

EXHIBIT B

**SYSTEM USAGE FEE AND CAPITAL IMPROVEMENT FUND FEE STRUCTURE
Milwaukee County Public Safety Radio System
_____ of _____ Participation**

_____ of _____ shall pay COUNTY a sum for per active subscriber radio per month. An active subscriber radio is one whose identifier (ID) is authorized for use on system for use on _____'s daily-use talk groups.

Additionally, _____ of _____ shall pay COUNTY a sum for per active subscriber radio per month. Fee will be maintained in a segregated fund for the use of system enhancement and replacement. An active subscriber radio is one whose identifier (ID) is authorized for use on system for use on _____'s daily-use talk groups.

Usage and Capital-Improvement Fund Fee Structure is as follows:

| Year | Usage Fee Per Radio Per Month | Capital Improvement Fund Fee Per Radio Per Month | Total Fee Per Radio Per Month |
|-----------------|-------------------------------|--|-------------------------------|
| 2014 | \$0 | \$0 | \$0 |
| 2015 | \$2 | \$0 | \$2 |
| 2016 | \$5 | \$0 | \$5 |
| 2017 | \$9 | \$0 | \$9 |
| 2018 | \$12 | \$2 | \$14 |
| 2019 | \$14 | \$3 | \$17 |
| 2020 | \$14* | \$4 | \$18* |
| 2021 | | \$5 | \$19* |
| 2022 and beyond | | \$5 ** | \$19**** |

* - FEE may be adjusted by COUNTY for an applicable increase as identified in Section 3.3 herein

** - Unless mutually agreed to in writing by both PARTIES to increase fee for just cause. Just cause would be considered a system enhancement, upgrade or system replacement as approved by the Governing Board.

Payments shall be made annually, commencing January 1, 2015. Payments shall be made via check written to "Milwaukee County Treasurer" and submitted to:

Milwaukee County IMSD
C/o Radio Administrator
2711 West Wells Street
Milwaukee, WI 53208