

**PEOPLESOFT FY2013 EXTENSION OF THE LICENSE, SERVICES AND MAINTENANCE  
AGREEMENT**

[Oracle America, Inc.]

This FY2013 Extension of the License, Services and Maintenance Agreement ("**PeopleSoft FY2013 Extension**") is entered into by and between the Board of Education of the City of Chicago, a body politic and corporate ("**Board**"), with offices located at 125 S. Clark. St, Chicago, IL 60603 and Oracle America, Inc., with offices located at 500 Oracle Parkway, Redwood, California 94065 ("**Oracle**" or "**Vendor**").

**RECITALS**

- A. The Board and Vendor entered into that certain License, Services and Maintenance Agreement for a term commencing on November 26, 2003 ("**Original Agreement**"). The Board has extended the Agreement multiple times.
- B. The Board and Vendor entered into an amendment to the FY2011 Extension ("**Amendment to FY2011 Extension**") dated February 10, 2012 to further extend the term of the FY2011 Extension and to increase compensation for services.
- C. The parties desire to further extend the Original Agreement solely for the purpose of renewing technical support on the terms and conditions hereinafter set forth.

**NOW THEREFORE**, in consideration of the mutual covenants and conditions contained herein, the parties agree as follows:

- 1. **Incorporation of Recitals:** The matters recited above are hereby incorporated into and made a part of this PeopleSoft FY2013 Extension.
- 2. **Definitions:** Any and all capitalized terms contained in this PeopleSoft FY2013 Extension, and not defined herein, shall have the definition as set forth in the Original Agreement.
- 3. **Term:** The parties agree to extend the Original Agreement solely for the purpose of renewing technical support for a period commencing July 1, 2012 and ending June 30, 2013 ("**FY2013 Extension Period**"), unless terminated sooner as provided in the Agreement. There are four (4) options to extend remaining for a period of one (1) year each.
- 4. **Compensation:** The total maximum compensation payable to Vendor during the FY2013 Extension Period shall not exceed Four Hundred Seventeen Thousand One Hundred Thirty-Four Dollars and 83 cents (**\$417,134.83**). The Board shall pay Vendor in accordance with the fees described in Exhibit A-FY2013 PeopleSoft.
- 5. **Software and Services:** During this FY2013 Extension Period, Vendor shall provide technical support for the Programs set forth in Exhibit A-FY2013 PeopleSoft ("**Services**") in accordance with Section 6 of the Agreement.
- 6. **Original Agreement:** Except as expressly provided in this PeopleSoft FY2013 Extension, all terms and conditions of the Original Agreement are and shall remain in full force and effect during the FY2013 Extension Period.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have executed this PeopleSoft FY2013 Extension as of the latest date set forth below.

THE BOARD OF EDUCATION  
OF THE CITY OF CHICAGO

By: David J. Vitale  
David J. Vitale, President

Attest: Estela G. Beltran  
Estela G. Beltran, Secretary

Date: 7/19/12

Board Report No.: 12-0627-PR28-1

Approved as to legal form: James L. Bebley  
James L. Bebley, General Counsel

ORACLE AMERICA, INC.

By: Theresa L. Agee

Signature: Theresa L. Agee

Title: Manager, NA Support Services Contracts

Date: June 15, 2012

Attachments:

Exhibit A-FY2013 PeopleSoft: Ordering Documents



## Ordering Document

<b>Service Contract #:</b> 5133309 <b>Offer Expires:</b> 30-Jun-12  <b>Payment Terms:</b> 30 NET from date of invoice  <b>Billing Terms:</b> Quarterly in Arrears	<b>Renewal Contact:</b> Ryan Pike  <b>Telephone:</b> (719) 757-3300 <b>Fax:</b> (719) 757-4256 <b>E-mail:</b> ryan.pike@oracle.com
<b>CUSTOMER:</b> Chicago Public Schools	
<b>QUOTE TO</b> <b>Account Contact:</b> Prasad Nettem <b>Account Name:</b> Chicago Public Schools <b>Address:</b> 125 South Clark Street  CHICAGO IL 60603 United States <b>Telephone:</b> 773 553-2657 <b>Fax:</b> <b>E-mail:</b> pnettem@cps.k12.il.us	<b>BILL TO</b> <b>Account Contact:</b> Accounts Payable <b>Account Name:</b> Chicago Public Schools <b>Address:</b> Dept of Procurement and Contracts Financial and Administrative Services 125 S Clark St, 10th Fl Chicago IL 60603 United States <b>Telephone:</b> <b>Fax:</b> <b>E-mail:</b> @

Oracle may provide certain information and notices about technical support via e-mail. Accordingly, please verify and update the Quote To and Bill To information above to ensure that such communications and notices are received from Oracle. If changes are required, please e-mail or fax the updated information to Ryan Pike at ryan.pike@oracle.com or (719) 757-4256. Please also include service contract number 5133309 on such reply.

## Service Details

Service Level: Extended Support					End Date: 31-Dec-12	
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
PeopleSoft Enterprise ePerformance - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	1,607.08
PeopleSoft Enterprise ePay - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise eBenefits - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise eProfile - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise eCompensation - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise Talent Acquisition Manager - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	1,807.94
PeopleSoft Enterprise Candidate Gateway - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	602.80
PeopleSoft Enterprise eProfile Manager Desktop - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise Payroll For North America - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	2,886.14
PeopleSoft Enterprise Human Resources - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	3,213.95
PeopleSoft Enterprise HelpDesk for Employee Self Service - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	916.40
PeopleSoft Enterprise Directory Interface - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise Time And Labor - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	2,812.23
PeopleSoft Enterprise eCompensation Manager Desktop - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise Community Portal - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	1,067.52
PeopleSoft Enterprise HCM Warehouse - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	642.78
PeopleSoft Enterprise Workforce Planning - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	562.58
PeopleSoft Enterprise Workforce	14482537	60000	VALUE		1-Jul-12	562.58

<b>Service Level:</b>	<b>Extended Support</b>	<b>End Date: 31-Dec-12</b>
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Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
Rewards - Employee Count Perpetual						
PeopleSoft Enterprise Enterprise Learning Management - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	3,213.92
PeopleSoft Enterprise Absence Management - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	0.00
PeopleSoft Enterprise HCM Portal Pack - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	401.95
PeopleSoft Enterprise Benefits Administration - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	2,812.16
PeopleSoft Enterprise HelpDesk for Human Resources - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	3,665.38
PeopleSoft Enterprise Online Marketing - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	2,135.04

**Subtotal: USD 31,724.10**

**Total Amount: USD 31,724.10**

plus applicable tax

**Notes:**

1. If any of the fields listed above are blank, the program licenses were acquired under a separate license model in which such field(s) does not apply.
2. If a change to the Service Details provided above is required, please contact Ryan Pike at (719) 757-3300 or at [ryan.pike@oracle.com](mailto:ryan.pike@oracle.com) and an updated ordering document will be provided to you in accordance with Oracle's technical support policies.

## GENERAL TERMS

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In the event that the Customer and the Quote To Account Name provided above are not the same, Chicago Public Schools acknowledges that Customer has authorized Chicago Public Schools to execute this ordering document on Customer's behalf and to bind Customer to the terms described herein. Chicago Public Schools agrees that the ordered services shall be used solely by the Customer and shall advise Customer of the terms of this ordering document as well as information and notices about technical support that Oracle provides to Chicago Public Schools during the term of service.

The technical support services acquired under this ordering document are governed by the terms and conditions of the Acquired PSFT Agreement. However, any use of the programs, which includes by definition the updates and other materials provided or made available by Oracle under technical support, is subject to the rights granted for the programs set forth in the order in which the programs were acquired.

Technical support is provided under Oracle's technical support policies in effect at the time the services are provided. The technical support policies are subject to change at Oracle's discretion; however, Oracle will not materially reduce the level of services provided for supported programs during the period for which fees for technical support have been paid. You should review the technical support policies prior to entering into this ordering document. The current version of the technical support policies, including Oracle's reinstatement policy, may be accessed at <http://www.oracle.com/us/support/policies/index.html>. Customers who allow technical support to lapse and later wish to reactivate it will be subject to Oracle's reinstatement policy in effect at the time of reinstatement. Applicable reinstatement fees may apply in addition to the annual technical support fees.

**Exhibit A - FY2013 PeopleSoft**



**Ordering Document**

<b>Service Contract #:</b> 2654416 <b>Offer Expires:</b> 30-Jun-12  <b>Payment Terms:</b> NET 30 DAYS from date of invoice  <b>Billing Terms:</b> Quarterly in Arrears	<b>Renewal Contact:</b> Ryan Pike  <b>Telephone:</b> (719) 757-3300 <b>Fax:</b> (719) 757-4256 <b>E-mail:</b> ryan.pike@oracle.com
<b>CUSTOMER:</b> Chicago Public Schools	
<b>QUOTE TO</b> <b>Account Contact:</b> Prasad Nettem <b>Account Name:</b> Chicago Public Schools <b>Address:</b> 125 SOUTH CLARK STREET  CHICAGO IL 60603 United States  <b>Telephone:</b> 773 553-2657 <b>Fax:</b> <b>E-mail:</b> pnettem@cps.k12.il.us	<b>BILL TO</b> <b>Account Contact:</b> Accounts Payable <b>Account Name:</b> Chicago Public Schools <b>Address:</b> Procurement and Contracts (12210) 125 South Clark Street 10th Floor Contact: Kumar, Mr. Anoop; Tel. no.: 773-553-2250 Chicago IL 60603 United States  <b>Telephone:</b> <b>Fax:</b> <b>E-mail:</b>

Oracle may provide certain information and notices about technical support via e-mail. Accordingly, please verify and update the Quote To and Bill To information above to ensure that such communications and notices are received from Oracle. If changes are required, please e-mail or fax the updated information to Ryan Pike at ryan.pike@oracle.com or (719) 757-4256. Please also include service contract number 2654416 on such reply.

## Service Details

Service Level: Software Update License & Support					End Date: 30-Jun-13	
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
User Productivity Kit Standard - UPK Developer Perpetual	15748619	2		FULL USE	1-Jul-12	6,130.20
Subtotal:					USD	6,130.20

Service Level: Software Update License & Support					End Date: 30-Jun-13	
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
Crystal Reports for JD Edwards EnterpriseOne for 10 Named Users (Mfr is Business Objects SA Third Party Program)	15748619	1		FULL USE	1-Jul-12	0.00
Crystal Enterprise/BusinessObjects Enterprise PeopleSoft Enterprise Concurrent Access License (bundles of 5) (Mfr is Business Objects SA Third Party Program)	15748619	1		FULL USE	1-Jul-12	0.00
Crystal Enterprise for JD Edwards EnterpriseOne for 3 Concurrent Access (Mfr is Business Objects SA; Third Party Program)	15748619	1		FULL USE	1-Jul-12	0.00
Crystal Reports for PeopleSoft Enterprise for Unlimited Users (Mfr is Business Objects SA Third Party Program)	15748619	1		FULL USE	1-Jul-12	0.00
Subtotal:					USD	0.00

Service Level: Software Update License & Support					End Date: 30-Jun-13	
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
Websphere for PeopleSoft Enterprise (Mfr is International Business Machines Corporation; Third Party Program)	15748619	1		FULL USE	1-Jul-12	0.00
Subtotal:					USD	0.00

Total Amount: USD 6,130.20

plus applicable tax

### Notes:

1. If any of the fields listed above are blank, the program licenses were acquired under a separate license model in which such field(s) does not apply.
2. If a change to the Service Details provided above is required, please contact Ryan Pike at (719) 757-3300 or at [ryan.pike@oracle.com](mailto:ryan.pike@oracle.com) and an updated ordering document will be provided to you in accordance with Oracle's technical support policies.



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The technical support services acquired under this ordering document are governed by the terms and conditions of the Oracle License and Services Agreement v122005M. However, any use of the programs, which includes by definition the updates and other materials provided or made available by Oracle under technical support, is subject to the rights granted for the programs set forth in the order in which the programs were acquired.

Technical support is provided under Oracle's technical support policies in effect at the time the services are provided. The technical support policies are subject to change at Oracle's discretion; however, Oracle will not materially reduce the level of services provided for supported programs during the period for which fees for technical support have been paid. You should review the technical support policies prior to entering into this ordering document. The current version of the technical support policies, including Oracle's reinstatement policy, may be accessed at <http://www.oracle.com/us/support/policies/index.html>. Customers who allow technical support to lapse and later wish to reactivate it will be subject to Oracle's reinstatement policy in effect at the time of reinstatement. Applicable reinstatement fees may apply in addition to the annual technical support fees.



## Ordering Document

<b>Service Contract #:</b> 2369702 <b>Offer Expires:</b> 1-Dec-12  <b>Payment Terms:</b> NET 30 DAYS from date of invoice  <b>Billing Terms:</b> Quarterly in Arrears	<b>Renewal Contact:</b> Ryan Pike  <b>Telephone:</b> (719) 757-3300 <b>Fax:</b> (719) 757-4256 <b>E-mail:</b> ryan.pike@oracle.com
<b>CUSTOMER:</b> Chicago Public Schools	
<b>QUOTE TO</b> <b>Account Contact:</b> Jerome Goudelock <b>Account Name:</b> Chicago Public Schools <b>Address:</b> 125 South Clark St., 2nd Floor  CHICAGO IL 60603 United States <b>Telephone:</b> 773- 553-3947 <b>Fax:</b> <b>E-mail:</b> jgoudelock@cps.k12.il.us	<b>BILL TO</b> <b>Account Contact</b> ACCOUNTS PAYABLE <b>Account Name:</b> Chicago Public Schools <b>Address:</b> 125 South Clark Street  CHICAGO IL 60603 United States <b>Telephone:</b> 312-535-8815 <b>Fax:</b> <b>E-mail:</b>

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## Service Details

<b>Service Level:</b>	<b>Software Update License &amp; Support</b>	<b>End Date: 30-Jun-13</b>
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Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
PeopleSoft Enterprise eDevelopment - Employee Count Perpetual	14828313	60000		FULL	2-Dec-12	2,339.44

**Subtotal: USD 2,339.44**

**Total Amount: USD 2,339.44**

plus applicable tax

### Notes:

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2. If a change to the Service Details provided above is required, please contact Ryan Pike at (719) 757-3300 or at [ryan.pike@oracle.com](mailto:ryan.pike@oracle.com) and an updated ordering document will be provided to you in accordance with Oracle's technical support policies.

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The technical support services acquired under this ordering document are governed by the terms and conditions of the Oracle License and Services Agreement v122005M. However, any use of the programs, which includes by definition the updates and other materials provided or made available by Oracle under technical support, is subject to the rights granted for the programs set forth in the order in which the programs were acquired.

Technical support is provided under Oracle's technical support policies in effect at the time the services are provided. The technical support policies are subject to change at Oracle's discretion; however, Oracle will not materially reduce the level of services provided for supported programs during the period for which fees for technical support have been paid. You should review the technical support policies prior to entering into this ordering document. The current version of the technical support policies, including Oracle's reinstatement policy, may be accessed at <http://www.oracle.com/us/support/policies/index.html>. Customers who allow technical support to lapse and later wish to reactivate it will be subject to Oracle's reinstatement policy in effect at the time of reinstatement. Applicable reinstatement fees may apply in addition to the annual technical support fees.



## Ordering Document

<b>Service Contract #:</b> P-05-02841-000-25 <b>Offer Expires:</b> 30-Jun-12  <b>Payment Terms:</b> NET 30 DAYS from date of invoice  <b>Billing Terms:</b> Quarterly in Arrears	<b>Renewal Contact:</b> Ryan Pike  <b>Telephone:</b> (719) 757-3300 <b>Fax:</b> (719) 757-4256 <b>E-mail:</b> ryan.pike@oracle.com
<b>CUSTOMER:</b> Chicago Public Schools	
<b>QUOTE TO</b> <b>Account Contact:</b> Prasad Nettem <b>Account Name:</b> Chicago Public Schools <b>Address:</b> 125 South Clark Street  CHICAGO IL 60603 United States <b>Telephone:</b> 773 553-2657 <b>Fax:</b> <b>E-mail:</b> pnettem@cps.k12.il.us	<b>BILL TO</b> <b>Account Contact:</b> Accounts Payable <b>Account Name:</b> Chicago Public Schools <b>Address:</b> Dept of Procurement and Contracts Financial and Administrative Services 125 S Clark St, 10th Fl Chicago IL 60603 United States <b>Telephone:</b> <b>Fax:</b> <b>E-mail:</b>

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## Service Details

Service Level: Software Update License & Support					End Date: 30-Jun-13	
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
PeopleSoft Enterprise Community Portal - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	10,675.13
PeopleSoft Enterprise Time And Labor - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	28,122.19
PeopleSoft Enterprise Directory Interface - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise Human Resources - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	32,139.36
PeopleSoft Enterprise Payroll For North America - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	28,861.36
PeopleSoft Enterprise eProfile Manager Desktop - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise Candidate Gateway - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	6,028.01
PeopleSoft Enterprise Talent Acquisition Manager - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	18,079.28
PeopleSoft Enterprise eCompensation - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise eProfile - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise ePerformance - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	16,070.70
PeopleSoft Enterprise eBenefits - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise ePay - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise Benefits Administration - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	28,122.19
PeopleSoft Enterprise HCM Portal Pack - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise Absence Management - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	0.00
PeopleSoft Enterprise Enterprise Learning Management - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	32,139.13
PeopleSoft Enterprise Workforce Rewards - Employee Count	14482537	60000	VALUE		1-Jul-12	5,625.80

<b>Service Level:</b>	<b>Software Update License &amp; Support</b>	<b>End Date: 30-Jun-13</b>
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Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
Perpetual						
PeopleSoft Enterprise Workforce Planning - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	5,625.80
PeopleSoft Enterprise HCM Warehouse - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	6,427.74
PeopleSoft Enterprise Online Marketing - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	21,350.25
PeopleSoft Enterprise HelpDesk for Human Resources - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	36,653.68
PeopleSoft Enterprise eCompensation Manager Desktop - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	4,019.43
PeopleSoft Enterprise HelpDesk for Employee Self Service - Employee Count Perpetual	14482537	60000	VALUE		1-Jul-12	9,163.93

**Subtotal: USD 317,239.99**

**Total Amount: USD 317,239.99**

plus applicable tax

**Notes:**

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