



# ***CITY COUNCIL AGENDA REPORT***

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MEETING DATE: February 16, 2010

ITEM NUMBER:

**VI-5**

**SUBJECT: Renewal of the Oracle/PeopleSoft Support Agreement**

**DATE: JANUARY 7, 2010**

**FROM: Administrative Services Department/I.T.**

**PRESENTATION BY: Richard Kirkbride, I.T. Manager**

**FOR FURTHER INFORMATION CONTACT: Richard Kirkbride, 754-5154**

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## Recommendation:

The City Council is requested to approve the agreement and authorize the City Manager to sign the Purchase Requisitions for the Support Agreement pursuant to the terms of the License Agreement effective March 19, 2010 through March 18, 2011 with Oracle Corporation, 1001 Sunset Boulevard, Rocklin, California 95765, and the renewal for the E-Pay modules effective June 3, 2010 through June 2, 2011. The annual amount for all modules is \$179,451.45 plus applicable tax.

## Background:

The City is currently utilizing Oracle's PeopleSoft products to process Payroll, Benefits Administrations, Human Resources, General Ledger, Payables, Receivables, Asset Management, Purchasing, Projects, Billing, Inventory, Budgets, and Time & Labor. At the time we purchased and implemented PeopleSoft the City recognized that our commitment to support would be an essential part of our ongoing cost of ownership. The current support agreement for all but the e-pay modules expires on March 18, 2010. We have chosen to include the E-Pay modules as part of the process this year to simplify the process.

## Analysis:

These systems support a significant portion of the City's daily business processes. The performance and availability of these applications are critical to the City of Costa Mesa. Oracle/PeopleSoft USA, Inc. is the sole source of ongoing support for these products, and if problems arise they are the only organization with access to the program's source code capable of assisting Costa Mesa with problem resolution.

The City cannot afford to be without access to its computer applications for any extended period of time.

## Alternatives Considered:

The option of support from alternative vendors with access to the source code is not available for these products. Proceeding on a Time and Materials support basis is not available through Oracle/PeopleSoft. Additionally, under the terms and conditions of the existing contract, any organization that has stopped paying support and later decides to re-sign a support agreement is liable for all back payments at the then current rate.

Fiscal Review:

Sufficient funding is available within the M.I.S. Division's adopted budget to fund the support agreement costs of \$179,451.45 plus tax. Support services costs associated with FY2010-2011 will be included in the I.T. Division's budget submittal.

Legal Review:

Legal has reviewed the documents and approved them as to form.

Conclusion

Approving the renewal with Oracle/PeopleSoft USA, Inc. will provide for the continued technical support necessary to maintain the existing infrastructure, and minimize the danger from system outages. It is recommended that the Council approve this contract. Doing so at this time will ensure that there will be no lapse in coverage.



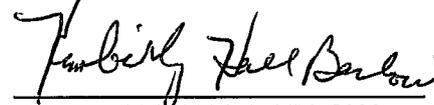
STEPHEN N. MANDOKI  
Administrative Services Director



RICHARD D. KIRKBRIDE  
I.T. Manager



COLLEEN O'DONOGHUE  
Assistant Director of Finance



KIMBERLY HALL BARLOW  
City Attorney

- Attachments:
- I PS Time and Labor HR Payroll Purchase Requisition
  - II PS Financials Purchase Requisition
  - III PS Time and Labor HR Payroll PDF
  - IV PS Financials PDF
  - V PS E-Apps PDF



**CITY OF COSTA MESA, CALIFORNIA**  
**Purchase Requisition**

Purchase Order  
 Number  
 (Assigned by Purchasing)

(Leave Blank for Time Stamp)

Business Unit: CITY Date Requisitioned: 1/7/10  
 Department: Admin Svs Division: MIS  
 Ship To Address: \_\_\_\_\_  
 Contact Person: Rick Phone Number: 5154  
 Send Copy of P.O. to:  Contact Person and / or Victoria

Request is for Budgeted item(s)  
 Request is for **UNBUDGETED** item(s)-(Memo Attached)  
 Item(s) Pending Budget Amendment Request # \_\_\_\_\_  
 Requesting Sole Source (Justification Form Attached)  
 Fixed Asset Tag Request

Item No.	Qty	Unit	Items (Give Full Description: Size, Catalog No. Etc.)	Unit Price	Estimated Amount
1	1	LT	Software Update License And Support Renewal For Peoplesoft Enterprise Time And Labor, HR, Payroll, And Benefits - Service Contract No. P-96-133-02-000-14 Period Of Coverage: 3/18/10 To 3/17/11		\$45,804.21

If additional lines are needed, please attach a second sheet

Const./Prof. Svs. Agmt. Completion Date: \_\_\_\_\_

Sales Tax (8.75%): \$2,003.93

Include Shipping Fee: \$0.00

Insurance Required:  Yes (Certificate attached)  No

Estimated Total Cost † \$47,808.14

Item #	Account	Fund	Dept./Org.	Program	Project	Amount
1	525702	101	14600	50710		\$47,808.14

Comments:

Total † \$47,808.14

Proper approvals are required before requisition can be processed.

Suggested Vendor: ORACLE USA

Address: PO BOX 44471

Ordered By: \_\_\_\_\_  
 Department Director/Authorized Signature

City, State, Zip Code: SAN FRANCISCO, CA 94144

Phone: 916-315-5855 Fax: 916-315-5657

Approved By: \_\_\_\_\_  
 Director of Finance/Purchasing Officer

Vendor's Contact Person: RAYMOND PAUL

Approved By: \_\_\_\_\_  
 City Manager (when required)

**PURCHASING DIVISION USE ONLY**

Vendor ID: \_\_\_\_\_ Buyer: \_\_\_\_\_ Insurance valid thru \_\_\_\_\_

Ship To/Location: \_\_\_\_\_ Due Date: \_\_\_\_\_

Standard Comments: ACC - ALL - ARR - BLA - CON - DCP - DIS - FCA - FCI - FIX - INS - IS - IST - ORG - QTR - REM - SUB - T&C

**FINANCE DEPARTMENT USE ONLY**

Available Appropriation:  Yes  No As of: \_\_\_\_\_ Confirmed By: \_\_\_\_\_



CITY OF COSTA MESA, CALIFORNIA  
**Purchase Requisition**

Purchase Order  
 Number  
 (Assigned by Purchasing)

(Leave Blank for Time Stamp)

Business Unit: CITY Date Requisitioned: 1/7/10  
 Department: Admin Svs Division: MIS  
 Ship To Address: \_\_\_\_\_  
 Contact Person: Rick Phone Number: 5154  
 Send Copy of P.O. to:  Contact Person and / or Victoria

Request is for Budgeted item(s)  
 Request is for **UNBUDGETED** item(s)-(Memo Attached)  
 Item(s) Pending Budget Amendment Request # \_\_\_\_\_  
 Requesting Sole Source (Justification Form Attached)  
 Fixed Asset Tag Request

Item No.	Qty	Unit	Items (Give Full Description: Size, Catalog No. Etc.)	Unit Price	Estimated Amount
1	1	LT	Software Update License And Support Renewal For Peoplesoft Enterprise Financials Service Contract No. 2687456 Period Of Coverage: 3/18/10 To 3/17/11		\$121,980.04

If additional lines are needed, please attach a second sheet

Const./Prof. Svs. Agmt. Completion Date: \_\_\_\_\_

Sales Tax (8.75%): \$5,336.63

Include Shipping Fee: \$0.00

Insurance Required:  Yes (Certificate attached)  No

Estimated Total Cost † \$127,316.67

Item #	Account	Fund	Dept./Org.	Program	Project	Amount
1	525702	101	14600	50710		\$127,316.67

Comments:

Total † \$127,316.67

Proper approvals are required before requisition can be processed.

Suggested Vendor: ORACLE USA

Address: PO BOX 44471

Ordered By: \_\_\_\_\_  
 Department Director/Authorized Signature

City, State, Zip Code: SAN FRANCISCO, CA 94144

Phone: 916-315-5855 Fax: 916-315-5657

Approved By: \_\_\_\_\_  
 Director of Finance/Purchasing Officer

Vendor's Contact Person: RAYMOND PAUL

Approved By: \_\_\_\_\_  
 City Manager (when required)

PURCHASING DIVISION USE ONLY		
Vendor ID:	Buyer:	Insurance valid thru _____
Ship To/Location:	Due Date:	
Standard Comments: ACC - ALL - ARR - BLA - CON - DCP - DIS - FCA - FCI - FIX - INS - IS - IST - ORG - QTR - REM - SUB - T&C		
FINANCE DEPARTMENT USE ONLY		
Available Appropriation: <input type="checkbox"/> Yes <input type="checkbox"/> No	As of:	Confirmed By:



2-Nov-09

Richard Kirkbride  
City Of Costa Mesa  
77 FAIR DR  
COSTA MESA  
CA 92626  
United States

Dear Richard Kirkbride,

The technical support services and benefits provided under service contract number P-96-133-02-000--14 will expire, or have expired, on 18-Mar-10. Please find attached an ordering document for the renewal of this service contract. If applicable, the attached ordering document may also include incremental technical support services newly acquired.

To ensure that there is no interruption to the technical support services and benefits provided under service contract number P-96-133-02-000--14, please order the technical support services on this ordering document by issuing a form of payment acceptable to Oracle in accordance with the attached Order Processing Details section on or before 17-Feb-10.

If further information is required, please contact me at the e-mail address or telephone number provided below.

Regards,

Raymond Paul  
Oracle Support Services  
E-mail: [raymond.paul@oracle.com](mailto:raymond.paul@oracle.com)  
Tel.: 916 315 5855  
Fax: 916 315 5657



### Ordering Document

<b>Service Contract #:</b> P-96-133-02-000--14	<b>Renewal Contact:</b> Raymond Paul
<b>Offer Expires:</b> 18-Mar-10	
<b>Payment Terms:</b> 30 NET from date of invoice	<b>Telephone:</b> 916 315 5855
	<b>Fax:</b> 916 315 5657
<b>Billing Terms:</b> Quarterly in Arrears	<b>E-mail:</b> raymond.paul@oracle.com
<b>CUSTOMER:</b> City Of Costa Mesa	
<b>QUOTE TO</b>	<b>BILL TO</b>
<b>Account Contact:</b> Richard Kirkbride	<b>Account Contact</b> Accounts Payable
<b>Account Name:</b> City Of Costa Mesa	<b>Account Name:</b> City Of Costa Mesa
<b>Address:</b> 77 FAIR DR	<b>Address:</b> Accounts Payable
	PO Box 1200
	COSTA MESA
	CA 92628
	United States
<b>Telephone:</b> 714.754.5154	<b>Telephone:</b>
<b>Fax:</b> 714.754.4887	<b>Fax:</b>
<b>E-mail:</b> rkirkbride@ci.costamesa.ca.us	<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 Raymond Paul at raymond.paul@oracle.com or 916 315 5657. Please also include service contract number P-96-133-02-000--14 on such reply.

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## Service Details

<b>Service Level:</b>	<b>Software Update License &amp; Support</b>	<b>End Date:</b> 18-Mar-11
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Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
PeopleSoft Enterprise Time And Labor For Public Sect - Employee Count Perpetual	14485593	900	VALUE		19-Mar-10	9,177.89
PeopleSoft Enterprise Human Resources For Public Sec - Employee Count Perpetual	14485592	900	VALUE		19-Mar-10	12,736.69
PeopleSoft Enterprise Payroll For Public Sector - Employee Count Perpetual	14485592	900	VALUE		19-Mar-10	12,736.69
PeopleSoft Enterprise Benefits Admin. For Public Sec - Employee Count Perpetual	14485592	900	VALUE		19-Mar-10	11,152.95

**Subtotal: USD 45,804.21**

**Total Amount: USD 45,804.21**

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 Raymond Paul at 916 315 5855 or at [raymond.paul@oracle.com](mailto:raymond.paul@oracle.com) and an updated ordering document will be provided in accordance with Oracle's technical support policies.

## GENERAL TERMS

"You" and "your" refers to the Customer provided above.

In the event that the Customer and the Quote To Account Name provided above are not the same, City Of Costa Mesa acknowledges that Customer has authorized City Of Costa Mesa to execute this ordering document on Customer's behalf and to bind Customer to the terms described herein. City Of Costa Mesa 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 City Of Costa Mesa during the term of service.

The technical support services acquired under this ordering document are governed by the terms and conditions of the license and services agreement that you executed for technical support from the licensor of the products listed in the Service Details section above (i.e. Oracle, a vendor acquired by Oracle, or an authorized reseller of Oracle or of the acquired vendor). 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/support/policies.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.

In the event that Priority Service is acquired under this ordering document, you acknowledge you must maintain a current Software Update License & Support contract for all licenses in a license set for which Priority Service has been purchased. By accepting this ordering document, you also acknowledge that Software Update License & Support for program licenses listed under the Priority Service level may be renewed under separate contract(s). Upon renewal, Priority Service fees will be based on the Priority Service pricing policies in effect at the time of renewal and such fees will be adjusted to account for any acquisition of additional licenses in a license set. Contractual caps on annual technical support fees for Software Update License & Support do not apply to Priority Service, unless stated otherwise in your contract.

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## Order Processing Details

Your order is subject to Oracle's acceptance. An order consists of the following: (i) this ordering document, which incorporates by reference the license and services agreement that you executed for technical support from the licensor of the products listed in the Service Details section above (i.e. Oracle, a vendor acquired by Oracle, or an authorized reseller of Oracle or of the acquired vendor, and (ii) a form of payment acceptable to Oracle. Oracle normally accepts orders after receipt of a purchase order, check or credit card issued in accordance with the Purchase Order, Check, Credit Card Confirmation section below. If Oracle accepts your order, the service start date is the effective date of such order and also serves as the commencement date of the technical support services.

Please note that if the pre-tax value of this ordering document is USD2,000 or less, the technical support services on this ordering document must be paid either by credit card or electronic upload of a PO to the Online site.

Once ordered, technical support for the support period defined above is non-cancelable and the related fees are non-refundable.

An invoice will only be issued upon receipt of a form of payment acceptable to Oracle. Regardless of the form of payment, Oracle's invoice includes applicable sales tax, GST, or VAT (collectively referred to as "tax"). If City Of Costa Mesa is a tax exempt organization, a copy of City Of Costa Mesa's tax exemption certificate must be submitted with City Of Costa Mesa's purchase order, check, credit card or other acceptable form of payment.

## **PURCHASE ORDER, CHECK, CREDIT CARD CONFIRMATION**

### **Purchase Order**

If the technical support services on this ordering document will be ordered and paid under a purchase order, the purchase order must include the following information:

- Service Contract #: P-96-133-02-000--14
- Term of Service: 19-Mar-10 to 18-Mar-11
- Final Total: USD 45,804.21 (excluding applicable tax)
- Local Tax, if applicable

In issuing a purchase order, City Of Costa Mesa agrees that the terms of this ordering document and the terms of the license and services agreement described above supersede the terms in the purchase order or any other non-Oracle document, and no terms included in any such purchase order or other non-Oracle document shall apply to the technical support services ordered.

Please e-mail or fax the purchase order to Oracle per the Remittance Details provided below.

### **Check**

If the technical support services on this ordering document will be ordered and paid by check, the check must include the following information:

- Service Contract #: P-96-133-02-000--14
- Term of Service: 19-Mar-10 to 18-Mar-11
- Final Total: USD 45,804.21 (excluding applicable tax)
- Local Tax, if applicable

In issuing a check, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of the license and services agreement described above shall apply to the technical support services ordered. No terms attached or submitted with the check shall apply.

Please mail check payments per the Remittance Details provided below.

**Credit Card Confirmation**

If the technical support services on this ordering document will be ordered and paid under a credit card, please complete the section below and return it to Oracle per the Remittance Details provided below. Please note that Oracle is unable to process credit card transactions of USD100,000 or greater.

Service Contract #: P-96-133-02-000--14  
Term of Service: 19-Mar-10 to 18-Mar-11  
Final Total: USD 45,804.21 (excluding applicable tax)

\_\_\_\_\_  
Credit Card Number

\_\_\_\_\_  
Expiration Date

\_\_\_\_\_  
Billing Address (associated with Credit Card)

\_\_\_\_\_  
City, State, and Zip (associated with Credit Card)

\_\_\_\_\_  
Authorized Signature

\_\_\_\_\_  
Name

The credit card must be valid for the entire Term of Service above. In issuing this credit card confirmation, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of the license and services agreement described above shall apply to the technical support services ordered. No terms attached or submitted with the credit card confirmation shall apply.

**REMITTANCE DETAILS**

Purchase orders or credit card details for the technical support services ordered hereto should be sent to:

Attn: Raymond Paul  
Oracle Support Services  
Fax: 916 315 5657  
E-mail: raymond.paul@oracle.com

Checks for the technical support services ordered hereto should be sent to:

**AK, AZ, CA, HI, ID, NV, OR, UT, WA:**

Oracle USA, Inc.  
PO Box 44471  
San Francisco, CA 94144-4471

**All other States:**

Oracle USA, Inc.  
PO Box 71028  
Chicago, IL 60694-1028



2-Nov-09

Richard Kirkbride  
City Of Costa Mesa  
MIS Department  
77 Fair Drive  
PO Box 1200  
COSTA MESA  
CA 92628  
United States

Dear Richard Kirkbride,

The technical support services and benefits provided under service contract number 2687456 will expire, or have expired, on 18-Mar-10. Please find attached an ordering document for the renewal of this service contract. If applicable, the attached ordering document may also include incremental technical support services newly acquired.

To ensure that there is no interruption to the technical support services and benefits provided under service contract number 2687456, please order the technical support services on this ordering document by issuing a form of payment acceptable to Oracle in accordance with the attached Order Processing Details section on or before 17-Feb-10.

If further information is required, please contact me at the e-mail address or telephone number provided below.

Regards,

Raymond Paul  
Oracle Support Services  
E-mail: [raymond.paul@oracle.com](mailto:raymond.paul@oracle.com)  
Tel.: 916 315 5855  
Fax: 916 315 5657



### Ordering Document

<b>Service Contract #:</b> 2687456	<b>Renewal Contact:</b> Raymond Paul
<b>Offer Expires:</b> 18-Mar-10	
<b>Payment Terms:</b> 30 NET from date of invoice	<b>Telephone:</b> 916 315 5855
	<b>Fax:</b> 916 315 5657
<b>Billing Terms:</b> Quarterly in Arrears	<b>E-mail:</b> raymond.paul@oracle.com

**CUSTOMER:** City Of Costa Mesa

QUOTE TO	BILL TO
<b>Account Contact:</b> Richard Kirkbride	<b>Account Contact:</b> Accounts Payable
<b>Account Name:</b> City Of Costa Mesa	<b>Account Name:</b> City Of Costa Mesa
<b>Address:</b> MIS Department 77 Fair Drive PO Box 1200 COSTA MESA CA 92628 United States	<b>Address:</b> Accounts Payable  PO Box 1200  COSTA MESA CA 92628 United States
<b>Telephone:</b> 714.754.5154	<b>Telephone:</b>
<b>Fax:</b> 714.754.4887	<b>Fax:</b>
<b>E-mail:</b> rkirkbride@ci.costa-mesa.ca.us	<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 Raymond Paul at raymond.paul@oracle.com or 916 315 5657. Please also include service contract number 2687456 on such reply.

## Service Details

Service Level: Software Update License & Support						End Date: 18-Mar-11
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
PeopleSoft Enterprise General Ledger - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	3,029.03
PeopleSoft Enterprise Accounts Receivables - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	2,729.01
PeopleSoft Enterprise Accounts Payable - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	2,121.75
PeopleSoft Enterprise Project Costing - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	3,029.03
PeopleSoft Enterprise Asset Management - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	1,821.72
PeopleSoft Enterprise Billing - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	2,121.75
PeopleSoft Enterprise Purchasing - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	3,336.23
PeopleSoft Enterprise Inventory - Nonstandard User Perpetual	15685242	32000000		FULL USE	19-Mar-10	3,336.27
Conversion Only - lbn Was - Nonstandard User Perpetual	14485591	1			19-Mar-10	0.00
PeopleSoft Enterprise Budgets For Public Sector - Nonstandard User Perpetual	14471076	1	VALUE		19-Mar-10	10,182.80
PeopleSoft Enterprise Asset Management For Public Se - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	7,637.09
PeopleSoft Enterprise Accounts Payable For The Publi - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	8,909.94
PeopleSoft Enterprise Accts Receivable For The Publi - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	11,455.64
PeopleSoft Enterprise General Ledger For The Public - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	12,703.54
PeopleSoft Enterprise Inventory For Public Sector - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	13,976.39
PeopleSoft Enterprise Project Costing For Public Sec - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	12,703.54
PeopleSoft Enterprise Purchasing For Public Sector - Reported Budget	14485590	80000000	VALUE		19-Mar-10	13,976.39

<b>Service Level: Software Update License &amp; Support</b>	<b>End Date: 18-Mar-11</b>
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Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
Perpetual						
PeopleSoft Enterprise Billing For Public Sector - Reported Budget Perpetual	14485590	80000000	VALUE		19-Mar-10	8,909.92

**Subtotal: USD 121,980.04**

**Total Amount: USD 121,980.04**

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 Raymond Paul at 916 315 5855 or at raymond.paul@oracle.com and an updated ordering document will be provided in accordance with Oracle's technical support policies.

## GENERAL TERMS

"You" and "your" refers to the Customer provided above.

In the event that the Customer and the Quote To Account Name provided above are not the same, City Of Costa Mesa acknowledges that Customer has authorized City Of Costa Mesa to execute this ordering document on Customer's behalf and to bind Customer to the terms described herein. City Of Costa Mesa 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 City Of Costa Mesa during the term of service.

The technical support services acquired under this ordering document are governed by the terms and conditions of the license and services agreement that you executed for technical support from the licensor of the products listed in the Service Details section above (i.e. Oracle, a vendor acquired by Oracle, or an authorized reseller of Oracle or of the acquired vendor). 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/support/policies.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.

In the event that Priority Service is acquired under this ordering document, you acknowledge you must maintain a current Software Update License & Support contract for all licenses in a license set for which Priority Service has been purchased. By accepting this ordering document, you also acknowledge that Software Update License & Support for program licenses listed under the Priority Service level may be renewed under separate contract(s). Upon renewal, Priority Service fees will be based on the Priority Service pricing policies in effect at the time of renewal and such fees will be adjusted to account for any acquisition of additional licenses in a license set. Contractual caps on annual technical support fees for Software Update License & Support do not apply to Priority Service, unless stated otherwise in your contract.

---

## Order Processing Details

Your order is subject to Oracle's acceptance. An order consists of the following: (i) this ordering document, which incorporates by reference the license and services agreement that you executed for technical support from the licensor of the products listed in the Service Details section above (i.e. Oracle, a vendor acquired by Oracle, or an authorized reseller of Oracle or of the acquired vendor, and (ii) a form of payment acceptable to Oracle. Oracle normally accepts orders after receipt of a purchase order, check or credit card issued in accordance with the Purchase Order, Check, Credit Card Confirmation section below. If Oracle accepts your order, the service start date is the effective date of such order and also serves as the commencement date of the technical support services.

Please note that if the pre-tax value of this ordering document is USD2,000 or less, the technical support services on this ordering document must be paid either by credit card or electronic upload of a PO to the Online site.

Once ordered, technical support for the support period defined above is non-cancelable and the related fees are non-refundable.

An invoice will only be issued upon receipt of a form of payment acceptable to Oracle. Regardless of the form of payment, Oracle's invoice includes applicable sales tax, GST, or VAT (collectively referred to as "tax"). If City Of Costa Mesa is a tax exempt organization, a copy of City Of Costa Mesa's tax exemption certificate must be submitted with City Of Costa Mesa's purchase order, check, credit card or other acceptable form of payment.

### **PURCHASE ORDER, CHECK, CREDIT CARD CONFIRMATION**

#### **Purchase Order**

If the technical support services on this ordering document will be ordered and paid under a purchase order, the purchase order must include the following information:

- Service Contract #: 2687456
- Term of Service: 19-Mar-10 to 18-Mar-11
- Final Total: USD 121,980.04 (excluding applicable tax)
- Local Tax, if applicable

In issuing a purchase order, City Of Costa Mesa agrees that the terms of this ordering document and the terms of the license and services agreement described above supersede the terms in the purchase order or any other non-Oracle document, and no terms included in any such purchase order or other non-Oracle document shall apply to the technical support services ordered.

Please e-mail or fax the purchase order to Oracle per the Remittance Details provided below.

#### **Check**

If the technical support services on this ordering document will be ordered and paid by check, the check must include the following information:

- Service Contract #: 2687456
- Term of Service: 19-Mar-10 to 18-Mar-11
- Final Total: USD 121,980.04 (excluding applicable tax)
- Local Tax, if applicable

In issuing a check, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of the license and services agreement described above shall apply to the technical support services ordered. No terms attached or submitted with the check shall apply.

Please mail check payments per the Remittance Details provided below.

**Credit Card Confirmation**

If the technical support services on this ordering document will be ordered and paid under a credit card, please complete the section below and return it to Oracle per the Remittance Details provided below. Please note that Oracle is unable to process credit card transactions of USD100,000 or greater.

Service Contract #: 2687456  
Term of Service: 19-Mar-10 to 18-Mar-11  
Final Total: USD 121,980.04 (excluding applicable tax)

\_\_\_\_\_  
Credit Card Number

\_\_\_\_\_  
Expiration Date

\_\_\_\_\_  
Billing Address (associated with Credit Card)

\_\_\_\_\_  
City, State, and Zip (associated with Credit Card)

\_\_\_\_\_  
Authorized Signature

\_\_\_\_\_  
Name

The credit card must be valid for the entire Term of Service above. In issuing this credit card confirmation, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of the license and services agreement described above shall apply to the technical support services ordered. No terms attached or submitted with the credit card confirmation shall apply.

**REMITTANCE DETAILS**

Purchase orders or credit card details for the technical support services ordered hereto should be sent to:

Attn: Raymond Paul  
Oracle Support Services  
Fax: 916 315 5657  
E-mail: raymond.paul@oracle.com

Checks for the technical support services ordered hereto should be sent to:

**AK, AZ, CA, HI, ID, NV, OR, UT, WA:**

Oracle USA, Inc.  
PO Box 44471  
San Francisco, CA 94144-4471

**All other States:**

Oracle USA, Inc.  
PO Box 71028  
Chicago, IL 60694-1028



4-Dec-09

Richard Kirkbride  
City Of Costa Mesa  
77 FAIR DR  
COSTA MESA  
CA 92626  
United States

Dear Richard Kirkbride,

The technical support services and benefits provided under service contract number P-03-04006-000--9 will expire, or have expired, on 3-Jun-10. Please find attached an ordering document for the renewal of this service contract. If applicable, the attached ordering document may also include incremental technical support services newly acquired.

To ensure that there is no interruption to the technical support services and benefits provided under service contract number P-03-04006-000--9, please order the technical support services on this ordering document by issuing a form of payment acceptable to Oracle in accordance with the attached Order Processing Details section on or before 5-May-10.

If further information is required, please contact me at the e-mail address or telephone number provided below.

Regards,

Raymond Paul  
Oracle Support Services  
E-mail: [raymond.paul@oracle.com](mailto:raymond.paul@oracle.com)  
Tel.: 916 315 5855  
Fax: 916 315 5657



## Service Details

Service Level: Software Update License & Support						End Date: 3-Jun-11
Product Description	CSI #	Qty	License Metric	License Level / Type	Start Date	Final Price
PeopleSoft Enterprise ePay - Employee Count Perpetual	14479043	800	VALUE		4-Jun-10	2,124.38
PeopleSoft Enterprise Candidate Gateway - Employee Count Perpetual	14479043	800	VALUE		4-Jun-10	3,169.70
PeopleSoft Enterprise eProfile - Employee Count Perpetual	14479043	800	VALUE		4-Jun-10	2,124.38
PeopleSoft Enterprise eProfile Manager Desktop - Employee Count Perpetual	14479043	800	VALUE		4-Jun-10	2,124.38
PeopleSoft Enterprise eBenefits - Employee Count Perpetual	14479043	800	VALUE		4-Jun-10	2,124.38
Conversion Only - lbrn Was - Employee Count Perpetual	14479043	800	VALUE		4-Jun-10	0.00

**Subtotal: USD 11,667.20**

**Total Amount: USD 11,667.20**

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 Raymond Paul at 916 315 5855 or at raymond.paul@oracle.com and an updated ordering document will be provided in accordance with Oracle's technical support policies.

## GENERAL TERMS

"You" and "your" refers to the Customer provided above.

In the event that the Customer and the Quote To Account Name provided above are not the same, City Of Costa Mesa acknowledges that Customer has authorized City Of Costa Mesa to execute this ordering document on Customer's behalf and to bind Customer to the terms described herein. City Of Costa Mesa 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 City Of Costa Mesa during the term of service.

The technical support services acquired under this ordering document are governed by the terms and conditions of the license and services agreement that you executed for technical support from the licensor of the products listed in the Service Details section above (i.e. Oracle, a vendor acquired by Oracle, or an authorized reseller of Oracle or of the acquired vendor). 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/support/policies.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.

In the event that Priority Service is acquired under this ordering document, you acknowledge you must maintain a current Software Update License & Support contract for all licenses in a license set for which Priority Service has been purchased. By accepting this ordering document, you also acknowledge that Software Update License & Support for program licenses listed under the Priority Service level may be renewed under separate contract(s). Upon renewal, Priority Service fees will be based on the Priority Service pricing policies in effect at the time of renewal and such fees will be adjusted to account for any acquisition of additional licenses in a license set. Contractual caps on annual technical support fees for Software Update License & Support do not apply to Priority Service, unless stated otherwise in your contract.

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## Order Processing Details

Your order is subject to Oracle's acceptance. An order consists of the following: (i) this ordering document, which incorporates by reference the license and services agreement that you executed for technical support from the licensor of the products listed in the Service Details section above (i.e. Oracle, a vendor acquired by Oracle, or an authorized reseller of Oracle or of the acquired vendor, and (ii) a form of payment acceptable to Oracle. Oracle normally accepts orders after receipt of a purchase order, check or credit card issued in accordance with the Purchase Order, Check, Credit Card Confirmation section below. If Oracle accepts your order, the service start date is the effective date of such order and also serves as the commencement date of the technical support services.

Please note that if the pre-tax value of this ordering document is USD2,000 or less, the technical support services on this ordering document must be paid either by credit card or electronic upload of a PO to the Online site.

Once ordered, technical support for the support period defined above is non-cancelable and the related fees are non-refundable.

An invoice will only be issued upon receipt of a form of payment acceptable to Oracle. Regardless of the form of payment, Oracle's invoice includes applicable sales tax, GST, or VAT (collectively referred to as "tax"). If City Of Costa Mesa is a tax exempt organization, a copy of City Of Costa Mesa's tax exemption certificate must be submitted with City Of Costa Mesa's purchase order, check, credit card or other acceptable form of payment.

### **PURCHASE ORDER, CHECK, CREDIT CARD CONFIRMATION**

#### **Purchase Order**

If the technical support services on this ordering document will be ordered and paid under a purchase order, the purchase order must include the following information:

- Service Contract #: P-03-04006-000--9
- Term of Service: 4-Jun-10 to 3-Jun-11
- Final Total: USD 11,667.20 (excluding applicable tax)
- Local Tax, if applicable

In issuing a purchase order, City Of Costa Mesa agrees that the terms of this ordering document and the terms of the license and services agreement described above supersede the terms in the purchase order or any other non-Oracle document, and no terms included in any such purchase order or other non-Oracle document shall apply to the technical support services ordered.

Please e-mail or fax the purchase order to Oracle per the Remittance Details provided below.

#### **Check**

If the technical support services on this ordering document will be ordered and paid by check, the check must include the following information:

- Service Contract #: P-03-04006-000--9
- Term of Service: 4-Jun-10 to 3-Jun-11
- Final Total: USD 11,667.20 (excluding applicable tax)
- Local Tax, if applicable

In issuing a check, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of the license and services agreement described above shall apply to the technical support services ordered. No terms attached or submitted with the check shall apply.

Please mail check payments per the Remittance Details provided below.

**Credit Card Confirmation**

If the technical support services on this ordering document will be ordered and paid under a credit card, please complete the section below and return it to Oracle per the Remittance Details provided below. Please note that Oracle is unable to process credit card transactions of USD100,000 or greater.

Service Contract #: P-03-04006-000--9  
Term of Service: 4-Jun-10 to 3-Jun-11  
Final Total: USD 11,667.20 (excluding applicable tax)

\_\_\_\_\_  
Credit Card Number

\_\_\_\_\_  
Expiration Date

\_\_\_\_\_  
Billing Address (associated with Credit Card)

\_\_\_\_\_  
City, State, and Zip (associated with Credit Card)

\_\_\_\_\_  
Authorized Signature

\_\_\_\_\_  
Name

The credit card must be valid for the entire Term of Service above. In issuing this credit card confirmation, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of the license and services agreement described above shall apply to the technical support services ordered. No terms attached or submitted with the credit card confirmation shall apply.

**REMITTANCE DETAILS**

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Attn: Raymond Paul  
Oracle Support Services  
Fax: 916 315 5657  
E-mail: raymond.paul@oracle.com

Checks for the technical support services ordered hereto should be sent to:

**AK, AZ, CA, HI, ID, NV, OR, UT, WA:**

Oracle USA, Inc.  
PO Box 44471  
San Francisco, CA 94144-4471

**All other States:**

Oracle USA, Inc.  
PO Box 71028  
Chicago, IL 60694-1028