

RESOLUTION NO. 2023-5

AUTHORIZING CONTRACT NO. 2022-144 WITH ORACLE AMERICA, INC. TO PROVIDE ORACLE SOFTWARE LICENSES, MAINTENANCE, AND SUPPORT SERVICES FOR A PERIOD OF ONE YEAR IN AN AMOUNT NOT TO EXCEED \$611,960.83 (GENERAL FUND, INNOVATION & TECHNOLOGY DEPARTMENT BUDGET)

WHEREAS, the Authority currently utilizes Oracle-licensed products for financial, procurement, and human resources management applications; and

WHEREAS, annual licenses, maintenance, and support are required to maintain these software applications; and

WHEREAS, these services are available from Oracle America, Inc., located at 500 Oracle Parkway, Redwood City, CA 94065, the original licensor of these products; and

WHEREAS, the Ohio Revised Code, Section 306.43(H)(3) provides that competitive bidding is not required when the expenditure is for a renewal or renegotiation of a lease or license for telecommunications or electronic data processing equipment, services, or systems, or for the upgrade of such equipment, services, or systems, or for the maintenance thereof as supplied by the original source or its successors or assigns; and

WHEREAS, Oracle America, Inc. has offered to provide said licenses, maintenance, and support services at a negotiated amount not to exceed \$611,960.83 for a period of one year; and

WHEREAS, the General Manager, Chief Executive Officer deems the offer of Oracle America, Inc., as negotiated, to provide licenses, maintenance, and support services for the Oracle software applications, to be in the best interest of the Authority and recommends acceptance thereof by the Board of Trustees.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Greater Cleveland Regional Transit Authority, Cuyahoga County, Ohio:

Section 1. That the offer of Oracle America, Inc., as negotiated, to provide Oracle software licenses, maintenance, and support services for a period of one year be and the same is hereby accepted.

Section 2. That the General Manager, Chief Executive Officer of the Authority be and she is hereby authorized to enter into a sole source contract with Oracle America, Inc. to provide said services.

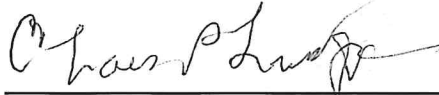
Section 3. The contract will be funded through the General Fund, Innovation & Technology Department budget, in an amount not to exceed \$611,960.83 for a period of one year.

Section 4. That said contract shall be binding upon and an obligation of the Authority contingent upon compliance by the contractor to the Specifications and Addenda, if any; the Affirmative Action Plan adopted by the Board of Trustees, bonding and insurance requirements and all applicable laws relating to contractual obligations of the Authority.

Section 5. That the Greater Cleveland Regional Transit Authority's Board of Trustees expects that Oracle America, Inc. will attempt to exceed the 0% minimum DBE goal assigned to this procurement.

Section 6. That this resolution shall become effective immediately upon its adoption.

Adopted: January 31, 2023



President

Attest:



Secretary-Treasurer



<p>TITLE/DESCRIPTION:</p> <p>CONTRACT: ORACLE SOFTWARE LICENSES, MAINTENANCE AND SUPPORT SERVICES</p> <p>VENDOR: ORACLE AMERICA, INC.</p> <p>AMOUNT: NTE \$611,960.83</p>	<p>Resolution No.: 2023-5</p> <p>Date: January 26, 2023</p> <p>Initiator: Innovation & Technology Department</p>
<p>ACTION REQUEST:</p> <p><input checked="" type="checkbox"/> Approval <input type="checkbox"/> Review/Comment <input type="checkbox"/> Information Only <input type="checkbox"/> Other _____</p>	

- 1.0 PURPOSE/SCOPE: This action will allow the Authority to renew an agreement for the annual software licenses, maintenance, and support of various Oracle EBS applications for a period of one year.
- 2.0 DESCRIPTION/JUSTIFICATION: The Authority has been utilizing Oracle technology and applications since 1995. Annual licenses, maintenance and support are required to maintain the Oracle Enterprise Business Suite – Financials, Procurement, and HR/Payroll applications, as well as, applications that interface with Oracle database technology. These applications include HASTUS, Ultramain, Kronos, Riskmaster and various Trapeze products. Oracle database technology and applications are proprietary products designed exclusively by Oracle America, Inc.
- 3.0 PROCUREMENT BACKGROUND: This renewal contract for licenses, maintenance and support services is exempt from competitive bidding as authorized under Section 306.43(H)(3) of the Ohio Revised Code. Oracle America, Inc. developed the Enterprise Business Suite on a proprietary basis and is the only source authorized to maintain the system. After negotiations, Oracle America, Inc. offered to provide licenses, maintenance, and support for the various Oracle software products for a negotiated amount not to exceed \$611,960.83 for a one-year period. The Innovation and Technology Department reviewed the offer for adherence to technical scope.

A price analysis has been performed, and the Procurement Department has determined that the negotiated price is fair and reasonable to the Authority.
- 4.0 AFFIRMATIVE ACTION/ DBE BACKGROUND: All Affirmative Actions have been met. A 0% DBE participation goal was established for this procurement because it is for the maintenance of proprietary software, where work is limited and exclusive to the original provider and installer by agreement.
- 5.0 POLICY IMPACT: Does not apply.
- 6.0 ECONOMIC IMPACT: This contract shall be payable from the General Fund, Innovation & Technology Department budget, in an amount not to exceed \$611,960.83 for a period of one year.
- 7.0 ALTERNATIVES: Reject this offer. Rejection of this offer would leave the Oracle software applications without adequate licenses, maintenance and support services and jeopardize the functionality of Financial, Procurement and HR/Payroll systems vital to the organization.

- 8.0 RECOMMENDATION: It is recommended that the offer of Oracle America, Inc. be accepted, and the resolution passed authorizing the General Manager, Chief Executive Officer to enter into a contract.
- 9.0 ATTACHMENTS: None.

Recommended and certified as appropriate to the availability of funds, legal form and conformance with the Procurement requirements.


General Manager, Chief Executive Officer