

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 AGREEMENTS
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 Bank, 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 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 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 renewal 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 hereby 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 the 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 the 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.

SPECIFICATION NO.: 01-0250230

VENDORS:

- 1. Hartford Life Insurance Company**
Eric H. Wietsma, Vice President
200 Hopmeadow Street
Simsbury, CT. 06089
(860) 843-6923
Products-Services:
Fixed/Variable Annuities
Vendor No.: 34983
- 2. ING Life Insurance and Annuity Company**
Laurie Lombardo, Product Director
One Orange Way – A3N
Windsor, CT 06095
(860) 580-1649
Products-Services:
Fixed/Variable Annuities
Vendor No.: 91417
- 3. Horace Mann Life Insurance Company**
Tricia Seifert, AVP Retirement Plan Services
#1 Horace Mann Plaza
Springfield, IL 62715
(217) 789-2500
Products-Services:
Fixed/Variable Annuities
Vendor No.: 80603
- 4. Variable Annuity Life Insurance Company**
Mike Gifford, Vice President
Institutional Marketing
2929 Allen Parkway, Suite L6-30
230 West Monroe, Suite 1550
Chicago, IL 60606 Houston, TX 77019
(312) 368-4004 713-831-5064
Products-Services:
Fixed/Variable Annuities
Vendor No.: 23624
- 5. Metlife Associates, LLC**
Julie Taylor
400 Atrium Drive
Somerset, NJ 08873
(303) 672-3219
Products-Services:
Mutual Funds
Vendor No.: Pending 12898
- 6. Metropolitan Life Insurance Company**
Thomas Hogan, Senior Vice President
400 Atrium Drive
Somerset NJ 08873
(732) 652-1212
Reliance Financial Corporation, as custodian
3384 Peachtree Road NE, Suite 900
Atlanta, GA 30326
Products-Services:
Mutual Funds
Vendor No.: 34986

7. Prudential

Group Life and Disability Insurance Company

Susan Maxey Reid
290 West Mount Pleasant Ave.
Livingston, NJ 07039
(973) 367-1213

Product Services: Mutual Funds

Vendor No.: 34984

USER: Department of Human Resources Operations

125 S. Clark Street – 14th Floor
Dale Moyer, Director
(773) 553-2818

ORIGINAL AGREEMENT: The original agreements (authorized by Board Report 02-0123-PR31 as amended under Board Resolution 02-1120-RS06 and by Board Report 05-08-24-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 07-1024-PR21 and extended to the end date of December 31, 2008, with the exception of Prudential Retirement Services. The agreements were then amended pursuant to Board Report number 08-0827-PR24 and extended to the end date of December 31, 2009. The original agreements were awarded on a competitive basis pursuant to a duly advertised Request for Proposals (Specification # 01-0250230).

TERM: The term of each agreement shall be renewed for a period commencing April 1, 2005 and ending ~~December 31, 2009~~ December 31, 2010. The term for the agreement with Prudential Retirement Services shall be for a 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 Services
- 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 contribution retirement program.

COMPENSATION: Vendors shall be paid during this option through voluntary deductions from 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 Resources Officer to execute all ancillary documents required to administer or effectuate option agreements.

AFFIRMATIVE ACTION: Pursuant to section 3.7 of the Revised Remedial Plan for Minority and Women Business Enterprise Contract Participation (M/WBE Plan) these contracts are exempt from review because they are for unique transactions.

LSC REVIEW: Not applicable.

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

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 member

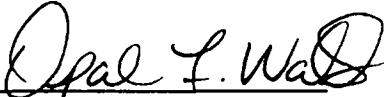
During the one year period following expiration or other termination of their terms of office.

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 F. Walls
Chief Purchasing Officer

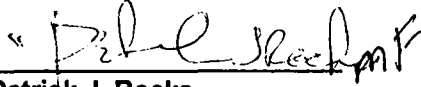
Approved:


Arne Duncan Ron Huberman
Chief Executive Officer

Within Appropriation:


Pedro Martinez Christina Herzog
Acting Chief Financial Officer

Approved as to legal form:


Patrick J. Rocks
General Counsel