EXHIBIT 3

CITY
OF
DENTON

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TECHNOLOGY SERVICES

MEMORANDUM

DATE: September 12, 2016

TO: Elton Brock, Purchasing Manager

CC: Bryan Langley, Assistant City Manager

FROM: Melissa Kraft, Chief Technology Officer

SUBJECT: Single-Sole Source Request – Environmental Systems Research Institute (ESRI) Inc.

The ESRI GIS software is the existing program that is used to create and manage City GIS inventories, produce web interactive maps, as well as paper maps, and provide a tool for data integration and analysis to the user departments. ESRI is widely recognized as the technical and market leader in GIS, pioneering innovative solutions for working with spatial data on the desktop, across the enterprise, in the field, and on the web. ESRI is the only GIS software developer offering tightly integrated solutions that span the full spectrum of GIS requirements from small applications designed for casual users to sophisticated multi-user enterprise wide systems. As City GIS requirements change, ESRI continues to provide new innovated solutions to ensure the City remains the leader in GIS Technology. Because ESRI software is designed as an integrated system, we can create our own GIS configuration by selecting the appropriate software from ESRI's comprehensive product family.

ESRI has the largest GIS software installation base in the world with more than one million users in more than one hundred thousand organizations. ESRI is the fourth largest privately held software company in the world. Its mission is to help people use GIS tools to manage and share geographic knowledge to make better decisions, keep communities safe, and create a more sustainable world. ESRI offers a rich diverse array of technical support. User community resources are available to clients to meet their GIS challenges. The ESRI GIS software system utilizes many features that individually and in totality make ESRI, Inc. a unique sole provider and that cannot be duplicated by any other system.

Google Maps and Microsoft Bing Maps offer satellite imagery, street maps, inter active maps and give turn by turn driving route direction. Google Earth and other globe viewers, which have a broad appeal for map browsing, have limited functionality for spatial analysis and do not meet City needs.

The City's Enterprise GIS system is integrated with Cityworks, Cartegraph, TRAKIT, LaserFiche, AutoCAD and NorthStar. There are currently no other software manufacturers who can supply a similar solution that meet the City's needs.

The City of Denton has utilized this system for its citizens and employees since 1990.