



WAUKESHA COUNTY

PURCHASING DIVISION
DEPARTMENT OF ADMINISTRATION

AMENDMENT NO. 3 to Contract No. 0547

THE AGREEMENT, identified in the above caption by number between Waukesha County and **JP Morgan Chase, N.A.** (CONTRACTOR), is hereby amended, modified, altered and changed in the following respects only:

Waukesha County and CONTRACTOR have agreed to the following:

1. Contract will be extended through 2/28/2012
2. The modified financial incentives and rebate grid, Reference Attachment A, will be made retroactive to 3/1/2010. This amendment modifies the Commercial Card Classic Agreement between COUNTY and CONTRACTOR and referenced herein as Contract No. 0547 to include the revised and/or additional fees as outlined below. Except to the extent amended herby, all terms, provisions and conditions of Contract No. 0547 as it may have been amended from time to time, shall continue in full force and effect.
3. Adjusted/Additional fees for the program are:
 - a. The fee for a Fast Card rush delivery is \$25
 - b. The cost for a duplicate statement when ordered through customer service is \$8.
4. CONTRACTOR agrees to provide one annual review with each participating agency to assist in finding ways to improve their program.
5. CONTRACTOR agrees to use its best efforts to provide a dormant card report exclusive of canceled/closed cards and a report to assist in reviewing the appropriateness of card limits. The CONTRACTOR will work close with COUNTY to create the scope and specifications within 120 days of contract execution.

This Amendment is made in consideration of the payments, performances, promises and covenants and obligations set forth in the original Agreement and this Amendment.

This Amendment shall in no way act as a waiver of the price, terms and conditions and obligations, not specifically amended in this document, imposed on the parties by the original Agreement executed by them and identified in the above caption. All rights or obligations, which either of the parties has by virtue of the original Agreement, shall remain in full force and effect, except as is expressly and specifically amended, modified, altered or changed in this Amendment.

<p style="text-align: center;">WAUKESHA COUNTY</p> <p style="font-size: 1.2em;"><i>Laura Stauffer</i> ⁰⁹</p> <hr/> <p>Laura Stauffer, CPCU, ARM Manager of Risk/Purchasing</p> <p>Date: <u>5/7/10</u></p>	<p>CONTRACTOR (To be signed by one person authorized to legally bind your firm to this contract).</p> <p>Firm: <u>JPMorgan Chase Bank, N.A.</u></p> <p>Address: <u>300 S. RIVERSIDE PLAZA, STE. ILL-0199</u></p> <p>City & State: <u>Chicago, IL</u></p> <p>Zip Code: <u>60670</u></p> <p>BY: <u><i>Clare T. Trauth</i></u> (Manual Signature Required) CLARE T. TRAUTH VICE PRESIDENT</p> <p>TITLE: _____</p> <p>DATE: <u>5/4/10</u></p>
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Attachment A
Modified Financial Incentives & Rebate Grid

Financial Incentives

Annual Volume Incentive

JPMorgan Chase will pay a rebate based on the annual Consortium Charge Volume achieved according to the following schedule. The rebate will be calculated as the Rebate Rate times the annual Consortium Charge Volume. Each agency's rebate will then be based on their Average Transaction Size and not the average transaction size of the consortium.

Please see the attached Excel Document for the detailed schedule.

Accelerated terms benefit

If an existing program chooses to accelerate their payment terms under the new offerings (30/7, 14/14, 7/7) and pays at the new speed for June 2010 - Feb 2011, JPMC will recognize that speed of pay for the rebate period of March 1, 2010 - February 28, 2011. Any change in payment terms will need to be acknowledged by JPMC to qualify.

- If an entity elects 30/7 terms, 7 basis points (0.07%) will be added to the applicable rebate rate above.
- If an entity elects 14/14 terms, 8 basis points (0.08%) will be added to the applicable rebate rate above.
- If an entity elects 7/7 terms, 19 basis points (0.19%) will be added to the applicable rebate rate above.

Participating Agencies may elect 30/25 Settlement Terms, provided, however, such election will result in a reduction of 10 basis points from the above rebate schedule.

Individual participant program size incentive

Individual participants will get an additional benefit based on the size of their programs.

\$2,000,000	0.02%
\$3,000,000	0.03%
\$4,000,000	0.04%
\$5,000,000	0.05%
\$6,000,000	0.06%
\$7,000,000	0.07%
\$8,000,000	0.08%
\$9,000,000	0.09%
\$10,000,000	0.10%

Wisconsin Public Sector Consortium
Pricing March 2010

Qualified Annual Charge Volume	Participating Agency Average Transaction Size																
	\$100	\$125	\$150	\$175	\$200	\$225	\$250	\$275	\$300	\$325	\$350	\$375	\$400	\$425	\$450	\$475	\$500
\$3,000,000	0.40%	0.41%	0.45%	0.47%	0.50%	0.52%	0.55%	0.57%	0.60%	0.61%	0.62%	0.63%	0.64%	0.65%	0.66%	0.67%	0.68%
\$5,000,000	0.45%	0.46%	0.50%	0.52%	0.55%	0.57%	0.60%	0.62%	0.65%	0.66%	0.67%	0.68%	0.69%	0.70%	0.71%	0.72%	0.73%
\$7,000,000	0.50%	0.51%	0.55%	0.57%	0.60%	0.62%	0.65%	0.67%	0.70%	0.71%	0.72%	0.73%	0.74%	0.75%	0.76%	0.77%	0.78%
\$10,000,000	0.55%	0.56%	0.60%	0.62%	0.65%	0.67%	0.70%	0.72%	0.75%	0.76%	0.77%	0.78%	0.79%	0.80%	0.81%	0.82%	0.83%
\$12,000,000	0.57%	0.58%	0.62%	0.64%	0.67%	0.69%	0.72%	0.74%	0.77%	0.78%	0.79%	0.80%	0.81%	0.82%	0.83%	0.84%	0.85%
\$15,000,000	0.60%	0.61%	0.65%	0.67%	0.70%	0.72%	0.75%	0.77%	0.80%	0.81%	0.82%	0.83%	0.84%	0.85%	0.86%	0.87%	0.88%
\$17,500,000	0.68%	0.69%	0.73%	0.75%	0.78%	0.80%	0.82%	0.84%	0.88%	0.89%	0.90%	0.91%	0.92%	0.93%	0.94%	0.95%	0.96%
\$20,000,000	0.76%	0.77%	0.81%	0.83%	0.86%	0.88%	0.91%	0.93%	0.98%	0.97%	0.98%	0.99%	1.00%	1.01%	1.02%	1.03%	1.04%
\$22,500,000	0.80%	0.81%	0.85%	0.87%	0.93%	0.95%	0.98%	1.00%	1.08%	1.09%	1.10%	1.11%	1.12%	1.13%	1.14%	1.15%	1.16%
\$25,000,000	0.82%	0.83%	0.87%	0.89%	0.95%	1.02%	1.05%	1.07%	1.10%	1.11%	1.12%	1.13%	1.14%	1.15%	1.16%	1.17%	1.18%
\$30,000,000	0.87%	0.88%	0.95%	1.00%	1.05%	1.12%	1.15%	1.17%	1.20%	1.21%	1.22%	1.23%	1.24%	1.25%	1.26%	1.27%	1.28%
\$35,000,000	0.83%	0.84%	1.05%	1.07%	1.10%	1.12%	1.15%	1.17%	1.20%	1.21%	1.22%	1.23%	1.24%	1.25%	1.26%	1.27%	1.28%
\$40,000,000	0.85%	0.86%	1.09%	1.09%	1.12%	1.14%	1.17%	1.19%	1.22%	1.23%	1.24%	1.25%	1.26%	1.27%	1.28%	1.29%	1.30%
\$45,000,000	0.87%	0.88%	1.09%	1.11%	1.14%	1.16%	1.19%	1.21%	1.24%	1.25%	1.26%	1.27%	1.28%	1.29%	1.30%	1.31%	1.32%
\$50,000,000	0.890%	0.900%	1.10%	1.130%	1.160%	1.180%	1.210%	1.230%	1.260%	1.270%	1.280%	1.290%	1.300%	1.310%	1.320%	1.330%	1.340%
\$55,000,000	0.900%	0.910%	1.20%	1.140%	1.170%	1.190%	1.220%	1.240%	1.270%	1.280%	1.290%	1.300%	1.310%	1.320%	1.330%	1.340%	1.350%
\$60,000,000	0.910%	0.920%	1.130%	1.150%	1.180%	1.200%	1.230%	1.250%	1.280%	1.290%	1.300%	1.310%	1.320%	1.330%	1.340%	1.350%	1.360%
\$65,000,000	0.920%	0.930%	1.140%	1.160%	1.190%	1.210%	1.240%	1.260%	1.290%	1.300%	1.310%	1.320%	1.330%	1.340%	1.350%	1.360%	1.370%
\$70,000,000	0.930%	0.940%	1.150%	1.170%	1.200%	1.220%	1.250%	1.270%	1.300%	1.310%	1.320%	1.330%	1.340%	1.350%	1.360%	1.370%	1.380%
\$75,000,000	0.940%	0.950%	1.160%	1.180%	1.210%	1.230%	1.260%	1.280%	1.310%	1.320%	1.330%	1.340%	1.350%	1.360%	1.370%	1.380%	1.390%
\$80,000,000	0.950%	0.960%	1.170%	1.190%	1.220%	1.240%	1.270%	1.290%	1.320%	1.330%	1.340%	1.350%	1.360%	1.370%	1.380%	1.390%	1.400%
\$85,000,000	0.960%	0.970%	1.180%	1.200%	1.230%	1.250%	1.280%	1.300%	1.330%	1.340%	1.350%	1.360%	1.370%	1.380%	1.390%	1.400%	1.410%
\$90,000,000	0.970%	0.980%	1.190%	1.210%	1.240%	1.260%	1.290%	1.310%	1.340%	1.350%	1.360%	1.370%	1.380%	1.390%	1.400%	1.410%	1.420%
\$95,000,000	0.980%	0.990%	1.200%	1.220%	1.250%	1.270%	1.300%	1.320%	1.350%	1.360%	1.370%	1.380%	1.390%	1.400%	1.410%	1.420%	1.430%
\$100,000,000	0.990%	1.000%	1.210%	1.230%	1.260%	1.280%	1.310%	1.330%	1.360%	1.370%	1.380%	1.390%	1.400%	1.410%	1.420%	1.430%	1.440%
\$105,000,000	0.993%	1.003%	1.213%	1.233%	1.262%	1.282%	1.312%	1.332%	1.362%	1.372%	1.382%	1.392%	1.402%	1.412%	1.422%	1.432%	1.442%
\$110,000,000	0.995%	1.005%	1.215%	1.235%	1.264%	1.284%	1.314%	1.334%	1.364%	1.374%	1.384%	1.394%	1.404%	1.414%	1.424%	1.434%	1.444%
\$115,000,000	0.998%	1.008%	1.218%	1.238%	1.266%	1.286%	1.316%	1.336%	1.366%	1.376%	1.386%	1.396%	1.406%	1.416%	1.426%	1.436%	1.446%
\$120,000,000	1.000%	1.010%	1.220%	1.240%	1.268%	1.288%	1.318%	1.338%	1.368%	1.378%	1.388%	1.398%	1.408%	1.418%	1.428%	1.438%	1.448%
\$125,000,000	1.003%	1.013%	1.223%	1.243%	1.270%	1.290%	1.320%	1.340%	1.370%	1.380%	1.390%	1.400%	1.410%	1.420%	1.430%	1.440%	1.450%
\$130,000,000	1.005%	1.015%	1.225%	1.245%	1.272%	1.292%	1.322%	1.342%	1.372%	1.382%	1.392%	1.402%	1.412%	1.422%	1.432%	1.442%	1.452%
\$135,000,000	1.008%	1.018%	1.228%	1.248%	1.274%	1.294%	1.324%	1.344%	1.374%	1.384%	1.394%	1.404%	1.414%	1.424%	1.434%	1.444%	1.454%
\$140,000,000	1.010%	1.020%	1.230%	1.250%	1.276%	1.296%	1.326%	1.346%	1.376%	1.386%	1.396%	1.406%	1.416%	1.426%	1.436%	1.446%	1.456%
\$145,000,000	1.013%	1.023%	1.233%	1.253%	1.278%	1.298%	1.328%	1.348%	1.378%	1.388%	1.398%	1.408%	1.418%	1.428%	1.438%	1.448%	1.458%
\$150,000,000	1.015%	1.025%	1.235%	1.255%	1.280%	1.300%	1.330%	1.350%	1.375%	1.385%	1.395%	1.405%	1.415%	1.425%	1.435%	1.445%	1.455%
\$155,000,000	1.018%	1.028%	1.238%	1.258%	1.282%	1.302%	1.332%	1.352%	1.377%	1.387%	1.397%	1.407%	1.417%	1.427%	1.437%	1.447%	1.457%
\$160,000,000	1.020%	1.030%	1.240%	1.260%	1.284%	1.304%	1.334%	1.354%	1.378%	1.388%	1.398%	1.408%	1.418%	1.428%	1.438%	1.448%	1.458%
\$165,000,000	1.023%	1.033%	1.243%	1.263%	1.287%	1.307%	1.337%	1.357%	1.381%	1.391%	1.401%	1.411%	1.421%	1.431%	1.441%	1.451%	1.461%
\$170,000,000	1.025%	1.035%	1.245%	1.265%	1.289%	1.309%	1.339%	1.359%	1.383%	1.393%	1.403%	1.413%	1.423%	1.433%	1.443%	1.453%	1.463%
\$175,000,000	1.028%	1.038%	1.248%	1.268%	1.292%	1.312%	1.342%	1.362%	1.386%	1.396%	1.406%	1.416%	1.426%	1.436%	1.446%	1.456%	1.466%
\$180,000,000	1.030%	1.040%	1.250%	1.270%	1.294%	1.314%	1.344%	1.364%	1.388%	1.398%	1.408%	1.418%	1.428%	1.438%	1.448%	1.458%	1.468%
\$185,000,000	1.033%	1.043%	1.253%	1.273%	1.297%	1.317%	1.347%	1.367%	1.391%	1.401%	1.411%	1.421%	1.431%	1.441%	1.451%	1.461%	1.471%
\$190,000,000	1.035%	1.045%	1.255%	1.275%	1.299%	1.319%	1.349%	1.369%	1.393%	1.403%	1.413%	1.423%	1.433%	1.443%	1.453%	1.463%	1.473%
\$195,000,000	1.038%	1.048%	1.258%	1.278%	1.302%	1.322%	1.352%	1.372%	1.396%	1.406%	1.416%	1.426%	1.436%	1.446%	1.456%	1.466%	1.476%
\$200,000,000	1.040%	1.050%	1.260%	1.280%	1.304%	1.324%	1.354%	1.374%	1.398%	1.408%	1.418%	1.428%	1.438%	1.448%	1.458%	1.468%	1.478%