

AMENDMENT NO. 2

This Amendment modifies Contract No. 12-18-104 for Countywide Lockbox and Branch Collection Services by and between the County of Cook, a body politic and corporate of the State of Illinois, herein referred to as "County" and JPMorgan Chase Bank, N.A., authorized to do business in the State of Illinois hereinafter referred to as ("Contractor")(collectively, "Parties").

RECITALS

Whereas, the County and Contractor have entered into a Contract approved by the County Board on October 2, 2012 (hereinafter referred to as the "Contract"), wherein the Contractor is to provide Countywide Lockbox and Branch Collection Services (hereinafter referred to as the "Services") from February 1, 2013 to January 31, 2017, with three (3) two-year renewal options, in an amount not to exceed \$5,626,528.00; and

Whereas, Amendment # 1 to the Contract was executed on March 14, 2013, increasing the maximum amount payable by \$9,000.00, for a new maximum amount payable of \$5,635,528.00; and

Whereas, the County and Contractor desire to add services to the Contract; and

Now therefore, in consideration of mutual covenants contained herein, it is agreed by and between the Parties to amend the Contract as follows:

1. Special Condition 13, Pay Connexion Service Terms, is deleted in its entirety and replaced with the following:

"Revenue, Treasurer, and Contractor acknowledge and agree that the Pay Connexion Service Terms attached to the Contract are applicable to the Services provided to Revenue and *ceteris paribus* to the additional services described in the attached Exhibit A to Amendment 2."

2. Exhibit A is hereby incorporated and made part of Exhibit 1 of the Contract.
3. The attached Economic Disclosures Statement form is incorporated and made a part of the Contract.
4. All other terms and conditions remain as stated in the Contract.

In witness whereof, County and Contractor have caused this Amendment No. 2 to be executed on the date and year last written below.

County of Cook, Illinois

JPMorgan Chase Bank, N.A.

By: Shannon E. Andrews (CPE)
Chief Procurement Officer

Mark E. Lester
Signed

By: _____
State's Attorney (if applicable)

Mark E. Lester
Type or print name

Executive Director, Senior Relationship Banker
Title

Date: October 28, 2015

Date: Jun 8, 2015

EXHIBIT A

SUPPLEMENTAL SCOPE OF WORK – INTERNET-BASED PAYMENT SYSTEM SERVICES

JPMorgan Chase Bank, N.A. ("Chase") will provide to the Cook County Treasurer's Office ("CCTO") the Internet-Based Payment System services described in this Exhibit A.

Chase will facilitate electronic payment to the CCTO through its Pay Connexion pay portal. Pay Connexion will initiate ACH debit entries to checking or savings accounts as authorized by payors who opt to pay electronically through cookcountytreasurer.com, cookcountytpa.com, or cookcountysubtax.com. Payors will be routed to Chase's pay portal through a session transfer from cookcountytreasurer.com, cookcountytpa.com, or cookcountysubtax.com, and information used to identify the accounts to be credited will be transmitted from the session transfer. Chase will process payments as ACH transactions in accordance with National Automated Clearinghouse Association (NACHA) Rules. Payments will be settled through the designated Chase receivables bank account established through this agreement. Chase will provide payment information to the CCTO through a formatted electronic file and through bank account statements.

Chase will charge to payors a \$1.00 convenience fee for each ACH transaction transferred to Chase's Pay Connexion portal from cookcountytreasurer.com, cookcountytpa.com, or cookcountysubtax.com. Chase will not charge Cook County, CCTO, or Revenue any fees for the Internet-Based Payment System services described in this Exhibit A, including but not limited to fees for future programming, customization, or maintenance associated with the services described herein.

Notwithstanding the foregoing, no omission of any item in the original Scope of Work (SOW) or in this amendment to the SOW constitutes a release of the obligations of the CCTO and Chase to fulfill the original intent of the Contract.

**COOK COUNTY
ECONOMIC DISCLOSURE STATEMENT
AND EXECUTION DOCUMENT
INDEX**

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SECTION 1
INSTRUCTIONS FOR COMPLETION OF
ECONOMIC DISCLOSURE STATEMENT AND EXECUTION DOCUMENT

This Economic Disclosure Statement and Execution Document ("EDS") is to be completed and executed by every Bidder on a County contract, every Proposer responding to a Request for Proposals, and every Respondent responding to a Request for Qualifications, and others as required by the Chief Procurement Officer. The execution of the EDS shall serve as the execution of a contract awarded by the County. The Chief Procurement Officer reserves the right to request that the Bidder or Proposer, or Respondent provide an updated EDS on an annual basis.

Definitions. Terms used in this EDS and not otherwise defined herein shall have the meanings given to such terms in the Instructions to Bidders, General Conditions, Request for Proposals, Request for Qualifications, as applicable.

Affiliate means a person that directly or indirectly through one or more intermediaries, Controls is Controlled by, or is under common Control with the Person specified.

Applicant means a person who executes this EDS.

Bidder means any person who submits a Bid.

Code means the Code of Ordinances, Cook County, Illinois available on municode.com.

Contract shall include any written document to make Procurements by or on behalf of Cook County.

Contractor or Contracting Party means a person that enters into a Contract with the County.

Control means the unfettered authority to directly or indirectly manage governance, administration, work, and all other aspects of a business.

EDS means this complete Economic Disclosure Statement and Execution Document, including all sections listed in the Index and any attachments.

Joint Venture means an association of two or more Persons proposing to perform a for-profit business enterprise. Joint Ventures must have an agreement in writing specifying the terms and conditions of the relationship between the partners and their relationship and respective responsibility for the Contract

Lobby or lobbying means to, for compensation, attempt to influence a County official or County employee with respect to any County matter.

Lobbyist means any person who lobbies.

Person or Persons means any individual, corporation, partnership, Joint Venture, trust, association, Limited Liability Company, sole proprietorship or other legal entity.

Prohibited Acts means any of the actions or occurrences which form the basis for disqualification under the Code, or under the Certifications hereinafter set forth.

Proposal means a response to an RFP.

Proposer means a person submitting a Proposal.

Response means response to an RFQ.

Respondent means a person responding to an RFQ.

RFP means a Request for Proposals issued pursuant to this Procurement Code.

RFQ means a Request for Qualifications issued to obtain the qualifications of interested parties.

**INSTRUCTIONS FOR COMPLETION OF
ECONOMIC DISCLOSURE STATEMENT AND EXECUTION DOCUMENT**

Section 1: Instructions. Section 1 sets forth the instructions for completing and executing this EDS.

Section 2: Certifications. Section 2 sets forth certifications that are required for contracting parties under the Code and other applicable laws. Execution of this EDS constitutes a warranty that all the statements and certifications contained, and all the facts stated, in the Certifications are true, correct and complete as of the date of execution.

Section 3: Economic and Other Disclosures Statement. Section 3 is the County's required Economic and Other Disclosures Statement form. Execution of this EDS constitutes a warranty that all the information provided in the EDS is true, correct and complete as of the date of execution, and binds the Applicant to the warranties, representations, agreements and acknowledgements contained therein.

Required Updates. The Applicant is required to keep all information provided in this EDS current and accurate. In the event of any change in the information provided, including but not limited to any change which would render inaccurate or incomplete any certification or statement made in this EDS, the Applicant shall supplement this EDS up to the time the County takes action, by filing an amended EDS or such other documentation as is required.

Additional Information. The County's Governmental Ethics and Campaign Financing Ordinances impose certain duties and obligations on persons or entities seeking County contracts, work, business, or transactions, and the Applicant is expected to comply fully with these ordinances. For further information please contact the Director of Ethics at (312) 603-4304 (69 W. Washington St. Suite 3040, Chicago, IL 60602) or visit the web-site at cookcountyil.gov/ethics-board-of.

Authorized Signers of Contract and EDS Execution Page. If the Applicant is a corporation, the President and Secretary must execute the EDS. In the event that this EDS is executed by someone other than the President, attach hereto a certified copy of that section of the Corporate By-Laws or other authorization by the Corporation, satisfactory to the County that permits the person to execute EDS for said corporation. If the corporation is not registered in the State of Illinois, a copy of the Certificate of Good Standing from the state of incorporation must be submitted with this Signature Page.

If the Applicant is a partnership or joint venture, all partners or joint venturers must execute the EDS, unless one partner or joint venture has been authorized to sign for the partnership or joint venture, in which case, the partnership agreement, resolution or evidence of such authority satisfactory to the Office of the Chief Procurement Officer must be submitted with this Signature Page.

If the Applicant is a member-managed LLC all members must execute the EDS, unless otherwise provided in the operating agreement, resolution or other corporate documents. If the Applicant is a manager-managed LLC, the manager(s) must execute the EDS. The Applicant must attach either a certified copy of the operating agreement, resolution or other authorization, satisfactory to the County, demonstrating such person has the authority to execute the EDS on behalf of the LLC. If the LLC is not registered in the State of Illinois, a copy of a current Certificate of Good Standing from the state of incorporation must be submitted with this Signature Page.

If the Applicant is a Sole Proprietorship, the sole proprietor must execute the EDS.

A "Partnership" "Joint Venture" or "Sole Proprietorship" operating under an Assumed Name must be registered with the Illinois county in which it is located, as provided in 805 ILCS 405 (2012), and documentation evidencing registration must be submitted with the EDS.

SECTION 2

CERTIFICATIONS

THE FOLLOWING CERTIFICATIONS ARE MADE PURSUANT TO STATE LAW AND THE CODE. THE APPLICANT IS CAUTIONED TO CAREFULLY READ THESE CERTIFICATIONS PRIOR TO SIGNING THE SIGNATURE PAGE. SIGNING THE SIGNATURE PAGE SHALL CONSTITUTE A WARRANTY BY THE APPLICANT THAT ALL THE STATEMENTS, CERTIFICATIONS AND INFORMATION SET FORTH WITHIN THESE CERTIFICATIONS ARE TRUE, COMPLETE AND CORRECT AS OF THE DATE THE SIGNATURE PAGE IS SIGNED. THE APPLICANT IS NOTIFIED THAT IF THE COUNTY LEARNS THAT ANY OF THE FOLLOWING CERTIFICATIONS WERE FALSELY MADE, THAT ANY CONTRACT ENTERED INTO WITH THE APPLICANT SHALL BE SUBJECT TO TERMINATION.

A. PERSONS AND ENTITIES SUBJECT TO DISQUALIFICATION

No person or business entity shall be awarded a contract or sub-contract, for a period of five (5) years from the date of conviction or entry of a plea or admission of guilt, civil or criminal, if that person or business entity:

- 1) Has been convicted of an act committed, within the State of Illinois, of bribery or attempting to bribe an officer or employee of a unit of state, federal or local government or school district in the State of Illinois in that officer's or employee's official capacity;
- 2) Has been convicted by federal, state or local government of an act of bid-rigging or attempting to rig bids as defined in the Sherman Anti-Trust Act and Clayton Act. Act. 15 U.S.C. Section 1 *et seq.*;
- 3) Has been convicted of bid-rigging or attempting to rig bids under the laws of federal, state or local government;
- 4) Has been convicted of an act committed, within the State, of price-fixing or attempting to fix prices as defined by the Sherman Anti-Trust Act and the Clayton Act. 15 U.S.C. Section 1, *et seq.*;
- 5) Has been convicted of price-fixing or attempting to fix prices under the laws the State;
- 6) Has been convicted of defrauding or attempting to defraud any unit of state or local government or school district within the State of Illinois;
- 7) Has made an admission of guilt of such conduct as set forth in subsections (1) through (6) above which admission is a matter of record, whether or not such person or business entity was subject to prosecution for the offense or offenses admitted to; or
- 8) Has entered a plea of *nolo contendere* to charge of bribery, price-fixing, bid-rigging, or fraud, as set forth in subparagraphs (1) through (6) above.

In the case of bribery or attempting to bribe, a business entity may not be awarded a contract if an official, agent or employee of such business entity committed the Prohibited Act on behalf of the business entity and pursuant to the direction or authorization of an officer, director or other responsible official of the business entity, and such Prohibited Act occurred within three years prior to the award of the contract. In addition, a business entity shall be disqualified if an owner, partner or shareholder controlling, directly or indirectly, 20% or more of the business entity, or an officer of the business entity has performed any Prohibited Act within five years prior to the award of the Contract.

THE APPLICANT HEREBY CERTIFIES THAT: The Applicant has read the provisions of Section A, Persons and Entities Subject to Disqualification, that the Applicant has not committed any Prohibited Act set forth in Section A, and that award of the Contract to the Applicant would not violate the provisions of such Section or of the Code.

B. BID-RIGGING OR BID ROTATING

THE APPLICANT HEREBY CERTIFIES THAT: In accordance with 720 ILCS 5/33 E-11, neither the Applicant nor any Affiliated Entity is barred from award of this Contract as a result of a conviction for the violation of State laws prohibiting bid-rigging or bid rotating.

C. DRUG FREE WORKPLACE ACT

THE APPLICANT HEREBY CERTIFIES THAT: The Applicant will provide a drug free workplace, as required by (30 ILCS 580/3).

D. DELINQUENCY IN PAYMENT OF TAXES

THE APPLICANT HEREBY CERTIFIES THAT: *The Applicant is not an owner or a party responsible for the payment of any tax or fee administered by Cook County, by a local municipality, or by the Illinois Department of Revenue, which such tax or fee is delinquent, such as bar award of a contract or subcontract pursuant to the Code, Chapter 34, Section 34-171. Please see Attachment A.*

E. HUMAN RIGHTS ORDINANCE

No person who is a party to a contract with Cook County ("County") shall engage in unlawful discrimination or sexual harassment against any individual in the terms or conditions of employment, credit, public accommodations, housing, or provision of County facilities, services or programs (Code Chapter 42, Section 42-30 *et seq.*).

F. ILLINOIS HUMAN RIGHTS ACT

THE APPLICANT HEREBY CERTIFIES THAT: *It is in compliance with the Illinois Human Rights Act (775 ILCS 5/2-105), and agrees to abide by the requirements of the Act as part of its contractual obligations.*

G. INSPECTOR GENERAL (COOK COUNTY CODE, CHAPTER 34, SECTION 34-174 and Section 34-250)

The Applicant has not willfully failed to cooperate in an investigation by the Cook County Independent Inspector General or to report to the Independent Inspector General any and all information concerning conduct which they know to involve corruption, or other criminal activity, by another county employee or official, which concerns his or her office of employment or County related transaction.

The Applicant has reported directly and without any undue delay any suspected or known fraudulent activity in the County's Procurement process to the Office of the Cook County Inspector General.

H. CAMPAIGN CONTRIBUTIONS (COOK COUNTY CODE, CHAPTER 2, SECTION 2-585)

THE APPLICANT CERTIFIES THAT: It has read and shall comply with the Cook County's Ordinance concerning campaign contributions, which is codified at Chapter 2, Division 2, Subdivision II, Section 585, and can be read in its entirety at www.municode.com.

I. GIFT BAN, (COOK COUNTY CODE, CHAPTER 2, SECTION 2-574)

THE APPLICANT CERTIFIES THAT: It has read and shall comply with the Cook County's Ordinance concerning receiving and soliciting gifts and favors, which is codified at Chapter 2, Division 2, Subdivision II, Section 574, and can be read in its entirety at www.municode.com.

J. LIVING WAGE ORDINANCE PREFERENCE (COOK COUNTY CODE, CHAPTER 34, SECTION 34-160;

Unless expressly waived by the Cook County Board of Commissioners, the Code requires that a living wage must be paid to individuals employed by a Contractor which has a County Contract and by all subcontractors of such Contractor under a County Contract, throughout the duration of such County Contract. The amount of such living wage is annually by the Chief Financial Officer of the County, and shall be posted on the Chief Procurement Officer's website.

The term "Contract" as used in Section 4, I, of this EDS, specifically excludes contracts with the following:

- 1) Not-For Profit Organizations (defined as a corporation having tax exempt status under Section 501(C)(3) of the United State Internal Revenue Code and recognized under the Illinois State not-for -profit law);
- 2) Community Development Block Grants;
- 3) Cook County Works Department;
- 4) Sheriff's Work Alternative Program; and
- 5) Department of Correction inmates.

SECTION 3

REQUIRED DISCLOSURES

1. DISCLOSURE OF LOBBYIST CONTACTS

List all persons that have made lobbying contacts on your behalf with respect to this contract:

Name

Address

Not applicable

2. LOCAL BUSINESS PREFERENCE STATEMENT (CODE, CHAPTER 34, SECTION 34-230)

Local business means a Person, including a foreign corporation authorized to transact business in Illinois, having a bona fide establishment located within the County at which it is transacting business on the date when a Bid is submitted to the County, and which employs the majority of its regular, full-time work force within the County. A Joint Venture shall constitute a Local Business if one or more Persons that qualify as a "Local Business" hold interests totaling over 50 percent in the Joint Venture, even if the Joint Venture does not, at the time of the Bid submittal, have such a bona fide establishment within the County.

a) Is Applicant a "Local Business" as defined above?

Yes: _____ No: X

b) If yes, list business addresses within Cook County:

c) Does Applicant employ the majority of its regular full-time workforce within Cook County?

Yes: _____ No: X

3. THE CHILD SUPPORT ENFORCEMENT ORDINANCE (CODE, CHAPTER 34, SECTION 34-172)

Every Applicant for a County Privilege shall be in full compliance with any child support order before such Applicant is entitled to receive or renew a County Privilege. When delinquent child support exists, the County shall not issue or renew any County Privilege, and may revoke any County Privilege.

All Applicants are required to review the Cook County Affidavit of Child Support Obligations attached to this EDS (EDS-5) and complete the Affidavit, based on the instructions in the Affidavit.

4. REAL ESTATE OWNERSHIP DISCLOSURES.

The Applicant must indicate by checking the appropriate provision below and providing all required information that either:

- a) The following is a complete list of all real estate owned by the Applicant in Cook County:

PERMANENT INDEX NUMBER(S): Please see Attachment B

(ATTACH SHEET IF NECESSARY TO LIST ADDITIONAL INDEX NUMBERS)

OR:

- b) _____ The Applicant owns no real estate in Cook County.

5. EXCEPTIONS TO CERTIFICATIONS OR DISCLOSURES.

If the Applicant is unable to certify to any of the Certifications or any other statements contained in this EDS and not explained elsewhere in this EDS, the Applicant must explain below:

Please see Attachment A

If the letters, "NA", the word "None" or "No Response" appears above, or if the space is left blank, it will be conclusively presumed that the Applicant certified to all Certifications and other statements contained in this EDS.

COOK COUNTY DISCLOSURE OF OWNERSHIP INTEREST STATEMENT

The Cook County Code of Ordinances (§2-610 *et seq.*) requires that any Applicant for any County Action must disclose information concerning ownership interests in the Applicant. This Disclosure of Ownership Interest Statement must be completed with all information current as of the date this Statement is signed. Furthermore, this Statement must be kept current, by filing an amended Statement, until such time as the County Board or County Agency shall take action on the application. The information contained in this Statement will be maintained in a database and made available for public viewing.

If you are asked to list names, but there are no applicable names to list, you must state NONE. An incomplete Statement will be returned and any action regarding this contract will be delayed. A failure to fully comply with the ordinance may result in the action taken by the County Board or County Agency being voided.

"Applicant" means any Entity or person making an application to the County for any County Action.

"County Action" means any action by a County Agency, a County Department, or the County Board regarding an ordinance or ordinance amendment, a County Board approval, or other County agency approval, with respect to contracts, leases, or sale or purchase of real estate.

"Person" "Entity" or "Legal Entity" means a sole proprietorship, corporation, partnership, association, business trust, estate, two or more persons having a joint or common interest, trustee of a land trust, other commercial or legal entity or any beneficiary or beneficiaries thereof.

This Disclosure of Ownership Interest Statement must be submitted by :

- 1. An Applicant for County Action and
- 2. A Person that holds stock or a beneficial interest in the Applicant and is listed on the Applicant's Statement (a "Holder") must file a Statement and complete #1 only under **Ownership Interest Declaration**.

Please print or type responses clearly and legibly. Add additional pages if needed, being careful to identify each portion of the form to which each additional page refers.

This Statement is being made by the Applicant or Stock/Beneficial Interest Holder

This Statement is an: Original Statement or Amended Statement

Identifying Information:

Name JPMorgan Chase Bank, N.A.

D/B/A: _____ FEIN NO/SSN (LAST FOUR DIGITS): 13-4994650

Street Address: 1111 Polaris Parkway

City: Columbus State: Illinois Zip Code: 43240

Phone No.: 312-732-6932 Fax Number: _____ Email: mark.e.lester@jpmorgan.com

Cook County Business Registration Number: _____
(Sole Proprietor, Joint Venture Partnership)

Corporate File Number (if applicable): _____

Form of Legal Entity:

Sole Proprietor Partnership Corporation Trustee of Land Trust

Business Trust Estate Association Joint Venture

Other (describe) National Banking Association

Ownership Interest Declaration:

1. List the name(s), address, and percent ownership of each Person having a legal or beneficial interest (including ownership) of more than five percent (5%) in the Applicant/Holder.

Name	Address	Percentage Interest in Applicant/Holder
JPMorgan Chase & Co.	270 Park Avenue New York, NY 10017	100%

2. If the interest of any Person listed in (1) above is held as an agent or agents, or a nominee or nominees, list the name and address of the principal on whose behalf the interest is held.

Name of Agent/Nominee	Name of Principal	Principal's Address

3. Is the Applicant constructively controlled by another person or Legal Entity? Yes No
If yes, state the name, address and percentage of beneficial interest of such person, and the relationship under which such control is being or may be exercised.

Name	Address	Percentage of Beneficial Interest	Relationship
JPMorgan Chase & Co.	270 Park Avenue New York, NY 10017	100%	Parent

Corporate Officers, Members and Partners Information:

For all corporations, list the names, addresses, and terms for all corporate officers. For all limited liability companies, list the names, addresses for all members. For all partnerships and joint ventures, list the names, addresses, for each partner or joint venture.

Name	Address	Title (specify title of Office, or whether manager or partner/joint venture)	Term of Office
Please see Attachment A			

Declaration (check the applicable box):

- I state under oath that the Applicant has withheld no disclosure as to ownership interest in the Applicant nor reserved any information, data or plan as to the intended use or purpose for which the Applicant seeks County Board or other County Agency action based on knowledge, information, and believe upon due inquiry of those employees deemed appropriate pursuant to JPMorgan's internal policies and procedures.
- I state under oath that the Holder has withheld no disclosure as to ownership interest nor reserved any information required to be disclosed

Mark E. LESTER
Name of Authorized Applicant/Holder Representative (please print or type)

Mark E. Lester
Signature

MARK.E.LESTER@JPMORGAN.COM
E-mail address

Subscribed to and sworn before me
this 10th day of August, 2015.

X *CS*
Notary Public Signature

Authorized Officer
Title

August 10, 2015
Date

312.732.6932
Phone Number

My commission expires: March 2016





COOK COUNTY BOARD OF ETHICS
 69 W. WASHINGTON STREET, SUITE 3040
 CHICAGO, ILLINOIS 60602
 312/603-4304 Office 312/603-9988 Fax

FAMILIAL RELATIONSHIP DISCLOSURE PROVISION

Nepotism Disclosure Requirement: Please see the attached Exhibit A

Doing a significant amount of business with the County requires that you disclose to the Board of Ethics the existence of any familial relationships with any County employee or any person holding elective office in the State of Illinois, the County, or in any municipality within the County. The Ethics Ordinance defines a significant amount of business for the purpose of this disclosure requirement as more than \$25,000 in aggregate County leases, contracts, purchases or sales in any calendar year.

If you are unsure of whether the business you do with the County or a County agency will cross this threshold, err on the side of caution by completing the attached familial disclosure form because, among other potential penalties, any person found guilty of failing to make a required disclosure or knowingly filing a false, misleading, or incomplete disclosure will be prohibited from doing any business with the County for a period of three years. The required disclosure should be filed with the Board of Ethics by January 1 of each calendar year in which you are doing business with the County and again with each bid/proposal/quotation to do business with Cook County. The Board of Ethics may assess a late filing fee of \$100 per day after an initial 30-day grace period.

The person that is doing business with the County must disclose his or her familial relationships. If the person on the County lease or contract or purchasing from or selling to the County is a business entity, then the business entity must disclose the familial relationships of the individuals who are and, during the year prior to doing business with the County, were:

- its board of directors,
- its officers,
- its employees or independent contractors responsible for the general administration of the entity,
- its agents authorized to execute documents on behalf of the entity, and
- its employees who directly engage or engaged in doing work with the County on behalf of the entity.

Do not hesitate to contact the Board of Ethics at (312) 603-4304 for assistance in determining the scope of any required familial relationship disclosure.

Additional Definitions:

“*Familial relationship*” means a person who is a spouse, domestic partner or civil union partner of a County employee or State, County or municipal official, or any person who is related to such an employee or official, whether by blood, marriage or adoption, as a:

- | | | |
|----------------------------------|--|---------------------------------------|
| <input type="checkbox"/> Parent | <input type="checkbox"/> Grandparent | <input type="checkbox"/> Stepfather |
| <input type="checkbox"/> Child | <input type="checkbox"/> Grandchild | <input type="checkbox"/> Stepmother |
| <input type="checkbox"/> Brother | <input type="checkbox"/> Father-in-law | <input type="checkbox"/> Stepson |
| <input type="checkbox"/> Sister | <input type="checkbox"/> Mother-in-law | <input type="checkbox"/> Stepdaughter |
| <input type="checkbox"/> Aunt | <input type="checkbox"/> Son-in-law | <input type="checkbox"/> Stepbrother |
| <input type="checkbox"/> Uncle | <input type="checkbox"/> Daughter-in-law | <input type="checkbox"/> Stepsister |
| <input type="checkbox"/> Niece | <input type="checkbox"/> Brother-in-law | <input type="checkbox"/> Halfbrother |
| <input type="checkbox"/> Nephew | <input type="checkbox"/> Sister-in-law | <input type="checkbox"/> Halfsister |

**COOK COUNTY BOARD OF ETHICS
FAMILIAL RELATIONSHIP DISCLOSURE FORM**

A. PERSON DOING OR SEEKING TO DO BUSINESS WITH THE COUNTY

Name of Person Doing Business with the County: _____

Address of Person Doing Business with the County: _____

Phone number of Person Doing Business with the County: _____

Email address of Person Doing Business with the County: _____

If Person Doing Business with the County is a Business Entity, provide the name, title and contact information for the individual completing this disclosure on behalf of the Person Doing Business with the County:

B. DESCRIPTION OF BUSINESS WITH THE COUNTY

Append additional pages as needed and for each County lease, contract, purchase or sale sought and/or obtained during the calendar year of this disclosure (or the proceeding calendar year if disclosure is made on January 1), identify:

The lease number, contract number, purchase order number, request for proposal number and/or request for qualification number associated with the business you are doing or seeking to do with the County: _____

The aggregate dollar value of the business you are doing or seeking to do with the County: \$ _____

The name, title and contact information for the County official(s) or employee(s) involved in negotiating the business you are doing or seeking to do with the County: _____

The name, title and contact information for the County official(s) or employee(s) involved in managing the business you are doing or seeking to do with the County: _____

C. DISCLOSURE OF FAMILIAL RELATIONSHIPS WITH COUNTY EMPLOYEES OR STATE, COUNTY OR MUNICIPAL ELECTED OFFICIALS

Check the box that applies and provide related information where needed

- The Person Doing Business with the County is an individual and there is no familial relationship between this individual and any Cook County employee or any person holding elective office in the State of Illinois, Cook County, or any municipality within Cook County.
- The Person Doing Business with the County is a business entity and there is no familial relationship between any member of this business entity's board of directors, officers, persons responsible for general administration of the business entity, agents authorized to execute documents on behalf of the business entity or employees directly engaged in contractual work with the County on behalf of the business entity, and any Cook County employee or any person holding elective office in the State of Illinois, Cook County, or any municipality within Cook County.

**COOK COUNTY BOARD OF ETHICS
FAMILIAL RELATIONSHIP DISCLOSURE FORM**

- The Person Doing Business with the County is an individual and there is a familial relationship between this individual and at least one Cook County employee and/or a person or persons holding elective office in the State of Illinois, Cook County, and/or any municipality within Cook County. **The familial relationships are as follows:**

Name of Individual Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

If more space is needed, attach an additional sheet following the above format.

- The Person Doing Business with the County is a business entity and there is a familial relationship between at least one member of this business entity's board of directors, officers, persons responsible for general administration of the business entity, agents authorized to execute documents on behalf of the business entity and/or employees directly engaged in contractual work with the County on behalf of the business entity, on the one hand, and at least one Cook County employee and/or a person holding elective office in the State of Illinois, Cook County, and/or any municipality within Cook County, on the other. **The familial relationships are as follows:**

Name of Member of Board of Director for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Name of Officer for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

CONTRACT NO.

IV. Request for Waiver or Reduction

If Person/Substantial Owner answered "Yes" to any of the questions above, it may request a reduction or waiver in accordance with Section 34-179(d), provided that the request for reduction of waiver is made on the basis of one or more of the following actions that have taken place:

There has been a bona fide change in ownership or Control of the ineligible Person or Substantial Owner
YES or NO

Disciplinary action has been taken against the individual(s) responsible for the acts giving rise to the violation
YES or NO

Remedial action has been taken to prevent a recurrence of the acts giving rise to the disqualification or default
YES or NO

Other factors that the Person or Substantial Owner believe are relevant.
YES or NO

The Person/Substantial Owner must submit documentation to support the basis of its request for a reduction or waiver. The Chief Procurement Officer reserves the right to make additional inquiries and request additional documentation.

V. Affirmation

The Person/Substantial Owner affirms that all statements contained in the Affidavit are true, accurate and complete.

Signature: Mark E. Lester

Date: October 27, 2015

Name of Person signing (Print): Mark E. Lester Title: Authorized Officer

Subscribed and sworn to before me this 27th day of October, 2015

X. [Signature]
Notary Public Signature

Notary Seal

Note: The above information is subject to verification prior to the award of the Contract.



SECTION 4

COOK COUNTY AFFIDAVIT FOR WAGE THEFT ORDINANCE

Effective May 1, 2015, every Person, **including Substantial Owners**, seeking a Contract with Cook County must comply with the Cook County Wage Theft Ordinance set forth in Chapter 34, Article IV, Section 179. Any Person/Substantial Owner, who fails to comply with Cook County Wage Theft Ordinance, may request that the Chief Procurement Officer grant a reduction or waiver in accordance with Section 34-179(d).

"Contract" means any written document to make Procurements by or on behalf of Cook County.

"Person" means any individual, corporation, partnership, Joint Venture, trust, association, limited liability company, sole proprietorship or other legal entity.

"Procurement" means obtaining supplies, equipment, goods, or services of any kind.

"Substantial Owner" means any person or persons who own or hold a twenty-five percent (25%) or more percentage of interest in any business entity seeking a County Privilege, including those shareholders, general or limited partners, beneficiaries and principals; except where a business entity is an individual or sole proprietorship, Substantial Owner means that individual or sole proprietor.

All Persons/Substantial Owners are required to complete this affidavit and comply with the Cook County Wage Theft Ordinance before any Contract is awarded. Signature of this form constitutes a certification the information provided below is correct and complete, and that the individual(s) signing this form has/have personal knowledge of such information.

I. Contract Information:

Contract Number: 12-18-104

County Using Agency (requesting Procurement): Countywide Lockbox and Branch Collection Services Amendment

II. Person/Substantial Owner Information:

Person (Corporate Entity Name): JPMorgan Chase Bank, N.A.

Substantial Owner Complete Name: JPMorgan Chase & Co.

FEIN# 13-4994650

Date of Birth: _____ E-mail address: _____

Street Address: 1111 Polaris Parkway

City: Columbus State: Ohio Zip: 43240

Home Phone: () _____ Driver's License No: _____

III. Compliance with Wage Laws:

Within the past five years has the Person/Substantial Owner, in any judicial or administrative proceeding, been convicted of, entered a plea, made an admission of guilt or liability, or had an administrative finding made for committing a repeated or willful violation of any of the following laws:

- Illinois Wage Payment and Collection Act, 820 ILCS 115/1 et seq.,* **NO**
- Illinois Minimum Wage Act, 820 ILCS 105/1 et seq.,* **NO**
- Illinois Worker Adjustment and Retraining Notification Act, 820 ILCS 65/1 et seq.,* **NO**
- Employee Classification Act, 820 ILCS 185/1 et seq.,* **NO**
- Fair Labor Standards Act of 1938, 29 U.S.C. 201, et seq.,* **NO**
- Any comparable state statute or regulation of any state, which governs the payment of wages* **NO**

If the Person/Substantial Owner answered "Yes" to any of the questions above, it is ineligible to enter into a Contract with Cook County, but can request a reduction or waiver under Section IV.

Name of Person Responsible for the General Administration of the Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
Name of Agent Authorized to Execute Documents for Business Entity Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
Name of Employee of Business Entity Directly Engaged in Doing Business with the County	Name of Related County Employee or State, County or Municipal Elected Official	Title and Position of Related County Employee or State, County or Municipal Elected Official	Nature of Familial Relationship*
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

If more space is needed, attach an additional sheet following the above format.

VERIFICATION: To the best of my knowledge, the information I have provided on this disclosure form is accurate and complete. I acknowledge that an inaccurate or incomplete disclosure is punishable by law, including but not limited to fines and debarment.

Signature of Recipient

Date

SUBMIT COMPLETED FORM TO: Cook County Board of Ethics
69 West Washington Street, Suite 3040, Chicago, Illinois 60602
Office (312) 603-4304 – Fax (312) 603-9988
CookCounty.Ethics@cookcountyil.gov

* Spouse, domestic partner, civil union partner or parent, child, sibling, aunt, uncle, niece, nephew, grandparent or grandchild by blood, marriage (*i.e.* in laws and step relations) or adoption.

SECTION 4

CONTRACT AND EDS EXECUTION PAGE

PLEASE EXECUTE PAGES 13, 14, & 15

The Applicant hereby certifies and warrants: that all of the statements, certifications and representations set forth in this EDS are true, complete and correct; that the Applicant is in full compliance and will continue to be in compliance throughout the term of the Contract or County Privilege issued to the Applicant with all the policies and requirements set forth in this EDS; and that all facts and information provided by the Applicant in this EDS are true, complete and correct based on knowledge, information, and believe upon due inquiry of those employees deemed appropriate pursuant to JPMorgan's internal policies and procedures. The Applicant agrees to inform the Chief Procurement Officer in writing if any of such statements, certifications, representations, facts or information becomes or is found to be untrue, incomplete or incorrect during the term of the Contract or County Privilege.

Execution by Corporation

JPMorgan Chase Bank, N.A.

Corporation's Name

312. 732. 6932

Telephone

Secretary Signature

[Handwritten Signature]

President's Printed Name and Signature Authorized Officer

MARK. E. LESTER @ JPMORGAN.COM

Email

OCTOBER 28, 2015

Date

Execution by LLC

LLC Name

*Member/Manager Printed Name and Signature

Date

Telephone and Email

Execution by Partnership/Joint Venture

Partnership/Joint Venture Name

*Partner/Joint Venturer Printed Name and Signature

Date

Telephone and Email

Execution by Sole Proprietorship

Printed Name and Signature

Date

Telephone

Email

Subscribed and sworn to before me this

28th day of Oct, 2015.

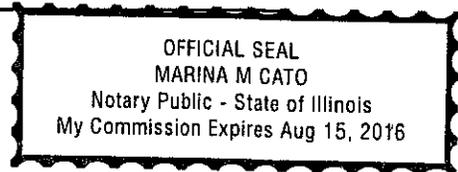
Marina M. Cato

Notary Public Signature

My commission expires:

8-15-2016

Notary Seal



If the operating agreement, partnership agreement or governing documents requiring execution by multiple members, managers, partners, or joint venturers, please complete and execute additional Contract and EDS Execution Pages.

DELEGATION OF AUTHORITY
CHASE COMMERCIAL BANKING

The Board of Directors of JPMorgan Chase Bank, National Association (the "Bank") passed resolutions on March 29, 2010 (the "Resolutions") granting authority to Vice Presidents and above to execute contracts, documents and instruments, among other things, in connection with the conduct of the business of the Bank, other than powers of attorney and guaranties or comfort letters, and granting authority to the head of each line of business to delegate to any officer of the Bank the authority to execute documents in the ordinary course of business.

In accordance with the authority granted to me as the global head of the Commercial Banking line of business by such Resolutions of the Board, as amended, I hereby delegate to any employee of the Bank in the Commercial Banking line of business who has a functional job title equivalent to officer or higher, the authority to execute documents or take action in the Bank's name in connection with any and all matters conducted in the ordinary course of business of the segment within the Commercial Banking line of business, except for powers of attorneys and guaranties or comfort letters.



Signature

Name: Samuel Todd Maclin

Title: Global Head of Commercial Banking

Date: December 15, 2011

**SECTION 5
COOK COUNTY SIGNATURE PAGE**

ON BEHALF OF THE COUNTY OF COOK, A BODY POLITIC AND CORPORATE OF THE STATE OF ILLINOIS, THIS CONTRACT IS HEREBY EXECUTED BY:

COOK COUNTY CHIEF PROCUREMENT OFFICER

DATED AT CHICAGO, ILLINOIS THIS _____ DAY OF _____, 20_____

IN THE CASE OF A BID/ PROPOSAL/RESPONSE, THE COUNTY HEREBY ACCEPTS:

THE FOREGOING BID/PROPOSAL/RESPONSE AS IDENTIFIED IN THE CONTRACT DOCUMENTS FOR CONTRACT NUMBER

OR

ITEM(S), SECTION(S), PART(S): _____

TOTAL AMOUNT OF CONTRACT: \$ _____

(DOLLARS AND CENTS)

FUND CHARGEABLE: _____

APPROVED AS TO FORM:

ASSISTANT STATE'S ATTORNEY
(Required on contracts over \$1,000,000.00)

**CERTIFICATE PURSUANT TO
COOK COUNTY PROCUREMENT CODE SECTION 34-192**

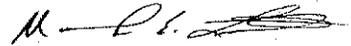
In connection with the Amendment modifies Contract No. 12-18-104 for Countywide Lockbox and Branch Collection Services on June 8, 2015 and the request specified in paragraph E under the section "Response Considerations" therein, and as required by Chapter 34, Article IV of the Cook County Code, Section 34-192, J.P. Morgan Chase Bank, N.A. makes the following certification:

We pledge that we are not and will not become a predatory lender as defined in Cook County's Predatory Lending Ordinance. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in this Ordinance. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the County.

Dated: October 27, 2015

J.P. MORGAN CHASE BANK, N.A.

By:



Name: Mark E. Lester

Title: **Executive Director, Relationship
Executive**

Attachment A

Responses contained in the corresponding EDS and this Attachment B are true, accurate and complete based on the Authorized Representative's knowledge, information and belief, upon due inquiry by relying on information provided by other employees of the Disclosing Party or its affiliates or subsidiaries. Some sections of the EDS are in the process of being updated. The Disclosing Party will provide Cook County with an update to this Disclosure Statement if there are any material changes to the matters disclosed herein.

D. Delinquency in Payment of Taxes

JPMorgan Chase Bank, N.A. is current with these taxes for JPMCB in NYC, except taxes that are being contested in good faith by appropriate proceedings. If there are any outstanding claims that come to our attention of which we were not aware previously, we immediately address them.

Cook County Affidavit of Child Support Obligations

Applicant Information: JPMorgan Chase Bank, N.A.
1111 Polaris Parkway
Columbus, OH 43240
FEIN: 13-4994650
Phone Number: 312-732-6932

2. Local Business Preference Statement (Code, Chapter 34, Section 34-230)

Although JPMorgan Chase Bank, N.A. is not a "local bidder" in accordance with Cook County's definition (majority of the workforce is not with Cook County), we do maintain numerous business addresses within Cook County.

Cook County Disclosure of Ownership Interest Statement

Directors:

William C. Weldon
James S. Crown
Laban P. Jackson, Jr.
Marianne Lake
Matthew E. Zames

Executive Officers/Operating Committee:

Ashley Bacon	Senior Vice President
Stephen M. Cutler	Senior Vice President
James Dimon	Chairman Emeritus of JPMorgan Chase Bank, N.A., Chairman of the Board of JPMorgan Chase & Co., Chief Executive Officer and President of JPMorgan Chase & Co.
John L. Donnelly	Head of Human Resources
Mary E. Erdoes	Chief Executive Officer of Asset Management
Marianne Lake	Chief Executive Officer, President and Chief Financial Officer
Kathryn D. McCulloch	General Counsel
Douglas B. Petno	Chief Executive Officer of Commercial Banking

Attachment B

NAME	ADDRESS	CITY	STATE	ZIP
JPMORGAN CHASE BANK NA	1640 MAGNOLIA ST	GLENVIEW	IL	60025
JPMORGAN CHASE BANK NA	10610 S WABASH AVE	CHICAGO	IL	60628
JPMORGAN CHASE BANK NA	728 CAMBRIDGE AVE	MATTESON	IL	60443
JPMORGAN CHASE BANK NA	30 E HURON STREET	CHICAGO	IL	60611
JPMORGAN CHASE BANK NA	5527W 22ND PL	CICERO	IL	60804
JPMORGAN CHASE BANK NA	4110W 57TH PL	CHICAGO	IL	60629
JPMORGAN CHASE BANK NA	6700S BRAINARD AVE	COUNTRYSIDE	IL	60525
JPMORGAN CHASE BANK NA	327 FORESTWAY LN	WHEELING	IL	60090
JPMORGAN CHASE BANK NA	17307 POE AVE	HAZEL CREST	IL	60429
JPMORGAN CHASE BANK NA	6616 N DOWAGIAC AVE	LINCOLNWOOD	IL	60712
JPMORGAN CHASE BANK NA	15135 MEADOW LN	DOLTON	IL	60419
JPMORGAN CHASE BANK NA	2023 N KEYSTONE AVE	CHICAGO	IL	60639
JPMORGAN CHASE BANK NA	833 VALLEY STREAM DR	WHEELING	IL	60090
JPMORGAN CHASE BANK NA	33 W ONTARIO ST	CHICAGO	IL	60610
JPMORGAN CHASE BANK NA	1669 HOPI TRAIL	WHEELING	IL	60090
JPMORGAN CHASE BANK NA	1521 OAK PARK AVE	BERWYN	IL	60402
JPMORGAN CHASE BANK NA	10919 S EGGLESTON AVE	CHICAGO	IL	60628
JPMORGAN CHASE BANK NA	6700 S BRAINARD AVE UN#122	COUNTRYSIDE	IL	60525
JPMORGAN CHASE BANK NA	36 CUTTERS RUN	SOUTH BARRINGTON	IL	60010
JPMORGAN CHASE BANK NA	300 N STATE STREET #5618	CHICAGO	IL	60610
JPMORGAN CHASE BANK NA	6835 W 109TH PL	WORTH	IL	60482
JPMORGAN CHASE BANK NA	10324 AND 10330 FRONT ST	FRANKLIN PARK	IL	60131
JPMORGAN CHASE BANK NA	1647 THORN ST	CHICAGO HEIGHTS	IL	60411
JPMORGAN CHASE BANK NA	8810 44TH PL	BROOKFIELD	IL	60513
JPMORGAN CHASE BANK NA	237 DORCHESTER AVE	GLENWOOD	IL	60425
JPMORGAN CHASE BANK NA	106 GROW LN	STREAMWOOD	IL	60107
JPMORGAN CHASE BANK NA	1216S NEW WILKE RD	ARLINGTON HEIGHTS	IL	60005
JPMORGAN CHASE BANK NA	2435 W ERIE ST	CHICAGO	IL	60612
JPMORGAN CHASE BANK NA	707 ELM ST	FLOSSMOOR	IL	60422
JPMORGAN CHASE BANK NA	3735W 71ST ST	CHICAGO	IL	60629
JPMORGAN CHASE BANK NA	4940S EAST END AVE	CHICAGO	IL	60615
JPMORGAN CHASE BANK NA	657 W FULTON STREET	CHICAGO	IL	60661
JPMORGAN CHASE BANK NA	1515 GLENVIEW RD	GLENVIEW	IL	60025
JPMORGAN CHASE BANK NA	1005 ADAMS ST	MAYWOOD	IL	60153
JPMORGAN CHASE BANK NA	369 MIAMI ST	PARK FOREST	IL	60466
JPMORGAN CHASE BANK NA	10236S AVE J	CHICAGO	IL	60617
JPMORGAN CHASE BANK NA	33 W ONTARIO ST	CHICAGO	IL	60654
JPMORGAN CHASE BANK NA	1915 W SUPERIOR ST	CHICAGO	IL	60622
JPMORGAN CHASE BANK NA	22641 PLEASANT DR UNIT 15	RICHTON PARK	IL	60471

