



REQUEST FOR PROPOSAL

DEVELOPMENT, LAUNCH, AND MAINTENANCE OF A DIGITAL VERSION OF THE
TABLETOP GAME: BOSS MONSTER

NOVEMBER 4, 2013

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Summary

Brotherwise Games seeks a partner to develop a digital version of its tabletop card game, *Boss Monster*.

In *Boss Monster*, players take the role of the *Boss Monster* at the end of a retro-gaming-inspired dungeon that they construct with *room cards*. Players compete to lure *heroes* into their dungeon and to dispatch them with the monsters, traps, and spells contained in their rooms. *Boss Monster* was launched through a Kickstarter project that raised over \$215,000. *Boss Monster* reached retail shelves in July 2013 and has been a hit among gamers of all ages. The game's first, second, and third printings each sold out in a matter of days. With its fourth printing on the way, *Boss Monster* is on track to achieve \$450,000 in retail sales by the end of 2013.

With no signs of *Boss Monster* slowing down at retail, Brotherwise Games is ready to launch *Boss Monster* into the digital domain and seeks a development partner to do so. Digital *Boss Monster* will be initially playable on iPad, with future deployment on iPhone, Android and other mobile platforms and operating systems.

Proposal guidelines and requirements

This is an open and competitive process.

Proposals received after 12:00pm/noon PST, Friday, December 20th, 2013, will not be considered unless an exception was previously requested and granted.

The proposal must contain the signature of a duly authorized officer or agent of the company submitting the proposal.

If the execution of work to be performed by your company requires the hiring of sub-contractors you must clearly state this in your proposal. Sub-contractors must be identified and the work they will perform must be defined. Brotherwise Games will not refuse a proposal based upon the use of sub-contractors; however we retain the right to refuse the sub-contractors you have selected.

Provisions of this RFP and the contents of the successful response are considered available for inclusion in final contractual obligations.

Contract Terms

Final contract terms will be negotiated upon selection of a development partner. All contracts are subject to review by Brotherwise Games legal counsel, and the project will be awarded upon signing of an agreement or contract which outlines terms, scope, budget and other necessary items.

Purpose, Description and Objectives

Purpose

Brotherwise Games seeks a partner to develop and maintain a digital adaptation of their tabletop game *Boss Monster: the Dungeon-Building Card Game* ("Boss Monster") for tablet and mobile platforms, hereafter referred to by the working title of "Digital Boss Monster" ("DBM").

Description

While the specifications and requirement for Digital Boss Monster will be more fully articulated in a Detailed Design Specification, DBM will meet the following minimum specifications:

- Playability on iOS v. 6.0 and later versions.
- Single-player functionality that includes a competent and satisfying AI opponent.
- Multi-player functionality that includes 2-4 player mode over Game Center; Possible pass-n-play local two player mode if deemed feasible and appropriate by all parties, and parameterized match-making to account for differences in versions/expansions owned if deemed feasible and appropriate by all parties.
- Platform openness for easy inclusion of cards and rules from tabletop Boss Monster's upcoming expansions: *Tools of Hero-Kind* and *Boss Monster 2* with the understanding that Brotherwise will provide timely information regarding novel rules and mechanics introduced in these expansions.

Regarding consumer pricing of DBM, Brotherwise is open to two models: limited free-to-play version with in-app purchases and expansions, or paid download with additional expansions. The exact content and pricing would be determined by both Parties during contract negotiations (see "Project Funding and Future Revenue" section, below). Special introductory or promotional pricing could be enacted upon agreement of both parties.

Objectives

Boss Monster, based as it is on classic video games, is an obvious choice for a port to the digital environment. Our objectives for this project include:

- Developing a fun, satisfying, and successful video game version of Boss Monster
- Maximizing app download revenue for the DBM Development Partner and Brotherwise Games
- Driving transmedia sales of Brotherwise Games properties
- Developing and expanding the Boss Monster brand

Timeline

This RFP is dated November 4, 2013. Proposers may request a copy be sent via email to bwisegames@gmail.com.

Proposals are due no later than 12:00pm/noon PST, Friday, December 20th, 2013.

Proposals will be evaluated immediately thereafter and through the end of the year. During January 2014, we may require interviews (via phone or Skype) with your proposed project leadership. You will be notified if this is requested.

The name of the chosen development partner will be decided on or about January 31st, 2014.

Contract negotiations will begin immediately with the successful candidate and should conclude no later than February 15th, 2014.

All other candidates will be notified on or about February 28th, 2014.

Timeline of project deliverables is outlined in the next section, "Deliverables."

Deliverables

The Digital Boss Monster (DBM) Development Partner will develop and deliver the following deliverables:

Deliverable 1: Detailed Design Specification

Using the rules, mechanics, and theme of tabletop Boss Monster as the point of departure, both parties will engage in a collaborative and iterative specification of the final design, culminating in a Detailed Design Specification (DDS) that lays out the requirements for the launch version of DBM. As part of this process, The DBM Development Partner will provide mock ups, prototype UI designs, and examples of possible play experience to DBM to help clarify what the final DDS should include. Brotherwise will respond to these proposals and communications in a timely manner.

This process is expected to take 1-2 months after the signing of the contract.

Brotherwise will be given final say in regard to game play decisions in the Detailed Design Specification to ensure the integrity of the intellectual property.

Deliverable 2: Playable Prototype

After completion of the DDS, the DBM Development Partner will propose a timetable for the completion of a Playable Prototype version of DBM that includes examples of final art, sound, animation, video, single-player gameplay, and software as well as a timetable for the completion of DBM Version 1.0. The DBM Playable Prototype will be used as an example and preview of the final product for the purposes of demonstration, focus testing, and preliminary marketing of the product, which may include solicitation of backing funds via Kickstarter (see “Project Funding and Future Revenue” section, below). Brotherwise and the DBM Development Partner will negotiate in good faith to establish a timetable for the Playable Prototype that is reasonable and acceptable to both parties.

Deliverable 3: DBM Version 1.0

Once the prototype is complete, the DBM Development Partner will develop a final version of DBM (herein referred to as DBM version 1.0). DBM version 1.0 will meet the requirements set forth in the Detailed Design Specification (with allowances for design specifications that have been changed by agreement by both parties during the development of DBM). Brotherwise will have open access to agreed upon, periodic, prototype builds to assure conformance with the DDS. The DBM Development Partner will deliver DBM version 1.0 according to the timetable set forth upon finalization of the DDS.

The DBM Development Partner will perform all duties necessary for registration, approval, and eventually sale of DBM version 1.0 on the iTunes Store. The DBM Development Partner will maintain the app’s good status on the iTunes store and liaise with Apple.

The DBM Development Partner will commit to regular, ongoing, and timely updates of the DBM App to address bugs and common user complaints.

Project Funding and Future Revenue

Project Funding

Brotherwise is open to two licensing structures: a traditional license or a crowdfunding partnership.

Under a traditional licensing structure, Brotherwise will license exclusive global rights to DBM in exchange for a negotiated royalty, minimum guarantee, and royalty advance. All upfront costs and app marketing would be paid by the DBM Development Partner.

Under a crowdfunding structure, Brotherwise will work with the DBM Development Partner to launch a Kickstarter campaign ("the Kickstarter"). Brotherwise would provide access to its established fan base, daily management of the campaign, and marketing support. In exchange for these services, and for the opportunity to recuperate upfront costs for the DBM Development Partner, Brotherwise would negotiate a higher royalty.

Proposals should contain information on the potential Development Partner's preference for a traditional license or crowdfunding structure. Other terms, including the duration of the license, will be discussed during the proposal evaluation process (prior to January 31, 2014) and confirmed in contract negotiations (prior to February 15, 2014).

Ownership of Intellectual Property

Brotherwise shall continue to retain all intellectual property and merchandising rights directed to and features of the tabletop version of Boss Monster and all derivative works.

Brotherwise will retain all right, title and interest in and to DBM, including all modifications, enhancements and upgrades thereto and derivative works thereof, and will apply for and register all applicable trademarks, trade names, service marks and related logos ("Marks") with respect to the Software. Brotherwise will license to the DBM Development Partner on a royalty-free, non-exclusive basis the right to use the Marks for the purpose of fulfilling its obligations with respect to the Partnership. Brotherwise shall retain all merchandising rights associated with DBM.

For the term of the agreement, Brotherwise will license to the DBM Development Partner the global exclusive right to publish DBM on **iOS** and **Android** platforms, with first right of refusal for the following operating systems and distribution platforms:

- Windows/Steam
- Xbox Live Arcade
- WiiWare
- Playstation Network
- Facebook

For the term of the agreement, the Partners will share in the receipt of revenue for DBM, in accordance with terms established during contract negotiations. Both parties must agree to any additional monetization of DBM within the duration of the license.

The DBM Development Partner shall own any underlying software assets that are not specific to Boss Monster intellectual property, including graphics engine modifications, AI (Artificial Intelligence) programming, and other features that are applicable to other games.

Both parties will receive equal credit and attribution for developing and delivering DBM. The DBM Development Partner will be listed as “Developer” on the iTunes Store and all other online marketplaces.

In the event the project is terminated, all artwork and game assets will be promptly returned to Brotherwise.

Background of Organization and Audience

Organization

Brotherwise Games, LLC was established in 2012 by brothers Chris and Johnny O’Neal. We are a small, family-run game company with plans for continued growth.

The goal of the company is to produce fun games that engage people emotionally and cross traditional gaming categories.

Boss Monster: Master of the Dungeon is Brotherwise Games’ first release. It was funded on Kickstarter in November 2012, raising over \$215,000 and gathering over 4,500 backers. Boss Monster has been a hit since its July 2013 launch at retail, including hobby stores across North America and online retailers like Think Geek. The game appeals to gamers of all ages and types, from casual to core. Based on the game’s early success, our distribution partners estimate that Boss Monster will sell tens of thousands of units in 2014.

Numerous future expansions to Boss Monster are in the works, including a soon-to-be-released mini-expansion called Tools of Hero-Kind (Q1 2014), and a full 155-card expansion in development for a late 2014 launch. Other games outside of the Boss Monster brand are also in development.

Audience

Boss Monster players are highly varied. The game enjoys its widest appeal amongst traditional hobby gaming types who are drawn to card and board games with a fantasy or science fiction theme. However, because of its strong retro-gaming

appeal, and 80's-nostalgia theme, Boss Monster is also very popular amongst a non-traditional gaming audience, including older gamers, pop-culture enthusiasts, video gamers, and others.

Although Boss Monster is approved for sale to players 13 years and older, it is enjoyable by players of almost any age as the central game mechanics are simple and intuitive.

We expect that the vast majority of our existing player base owns tablet computers and/or smart phones and would eagerly play Boss Monster on those platforms. Fans have been requesting a digital version of Boss Monster since the tabletop game was first announced.

Partner Qualifications

In its proposals, a potential Development Partner should:

- Provide a company profile, length of time in business, and company mission.
- List previous games developed and shipped by the company and how those development experiences prepare your organization to develop Digital Boss Monster.
- Describe your company's organizational capacity to produce DBM, including number and experience of staff, platform expertise, and any other relevant factors.
- Explain your preferred licensing structure (though exact royalty terms are not required).
- Describe your experience with Kickstarter-funded projects, if any.
- Detail what percentage of company staff time would be devoted to this project during the entire duration of the project.
- Detail your development, testing and support process when working with a development partner like Brotherwise Games.

Evaluation Criteria

The following criteria will form the basis upon which Brotherwise Games will evaluate proposals.

- Suitability and Passion

- Expertise/Experience
- Depth and Breadth of Staff
- Proposal Presentation
- Quality of Prior Work
- Acceptance of the Proposed Kickstarter Funding Structure

An e-copy of your proposal must be emailed bwisegames@gmail.com no later than 12:00pm/noon PST, Friday, December 20th, 2013.

Format for Proposals

Please use the following as guidelines to format your proposal:

Length and Font Size

Please use fonts no smaller than 10 point. Maximum proposal length, including title page, cover letter, proposal, and qualifications should not exceed 20 pages.

Title Page

Include: Brotherwise Games, Proposal for Development, Launch, And Maintenance Of A Digital Version Of The Tabletop Game: Boss Monster; your company name, address, web site address, telephone number, email address, and primary contact.

Cover Letter

Signed by the person or persons authorized to sign on behalf of your company (1-2 pages).

Proposal

Provide a preliminary vision of Digital Boss Monster appearance, play experience, and background architecture (including AI components). This vision is not binding, but should articulate your company's vision and preliminary plans for producing the game. Proposers are expected to be familiar with Boss Monster's look, play, and appeal; the game is available at game and hobby stores and online at <http://shop.bwisegames.com>.

Qualifications

Provide the information requested in the section on Partner Qualifications.

Preferred Funding Structure

Please state your preferred licensing structure (traditional license or crowdfunding partnership), with an explanation of your preference.

Questions regarding this RFP and your proposal are welcome and may be directed to bwisegames@gmail.com. Please include "Question regarding DBM RFP" in the subject header. More information on Boss Monster and Brotherwise Games can be found on the web at: www.bwisegames.com.