedback & amendments	Week 7	Week 9
Website Configuration Stage 1	Website branding with supplied banner and CSS – branding to client needs Stage 1 Configuration and qualification	Week 10	Week 10
Website Configuration Stage 2	Further feedback & amendments	Week 10	Week 10
	Stage 2 Configuration and qualification	Week 10	Week 10
	Upload Website Stage 2	Week 11	Week 11
Website Configuration Stage 3 - Handover	Stage 3 Configuration and qualification Upload Website Stage 3 -Handover	Week 12	Week 12
	Client Testing	Week 13	Week 13
	Training	Week 14	Week 14
	Review	Week 14	Week 14
	Warranty period (for alterations to configuration)	Week 14	Week 16
	Maintenance – Commences – and runs for 36 months Includes Commitment to Service Levels	Week 16	

36 Months maintenance period commences week 16 notwithstanding delays not attributable to me™.



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Budget Categories

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Hosted Solution		
Establishment		
License and configuration costs, initial cost	initial fee	\$33,000
Customisation: Scoping and specification Interface design Integration with legacy systems used by industry Integration with VISCOPY financial systems Beta testing and quality assurance \$2200 per diem Suggested budget 20 days	initial fee	\$44,000
Recurrent costs		
Support and Maintenance per year, three year agreement	per annum	\$22,000

Costs include 10% GST



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Milestone payments

Milestone 1 Contract signing	50% of establishment costs
Milestone 2 System Configuration Stage 3 – Handover	Balance of establishment costs First annual maintenance fee
Milestone 3 First Anniversary of Handover	Second annual maintenance fee
Milestone 4 Second Anniversary of handover	Third annual maintenance fee



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Company profile

Media Equation Pty Ltd (me™) is an innovative digital asset management company, providing cultural institutions, marketers, publishers and corporations with practical and cost effective solutions. Our core competencies are in system development for digital asset management, rights management and distribution.

Established in 1986, me™ has established a solid presence within the industry. Our Director and account managers head up a team of dedicated professionals.

me™ business and software analysts, web developers and programmers are ably backed by technical support, marketing, customer service and business administration experts.

me™ has the philosophy that it shall remain a market leader by providing innovative and cost-effective solutions and outstanding customer service.

me™ is a Federally Endorsed Supplier

me™ has recently been awarded the status of Endorsed Supplier with the Federal Government for information technology and major office machines. This is true testimony for the quality, dedication and customer service that are the driving key principles of me™

Our previous experience on similar projects such as the Tourism Victoria, Tourism New South Wales and South Australian Tourism Commission online libraries, the VISCOPY online image gallery and rights management system and the recently contracted State Library website redevelopment and Content Management System has provided us with a broad understanding of the relevant workflows, standards and security requirements.

The team that we have formed to undertake this project combines both technical expertise and programming skills and experience with similar software applications, coupled with an understanding of workflow and accessibility requirements. We believe our credentials indicate our suitability to deliver this project.



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Quality Assurance

Our reputation is founded on the reliability of the high quality work that we produce. Quality assurance is seamlessly incorporated into all our internal processes. We believe in and actively implement standards and training to eliminate variability in quality between individual employees. Checks and double-checks apply to every stage of our projects. All projects are accompanied by a check-sheet for every stage of development. The check sheets call for confirmation, by a 'tester' or quality assurance staff member, that the me™ and client standards have been met for all components of the development stage.

me™ employs dedicated quality assurance personnel for contribution on every client project. Quality assurance reviews include:

- proof-reading
- functionality testing
- audit testing
- design testing
- W3C WAI – A testing
- security testing and assurance
- regular interim "meeting the brief" assessments.

In addition, quality assurance is included in our standard methodology:

- A client approval process is implemented for every milestone of a project.
- Risk management procedures are addressed at the commencement of each project.
- Change control mechanisms are agreed at the commencement of each project.

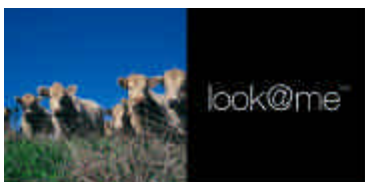
Customer service

The me™ brand is synonymous with exceptional customer service amongst its clients. We pride ourselves on this reputation and ensure that communication and documentation standards reflect this level of service consistently.

To ensure that clients are always afforded the best customer service, me™ implements an escalation procedure in the project management of each client project. Hence clients are always afforded liaison points, right through to the Managing Director. (It must be said that due to the high degree of customer service that me™ staff deliver escalation to the Managing Director has rarely required).

The me™ company policy deems that all client communication is responded to immediately. All me™ staff have been recruited for their appreciation of and commitment to delivering excellent customer service – both to internal and external clients.

me™ has an exceptional track record of customer service. This has been the decisive factor in the company's growth. Our priority is to provide clients with quality, accuracy and timely delivery. Our ability to provide intelligent and effective solutions for new clients extends far beyond the initial interpretation of a written client brief. me™ endeavours to probe much deeper in an attempt to truly understand the client's needs and objectives.





Customer service standards

Achievement

- Commitment to excellence
- Recognition of excellent work (eg. annual report awards, Client testimonials)
- Meeting deadlines
- Exceeding Client expectations
- Long-term working relationships

State Library of Victoria	Tourism Victoria
Orica Limited	Tourism New South Wales
Country Fire Authority	South Australian Tourism Commission
Darebin City Council	Moreland City Council

Teamwork

- Cohesive team consisting of: Account Managers, Client Liaison and Production staff, IT Programmers, Graphic Designers, Proof readers
- 3-way Communications between Management, Production staff and Client

Business Standards

- Highest level of professionalism
- Commenced Implementation of Australian Standards AS 3901 for Quality Assurance
- Efficient communication via telephone, fax, Internet and email

Values/Ethics

- Honesty
- Integrity

Sales

- Identify opportunities
- Offer value added solutions

Implementing meä customer service standards

- Strategic Planning
- Regular Production meetings
- Planned Progress reporting
- Extended staff hours
- Working on Public holidays to meet deadlines eg. Annual Report season

meä continuous improvement program in customer service

- encourage Client feedback
- meticulous editorial procedures, all correspondence logged to maintain communication records
- a quality assurance program that ensures continuous improvement
- an escalation framework for client communications during any project delivery forms part of project management methodology

Our long-standing relationships with a blue chip clientele is testament to the level of quality and customer service that our business is founded upon. Our understanding of customers' needs, users' needs and communication standards and protocols to realise this level of understanding is evident in numerous design awards that the company has received.

The project management methodology outlined ensures that your requirements are delivered within agreed timeframes and budgets.

Finally, our referees will provide evidence to you of our flexible approach and collaborative working methods.



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Key personnel profiles

The Media Equation group employs a team of 16, with extensive experience in brand development, management, design, editorial, production, programming and construction of multimedia and e-commerce internet sites.

Rus Littleson, BA (Psych) University of Melbourne, Managing Director.
Rus Littleson is responsible for the financial and strategic management of the Media Equation group including, design operations and the internet commerce franchise known as me-business. Over the past five years Rus has led the company through an intensive period of software development and this has resulted in the implementation of digital asset management projects for corporate clients such as Orica and the e-commerce site for the State Library of Victoria.

Paul Bland, BAppSc - RMIT, Analyst Programmer.
Paul is expert in a broad range of programming languages that include PERL, HTML, JavaScript, Java, PHP, C++, SQL and Visual Basic. Paul is focused on quality assurance and the adherence to project milestones and deadlines.

Naree Song, BE (Hons.)BSc - RMIT, Analyst Programmer.
Naree brings a wealth of knowledge and development flair with her extensive range of programming languages that include, C, C++, Java, VC++, MFC, PHP, Servlet, JSP, JavaScript, CSS, ASP, Unix Scripting, BASH and PERL. Naree's technical "can do" attitude is a key factor in keeping me™ at the forefront of technology.

Matthew Panetta, BAppSc (Dist) – RMIT, Analyst Programmer.
Matthew joins the group after lecturing advanced object oriented programming for two years at RMIT. His thorough systems knowledge coupled with his programming skills such as C, C++, Java, PHP, Python, Unix Scripting, BASH, FORTH, LISP make him a strong asset in the future development of the license.me™ system software..

Vincent Soh, IT Manager.
Vincent has eight years' experience with me™ maintaining all Mac and Windows systems for the company. His responsibilities also include network management and database programming.

Maria Harris, Production Manager.
Maria has eight years experience in studio management and, in particular, managing print and delivery of finished product on time and on budget. Her thorough knowledge of all stages of design, artwork, prepress and production allows her to work effectively with clients, proofreaders and designers, as well as technical and printing staff to ensure the smooth running of any job from inception to completion of delivery.



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Katia Drazzi, Assistant Production Manager.

Katia's role within any project is to perform the ultimate project coordination and production delivery to ensure that deadlines are met. A thorough knowledge of artwork, all stages of design and project management skills guarantees the quality, accuracy and timely delivery for which she assumes responsibility. Katia performs the task of internal liaison between programmers, creative and the client management team. The successes of me™ client projects are supported by her integral contribution.

Geoff Byrne, Client Liaison.

Geoff has over six years experience with me™. Over that time he has proved to be an invaluable contribution to our team. Geoff's solid customer service skills, exceptional client liaison and reporting, account management and general project management have impressed clients, creative and production teams alike.



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Recent projects

- **Tourism Tasmania**

me™ has been contracted to host and maintain the Tourism Tasmania Image and Video Library. me™. Launching September 2004.

- **Northern territory Tourist Commission**

me™ has been contracted to host and maintain the NTTC Image and Video Library. me™. Launching September 2004.

- **Tourism New South Wales**

me™ is contracted to host and maintain the Tourism New South Wales Online Images Library. me™ is providing an interface that allows Tourism New South Wales to upload their images, video and digital files, The Library was launched in July 2002.

- **Tourism Victoria**

me™ is contracted to host and maintain the Tourism Victoria Online Images Library. The Library was launched in July 2002.

- **South Australian Tourism Commission**

me™ is contracted to develop, host and maintain an online Image Media Gallery. The gallery was launched in December 2002.

- **State Library of Victoria**

In development

me™ has been contracted to design and redevelop the State Library website and implement a complete content management system. Launching September 2004

- **State Library of Victoria**

The State Library of Victoria contracted me™ to develop and construct an online bookshop. The bookshop has a full e-commerce back-end using ANZ's eGate product and a customised Administrator user interface for editing and content maintenance.

- **VISCOPY**

me™ has implemented an Online Rights Management System and Image Gallery for Australia's copyright collection society.

- **Orica Limited (formerly ICI)**

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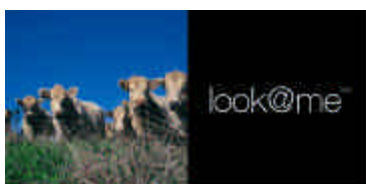
Orica has contracted me™ to provide digital asset management for the distribution of brand collateral for its corporate image.

- **Dulux Australia and Dulux New Zealand**

me™ has hosted and maintained the Dulux Australia Online Images Library since 2001. me™ scans and converts the images into the required formats and uploads them into the Library. The Dulux Australia Administrator edits and maintains the images and metadata. In 2003 the library was extended to Dulux New Zealand by introducing a single portal split system.

- **Medical Practitioners Board of Victoria**

The Medical Practitioners Board of Victoria contracted me™ to revise their corporate branding including revising their website and to produce their Annual report and News Bulletins.



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Viscopy operation costs – Resale Royalty Scheme

Budget to included two personnel to operate the scheme per annum:

Legal representative	\$50,000
Administration Officer	<u>\$40,000</u>
	\$90,000