

EXHIBIT B



GRANT FUNDS AVAILABLE FOR CALIFORNIA GOVERNMENT ENTITIES, INCLUDING THE UNIVERSITY OF CALIFORNIA AND THE STATE BAR OF CALIFORNIA, FOR INNOVATIVE TECHNOLOGY RELATED PROJECTS THAT WILL IMPROVE THE OPERATIONS OF LOCAL GOVERNMENT

Applications are due electronically at <https://cypresfunds.fluidreview.com/> by 5:00 PM (Pacific Time) on March 15, 2017.

SUMMARY OF REQUEST FOR APPLICATIONS

The purpose of this Request for Application (RFA) is to solicit applications from California local government entities, the University of California, and the State Bar of California (hereinafter collectively referred to as “DRAM Settlement Fund Class”), for government projects that will utilize innovative technology and software to improve operational capabilities of local government.

Projects are expected to involve leading edge technology and software that would have a significant impact on enabling new and improved operational capabilities. For example, strengthening access to computers and electronic content for rural libraries; implementing an online citizen forum that citizens can use to immediately alert their municipal government about potholes, power outages, or crime; a county or group of counties that have recently obtained access to broadband could apply for funds to train and assist businesses and community groups to leverage this access for business growth, job generation, and community mapping and services. Please note the specific viable grant options described should be viewed as suggestive, rather than limiting.

Projects solely to purchase new equipment and software, or upgrade existing equipment and software, without innovation toward improving operations, will not be funded.

Proposed projects do not need to include electronic devices that contain dynamic random-access memory (DRAM) chips. DRAM was a common form of digital memory used in electronic devices, mostly computers, and related equipment such as printers, faxes, and servers.

DRAM SETTLEMENT FUND APPLICANT WEBINAR

Please join us for an informational Webinar for potential Applicants on Wednesday, January 25, 11:00 AM (PST). Webinar access information will be posted at <https://cypresfunds.fluidreview.com/>.

The Webinar will cover the following:

- Background on the Settlement Funds
- Eligibility criteria for the two separate DRAM Settlement Funds (Local Government Fund and State Agencies Fund)
- Online application preparation, application requirements, tips, deadlines, and caveats.

The webinar will be recorded and posted at <https://cypresfunds.fluidreview.com/>.

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DRAM Settlement - Local Government Fund

DRAM SETTLEMENT FUND

DRAM Settlement Fund is the result of Settlements obtained by the Attorney General of the State of California in *In re Dynamic Random Access Memory (DRAM) Antitrust Litigation Master File No. M-02-1486-PJH*. The lawsuits alleged price-fixing of DRAM chips manufactured by the Settling Defendants during the period of January 1, 1998 and December 31, 2002.

INDIRECT BENEFIT TO THE DRAM SETTLEMENT FUND CLASS

The Settlements established both direct (cash payments) and indirect (cy pres) benefits. As discussed in the *Report and Recommendations of Special Master Part I re Settlement Class Certification, Settlement Fund Allocation and Distribution*, eligible members of the DRAM Settlement Fund Class are able to receive an indirect benefit by applying for technology-related grants out of the cy pres pool established by the Settlements.

As part of the Settlements, the Attorney General proposes to allocate \$614,000 to be distributed cy pres (next best benefit to the group of persons affected) to up to eight (8), geographically diverse, California government entities (each, a "Cy Pres Recipient"), pursuant to California Business and Professions Code Section 16760(e)(1). As a condition to receiving any payment under this section, each Cy Pres Recipient shall agree to devote the funds to the cy pres purpose of utilizing leading edge technology and software that would have a significant impact on enabling new and improved local government operational capabilities.

CRITERIA FOR REVIEWING APPLICATIONS

The Attorney General's Office has engaged Harry M. Snyder to act as the neutral fund administrator (hereafter, "Cy Pres Fund Administrator") for the DRAM Settlement Fund. The Cy Pres Fund Administrator will apply the following criteria in selecting Cy Pres Recipients for the Local Government Fund cy pres distribution.

- How closely related is the proposed project to the cy pres purpose of utilizing leading edge technology and software to significantly impact and/or enable new and improved local government operational capabilities?
- Has the entity received a direct distribution from the Settlements?
- How efficient is the use of grant funds?
- Does the applicant have a proven track record of success in similar projects?
- Will the grant completely pay for the need?
- Will the grant be matched by the entity itself?
- Will the grant supplant funds from other sources?

NOTE: The Attorney General's Office has a policy of not supplanting funds in cy pres awards.

Grants will be awarded following an application, due diligence, and court approval process. Questions regarding this RFA must be submitted electronically by email to **Harry M. Snyder** at hmscypresfunds@gmail.com.

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Applicants are encouraged to periodically check the following websites for updates to the DRAM Settlement Fund and amendments to this RFA:

<https://cypresfunds.fluidreview.com/> - Harry M. Snyder

<https://oag.ca.gov/class-notice/dram> - Attorney General's Office - DRAM

A. GRANT SUMMARY AND ELIGIBILITY

| | |
|-------------------------------|----------------------|
| Local Government Fund Amount: | \$614,000 |
| Estimated Number of Grants: | up to 8 |
| Anticipated Grant Amount: | \$75,000 - \$200,000 |
| Maximum Grant Duration: | 24 months |

Eligibility - Who May Submit Applications:

- Applications may only be submitted by local government entities (non-state agencies, e.g., cities, counties, school districts, water districts, etc.), including the University of California and the State Bar of California.

Limit on Number of Applications Submitted by an Entity:

- Only one (1) application can be submitted by an entity. No exceptions will be made.

Applicant Priority

- Eligible members of the DRAM Settlement Fund Class who did not receive a direct payment from the Settlements will receive priority in regards to distribution of the Local Government Fund.

B. APPLICATION CONTENTS AND PREPARATION

Cover Sheet Guide (1-page limit): Required

- LEGAL NAME - Indicate the full legal name of the applicant.
- PHYSICAL ADDRESS – Indicate the full mailing address where checks should be mailed if awarded.
- TITLE - Provide a short informative title for the proposed project. To assist staff in sorting proposals for review, proposal titles should begin with "Local Government Fund."
- PROJECT SUMMARY - **Clearly indicate the total project cost and duration.** The project summary should include a brief description of the project, including its transformative technology goals, the innovative technology purchase proposed, and the community (communities) that will be impacted.
- MANAGEMENT CONTACT - Indicate the full name, title, department, email address, and phone number for the person responsible for overseeing the project.

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- ADMINISTRATIVE CONTACT - Indicate the full name, title, department, email address, and phone number for the administrative contact for the project.
- FINANCIAL CONTACT - Indicate the full name, title, department, email address, and phone number for the financial contact for the project.

Project Description Guide (5-page limit): Required

The Project Description should explicitly address the following additional items:

A. Introduction and Background of Organization (incorporating the following points):

- Briefly describe your organization's relevant history and accomplishments providing computer and/or technology related services, and the individuals that your organization serves.
- Describe your organization's prior experience conducting projects similar to the proposed project, including procedures that are in place to document expenses and costs.

B. Describe Your Request (incorporating the following points):

- Describe the project for which you seek funding and whether it is a new or ongoing part of your organization's work.
- What are the goals, objectives and activities involved in the request? Provide a task-by-task breakdown of the steps required to implement the proposed project demonstrating your understanding of the work needed to successfully complete the project.
- Discuss how the requested technology and software will fill a recognized need and advance operational capability within a significant area or areas of local government.
- Provide a clear description of how the proposed technology and software compares to alternative or existing equipment.
- Describe the extent to which adaptability to the proposed technologies and associated changing requirements will be addressed by the project.
- What are the specific benefits related to technology that will result from your project?
- Describe the individuals who would be served or benefited by your project.

C. Project Management, Reporting and Evaluation (incorporating the following points):

- Who will be involved in carrying out the work outlined in the request?
- Please describe how you will manage the project and track the progress of the project.

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- At the completion of the project, grantees will be required to submit a Grantee Final Report summarizing the project, successes and challenges, inventorying and documenting the completion of all project deliverables, and discussing the results of the project and its broader implications.
- Please describe your evaluation plan for the project. What specific information and data will you collect to measure the results? When specifically will you be collecting this information and data, analyzing this information and data and reporting the results?
- Describe a sustainability plan for the technology equipment beyond the lifetime of the award.

NOTE: The Cy Pres Recipient is responsible for maintaining an internal control system to insure adequate safeguards to prevent loss, damage, or theft of technology equipment purchased with DRAM Settlement Funds. If such a system does not exist or is lacking in any way, the Cy Pres Recipient must implement any necessary corrective actions.

Line-Item Budget and Justification Guide: Required

- Expenses should be directly budgeted to individual line items to the maximum extent possible.
- **Indirect costs shall not exceed 10%.**
- If your proposal involves distinct phases or strategies, please prepare a separate line-item budget for each phase or strategy.
- Please explain the need for each line item in the budget, as well as show the breakdown of calculations used to arrive at the amount in each line of the budget.
- If there are other funding sources for the proposed project, identify the sources and include amounts and whether received, committed, or projected/pending.

Equipment Purchase Plan and Timeline Guide: Required

- If applicable, include an equipment purchase plan and provide a quarterly timeline including milestones with the steps necessary for the equipment to be purchased and in use throughout the community (communities) to be impacted.

Other Documents Guide: Required

- Key Personnel Resumes: Please submit a resume or profile summarizing the qualifications of the key individuals involved (resumes not to exceed 2 pages per individual).

Letters of Support: Optional

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C. GRANT AWARDS

The DRAM Settlement Fund may make no awards if no satisfactory applications are submitted. All grants are subject to court approval.

Prior to distributing any funds, successful applicants will be required to execute a Grant Agreement setting forth the terms and conditions of the grant, including payment and use of grant funds, reporting on the progress of the project and on the expenditures of grant funds, and recordkeeping requirements. Grants are not final until a Grant Agreement has been fully executed by the Cy Pres Recipient and the Cy Pres Fund Administrator.

D. APPLICATION SUBMISSION

Applications are due electronically at <https://cypresfunds.fluidreview.com/> by 5:00 PM (Pacific Time) on March 15, 2017.

Faxed, emailed, mailed hard copy, or non-PDF files will not be accepted.

COMPLETE APPLICATIONS MUST INCLUDE:

- 1) Cover Sheet;
 - 2) Project Description;
 - 3) Line-Item Budget and Justification;
 - 4) Equipment Purchase Plan and Timeline; AND
 - 5) Other Documents - Key Personnel Resumes.
- Letters of Support are not required.