

AMEND BOARD REPORT 10-1117-PR20
AMEND BOARD REPORT 09-1216-PR26
AMEND BOARD REPORT 09-0128-PR16
RATIFY AMENDMENT TO BOARD REPORT 08-0827-PR24
AMEND BOARD REPORT 07-1024-PR21
AMEND BOARD REPORT 07-0228-PR12
AMEND BOARD REPORT 05-0824-PR11
AMEND BOARD REPORT 05-0323-PR14
**APPROVE EXERCISING THE OPTION TO RENEW THE AGREEMENT WITH VARIOUS COMPANIES
FOR DEFINED CONTRIBUTION RETIREMENT SERVICES**

THE CHIEF EXECUTIVE OFFICER REPORTS THE FOLLOWING DECISION:

Approve exercising the option to renew the agreements with the various companies identified below to provide defined contribution retirement services to Chicago Public School employees, at no cost to the Board and to enter into a written agreement substituting Reliance Financial Corporation in place of MetLife Bank as Custodian regarding the custodial agreements renewed in #6 below. Vendors will continue to provide investment management, administration and recordkeeping for group fixed annuities, variable annuities and institutional mutual funds. Written documents exercising this option are currently being negotiated. The authority granted herein as to each vendor shall automatically rescind in the event a written document for each vendor is not executed within 120 days of the date of this Board Report. Information pertinent to this option is stated below.

This amendment is necessary in order to provide a successor custodian for MetLife, which is exiting this type of business. A written agreement with Reliance Financial Corporation is currently being negotiated. The authority granted herein shall automatically rescind in the event a written agreement with Reliance Financial Corporation is not executed within 120 days of this amended Board Report.

This second amendment to the Board Report is necessary to change the ending term of each renewal period (with the exception of Prudential Retirement Services) from April 1, 2007 to December 31, 2007. This amendment will allow sufficient time for completion of a comprehensive Request for Proposals. Written amendments to each renewal agreement are required. The authority granted herein shall automatically rescind in the event written amendments are not executed within 90 days of this amended Board Report.

This third amendment to the Board Report is necessary to change the ending term of each renewal period with the exception of Prudential Retirement Services from December 31, 2007 to December 21, 2008. This amendment is necessary in order for written agreements to continue in effect to administer and protect employee tax deferred contributions. Written amendments to each renewal are required. The authority granted herein shall automatically rescind in the event written amendments are not executed within 90 days of this amended Board Report.

This fourth amendment is necessary to change the ending date of each renewal period from December 31, 2008 to December 31, 2009, with the exception of Prudential Retirement Services. This amendment is necessary in order for written agreements to continue in effect to administer and protect employee tax deferred contributions while allowing sufficient time for completion of a comprehensive Request for Proposals. Written amendments to each renewals agreement are required. The authority granted herein shall automatically rescind as to each unexecuted amendment in the event written amendments are not executed within 90 days of this amended Board Report.

This fifth amendment is necessary to reflect the name change of CitiStreet Associates, LLC to MetLife Associates, LLC; and also to correct the erroneous deletion of Reliance Financial Corporation, as custodian; as a party in category 6 below, and to restore it under category 6 as of the prior Board Report date where it last appeared. Further, the written amendments with MetLife Associates, LLC and Reliance Financial Corporation pursuant to the fourth amendment, herein above, executed prior to this Board Report date are herein ratified. The authority granted herein shall automatically rescind as to the

amendments cited in the fourth amendment to this Board Report, above, as to MetLife Associates, LLC and as to Reliance Financial Corporation in event that written amendments reflecting these changes are not executed within 90 days of this amended Board Report.

This sixth amendment is necessary to correct the address for Variable Annuity Life Insurance Company and to change the ending date of each renewal period from December 31, 2009 to December 31, 2010, except for Prudential. This amendment is necessary in order for written agreements to continue in effect to administer and protect employee tax deferred contributions while allowing sufficient time to implement new administrative and other agreements. Written amendments to each renewal agreements are required. The authority granted herein shall automatically rescind as to each unexecuted amendment in the event that written amendments are not executed within 90 days of this amended Board Report.

This seventh amendment is necessary to amend certain provisions in the contracts of four of the vendors effective as of December 1, 2010, and to amend the ending date of the renewal agreements for these vendors from December 31, 2010 to December 31, 2011. The four vendors are ING Insurance and Annuity Company, Variable Annuity Life Insurance Company, Metlife Associates LLC and Metropolitan Life Insurance Company. The amendment contains provisions relating to cooperation by these four vendors with respect to recordkeeping services and arrangement for reimbursement of plan expenses. Written amendments to the renewal agreements of these four vendors are required. The authority granted herein shall automatically rescind as to each of these vendors in the event that their written amendment is not executed within 90 days of this amended Board Report.

This eighth amendment is necessary to: a) Amend the ending date of the renewal agreements for ING Life Insurance and Annuity Company and Variable Annuity Life Insurance Company from December 31, 2011 to December 31, 2012; and b) To delete three vendors with whom the previous written agreements have expired: Hartford Life Insurance Co., Horace Mann Life Insurance Company and Prudential Group Life and Disability Insurance. Written amendments to the renewed agreements with the above two vendors are required. The authority granted herein shall automatically rescind as to each of these vendors in the event that their written amendment is not executed within 90 days of this amended report.

Specification Number : 01-250230

Contract Administrator : Rabin, Mr. Gilbert David / 773-553-2250

USER INFORMATION :

Contact: 11010 - Office of Human Capital
125 S Clark St - 2nd Floor
Chicago, IL 60603
Moyer, Mr. Dale Michael
773-553-1070

ORIGINAL AGREEMENT

The original agreements (authorized by Board Report 02-0123-PR31 as amended under Board Resolution 02-1120-RS06 and by Board Report 05-0824-PR11) are for a term commencing April 1, 2002 and ending April 1, 2005, with the Board having one option to renew for an additional period of twenty four (24) months. The written agreements were renewed for a term commencing April 1, 2005 and ending April 1, 2007 pursuant to Board Report number 05-0323-PR14. The agreements were then amended pursuant to Board Report number 07-0228-PR12 and extended to the end date of December 31, 2007, and amended pursuant to Board Report 07-1024-PR21 and then extended to the end date of December 31, 2008, with the exception of Prudential Retirement Services. The agreements remaining were then amended pursuant to Board Report number 08-0827-PR24 and extended to the end date of December 31, 2009. This Board Report was then amended pursuant to Board Report No. 09-0128-PR16 to reflect the name change of CitiStreet Associates, LLC to MetLife Associates, LLC and also to correct the erroneous deletion of Reliance Financial Corporation, as custodian. The agreements were then amended

pursuant to Board Report No. 09-1216-PR26 and extended to the end date of December 31, 2010 except for Prudential. The agreement were then amended pursuant to Board Report 10-1117-PR20 and extended to the end date of December 31, 2011 except for Prudential, Horace Mann, and Hartford. The original agreements were awarded on a competitive basis pursuant to a duly advertised Request for Proposals (Specification #01-250230).

OPTION PERIOD

The term of each agreement with Harford life Insurance Company and Horace Mann Life Insurance Company shall be renewed for a period commencing April 1, 2005 and ending December 31, 2010. The term of each of the agreements with the following: ~~ING Life Insurance and Annuity Company, Variable Annuity Life Insurance Company, MetLife Associates, LLC and Metropolitan Life Insurance Company~~ shall be renewed for a period commencing April 1, 2005 and ending December 31, 2011. ING Life Insurance and Annuity Company and Variable Annuity Life Insurance Company shall be renewed for a period beginning from April 1, 2005 to December 31, 2012. The term for the agreement with Prudential Retirement Services shall be for six-month period commencing April 1, 2005 and ending October 1, 2005.

OPTION PERIODS REMAINING

There are no option periods remaining.

SCOPE OF SERVICES

Vendors shall continue to provide comprehensive defined contribution retirement services which include: Management of investment options (either proprietary, non-proprietary or a combination)
Participant Communication
Administration/Recordkeeping
Participant Education
Vendors shall only provide those products and services within the product line for which they were originally selected.

DELIVERABLES

Vendors shall continue to provide periodic reports related to program activities, including enrollment, vendor performance, investment performance and participant services. Vendors shall continue to develop communication materials, conduct education seminars and provide training materials for Board staff.

OUTCOMES

Vendors services shall continue to result in a program that provides quality investment products and services, with cost effective fees that enhances the Board of Education's defined contributions retirement program.

COMPENSATION

Vendor shall be paid during this option through voluntary deductions for participating Board employees, with no cost to the Board. Cost and fee structures offered to participating Board employees shall be guaranteed for the renewal term and, for participants with Prudential Retirement Services, shall be guaranteed for the six-month renewal term.

AUTHORIZATION

Authorize the General Counsel to include other relevant terms and conditions in the written option documents and amendments. Authorize the President and Secretary to execute the option documents and amendments. Authorize the Chief Human Capital Officer to execute all ancillary documents required to administer or effectuate option agreements.

AFFIRMATIVE ACTION

Pursuant to section ~~3.7~~ 5.2 of the ~~Revised Remedial Plan for Minority and Women Business Enterprise Contract Participation (M/WBE Plan)~~ Remedial Program for Minority and Women Owned Business Enterprise Participation in Goods and Services Contracts, these agreements are exempt from MBE/WBE review because they are unique transactions that come at no cost to the Board.

LSC REVIEW

Not applicable.

FINANCIAL:

Providers shall be paid through voluntary deductions from participating Board Employees, with no cost to the Board.

CFDA#: Not Applicable

GENERAL CONDITIONS

Inspector General - Each party to the agreement shall acknowledge that, in accordance with 105 ILCS 5/34-13.1, the Inspector General of the Chicago Board of Education has the authority to conduct certain investigations and that the Inspector General shall have access to all information and personnel necessary to conduct those investigations.

Conflicts - The agreement shall not be legally binding on the Board if entered into in violation of the provisions of 105 ILCS 5/34-21.3 which restricts the employment of, or the letting of contracts to, former Board members during the one year period following expiration or other termination of their terms of office.

Indebtedness - The Board's Indebtedness Policy adopted June 26, 1996 (96-0626-PO3), as amended from time to time, shall be incorporated into and made a part of the agreement.

Ethics - The Board's Ethics Code adopted June 23, 2004 (04-0623-PO4), as amended from time to time, shall be incorporated into and made a part of the agreement.

Contingent Liability - The agreement shall contain the clause that any expenditure beyond the current fiscal year is deemed a contingent liability, subject to appropriation in the subsequent fiscal year budget(s).

Approved for Consideration:



OPAL L. WALLS
Chief Purchasing Officer

Approved:



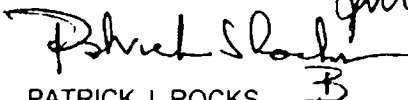
TERRY MAZANY
Chief Executive Officer

Within Appropriation:



DIANA S. FERGUSON
Chief Financial Officer

Approved as to Legal Form:



PATRICK J. ROCKS
General Counsel

- 1) Vendor # 34983
HARTFORD LIFE INSURANCE CO.
200 HOPMEADOW STREET
SIMSBURY, CT 06089
Eric H. Wietsma, Vice President
860-843-6923
- 2) Vendor # 91417
ING LIFE INSURANCE AND ANNUITY
COMPANY
ONE ORANGE WAY-A3N
WINDSOR, CT 06095
Laurie Lombardo, Product Director
860-580-1649
- 3) Vendor # 80803
HORACE MANN LIFE INSURANCE
COMPANY
1 HORACE MANN PLAZA
SPRINGFIELD, IL 62715
Tricia Seifert, AVP Retirement Plan Services
217-789-2500X5553
- 4) Vendor # 23624
VARIABLE ANNUITY LIFE INSURANCE
COMPANY, THE
2929 ALLEN PARKWAY, STE L6-30
HOUSTON, TX 77019
Mike Gifford, Vice Prseident
713-831-5064
- 5) Vendor # 12898
METLIFE ASSOCIATES, LLC
400 ATRIUM DRIVE
SOMERSET, NJ 08873
Julie Taylor
732-514-2000
- 6) Vendor # 34986
METROPOLITAN LIFE INSURANCE CO.
400 ATRIUM DR.
SOMERSET, NJ 08873
Thomas Hogan, Senior Vice President
732-652-1212
- 7) Vendor # 34984
PRUDENTIAL GROUP LIFE AND DISABILITY
INSURANCE
290 W. MOUNT PLEASANT AVENUE
LIVINGSTON, NJ 07039
Susan Maxey Reid
973-367-1213