

CITY OF CHICAGO
 DEPARTMENT OF PROCUREMENT SERVICES
 ROOM 403, CITY HALL, 121 N. LASALLE STREET

S. S. R. B.
 DATE: 7/29/10
 APPROVED: H-0
 CONDITIONALLY APPROVED: _____
 RETURN TO DEPT.: _____
 DISAPPROVED: _____

JUSTIFICATION FOR NON-COMPETITIVE PROCUREMENT

COMPLETE THIS SECTION IF NEW CONTRACT

For contract(s) in this request, answer applicable questions in each of the 4 major subject areas below in accordance with the Instructions for Preparation of Non-Competitive Procurement Form on the reverse side.

Request that negotiations be conducted only with Cybershift for the product and/or services described herein.
 (Name of Person or Firm)

This is a request for _____ (One-Time Contractor Requisition # _____, copy attached) or X Term Agreement or _____ Delegate Agency (Check one). If Delegate Agency, this request is for "blanket approval" for all contracts within the _____
Time & Attendance Software Maintenance (Attach List) Pre-Assigned Specification No. _____
 (Program Name) Pre-Assigned Contract No. _____

COMPLETE THIS SECTION IF AMENDMENT OR MODIFICATION TO CONTRACT

Describe in detail the change in terms of dollars, time period, scope of services, etc., its relationship to the original contract and the specific reasons for the change. Indicate both the original and the adjusted contract amount and/or expiration date with this change, as applicable. Attach copy of all supporting documents. Request approval for a contract amendment or modification to the following:

Contract #: _____	Company or Agency Name: _____
Specification # _____	Contract or Program Description: _____
Modification #: _____	(Attach List, if multiple)
<u>J. M. Mas</u> Originator Name	<u>x2-1817</u> Telephone
_____	Signature
_____	Department
_____	Date

Indicate SEE ATTACHED in each box below if additional space needed:

<input checked="" type="checkbox"/> PROCUREMENT HISTORY See attached
<input checked="" type="checkbox"/> ESTIMATED COST See attached
<input checked="" type="checkbox"/> SCHEDULE REQUIREMENTS See attached
<input checked="" type="checkbox"/> EXCLUSIVE OR UNIQUE CAPABILITY See attached
<input type="checkbox"/> OTHER

APPROVED BY: [Signature] 6/29/10
 DEPARTMENT HEAD OR DESIGNEE DATE
[Signature]
 CHIEF PROCUREMENT OFFICER BB729

[Signature] 72910
 BOARD CHAIRPERSON DATE
[Signature]
 DATE OF APPROVAL




City of Chicago
Richard M. Daley, Mayor

Department of Innovation and
Technology

Hardik Bhatt
Chief Information Officer

Suite 2700
50 West Washington Street
Chicago, Illinois 60602
(312) 744-5844
(312) 744-9004 (FAX)
<http://www.cityofchicago.org>

Memo To: Richard Butler
First Deputy Procurement Officer, Department of
Procurement Services, City of Chicago

From: Adrian Molato 
Project Manager, Department of Innovation and
Technology, City of Chicago

CC: Debra Schmitt
Deputy Chief Information Officer, Department of
Innovation and Technology, City of Chicago

Date: July 28, 2010

Subject: CyberShift, Inc. – Submittal of final NCRB package

As a follow up to our presentation on July 13, 2010, I would like to submit this final package containing information requested by the NCRB. Specifically, the new information can be found in the following attachments:

- Attachment C – **MBE/WBE Summary Letter** – CyberShift’s signed documentation stating they were able to find vendors to address direct compliance as well as initiate contact with vendors to address indirect compliance. The letter is followed by supporting documentation of their efforts to address indirect compliance with certified MWDBE vendors.
- Attachment D – **Memorandum from OBM** – Confirmation from OBM indicating ITGB funding approval for implementation, as well as DoIT’s responsibility to address long term maintenance through their non-personnel budget.

Thank you again for your consideration on this matter.



DPS PROJECT CHECKLIST

For DPS Use Only

IMPORTANT: ALL INFORMATION SHOULD BE COMPLETED, ATTACH ALL REQUIRED MATERIALS AND SUBMIT FOR ROUTING TO THE DEPARTMENT OF PROCUREMENT SERVICES, ROOM 403, CITY HALL, 121 N. LASALLE STREET, CHICAGO, ILLINOIS 60602, ATTENTION: CHIEF PROCUREMENT OFFICER.

Date Received

Date Returned

Date Accepted

CA/CN's Name

General Information:

Date: 6/27/10

Need by (estimated date): 7/10

Requisition No.: 51091

Contact Person:

Project Manager:

Specification No.: (if known) 87755

j. Mims

A. Molato

PO No.: (if known)

Telephone: -21817

Telephone: -45318

Modification No.: (if known)

Fax: -21497

Fax: -21497

Previous PO No.: (if known)

Email: jmims@cityofchicago.org

Email: amolato@cityofchicago.org

Project Description: Time and Attendance Software Maintenance

Funding:

City: Corporate Bond Enterprise Grant* Other:
 State: IDOT/Transit IDOT/Highway Grant* Other:
 Federal: FHWA FTA FAA Grant* Other:

LINE	FY	FUND	DEPT	ORGN	APPR	ACTV	PROJECT	RPTG	\$ DOLLAR AMOUNT
See OBIA Memo dated 7/20/10									4,824,216

Term Estimated Value \$

*IF GRANT FUNDED, ATTACH COPY OF THE APPROVED GRANT AND APPLICATION AND ANY OTHER TERMS AND CONDITIONS OF FUNDING SOURCE THAT MAY APPLY. GRANT FUNDS MUST BE COMMITTED OR SPENT BY DEADLINE: (DATE)

Scope Statement:

Attached is a Detailed Scope of Services and/or Specification. E-mail softcopy in Microsoft Word to DPS Unit Manager

IMPORTANT:

THIS IS A CRITICAL PORTION OF YOUR SUBMITTAL. IN ORDER FOR DPS TO ACCEPT YOUR SUBMITTAL YOU MUST COMPLETE THE SPECIFIC SCOPE REQUIREMENTS AS SET FORTH IN THE SUPPLEMENTAL CHECKLIST FOR THAT UNIT.

Purchase Order Type (Check All That Apply):

New Request

- Blanket/Term/DUR/Agreement
 Master Agreement (Task Order)
 Standard/One-Time Purchase

Modification/Amendment

- Time Extension**
 Vendor Limit Increase
 Scope Change/Price Increase/Additional Line Item(s)
 Other (specify):

Forms

- Requisition
 Special Approvals
 Non-Competitive Review Board (NCRB)

Contract Term:

** Requested Term (Number of Months): 120 months

Pre-Bid/Submittal Requirements:

Mandatory Pre Bid/Submittal Conference? Yes* No

Requesting Site Visit? Yes No

*If yes, explain reasons why mandatory attendance is necessary.

The following is a general description of what should be included in a Scope of Services or Specification:

A clear description of all anticipated services and products, including: time frame for completion, special qualifications of prospective vendors, special requirements or needs of the project, locations, anticipated participating user departments, citation of any applicable City ordinance or state/federal regulation or statute.

ARCHITECTURAL/ENGINEERING SUPPLEMENTAL CHECKLIST

Required Attachments: Scope of Services, including location, description of project, services required, deliverables, and other information as required

Risk Management

- Current Insurance Requirements prepared/approved by Risk Management: Yes No
- Will services be performed within 50 feet of CTA train or other railroad property? Yes No
- Will services be performed on or near a waterway? Yes No

If applicable, Pre-Qualification Category No. _____ Category Description: _____

For Pre-Qualification Program, attach list of suggested firms to be solicited

Other Agency Concurrence Required: None State Federal Other _____

If Amendment request, please verify and provide the following:

- Contractor's Name:
- Contractor's Address:
- Contractor's e-mail Address:
- Contractor's Phone Number:
- Contractor's Contact Person:

Attach Recommendation of MBE/WBE/DBE Analysis Form Yes No

AVIATION CONSTRUCTION SUPPLEMENTAL CHECKLIST

DOA sign-off for final design documents: Yes No

Required Attachments:

Copy of Draft Contract Documents and Detailed Specifications

Risk Management:

- Current Insurance Requirements prepared/approved by Risk Management: Yes No
- Will work be performed within 50 feet of CTA or ATS structure or property? Yes No
- Will work be performed airside? Yes No

*NOTE: Any non-construction Aviation request, complete the applicable section.

Do bid documents contain Sensitive Security Information (SSI)? Yes* No Redacted

*If yes, attach Confidentiality Statement

Attach Recommendation of MBE/WBE/DBE Analysis Form Yes No

If Amendment request, please verify and provide the following:

- Contractor's Name:
- Contractor's Address:
- Contractor's e-mail Address:
- Contractor's Phone Number:
- Contractor's Contact Person:

COMMODITIES SUPPLEMENTAL CHECKLIST

Required Attachments:

- Detailed Specifications (Scope of Services) including detailed description of the product, delivery location, user department contact, price escalation considerations
- Bidder's qualification, contract term and extension options
- Contractor's qualifications, citation of any applicable City/State/Federal statutes or regulations, citation of any applicable technical standards
- Price Lists/Catalogs, technical drawings and other exhibits and attachments as appropriate.

Attach Recommendation of MBE/WBE/DBE Analysis Form

Yes No

Is this a Revenue Producing contract?

Yes No

If Modification request, please verify and provide the following:

Contractor's Name:

Contractor's Address:

Contractor's e-mail Address:

Contractor's Phone Number:

Contractor's Contact Person:

CONSTRUCTION SUPPLEMENTAL CHECKLIST

Required attachments:

Copy of Draft (80% Completion), Contract Documents and Detailed Specifications

Risk Management

Current Insurance Requirements prepared/approved by Risk Management:

Yes No

Will services be performed within 50 feet of CTA train or other railroad property?

Yes No

Will services be performed on or near a waterway?

Yes No

Attach Recommendation of MBE/WBE/DBE Analysis Form

Yes No

If Modification request, please verify and provide the following:

Contractor's Name:

Contractor's Address:

Contractor's e-mail Address:

Contractor's Phone Number:

Contractor's Contact Person:

PROFESSIONAL SERVICES SUPPLEMENTAL CHECKLIST

If New Request (Check applicable boxes):

Is this a Request for Information (RFI)?

Yes No

Is this a Request for Qualifications (RFQ)?

Yes No

Is this a Request for Proposal (RFP)?

Yes No

If RFQ or RFP, did any outside Consultant provide advice or deliverables in developing the RFQ or RFP?

Yes* No

*If yes, Company Name: PO#

Attach a narrative explaining the consulting services and deliverables provided.

Is this a Non-Competitive Procurement?

Yes* No

*If yes, attach completed Non-Competitive Justification form, vendor proposal and completed MBE/WBE compliance plan (Schedules C-1 and D-1) submitted to the Non-Competitive Review Board.

Is this a request for Individual Contract Services?

Yes* No

*If yes and you seek a sole source contract to hire a person as a Consultant, attach completed Office of Compliance "Request for Individual Contract Services" approval form signed by Department Head, Office of Compliance & OBM.

Is this a Revenue Producing contract?

Yes No

Does this request involve the purchase of Software?

Yes* No

*If yes, is City required to sign a software license?

Yes* No

*If yes, attach descriptions of software and software license agreement.

PROFESSIONAL SERVICES SUPPLEMENTAL CHECKLIST *(continued)*

Required Attachments (IF RFP/RFQ OR SOLE SOURCE):

- Statement of Work (SOW), Deliverables or Scope of Services defined
Does SOW involve any work in the public way? Yes* No
*If yes, attach list of locations.
- Does SOW involve any public improvement to property that requires performance bond or prevailing wage? Yes* No
*If yes, attach list of locations.
- Is City Council approval required? Yes No
- Project or Program Background Information
- Project Goals and Objectives
- Qualifications or Licenses/Certifications required for any disciplines
- Evaluation Criterion desired in RFP or RFQ
- Evaluation Committee (EC) members recommended. Attach list of names, titles and departments
- Technical and/or Functional Requirements, if applicable
- Cost Proposal/Schedule of Compensation structure (If Sole Source, over Contract Term by Milestone Deliverables)
- If an Information Technology (IT) project valued at \$100,000.00 or more, attach approval transmittal sheet from Information Technology Governance Board (ITGB)
- Attach Recommendation of MBE/WBE/DBE Analysis Form Yes No

If Amendment request, please verify and provide the following:

Contractor's Name:
Contractor's Address:
Contractor's e-mail Address:
Contractor's Phone Number:
Contractor's Contact Person:

VEHICLES/HEAVY EQUIPMENT SUPPLEMENTAL CHECKLIST

Required Attachments:

- Detailed Specifications including detailed description of the vehicle(s) or equipment, mounted equipment, if any, and options/accessories
- Special Provisions (Delivery, Warranty, Manuals, Training, Additional Unit Purchase Options, Bid Submittal Information, etc.)
- Delivery Location(s)
- Technical Literature
- Drawings, if any
- Part Number List (Manufacturer; or Dealer; or Other Source)
- Current Price List(s)/Catalog(s)
- Special Approval Form
- Exhibits and Attachments

Attach Recommendation of MBE/WBE/DBE Analysis Form

Is this a Revenue Producing Contract?

Yes No
 Yes No

If Modification request, please verify and provide the following:

Contractor's Name:
Contractor's Address:
Contractor's e-mail Address:
Contractor's Phone Number:
Contractor's Contact Person:

WORK SERVICES/FACILITY MAINTENANCE SUPPLEMENTAL CHECKLIST

Required Attachments:

- Detailed Specifications (Scope of Services) including detailed description of the work, locations (with supporting detail), user department contacts, work hours/days, laborer/supervisor mix, compensation and price escalation considerations
- Bidder's qualification, contract term and extension options
- Contractor's qualifications, citation of any applicable City/State/Federal statutes or regulations, citation of any applicable technical standards
- Price Lists/Catalogs, technical drawings and other exhibits and attachments as appropriate
- If an Information Technology (IT) project valued at \$100,000.00 or more, attach approval transmittal sheet from Information Technology Governance Board (ITGB)

Risk Management:

- Will services be performed within 50 feet (50') of CTA train or other railroad property? Yes No
- Will services be performed on or near a waterway? Yes No
- Will services require the handling of hazardous/bio-waste material? Yes No
- Will services require the blocking of streets or sidewalks which may affect public safety? Yes No
- Attach Recommendation of MBE/WBE/DBE Analysis Form Yes No
- Is this a Revenue Producing contract? Yes No

If Modification or Amendment request, please verify and provide the following:

Contractor's Name:

Contractor's Address:

Contractor's e-mail Address:

Contractor's Phone Number:

Contractor's Contact Person:



City of Chicago
Richard M. Daley, Mayor

Department of Innovation and
Technology

Hardik Bhatt
Chief Information Officer

Suite 2700
50 West Washington Street
Chicago, Illinois 60602
(312) 744-5844
(312) 744-9004 (FAX)
<http://www.cityofchicago.org>

MEMORANDUM

To: Jamie Rhee
Chief Procurement Officer
Procurement Services

From: Hardik Bhatt *[Signature]*
Chief Information Officer
Innovation and Technology

Date: July 28, 2010

Subject: CyberShift Inc. – Request for Sole Source Procurement
for IT Professional Services

Please find attached the required documentation for the authorization to procure IT professional services from the Non-Competitive Review Board for Cybershift, Inc. Currently, Cybershift is a subcontractor on PO 19546/TIME AND ATTENDANCE SOLUTION as the software provider to System Development Integration (SDI), who, as the prime, will conduct the implementation.

The sole source request is for the continued support and maintenance of the software after the implementation phase has concluded. We are currently negotiating with Cybershift for a 15 year arrangement of those services.

As a manufacturer and proprietor of this software, Cybershift is the only entity with the experience and product knowledge needed to maintain and support it. In addition to the required documentation, we therefore have included a request for non-stated goals for software maintenance and support.

We thank you in advance for your consideration and approval.

cc: Jason DeHaan/DoIT
Adrian Molato/DoIT
Judy Mims/DoIT





City of Chicago
Richard M. Daley, Mayor

Department of Innovation and
Technology

Hardik Bhatt
Chief Information Officer

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<http://www.cityofchicago.org>

MEMORANDUM

To: Jamie Rhee
Chief Procurement Officer
Procurement Services

From: Hardik Bhatt
Chief Information Officer
Innovation and Technology

Date: June 28, 2010

Subject: CyberShift NCRB – No Stated Goals Request

As you are aware, we are in the process of preparing a contract with CyberShift for post-implementation out-year maintenance of their product.

The maintenance contract is contingent upon NCRB approval, of which we are slated for review on Tuesday, July 6, 2010. As part of the NCRB package, we are required to submit an MBE/WBE utilization plan. However, given that the contract is for software maintenance, it will be difficult to subcontract to an M/WBE vendor under this scope of service. Our rationale is as follows:

- Software maintenance is the sole responsibility of CyberShift's Production Development organization and support is the sole responsibility of CyberShift's Global Client Support team. No other vendors will have this experience and product knowledge.
- CyberShift writes their own software and they are the only company that can modify their software. No other firms will have this exposure and experience to the source code level to qualify for product support/maintenance.

We are requesting your approval for no stated goals on the M/WBE requirement for this NCRB application as there are no subcontracting opportunities that will be able to fill a support and maintenance role to a level that would properly service the City.

Please provide your approval of this request prior to our NCRB hearing on July 6, 2010.

cc: Jason DeHaan/DoIT
Adrian Molato/DoIT
Judy Mims,/DoIT





City of Chicago
Richard M. Daley, Mayor


Department of Innovation and
Technology

Hardik Bhatt
Chief Information Officer

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<http://www.cityofchicago.org>

MEMORANDUM

To: Jamie Rhee
Chief Procurement Officer
Procurement Services

From: Hardik Bhatt 
Chief Information Officer
Innovation and Technology

Date: July 28, 2010

Subject: CyberShift NCRB – No State Goals Request for
software maintenance & support

This memo is a follow up to our original memo from June 28, 2010, titled 'CyberShift NCRB – No Stated Goals Request'.

To remain consistent with supporting documentation in CyberShift's NCRB package, the following needs clarification:

- The initial No Stated Goals request is only for CyberShift's long-term product maintenance and support.
- The City also has the option of utilizing CyberShift's professional services to assist with product upgrades. These services are not inclusive of the No Stated Goals request. CyberShift is currently working with certified MBE/WBE vendors to meet direct and indirect compliance related to on-site professional services.

Thank you again for your consideration on this matter.

cc: Jason DeHaan/DoIT
Adrian Molato/DoIT
Judy Mims,/DoIT

NEIGHBORHOODS



ATTACHMENT A

Justification for Non-Competitive Procurement

JUSTIFICATION FOR NON-COMPETITIVE PROCUREMENT

Submitted by Department of Innovation & Technology

Contact Point: Adrian Molato

July 13 2010

Procurement History

DoIT has led the requirements gathering, RFP publication and selection of a Time & Attendance vendor to replace the Comptroller's dated Kronos system. An RFI was published in June 2007 to gauge the vendor capability and functionality. An RFP was published in June 2008, of which we receive 8 responses. The selection committee was composed of 11 voting members representing 10 departments. Using a weighted scoring methodology, the selection committee chose System Development Integration (SDI) in partnership with CyberShift as the vendor with which to begin contract negotiations.

SDI will serve as the prime and the implementation lead on the project. CyberShift will provide the time & attendance software as a sub to SDI. The SDI contract is constructed to be deliverables based, with an estimated completion of three years. The contract will include two one year extensions to serve as contingency if the implementation timeline is extended.

Once implemented, DoIT would like to continue to be able to have a contractual mechanism to pay for ongoing maintenance through the useful life of the system, possibly fifteen to twenty years. Law has suggested that SDI's role beyond implementation is limited, and it would be best to have this contractual relationship directly with CyberShift. Through NCRB, this out-year maintenance contract with CyberShift would be renewable annually at the City's discretion.

As CyberShift themselves will be the only vendor that can support their own product, we did not solicit other vendors to compare costs. In addition, we are required to stay within compliance of the RFP selection so our negotiation points are strictly with CyberShift.

Estimated Cost

As per their RFP response, years one through five of the CyberShift annual software maintenance is \$298,000. CyberShift estimates the useful of their software will extend to 2025. CyberShift has provided a quote for out-year maintenance for the following amounts and years:

Year	Software Maintenance
Year 4	\$310,902
Year 5	\$323,338
Year 6	\$336,271
Year 7	\$349,772
Year 8	\$363,711

Year 9	\$378,259
Year 10	\$393,390
Year 11	\$413,060
Year 12	\$433,713
Year 13	\$455,399
Year 14	\$478,169
Year 15	\$502,077

The costs were based on the initial software maintenance costs for years one through three, plus an annual increase based on 4.15% . In addition, CyberShift will also provide an optional service to provide professional services to assist the City in product upgrades. The service will be provided for a fee of \$6,000 per update, subject to a 4% annual price increase. The SDI cost proposal for maintenance and professional services is provided in the attachment documents.

The funding strip for this project is pending. Attached are documents supporting a commitment from the Budget Office to provide project funds. The documents include the 2009 E-Note award letter as well as an email from OBM detailing how to approach funding documentation for this NCRB hearing.

Scheduled Requirements

When the SDI contracts expires, the CyberShift contract will begin and extend through 2025.

The timing of the shift of maintenance service is critical to ensure that the City's support structure with the vendor is uninterrupted. The CyberShift product is planned for implementation city-wide, thereby impacting timekeeping, staffing and payroll related business processes. A gap in vendor support could lead to adverse direct costs due to impacted key business processes.

Exclusive or Unique Capability

CyberShift writes their own software and they are the only company that can modify their software. In addition, they are the only company that provides periodic software updates and maintenance services for their product.

Although CyberShift is not the only time & attendance vendor, they were the selected as the vendor of choice through a public process. Through this contract, it is our intent to lock the total cost of the product through the life of the system while the SDI contract is still under negotiation.

The maintenance for the CyberShift product can only be conducted by CyberShift. No other vendor would have the product knowledge, trained staff and source code access to professionally service large-scale public sector clients.

CyberShift's personnel would be predominantly qualified above any other vendor to service their own product. CyberShift's product was developed 10 years ago and has progressively matured over the years. Knowledge transfer of each product iteration has been conducted between the development and technical support teams at CyberShift. This in-depth product knowledge will be critical in long-term support of the City and is not possible for another vendor to provide.

ATTACHMENT B

CyberShift Maintenance & Support Quote

July 23, 2010



Ms. Jamie Rhee
Chief Procurement Officer
City of Chicago
121 N. LaSalle
Room 403
Chicago, IL 60602

Dear Ms. Rhee:

As part of contract negotiations for a City-wide Time and Attendance Solution (Specification #66287), we have been asked to provide pricing for a term extension to Software Maintenance and Support and also pricing for assistance in implementing software updates.

1. **WFM3G Useful Life** – CyberShift estimates that the useful life of Workforce Management 3G™ will extend at least through 2025. We base that partially on the fact that our first Workforce Management/Time and Attendance system (TruTrack) was released in 1996 and is still in productive operation in many client organizations and we are still fully supporting those clients.

WFM3G was released as a complete new product in 2004. It was built entirely in a Web-based, Service-Oriented Architecture which is still the most highly accepted foundation for system development. With WFM3G we have also adopted a product development strategy to enhance the base system with upgrades as we develop functional improvements and as technological advancements become available, rather than package them as a new product.

Further evidence of system longevity is the City's continued use of the Chicago Automated Time and Attendance (CATA) system, installed in 1994.

2. **Product License and Support Agreement** – We will change Exhibit A of the CyberShift PLSA as follows:

**EXHIBIT A
LICENSING AND PRICING TERMS FOR SOFTWARE AND SUPPORT UNDER THE
PRODUCT LICENSE AGREEMENT**

Licensed Products

Licensed Product Description	Number of Employees	License Fee
Workforce Management 3G™	40,000	Not Applicable
	Total Licensed Product Fees	Not Applicable



Support Fees

	Level	Rate	Annual Support Fee
The following years are calculated from the Effective Date of the original PLSA with the City.	Maintenance and Standard Software Support (7AM to 7PM CST - Helpdesk to Helpdesk)		
Year 4			\$310,902
Year 5			\$323,338
Year 6			\$336,271
Year 7			\$349,722
Year 8			\$363,711
Year 9			\$378,259
Year 10			\$393,390
Year 11			\$413,060
Year 12			\$433,713
Year 13			\$455,399
Year 14			\$478,169
Year 15			\$502,077

The terms under which this Maintenance and Support will be available to the City will be contained in the final legal wording of the agreement.

3. Economic Disclosure Statement – CyberShift is in the process of completing the EDS through the online application. We anticipate completion, signing and submission online well before contract negotiations would commence.

4. Software Upgrade Services – CyberShift and a MBE will provide the City with assistance in applying major version software upgrades to the Workforce Management 3G™ Time-and-Attendance system in the City IT infrastructure, consistent with an applicable Statement-of-Work. This is an optional service and will be provided for a fee of \$6,000 per upgrade where the assistance is requested, subject to a 4% annual price increase. This service is for assistance in installing the updates in the City IT environment only, and is not intended to address any other services, such as testing, training, integration or other professional services which may be mutually agreed as per an applicable Statement-of-Work.

Please don't hesitate to contact us with any questions or suggestions regarding this information.

Sincerely,

Daniel Huber
Vice President of Sales

600 Parsippany Road, Parsippany, New Jersey 07054
973-364-0480 • 877-274-4381

CyberShift, Inc. - Total Costs for IT Professional Services

Software Maintenance - Years 4 through 15

NOTE:

A 4.15% increase has been calculated for each subsequent year, based on an original amount of \$298000.

Year	Software Maintenance
Year 4	\$310,902
Year 5	\$323,338
Year 6	\$336,271
Year 7	\$349,772
Year 8	\$363,711
Year 9	\$378,259
Year 10	\$393,390
Year 11	\$413,060
Year 12	\$433,713
Year 13	\$455,399
Year 14	\$478,169
Year 15	\$502,077
Total	\$4,738,061

Professional Services for Upgrades

NOTE:

As per CyberShift, a system upgrade occurs on average every 16 months.

Based on a useful life of 15 years (180 months), an upgrade will occur 11.25 times through this duration.

For purposes of this analysis, the calculation will round 11.25 up to 12 upgrade services

A 4% increase has been calculated for each upgrade event

Upgrade #	Professional Services (optional)
1	\$6,000
2	\$6,240
3	\$6,490
4	\$6,749
5	\$7,019
6	\$7,300
7	\$7,592
8	\$7,896
9	\$8,211
10	\$8,540
11	\$8,881
12	\$9,237
TOTAL	\$90,155

TOTAL AMOUNT

\$4,828,216

ATTACHMENT C

MBE/WBE Summary Letter

July 23, 2010



Ms. Jamie Rhee
Chief Procurement Officer
City of Chicago
121 N. LaSalle, Room 403
Chicago, IL 60602

Dear Ms. Rhee:

We are a subcontractor in System Development Integration's (SDI) proposal for the City's new Time and Attendance Solution (Specification #66287). SDI has been selected as the vendor of choice and is currently in contract negotiations. CyberShift will be supplying the Time and Attendance software (Workforce Management 3G™).

The Master Agreement for this project will be between the City and SDI. It will include as an exhibit the software agreement, CyberShift's Program License and Support Agreement (PLSA). SDI will be signing that contract as agent for the City.

The City has asked CyberShift to draft another PLSA to cover up to 15 years of software maintenance and support and assistance in implementing software upgrades. We will be including MBE/WBE participation in this effort.

CyberShift does not have MBE or WBE status. The software maintenance and support function is the responsibility of CyberShift's Product Development and Global Client Support organizations. Since we have not previously trained an MBE/WBE company to perform these functions, it would not be in the best interests of the City for us to begin that process now. We therefore are requesting a no stated goals for compliance on software maintenance.

Unlike software maintenance, software upgrades will require on-site professional services. For these services, we have been able to find vendors to address both direct and indirect compliance. We have found an excellent MBE to perform the software upgrades (approximately \$90,000). Sunrise Technology, DBA SmarTECHS.net, will be trained on our software product and is our vendor of choice to perform 85-90% of this work under CyberShift supervision. We are also pursuing indirect MBE/WBE participation, having asked all six of the travel agencies listed in the City's MWDBE Directory if they would be interested in handling our travel arrangements for Chicago-area travel. Those discussions are ongoing. (Documentation is attached.)

Please don't hesitate to contact us with any questions or suggestions.

Sincerely,

A handwritten signature in black ink, appearing to read "Daniel Huber". The signature is fluid and cursive.

Daniel Huber
Vice President of Sales

600 Parsippany Road, Parsippany, New Jersey 07054
973.364.0480 • 877.274.4381



July 21, 2010

Mr. George Burciaga
Chief Executive Officer
smarTECHS.net
1727 S. Indiana, Suite G02B
Chicago, IL 60616

Dear George:

As you are aware, CyberShift is in the process of negotiating an extension of maintenance and support for Workforce Management 3G™ for the City of Chicago. The Master Contract between the City and SDI covers that activity for at least three years with two one-year extensions as options. This new "out year" agreement that is being negotiated covers the first year after the Chicago/SDI Master Agreement is terminated (probably 2014) through year 15 (probably 2025) at the City's option.

We would like to utilize smarTECHS.net to provide the professional services required during this period, to assist DoIT in upgrading major versions of Workforce Management 3G™. These upgrades should occur approximately every 12-18 months and will require professional services to complete the upgrade(s). CyberShift will be available to assist your staff with these upgrades as needed, and our goal is to make smarTECHS.net as self-sufficient as possible.

Once the City has signed the Time and Attendance System Master Agreement, SDI, smarTECHS.net, and CyberShift will begin implementing the internal training plan for our Installation Team. Depending upon smarTECHS.net depth of involvement in integration, software configuration, software deployment, and software support over the next three years (on the Chicago project and potentially on other CyberShift projects), we can re-evaluate the need for additional training prior to the referenced upgrade work being done.

We're anxious to begin the Chicago project and pleased to be working with you both long and short-term. Please let me know if you have any questions or suggestions regarding this future engagement.

Sincerely,

A handwritten signature in black ink, appearing to read "Daniel Huber".

Daniel Huber
Vice President, Sales

CC: Adrian Molato, City of Chicago
Cecelia Bolden, SDI
Bob Hoadley, CyberShift

600 Parsippany Road, Parsippany, New Jersey 07054

973.364.0480 • 877.274.4381

Hoadley, Bob

From: Hoadley, Bob
Sent: Tuesday, July 20, 2010 4:02 PM
To: 'janeb@corptrav.com'
Subject: Corporate Travel Support

Ms. Bonnie Lorifice
Corporate Travel Management Group
450 E. 22nd St.
Lombard, IL

CyberShift is a leading software development company with 182 employees headquartered in Parsippany, NJ. 40 of these people travel by air at least twice each month. We are interested in:

- 1) using your agency to arrange flights and hotels for 8-10 employees who will be working in Chicago approximately 2 weeks/month from October, 2010 to October, 2011.
- 2) pending satisfactory results with #1, being considered to arrange travel company-wide.

Please provide your level of interest in providing this support, the costs associated, and any other requirements.

Bob Hoadley
Account Executive
CyberShift

Pittsburgh Office
412-585-2220
www.CyberShift.com

Hoadley, Bob

From: Hoadley, Bob
Sent: Tuesday, July 20, 2010 3:55 PM
To: 'kathy@travelgalleryinc.com'
Subject: Corporate Travel Support

Ms. Kathy Green-Seiwert
The Travel Gallery
6645 North Oliphant
Chicago, IL

CyberShift is a leading software development company with 182 employees headquartered in Parsippany, NJ. 40 of these people travel by air at least twice each month. We are interested in:

- 1) using your agency to arrange flights and hotels for 8-10 employees who will be working in Chicago approximately 2 weeks/month from October, 2010 to October, 2011.
- 2) pending satisfactory results with #1, being considered to arrange travel company-wide.

Please provide your level of interest in providing this support, the costs associated, and any other requirements.

Bob Hoadley
Account Executive
CyberShift

Pittsburgh Office
412-585-2220
www.CyberShift.com

Hoadley, Bob

From: Hoadley, Bob
Sent: Tuesday, July 20, 2010 3:57 PM
To: 'aprideaux@travelmanage.com'
Subject: Corporate Travel Support

Ms. Amy Prideaux
Travel Management Consultants
500 Park Blvd
Itasca, IL

CyberShift is a leading software development company with 182 employees headquartered in Parsippany, NJ. 40 of these people travel by air at least twice each month. We are interested in:

- 1) using your agency to arrange flights and hotels for 8-10 employees who will be working in Chicago approximately 2 weeks/month from October, 2010 to October, 2011.
- 2) pending satisfactory results with #1, being considered to arrange travel company-wide.

Please provide your level of interest in providing this support, the costs associated, and any other requirements.

Bob Hoadley
Account Executive
CyberShift

Pittsburgh Office
412-585-2220
www.CyberShift.com

Hoadley, Bob

Subject: FW: Corporate Travel Support

From: Hoadley, Bob
Sent: Tuesday, July 20, 2010 3:49 PM
To: 'JSuarez@ETSIntl.com'
Subject: Corporate Travel Support

Judith Suarez
Expertise Travel Services
10400 West Higgins Road
Rosemont, IL 60018

Ms. Suarez,

CyberShift is a leading software development company with 182 employees headquartered in Parsippany, NJ. 40 of these people travel by air at least twice each month. We are interested in:

- 1) using your agency to arrange flights and hotels for 8-10 employees who will be working in Chicago approximately 2 weeks/month from October, 2010 to October, 2011.
- 2) pending satisfactory results with #1, being considered to arrange travel company-wide.

Please provide your level of interest in providing this support, the costs associated, and any other requirements.

Bob Hoadley
Account Executive
CyberShift

Pittsburgh Office
412-585-2220
www.CyberShift.com

Hoadley, Bob

Subject: FW: Corporate Travel Support

From: Hoadley, Bob
Sent: Tuesday, July 20, 2010 3:51 PM
To: 'leslie@sanjuanstartravel.com'
Subject: Corporate Travel Support

Leslie Roman
San Juan Star Travel
3066 West Armitage
Chicago, IL 60647

Ms. Roman,

CyberShift is a leading software development company with 182 employees headquartered in Parsippany, NJ. 40 of these people travel by air at least twice each month. We are interested in:

1) using your agency to arrange flights and hotels for 8-10 employees who will be working in Chicago approximately 2 weeks/month from October, 2010 to October, 2011.

2) pending satisfactory results with #1, being considered to arrange travel company-wide.

Please provide your level of interest in providing this support, the costs associated, and any other requirements.

Bob Hoadley
Account Executive
CyberShift

Pittsburgh Office
412-585-2220
www.CyberShift.com

Hoadley, Bob

Subject: FW: Corporate Travel Support

From: Hoadley, Bob
Sent: Tuesday, July 20, 2010 3:52 PM
To: 'sunnysidetravel@hotmail.com'
Subject: Corporate Travel Support

Juanita Gilmour
Sunnyside Travel
1500 South Indiana
Chicago, IL 60605

Ms. Gilmour,

CyberShift is a leading software development company with 182 employees headquartered in Parsippany, NJ. 40 of these people travel by air at least twice each month. We are interested in:

- 1) using your agency to arrange flights and hotels for 8-10 employees who will be working in Chicago approximately 2 weeks/month from October, 2010 to October, 2011.
- 2) pending satisfactory results with #1, being considered to arrange travel company-wide.

Please provide your level of interest in providing this support, the costs associated, and any other requirements.

Bob Hoadley
Account Executive
CyberShift

Pittsburgh Office
412-585-2220
www.CyberShift.com

ATTACHMENT D

Memorandum from OBM



City of Chicago
Richard M. Daley, Mayor

Office of Budget and Management

Eugene L. Munin
Budget Director

City Hall, Room 604
121 North LaSalle Street
Chicago, Illinois 60602

(312) 744-3323
(312) 744-3618 (FAX)
(312) 744-3619 (TTY)

<http://www.cityofchicago.org>

MEMORANDUM

To: Richard Butler
First Deputy Procurement Officer

From: Andrea Gibson *AM*
First Deputy Budget Director

CC: Hardik Bhatt
Chief Information Officer

Erin Keane
Office of Budget & Management

Date: July 20, 2010

Subject: Time and Attendance

I would like to confirm that funding sources related to the Time and Attendance project for Public Safety have been identified. The ITGB has approved 2009-2010 enote funds for project expenses and will continue to allocate enote funding until implementation is complete. This funding would cover the initial maintenance. Maintenance and support costs incurred after implementation will be included in the Department of Innovation and Technology's non-personnel budget.

If you have any questions or concerns, please do not hesitate to contact me at 312-744-9578.



Oracle Applications - APSP101
 View Folder Tools Window Help
 ?

Number: 51091
 Description: Sole Source Reques
 Approval Status: Incomplete
 Creation Date: 28-JUN-2010 16:45:44
 Currency: USD
 Total: 0.00
 Preparer: MIMS, JUDITH A
 Cancelled:
 Closed:

Line	Rev	Item Description	Category	Quantity	UOM	Price	Amount	Tax Code	Reques.
1		Time & Attendance Software Maintenance	92045	2455593	USD	0	0.00		MIMS,

Requisition Distributions Summary (CITY OF CHICAGO - ORE)

Number	Line	Distribution	Charge Account	Item	Description	Quantity	UOM	Amount	Contract Lin
51091	1	1	010.0100.0062005.0138		Time & Attendance Software Maintenance	2455593	USD	0.00	

New Open

ATTACHMENT E

EDS and Certificate (pending)



CERTIFICATE OF FILING FOR
CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT

EDS Number: 9443
Certificate Printed on: 07/23/2010

Date of This Filing:07/22/2010 05:00 PM
Original Filing Date:07/22/2010 05:00 PM

Disclosing Party: CyberShift, Inc.
Filed by: Mr. Thomas Altier

Title:Chief Financial Officer

Matter: Time and Attendance Software
Maintenance
Applicant: CyberShift, Inc.
Specification #: 66287
Contract #:

The Economic Disclosure Statement referenced above has been electronically filed with the City. Please provide a copy of this Certificate of Filing to your city contact with other required documents pertaining to the Matter. For additional guidance as to when to provide this Certificate and other required documents, please follow instructions provided to you about the Matter or consult with your City contact.

A copy of the EDS may be viewed and printed by visiting <https://webapps.cityofchicago.org/EDSWeb> and entering the EDS number into the EDS Search. Prior to contract award, the filing is accessible online only to the disclosing party and the City, but is still subject to the Illinois Freedom of Information Act. The filing is visible online to the public after contract award.



CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT
Related to Contract/Amendment/Solicitation
EDS # 9443

SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting the EDS:

CyberShift, Inc.

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

the Applicant

B. Business address of Disclosing Party:

600 Parsippany Road
Parsippany, NJ 07054
United States

C. Telephone:

412-585-2220

Fax:

973-403-1696

Email:

BHoadley@CyberShift.com

D. Name of contact person:

Mr. Robert Hoadley

E. Federal Employer Identification No. (if you have one):

11-2530586

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains:

Time and Attendance Software Maintenance

Which City agency or department is requesting this EDS?

DEPT OF PROCUREMENT SERVICES

Specification Number

66287

Contract (PO) Number

Revision Number

Release Number

User Department Project Number

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Privately held business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

New York

Registered to do business in the State of Illinois as a foreign entity?

Yes

B. DISCLOSING PARTY IS A LEGAL ENTITY:

1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

Officer/Director:	Mr. Robert E. Farina
Title:	Chief Executive Officer, Director
Role:	Both

Officer/Director:	Mr. Thomas Altier
Title:	Chief Financial Officer
Role:	Officer

Officer/Director:	Ms. Laura A. Hills
Title:	Vice President of Marketing
Role:	Officer

Officer/Director:	Mr. Daniel Huber
Title:	Vice President of Sales
Role:	Officer

Officer/Director:	Mr. Arthur J. Krozser
Title:	Vice President of Operations
Role:	Officer

Officer/Director:	Mr. Kevin Loo
Title:	Vice President of Technology and Product Development
Role:	Officer

Officer/Director:	Mr. Jon-Marc Patton
Title:	Vice President, Channel Support
Role:	Officer

Officer/Director:	Mr. Morne P. Swart
Title:	Vice President of Product Management
Role:	Officer

Officer/Director: Mr. Stephen Tafaro
Title: Vice President of Channel Development
Role: Officer

Officer/Director: Mr. Gene Wronko
Title: Vice President of IT and On Demand Services
Role: Officer

Officer/Director: Mr. John W. Blend, III
Title: Director
Role: Director

Officer/Director: Mr. Michael A. DiPiano
Title: Director
Role: Director

Officer/Director: Mr. Mitchell L. Hollin
Title: Director
Role: Director

Officer/Director: Mr. George Raymond
Title: Director
Role: Director

2. Ownership Information

Please provide ownership information concerning each person or entity having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Pursuant to Section 2-154-030 of the Municipal code of Chicago, the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

- CyberShift Holdings, Inc. - 100%
 - LLR Equity Partners - 61%
 - NewSpring Capital - 16%
 - Edison Venture Fund IV - 10%

Owner Details

Name	Address
CyberShift Holdings, Inc.	600 Parsippany Road Parsippany, NJ 07054 United States
Edison Venture Fund IV	1009 Lenox Drive Lawrenceville, NJ 08648 United States
LLR Equity Partners	2929 Arch St. Philadelphia, PA 19104 United States
NewSpring Capital	555 E. Lancaster Ave. Radnor, PA 19087 United States

SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in Chapter 2-156 of the Municipal Code, with any City elected official in the 12 months before the date this EDS is signed?

No

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

1. Has the Disclosing Party retained any legal entities in connection with the Matter?

No

3. Has the Disclosing Party retained any persons in connection with the Matter?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

No

B. FURTHER CERTIFICATIONS

1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;

- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

2. Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).

I certify the above to be true

3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of

- bid-rigging in violation of 720 ILCS 5/33E-3;
- bid-rotating in violation of 720 ILCS 5/33E-4; or
- any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S.

Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.

I certify the above to be true

5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

I certify the above to be true

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Municipal Code Section 2-32-455(b).)

The Disclosing Party certifies that, as defined in Section 2-32-455(b) of the Municipal Code, the Disclosing Party

is not a "financial institution"

D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.

1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

No

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such

records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

The Disclosing Party verifies that

- the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and
- the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

I can make the above verification

SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

Is the Matter federally funded?

No

SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. A training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite

500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

I acknowledge and consent to the above

The Disclosing Party represents and warrants that:

- G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

I acknowledge and consent to the above

H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This

includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

I certify the above to be true

H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

I certify the above to be true

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

I certify the above to be true

SECTION VIII - - ADDITIONAL INFO

Please add any additional explanatory information here. If needed, you may add attachments below.

FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This question is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under Municipal Code Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law,

daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all corporate officers of the Disclosing Party, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party.

"Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

List of vendor attachments uploaded by City staff

None .

List of attachments uploaded by vendor

None .

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

/s/ 07/22/2010

Mr. Thomas Altier
Chief Financial Officer
CyberShift, Inc.

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.

Butler, Richard

From: Seimetz, Karen
Sent: Thursday, July 29, 2010 3:10 PM
To: Glavin, Terrence
Cc: Butler, Richard
Subject: RE: NCRB - CyberShift

I have reviewed the revised submission including the information and correspondence provided by Cybershift on indirect MBE/WBE compliance. I find our questions to be answered satisfactorily by this revised submission, and I vote yes. If you have any questions, please let me know. Karen Seimetz

From: Glavin, Terrence
Sent: Thursday, July 29, 2010 2:27 PM
To: Seimetz, Karen
Cc: Butler, Richard
Subject: FW: NCRB - CyberShift

Karen,

Rich asked me to forward the attached Cybershift NCRB documents for your review and comments. Please feel free to let me know if you have any questions.

Thank you!

Terry

Terrence D. Glavin
City of Chicago - Department of Procurement Services
(312) 744-0851
terrence.glavin@cityofchicago.org

From: Molato, Adrian
Sent: Wednesday, July 28, 2010 3:31 PM
To: Butler, Richard; Glavin, Terrence; Loboda, Steve; Seimetz, Karen
Cc: DeHaan, Jason; Schmitt, Debra; Cygan, Jeanette
Subject: NCRB - CyberShift

As per our last meeting on July 13, attached for your review is a revised NCRB packet for CyberShift. The updated packet addresses the Board's comments related to CyberShift's indirect compliance as well as confirmation of funding from ITGB.

Jeanette Cygan has been forwarded the original set of this packet.

Thank you again for your consideration on this matter.

-Adrian

Adrian Molato
Projects Administrator

7/29/2010

I concur.

From: Butler, Richard
To: Loboda, Steve; Seimetz, Karen; Glavin, Terrence
Cc: DeHaan, Jason; Cygan, Jeanette
Sent: Thu Jul 29 15:17:25 2010
Subject: RE: NCRB - CyberShift

It appears that my comments have been addressed enough to proceed with a final sign off by the CPO however, I will need concurrence from the remaining Board members to weigh in on my decision. Please review the documents expedite your responses.

It will not be necessary for the client department to re-appear before the Board.

-----Original Message-----

From: Loboda, Steve
Sent: Wednesday, July 28, 2010 4:42 PM
To: Butler, Richard
Subject: FW: NCRB - CyberShift

This looks like they met the NCRB requests, albeit not by very much. What do you think? Also, are they on the agenda? Thanks.

-----Original Message-----

From: Molato, Adrian
Sent: Wednesday, July 28, 2010 3:32 PM
To: Butler, Richard; Glavin, Terrence; Loboda, Steve; Seimetz, Karen
Cc: DeHaan, Jason; Schmitt, Debra; Cygan, Jeanette
Subject: NCRB - CyberShift

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Jeanette Cygan has been forwarded the original set of this packet.

Thank you again for your consideration on this matter.

-Adrian

Adrian Molato
Projects Administrator
Department of Innovation & Technology
City of Chicago
50 W Washington Street, Suite 2700
Chicago, IL 60602
312-744-5318 (w)
312-744-9004 (f)

7/29/2010

Butler, Richard

From: Glavin, Terrence
Sent: Thursday, July 29, 2010 4:48 PM
To: Butler, Richard
Cc: Seimetz, Karen
Subject: RE: NCRB - CyberShift

I agree. After considering the justification packet and supplements, I vote yes.

Terrence D. Glavin
City of Chicago - Department of Procurement Services
(312) 744-0851
terrence.glavin@cityofchicago.org

From: Seimetz, Karen
Sent: Thursday, July 29, 2010 3:10 PM
To: Glavin, Terrence
Cc: Butler, Richard
Subject: RE: NCRB - CyberShift

I have reviewed the revised submission including the information and correspondence provided by Cybershift on indirect MBE/WBE compliance. I find our questions to be answered satisfactorily by this revised submission, and I vote yes. If you have any questions, please let me know. Karen Seimetz

From: Glavin, Terrence
Sent: Thursday, July 29, 2010 2:27 PM
To: Seimetz, Karen
Cc: Butler, Richard
Subject: FW: NCRB - CyberShift

Karen,

Rich asked me to forward the attached Cybershift NCRB documents for your review and comments. Please feel free to let me know if you have any questions.

Thank you!

Terry

Terrence D. Glavin
City of Chicago - Department of Procurement Services
(312) 744-0851
terrence.glavin@cityofchicago.org

From: Molato, Adrian
Sent: Wednesday, July 28, 2010 3:31 PM
To: Butler, Richard; Glavin, Terrence; Loboda, Steve; Seimetz, Karen
Cc: DeHaan, Jason; Schmitt, Debra; Cygan, Jeanette
Subject: NCRB - CyberShift

7/29/2010

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Thank you again for your consideration on this matter.

-Adrian

Adrian Molato
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City of Chicago
Richard M. Daley, Mayor

Department of Innovation and
Technology

Hardik Bhatt
Chief Information Officer

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Chicago, Illinois 60602
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(312) 744-9004 (FAX)
<http://www.cityofchicago.org>

*conditions
OK
Bye Bye 729*

Memo To: Richard Butler
First Deputy Procurement Officer, Department of
Procurement Services, City of Chicago

From: Adrian Molato
Project Manager, Department of Innovation and
Technology, City of Chicago

CC: Debra Schmitt
Deputy Chief Information Officer, Department of
Innovation and Technology, City of Chicago

Date: July 28, 2010

Subject: CyberShift, Inc. – Submittal of final NCRB package

As a follow up to our presentation on July 13, 2010, I would like to submit this final package containing information requested by the NCRB. Specifically, the new information can be found in the following attachments:

- Attachment C – **MBE/WBE Summary Letter** – CyberShift’s signed documentation stating they were able to find vendors to address direct compliance as well as initiate contact with vendors to address indirect compliance. The letter is followed by supporting documentation of their efforts to address indirect compliance with certified MWDBE vendors.
- Attachment D – **Memorandum from OBM** – Confirmation from OBM indicating ITGB funding approval for implementation, as well as DoIT’s responsibility to address long term maintenance through their non-personnel budget.

Thank you again for your consideration on this matter.

