

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

S. S. R. B.

DATE 01/05/10
 APPROVED BY 3-0

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 MOTOROLA 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 Term Agreement or _____ Delegate Agency (Check one). If Delegate Agency, this request is for "blanket approval" for all contracts within the _____ (Attach List) Pre-Assigned Specification No. _____
DoIT CRM PROGRAM (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 #: <u>PO# T26138</u>	Company or Agency Name: <u>MOTOROLA</u>
Specification # <u>B02056214</u>	Contract or Program Description: <u>DoIT CRM PROGRAM</u>
Modification #: _____	(Attach List, if multiple)
<u>S. Amin</u> x2-1817 Originator Name Telephone	<u>[Signature]</u> <u>DoIT</u> <u>8/31/09</u> Signature Department Date

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

<input checked="" type="checkbox"/> PROCUREMENT HISTORY <u>SEE ATTACHMENT 1</u>
<input checked="" type="checkbox"/> ESTIMATED COST <u>SEE ATTACHMENT 2</u>
<input checked="" type="checkbox"/> SCHEDULE REQUIREMENTS <u>SEE ATTACHMENT 3</u>
<input checked="" type="checkbox"/> EXCLUSIVE OR UNIQUE CAPABILITY <u>SEE ATTACHMENT 4</u>
<input checked="" type="checkbox"/> OTHER <u>SEE ATTACHMENT 5</u>

APPROVED BY: [Signature] 9/29/09 [Signature] 01/05/10
 DEPARTMENT HEAD OR DESIGNEE DATE BOARD CHAIRPERSON DATE
[Signature] [Signature]
 CHIEF PROCUREMENT OFFICER DATE OF APPROVAL



DPS PROJECT CHECKLIST

For DPS Use Only	
Date Received	_____
Date Returned	_____
Date Accepted	_____
CA/CN's Name	_____

IMPORTANT: PLEASE READ AND FOLLOW THE INSTRUCTIONS FOR COMPLETING THE PROJECT CHECKLIST AND CONTACT THE APPROPRIATE UNIT MANAGER IF YOU HAVE ANY FURTHER QUESTIONS. ALL INFORMATION SHOULD BE COMPLETED, ATTACH ALL REQUIRED MATERIALS AND SUBMIT FOR HANDLING TO THE DEPARTMENT OF PROCUREMENT SERVICES, ROOM 403, CITY HALL, 121 N. LASALLE STREET, CHICAGO, ILLINOIS 60602.

GENERAL INFORMATION:

Date: 9/29/09
 REQ No.: 45811
 Specification No.: (if known): B02056214
 PO No.: (if known): T26138
 Modification No.: (if known):
 Project Description: Amendment to IT Software & Professional Services for 311 System agreement/MOTOROLA INC FKA SUNCOAST

Contact Person: J.Mims
 Tel: x2-1817 Fax: x2-1497 E-mail: jmims@cityofchicago.org
 Project Manager: C. Nolan
 Tel: x4-3963 Fax: E-mail: cnolan@cityofchicago.org
 Previous PO No.: (if known):

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	OBJT	PROJECT	RPTG	\$ DOLLAR AMOUNT
1	09	100	06	2005	0138	0000	00000	00000	00000	0

Estimated Value \$0

*IF GRANT FUNDED, A COPY OF THE APPROVED GRANT AND APPLICATION ARE REQUIRED and any other Terms and Conditions that may apply.

SCOPE STATEMENT:

Attached is a Detailed Scope of Services and/or Specification

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.

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.

TYPE OF PROCUREMENT REQUESTED (check all that apply):

NEW REQUEST

- Blanket Agreement
- Standard Agreement
- Small Orders

MOD/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: 8/31/11 Requested Term (number of months):

**CITY OF CHICAGO
PRE-APPROVED
MODIFICATION / OVERRIDE REQUISITION**

Copy (Department)

DELIVER TO: 006-2005 DOIT 50 W WASHINGTON Chicago, IL 60601	REQUISITION: 45811 For PO Number: T26138 PAGE: 1 DEPARTMENT: 06 - DEPT OF INNOVATION & TECHNOLO PREPARER: Judith A Mims NEEDED: PRE-APPROVED 9/29/2009
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REQUISITION DESCRIPTION

Sole Source request to amend PO T26138/MOTOROLA INC FKA SUNCOAST/IT SOFTWARE & PROFESSIONAL SERVICES FOR 311 SYSTEM
 SPECIFICATION NUMBER: B02056214
 Mod Reason: SCOPE CHANGE

COMMODITY INFORMATION

LINE	ITEM	QUANTITY	UOM	UNIT COST	TOTAL COST						
1	20562	2,200.00	USD	0.00	0.00						
Addition of PocketCSR & CSRMobile software to Maint. and Supp. Agreement											
SUGGESTED VENDOR: MOTOROLA INC FKA SUNCOAST			REQUESTED BY: Judith A Mims								
DIST	BFY	FUND	COST CTR	APPR	ACCNT	ACTV	PROJECT	RPT CAT	GENRL	FUTR	
1	009	0100	0062005	0138	220138	0000	00000000	000000	00000	0000	0.00
LINE TOTAL:											0.00
REQUISITION TOTAL:											0.00

Where a commodity is for a particular or unique use other than standard quality, grades, color, size or other characteristics, give details of how it will be and for what purpose.
 Requisitions prepared incorrectly will be returned to the using department.

Attachment 1 – Procurement History

- **During 1998 -99, the City of Chicago worked with SunCoast Scientific Incorporated in the use of their SunTrack application which was a precursor to today's Motorola Customer Service Request, CSR/311, application.**
- **Motorola subsequently purchased SunCoast Scientific. The City of Chicago then entered into a 5 year Software and Services agreement with Motorola on August 31, 2001. This is a Sole Source contract.**
- **When the agreement expired on August 31, 2006, the City of Chicago entered into another 5 year Software and Services agreement with Motorola, PO# T26138, which was executed in June of 2007 but was back dated to begin on September 1, 2006. The contract end date for the current Motorola agreement is 8/31/2011. This is a Sole Source contract.**

Summary of Contract Amendment Request

The purpose of this amendment request is to address the following items as they relate to the use of the Motorola CSR mobile software, which is an extension of the existing CSR application being used by the City and the removal of systems no longer being utilized.

A summary of the requested changes are outlined below:

- Update **Exhibit 1.2 Maintenance & Support Agreement** to include the following COTS software:
 - PocketCSR – Mobile extension of CSR designed for Windows Mobile Operating System.
 - CSRMobile – Mobile extension of CSR designed for Microsoft Windows XP mobile computers

- Update **Exhibit 1.4 “City Systems”** definition as follows:
 - Add the following to section **A. Motorola Commercial Off the Shelf Software (COTS) Systems**:
 - 3. PocketCSR
 - 4. CSRMobile
 - Remove the following from section **B. Motorola non-COTS Systems**:
 - 5. Sewers Subsystem
 - 6. Animal Care & Control Subsystem

- Update **Exhibit 1.5 Software in Escrow**:
 - Add the following to section **A. Motorola Commercial Off the Shelf Software (COTS) Systems**:
 - 3. PocketCSR
 - 4. CSRMobile
 - Remove the following from section **B. Motorola non-COTS Systems**:
 - 5. Sewers Subsystem
 - 6. Animal Care & Control Subsystem
 -

- Update **Exhibit 5.1 Fee Schedule** to reflect the changes in the Annual Maintenance and Annual Support Fee Schedule as a result of adding and removing the COTS and non-COTS systems.
 - The changes result in an increase of \$ 2,200 in annual maintenance and support costs.

Attachment 2 – Estimated Cost

Amendment One to Contract No. T26138
Between
MOTOROLA INC.
And
CITY OF CHICAGO
Department of Innovation and Technology

This Amendment No. One dated _____, 2009 ("Amendment") to the Software and Services Agreement dated September 1, 2006 ("Agreement") between the City of Chicago, a municipal corporation and home rule unit of local government existing under the Constitution of the State of Illinois ("City of Chicago" or "City") and Motorola Inc., a Delaware corporation ("Motorola"), individually referred to as "Party" and collectively as the "Parties," is made and entered into as to _____, 2009 (the "Amendment Effective Date").

BACKGROUND

Whereas, Motorola and the City entered into the Original Agreement, Contract Number T26138, under which Motorola will provide the City with certain software products and services necessary to maintain, enhance and interface with certain City computerized systems; and

Whereas, Section 24.9 of the Agreement permits the Parties to amend the Agreement; and

Whereas, The Parties desire to amend the Agreement to add the specified Motorola commercial-off-the-shelf software (COTS), revise the definition of "City Systems," update the Fee Schedule, modify the Software Escrow, and remove the Sewers and Animal Control CSR Subsystems.

Now therefore, the Parties agree to amend the Agreement as follows:

The tables and sections contained in the Agreement and referred to below are hereby modified to include the following:

Exhibit 1.2 – Maintenance and Support Agreement shall be revised to include the following COTS software:

Exhibit A DESCRIPTION OF COVERED PRODUCTS			
Product	Description	Version	Qty
PocketCSR	Mobile extension of CSR designed for Windows Mobile Operating System	2.1	Licenses can be purchased at any time
CSRMobile	Mobile extension of CSR designed for Microsoft Windows XP mobile computers	2.1	Licenses can be purchased at any time

Exhibit 1.4 – "City Systems" Definition shall be revised as follows:

Following are added by this amendment:

- A. Motorola Commercial-Off-The-Shelf Software (COTS) Systems
 - (2) CSR Extensions
 - 3. PocketCSR
 - 4. CSRMobile

Following are subtracted by this amendment:

- B. Motorola non-COTS Systems
 - (1) CSR Subsystems
 - 5. Sewers
 - 6. Animal Care and Control

Exhibit 1.5 – Software in Escrow shall be revised as follows:

Following are added by this amendment:

- A. Motorola Commercial-Off-The-Shelf Software (COTS) Systems
 - (2) CSR Extensions
 - 3. PocketCSR
 - 4. CSRMobile

Following are subtracted by this amendment:

- B. Motorola non-COTS Systems
 - (1) CSR Subsystems
 - 5. Animal Care and Control

Exhibit 5.1 – Fee Schedule shall be revised to include PocketCSR and CSRMobile (marked with a single asterisk in Summary table E.). Fee Schedule shall also be revised to reflect a change in the Percent of System in Production Use for the Custom Support Retainer and the Time & Materials Open Services (marked with a double asterisk in Summary table E.) from 100% to 97% due to the retirement of the Sewers and Animal Care & Control CSR Subsystems.

- A. Motorola COTS System Maintenance
 - (5) Maintenance Fees for the PocketCSR License will be 20% of the software valuation per year. Software valuation is calculated by adding the application fee of \$15,000 to the license fee. License fee for PocketCSR is \$750 multiplied by the number of user licenses.
 - (6) Maintenance Fees for the CSRMobile License will be 20% of the software valuation per year. Software valuation is calculated by adding the application fee of \$15,000 to the license fee. License fee for CSRMobile is \$1,000 multiplied by the number of user licenses.

E. Summary

CSR	508	\$1,375,000	20%	\$275,000
CSR Application Hub				\$90,000
AHMS	200	\$975,000	20%	\$195,000
AHMS Application Hub				\$90,000
PocketCSR *	49	\$51,750	20%	\$10,350
CSRMobile *	8	\$23,000	20%	\$4,600
Custom Support Retainer**		\$225,000	97%	\$218,250
Time & Materials Open Services**		\$200,000	97%	\$194,000
Program Management				\$225,000
Total Annual				\$1,302,200

* Denotes software that has been added to Summary table.

** Denotes pricing changes due to system retirement.

Except as amended by this Amendment, all terms of the Agreement between Customer and Vendor will remain in full force and effect.

REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY.

Summary of Estimated Maintenance Costs

The current total annual maintenance & support fees for the Motorola COTS and Non-COTS systems:	\$1,300,000
Minus annual maintenance cost of Non-COTS systems no longer used by the City:	<u>- \$ 12,750</u>
Sub-Total	\$1,287,250
Addition of annual maintenance cost of CSRMobile and Pocket CSR:	<u>\$14,950</u>
Revised total annual maintenance and support fees:	\$1,302,200

Attachment 3 – Schedule Requirements

The requested amendment is needed for the term of contract PO# T26138. The term of contract end date is 8/31/2011.

Attachment 4 – Exclusive or Unique Capability

The Motorola Customer Service Request application known as the CSR/311 system is widely used internally and externally as the City of Chicago's enterprise solution for service request intake and service request routing/resolution. To address the needs of departments to improve productivity and increase efficiencies by reducing manual data entry and paper processes the CSRMobile products were identified as viable solutions. These products are an extension of CSR and will provide the City's mobile workforce with the ability to use CSR in the field.

As result of a successful proof of concept effort and because CSRMobile and PocketCSR are commercial-off-the-shelf (COTS) software extensions of the existing CSR application and require no customization, it was determined that these solutions would effectively meet the needs of the City.

Additionally, upon researching potential mobile solutions, the following was learned:

- Other vendor's mobile products required the purchase of their CRM application in order for their mobile component to work, resulting in the City actually owning 2 CRM applications that would need to be supported and maintained.
- Customization would be required to interface the two CRM applications. The City would also need to work with the vendor's development partners as part of the customization process.
- Development and support of these mobile products could potentially put additional strain on the City's existing technical resources. The hiring of additional resources may be needed if specific skill sets are required which may not be available in the City.
- Customizing a solution has inherent risks and can be very expensive to develop and maintain. Customization also adds additional complexity to writing the code, testing, debugging, and maintaining/upgrading the solution. This type of solution is also resource intensive and would require the addition of technical resources. For these reasons, the City's strategy is to move away from customized solutions.
- City governments currently using CSR and it's mobile components also explored other mobile options but were unable to locate solutions that were suited to meet their needs.
- By using the CSRMobile and PocketCSR applications, the City will be able to leverage it's years of investment in the core CSR application.

The City has worked over the years to adapt the CSR application to meet the needs of the departments. Due to the requirements of the various departments, loss of personnel resources and the need to improve productivity while reducing expenses, the CSR Mobile products will supply the user departments with the tools needed to meet their business demands. In addition, the use of these tools will enhance city workers ability to address the needs of citizens in a timely manner.

SCHEDULE C - 1

Letter of Intent from MBE/WBE to Perform
as Subcontractor, Supplier and/or Consultant

Name of Project/Contract: City of Chicago

Specification Number: T020562-14-0

From: Global Capital Limited
(Name of MBE/WBE Firm)

MBE: YES _____ NO X

WBE: YES X NO _____

To: Motorola, Inc. and the City of Chicago:
(Name of Prime Contractor - Bidder/Proposer)

The undersigned intends to perform work in connection with the above projects as a:

Sole Proprietor
 Partnership

Corporation
 Joint Venture

The MBE/WBE status of the undersigned is confirmed by the attached letter of Certification from the City of Chicago effective date of Sept. 2005 to Sept. 2010 for a period of five years.

The undersigned is prepared to provide the following described services or supply the following described goods in connection with the above named project/contract:

Capital equipment procurement, leasing and consulting

The above described performance is offered for the following price and described terms of payment:
\$450,000.00, 4.50% (Indirect participation)

If more space is needed to fully describe the MBE/WBE firm's proposed scope of work and/or payment schedule, attach additional sheets.

The undersigned will enter into a formal written agreement for the above work with you as a Prime Contractor, conditioned upon your execution of a contract with the City of Chicago, and will do so within (3) three working days of receipt of a signed contract from the City of Chicago.


(Signature of Owner or Authorized Agent)

Terri McNally, President

Name/Title (Print)

August 31, 2009

Date

(847) 223 - 7820

Phone



City of Chicago
Richard M. Daley, Mayor

Department of
Procurement Services

Montel M. Gayles
Chief Procurement Officer

City Hall, Room 403
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-4900
(312) 744-2949 (TTY)

<http://www.cityofchicago.org>

September 5, 2008

Terri McNally
Global Capital, Ltd.
888 East Belvidere, #309
Grayslake, Illinois 60030

Annual Certificate Expires: September 1, 2009
Vendor Number: 1066409

Dear Ms. McNally:

Congratulations on your continued eligibility for certification as a WBE by the City of Chicago. This WBE certification is valid until **September 2010**; however your firm must be re-validated annually. Your firm's next annual validation is required by **September 1, 2009**.

As a condition of continued certification during this five year period, you must file a No-Change Affidavit **within 60 days** prior to the date of expiration. Failure to file this Affidavit will result in the termination of your certification. **Please note that you must include a copy of your most current Federal Corporate Tax Return.** You must also notify the City of Chicago of any changes in ownership or control of your firm or any other matters or facts affecting your firm's eligibility for certification.

The City may commence action to remove your firm's eligibility if you fail to notify us of any changes of facts affecting your firm's certification or if your firm otherwise fails to cooperate with the City in any inquiry or investigation. Removal of eligibility procedures may also be commenced if your firm is found to be involved in bidding or contractual irregularities.

Your firm's name will be listed in the City's Directory of Minority Business Enterprises and Women Business Enterprises in the specialty area(s) of:

Capital Equipment Procurement, Leasing and Consulting; Capital Financing Brokerage Services

Your firm's participation on City contracts will be credited only toward WBE goals in your area(s) of specialty. While your participation on City contracts is not limited to your specialty, credit toward WBE goals will be given only for work done in the specialty category.

Thank you for your continued interest in the City's Minority and Women Business Enterprise Programs.

Sincerely,


Lori Ann Lygson
Deputy Procurement Officer

LAL/mck

IL UCP HOST: City of Chicago



SCHEDULE C - 1

Letter of Intent from MBE/WBE to Perform
as Subcontractor, Supplier and/or Consultant

Name of Project/Contract: City of Chicago

Specification Number: T020562-14-0

From: Global Capital Limited
(Name of MBE/WBE Firm)

MBE: YES _____ NO X
WBE: YES X NO _____

To: Motorola, Inc. and the City of Chicago:
(Name of Prime Contractor - Bidder/Proposer)

The undersigned intends to perform work in connection with the above projects as a:

- Sole Proprietor
- Partnership
- Corporation
- Joint Venture

The MBE/WBE status of the undersigned is confirmed by the attached letter of Certification from the City of Chicago effective date of Sept. 2005 to Sept. 2010 for a period of five years.

The undersigned is prepared to provide the following described services or supply the following described goods in connection with the above named project/contract:

Capital equipment procurement, leasing and consulting

The above described performance is offered for the following price and described terms of payment:
\$450,000.00, 4.50% (Indirect participation)

If more space is needed to fully describe the MBE/WBE firm's proposed scope of work and/or payment schedule, attach additional sheets.

The undersigned will enter into a formal written agreement for the above work with you as a Prime Contractor, conditioned upon your execution of a contract with the City of Chicago, and will do so within (3) three working days of receipt of a signed contract from the City of Chicago.

Terri E McNally
(Signature of Owner or Authorized Agent)
Terri McNally, President
Name/Title (Print)
August 31, 2009
Date
(847) 223 - 7820
Phone

SCHEDULE C - 1

Letter of Intent from MBE/WBE to Perform
as Subcontractor, Supplier and/or Consultant

Name of Project/Contract: City of Chicago

Specification Number: T020562-14-0

From: B & B Maintenance
(Name of MBE/WBE Firm)

MBE: YES NO

WBE: YES NO

To: Motorola, Inc. and the City of Chicago:
(Name of Prime Contractor - Bidder/Proposer)

The undersigned intends to perform work in connection with the above projects as a:

Sole Proprietor Corporation
 Partnership Joint Venture

The MBE/WBE status of the undersigned is confirmed by the attached letter of Certification from the City of Chicago effective date of 3-7-07 to 3-1-13 for a period of five years.

The undersigned is prepared to provide the following described services or supply the following described goods in connection with the above named project/contract:

Janitorial services

The above described performance is offered for the following price and described terms of payment:
\$1,690,000.00, 16.90% (Indirect participation)

If more space is needed to fully describe the MBE/WBE firm's proposed scope of work and/or payment schedule, attach additional sheets.

The undersigned will enter into a formal written agreement for the above work with you as a Prime Contractor, conditioned upon your execution of a contract with the City of Chicago, and will do so within (3) three working days of receipt of a signed contract from the City of Chicago.

Silverio Osorio
(Signature of Owner or Authorized Agent)

Silverio Osorio, President

Name/Title (Print)

8/31/09
Date

(847) 550 - 6060

Phone



City of Chicago
Richard M. Daley, Mayor

Department of
Procurement Services

Montel M. Gayles
Chief Procurement Officer

City Hall, Room 403
121 North LaSalle Street
Chicago, Illinois 60602
(312) 744-4900
(312) 744-2949 (TTY)
<http://www.cityofchicago.org>

March 4, 2009

Silverio Osorio
B and B Maintenance, Inc.
537 Capital Drive
Lake Zurich, IL 60047

Annual Certificate Expires: March 1, 2010
Vendor Number: 1018809

Dear Mr. Osorio:

Congratulations on your continued eligibility for certification as a **MBE** by the City of Chicago. This **MBE** certification is valid until **March 2013**; however your firm must be re-validated annually. Your firm's next annual validation is required by **March 1, 2010**.

As a condition of continued certification during this five year period, you must file a No-Change Affidavit **within 60 days** prior to the date of expiration. Failure to file this Affidavit will result in the termination of your certification. **Please note that you must include a copy of your most current Federal Corporate Tax Return.** You must also notify the City of Chicago of any changes in ownership or control of your firm or any other matters or facts affecting your firm's eligibility for certification.

The City may commence action to remove your firm's eligibility if you fail to notify us of any changes of facts affecting your firm's certification or if your firm otherwise fails to cooperate with the City in any inquiry or investigation. Removal of eligibility procedures may also be commenced if your firm is found to be involved in bidding or contractual irregularities.

Your firm's name will be listed in the City's Directory of Minority Business Enterprises and Women Business Enterprises in the specialty area(s) of:

Janitorial Services

Your firm's participation on City contracts will be credited only toward **MBE** goals in your area(s) of specialty. While your participation on City contracts is not limited to your specialty, credit toward **MBE** goals will be given only for work done in the specialty category.

Thank you for your continued interest in the City's Minority and Women Business Enterprise Programs.

Sincerely,

Mark Hands
Managing Deputy Procurement Officer

MH/bc



SCHEDULE D-1
Affidavit of MBE/WBE Goal Implementation Plan

Contract Name: City of Chicago

Contract No: T020562-14-0

State of: Illinois

County (City) of: Cook

I HEREBY DECLARE AND AFFIRM that I am duly authorized representative of:

Jeffrey Espiritu, Supplier Diversity Manager, Motorola, Inc.

Name of Prime Consultant/Contractor

and that I have personally reviewed the material and facts set forth herein describing our proposed plan to achieve the MBE/WBE goals of this contract.

All MBEI/WBE firms included in this plan have been certified as such by the City of Chicago (Letters of Certification Attached) or have had a complete application for MBEI/WBE certification on file with the City of Chicago for at least thirty (30) days.

I. Direct Participation of MBE/WBE Firms

(Note: The bidder/proposer shall, in determining the manner of MBEI/WBE participation, first consider involvement with MBEI/WBE firms as joint venture partners, subcontractors, and suppliers of goods and services directly related to the performance of this contract.)

A. If bidder/proposer is a certified MBE or WBE firm, attach copy of City of Chicago Letter of Certification (Certification of the bidder/proposer as a MBE satisfies the MBE goal only. Certification of the bidder/proposer as a WBE satisfies the WBE goal only.)

B. If bidder/proposer is a joint venture and one or more joint venture partners are certified MBEs or WBEs, attach copies of Letters of Certification and a copy of Joint Venture Agreement clearly describing the role of the MBEI/WBE firm(s) and its ownership interest in the joint venture.

C. MBE/WBE Subcontractors/Suppliers/Consultants:

1. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %
Schedule C-1 attached? Yes _____ No _____ * (see page 2)

2. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %

Schedule C-1 attached? Yes ___ No ___ * (see page 2)

SCHEDULE D-1
Affidavit of MBE/WBE Goal Implementation Plan

3. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %
Schedule C-1 attached? Yes _____ No _____ * (see page 2)

4. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %
Schedule C-1 attached? Yes _____ No _____ * (see page 2)

5. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %
Schedule C-1 attached? Yes _____ No _____ * (see page 2)

6. Attach additional sheets as needed.

* All Schedule C-1s and Letters of Certification not submitted with bid/proposal must be submitted so as to assure receipt by the Contract Administrator within three (3) business days after bid opening (or proposal due date).

II. Indirect Participation of MBE/WBE Firms

Note: This section need not be completed if the MBEI/WBE goals have been met through the direct participation outlined in Section 1. If the MBEI/WBE goals have not been met through the direct participation, contractor will be expected to demonstrate that the proposed MBEI/WBE direct participation represents the maximum achievable under the circumstances. Only after such a demonstration will indirect participation be considered.)

MBE/WBE Subcontractors/Suppliers/Consultants proposed to perform work or supply good or services where such performance does not directly relate to the performance of this contract:

SCHEDULE D-1
Affidavit of MBE/WBE Goal Implementation Plan

- A. Name of MBE/WBE: B & B Maintenance (MBE)
Address: 527 Capital Drive, Lake Zurich, IL 60047
Contact Person: Silverio Osorio, President Phone: : (847) 550 - 6060
Dollar Amount of Participation \$: 1,690,000.00
Percent Amount of Participation: 16.90 %
Schedule C-1 attached? Yes No * (see page 2)
- B. Name of MBE/WBE: Global Capital Limited (WBE)
Address: 888 E. Belvedere Rd, Unit 309, Grayslake, IL 60030
Contact Person: Terri McNally, President Phone: (847) 223 - 7820
Dollar Amount of Participation \$ 450,000.00
Percent Amount of Participation: 4.50 %
Schedule C-1 attached? Yes No * (see page 2)
- C. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %
Schedule C-1 attached? Yes No * (see page 2)
- D. Name of MBE/WBE: _____
Address: _____
Contact Person: _____ Phone: _____
Dollar Amount of Participation \$ _____
Percent Amount of Participation: _____ %
Schedule C-1 attached? Yes No * (see page 2)
- E. Attach addition sheets as needed.

*All Schedule C-1s and Letters of Certification not submitted with bid/proposal must be submitted as to assure receipt by the Contract Administrator within three (3) business days after bid opening (or Proposal due date).

SCHEDULE D-1
Affidavit of MBE/WBE Goal Implementation Plan

III. Summary of MBE/WBE Proposal:

A. MBE Proposal:

1. MBE Direct Participation (from Section I.):

<u>MBE Firm Name</u>	Dollar Amount of Participation	Percent Amount of Participation
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
Total Direct MBE Participation:	\$ _____	_____ %

2. MBE Indirect Participation (from Section II.):

<u>MBE Firm Name</u>	Dollar Amount of Participation	Percent Amount of Participation
B & B Maint. _____	\$ 1,690,000.00 _____	16.90% _____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
Total Indirect MBE Participation:	\$ 1,690,000.00 _____	16.90% _____ %

B. WBE Proposal:

1. WBE Direct Participation (from Section I.):

<u>WBE Firm Name</u>	Dollar Amount of Participation	Percent Amount of Participation
_____	\$ _____	_____ %
_____	\$ _____	_____ %
_____	\$ _____	_____ %
Total Direct WBE Participation:	\$ _____	_____ %

3. WBE Indirect Participation (from Section II.):

<u>WBE Firm Name</u>	Dollar Amount of Participation	Percent Amount of Participation
Global Capital Ltd _____	\$ 450,000.00 _____	4.50% _____ %

_____	\$ _____	_____ %
_____	\$ _____	_____ %
Total Indirect WBE Participation:	\$ <u>450,000.00</u>	<u>4.50</u> %

SCHEDULE D-1
Affidavit of MBE/WBE Goal Implementation Plan

To the best of my knowledge, information and belief, the facts and representations contained in this Schedule are true, and no material facts have been omitted.

The contractor designates the following person as their MBE/WBE Liaison Officer:

Name Jeffrey Espiritu Phone Number. (847) 576-6095

I do solemnly declare and affirm under penalties of perjury that the contents of the foregoing document are true and correct, and that I am authorized, on behalf of the contractor, to make this affidavit.


Signature of Affiant

State of Illinois

County of Cook

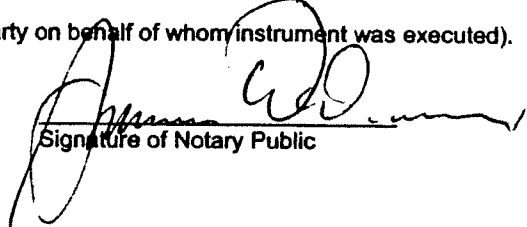
This instrument was acknowledged before me on 8/31/2009 (date)

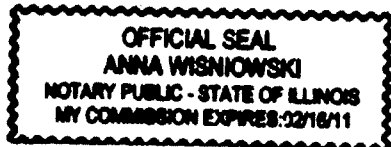
by Jeffrey Espiritu (name /s of person/s)

as Supplier Diversity Manager type of authority, e.g., officer, trustee, etc.)

of Motorola name of party on behalf of whom instrument was executed).

(Seal)


Signature of Notary Public



**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT
AND AFFIDAVIT**

SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting this EDS. Include d/b/a if applicable:

Motorola Inc., by and through its Government and Commercial Markets - Americas Group

Check ONE of the following three boxes:

Indicate whether Disclosing Party submitting this EDS is:

- 1. the Applicant
OR
- 2. a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the Applicant in which Disclosing Party holds an interest: _____
OR
- 3. a specified legal entity with a right of control (see Section II.B.1.b.). State the legal name of the entity in which Disclosing Party holds a right of control: _____

B. Business address of Disclosing Party: 1301 E. Argonne Road
Schaumburg, IL 60196

C. Telephone: 312-715-1319 Fax: 262-679-3209 Email: Tom.Horbinski@Motorola.com

D. Name of contact person: Tom Horbinski

E. Federal Employer Identification No. (if you have one): 36-1115800

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):

Software and Services Maintenance and Support

G. Which City agency or department is requesting this EDS? Do IT

If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:

Specification = B02056214 and Contract = T22133

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

- | | |
|--|--|
| <input type="checkbox"/> Person | <input type="checkbox"/> Limited liability company* |
| <input checked="" type="checkbox"/> Publicly registered business corporation | <input type="checkbox"/> Limited liability partnership* |
| <input type="checkbox"/> Privately held business corporation | <input type="checkbox"/> Joint venture* |
| <input type="checkbox"/> Sole proprietorship | <input type="checkbox"/> Not-for-profit corporation |
| <input type="checkbox"/> General partnership* | (Is the not-for-profit corporation also a 501(c)(3))? |
| <input type="checkbox"/> Limited partnership* | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| <input type="checkbox"/> Trust | <input type="checkbox"/> Other (please specify) |

* Note B.1.b below.

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

Delaware

3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

- Yes No N/A

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1.a. List below the full names and titles of all executive officers and all directors of the entity. For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s).

Name Title

Information about Motorola's executive officers and directors may be found in its annual report and other filings with the Securities and Exchange Commission. Those documents are available at the following website: <http://www.motorola.com/us> - click on the "Investor Relations" folder.

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

any other person or entity that controls the day-to-day management of the Disclosing Party. **NOTE:** Each legal entity listed below must submit an EDS on its own behalf.

Name	Title
N/A	

2. Please provide the following information concerning each person or entity having a direct or indirect beneficial interest (including ownership) 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. If none, state "None." **NOTE:** Pursuant to Section 2-154-036 of the Municipal Code of Chicago ("Municipal Code"), the City may require any such additional information from any applicant which is reasonably intended to achieve full disclosure.

Name	Business Address	Percentage Interest in the Disclosing Party
Dodge 3, LLC	555 California St. #4000 San Francisco, CA 94104-1538	11.26% as of 6/30/09

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?

Yes No

If yes, please identify below the name(s) of such City elected official(s) and describe such relationship(s):

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.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
Timmons Group	505 Independence Plaza, Suite 107, Chesapeake VA 23320	(subcontractor)	(est. \$30,000)
Global Capital Ltd.	808 E. Belvidere #309, Greystone, IL 60030	(subcontractor)	\$1,450,000
B&B Maintenance	537 Capital Drive, Lake Zurich, IL 60047	(subcontractor)	\$1,297,000
Good Egg Media	425 Bush Rd. Ste. 113, Northbrook, IL 60062	(subcontractor)	\$1,000,000

(Add sheets if necessary)

Check here if the Disclosing party has not retained, nor expects to retain, any such persons or entities.

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 arrears on any child support obligations by any Illinois court of competent jurisdiction?

Yes No No person owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

Yes 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.

2. The certifications in subparts 2, 3 and 4 concern:

- the Disclosing Party;
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly, controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

- any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

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:

- a. 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;
- b. 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
- c. 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
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).

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 (1) bid-rigging in violation of 720 ILCS 5-33E-3; (2) bid-rotating in violation of 720 ILCS 5-33E-4; or (3) 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.

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.

5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, 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)

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

N/A

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

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 Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

is is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

2-32 of the Municipal Code, explain here (attach additional pages if necessary):

N/A

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

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?

Yes No

NOTE: If you checked "Yes" to Item D.1., proceed to Items D.2. and D.3. If you checked "No" to Item D.1., proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

Yes No

3. If you checked "Yes" to Item D.1., provide the names and business addresses of the City officials or employees having such interest and identify the nature of such interest:

Name	Business Address	Nature of Interest

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY FRA 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.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2.

1. The Disclosing Party verifies that (a) 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 (b) 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.

2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

N/A

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-1,LL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at <http://www.whitehouse.gov/omb/grants/sf1llin.pdf>, linked on the page http://www.whitehouse.gov/omb/grants/grants_forms.html.

4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".

5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

Yes No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

Yes No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

Yes No

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

Yes No

If you checked "No" to question 1. or 2. above, please provide an explanation:

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. The full text of these ordinances and 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.

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.

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.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

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.

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.

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.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2., or H.3. above, an explanatory statement must be attached to this EDS.

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.

Motorola, Inc., by and through its
Government and Commercial Markets -
Americas Group
(Print or type name of Disclosing Party)

Date: September 1, 2009

By:

[Signature]
(sign here)

Kelly Kirwan
(Print or type name of person signing)

Corporate Vice President
(Print or type title of person signing)

Signed and sworn to before me on (date) 9-1-2009 by [Signature]
at [Signature] County, [Signature] (state).

[Signature] Notary Public.

Commission expires: 4-4-2012

