19-Oct-10

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-11. 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-11.

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

Regards,

Lisa Kinsman
Oracle Support Services
E-mail: lisa.kinsman@oracle.com
Tel.: 916-315-5770
Fax: 916-315-3000

Ordering Document

Service Contract #:	P-96-133-02-000--14	**Renewal Contact:**	Lisa Kinsman
Offer Expires:	18-Mar-11		
Payment Terms:	30 NET from date of invoice	**Telephone:**	916-315-5770
		Fax:	916-315-3000
Billing Terms:	Quarterly in Arrears	**E-mail:**	lisa.kinsman@oracle.com
CUSTOMER: City Of Costa Mesa			
QUOTE TO		**BILL TO**	
Account Contact:	Richard Kirkbride	**Account Contact**	Accounts Payable
Account Name:	City Of Costa Mesa	**Account Name:**	City Of Costa Mesa
Address:	77 FAIR DR	**Address:**	Accounts Payable
			PO Box 1200
	COSTA MESA		COSTA MESA
	CA 92626		CA 92628
	United States		United States
Telephone:	714.754.5154	**Telephone:**	
Fax:	714.754.4887	**Fax:**	
E-mail:	rkirkbride@ci.costa-mesa.ca.us	**E-mail:**	@

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 Lisa Kinsman at lisa.kinsman@oracle.com or 916-315-3000. Please also include service contract number P-96-133-02-000--14 on such reply.

Service Details

Service Level: Software Update License & Support **End Date: 18-Mar-12**

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-11	9,453.23
PeopleSoft Enterprise Human Resources For Public Sec - Employee Count Perpetual	14485592	900	VALUE		19-Mar-11	13,118.79
PeopleSoft Enterprise Payroll For Public Sector - Employee Count Perpetual	14485592	900	VALUE		19-Mar-11	13,118.79
PeopleSoft Enterprise Benefits Admin. For Public Sec - Employee Count Perpetual	14485592	900	VALUE		19-Mar-11	11,487.54

Subtotal: USD 47,178.34

Total Amount: USD 47,178.34

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 Lisa Kinsman at 916-315-5770 or at lisa.kinsman@oracle.com and an updated ordering document will be provided to you 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 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/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 Acquired PSFT Agreement, 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-11 to 18-Mar-12
- Final Total: USD 47,178.34 (excluding applicable tax)
- Local Tax, if applicable
- Agreement: Acquired PSFT Agreement

In issuing a purchase order, City Of Costa Mesa agrees that the terms of this ordering document and the terms of Acquired PSFT Agreement 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-11 to 18-Mar-12
- Final Total: USD 47,178.34 (excluding applicable tax)
- Local Tax, if applicable
- Agreement: Acquired PSFT Agreement

In issuing a check, City Of Costa Mesa agrees that only the terms of this ordering document and the terms of Acquired PSFT Agreement 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-11 to 18-Mar-12
Final Total:	USD 47,178.34 (excluding applicable tax)
Agreement:	Acquired PSFT Agreement

_____
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 Acquired PSFT Agreement 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:	Lisa Kinsman Oracle Support Services
Fax:	916-315-3000
E-mail:	lisa.kinsman@oracle.com

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

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

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

All other States:

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