File #: RES 24-XXX, **Version:** 1

Authorizing the City to enter into a Customer Agreement with SHI International Corp

WHEREAS the City currently has an Agreement with SHI International Corporation for use of Microsoft's Unified Enterprise Support Services (known as Microsoft UA);

WHEREAS the Microsoft UA agreement includes services to help improve the City's IT infrastructure and operations and provides on-demand resolution-services to the City;

WHEREAS the City of Saint Paul would like to renew its Microsoft UA Agreement with SHI International Corporation to ensure the City's access to technical support for the software licenses we deploy from the existing Microsoft Enterprise Agreement with the City and includes an allocation of support services engagements where the City can utilize Microsoft staff for strategic direction, guidance and deployment support;

WHEREAS, the City of Saint Paul would like to renew the existing Microsoft UA agreement with SHI International Corporation, which includes an indemnification clause in favor of Microsoft; and

WHEREAS, the City Attorney's Office has attempted to negotiate the indemnification clause with SHI International Corporation but has been unsuccessful in altering SHI International Corporation's position on indemnification; and

WHEREAS, City staff, in consultation with the City Attorney's Office and the Office of Technology & Communications, believe the City should enter into this agreement despite the presence of an indemnification clause in favor of Microsoft;

NOW, THEREFORE, BE IT RESOLVED, that the City Council hereby authorizes and directs the proper city officials to enter into the renewed Microsoft UA Agreement with SHI International Corporation.

See attachment.