Q Okay. And can you please state your full name and address for the record, sir?

A Richard Scott Elliott, 410 North Mercedes Drive, Norman, Oklahoma 73069.

Q Mr. Elliott, what is your current job title?
A Human resources portfolio manager for -- or in information management and technology.
Q And who is your current employer?
A Kerr-McGee Corporation.
Q And how long have you held this position at Kerr-McGee?
A Three years and a few days.
Q And can you please give me a general description of your job responsibilities in your

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current position?
A Sure. I manage a group of IT professionals that supports several of our corporate clients, human resources, legal and medical groups.
Q How many IT professionals do you manage?
A Eight other folks besides me.
Q And how many of those report directly to you?
A All of them.

Q Do you also do any work that would support the financial aspect of Kerr-McGee?
A No, that's handled by another group in MI & T.
Q Is there another person who would be considered your counterpart that handles the financials?
A Yes.

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Q And who is that?

A Bryan Wilks.

Q And what's his position?

A Portfolio manager as well for financial systems.

Q And do your job responsibilities also include responsibility for software procurement?

A In an advisement capacity, yes.

Q What do you mean when you say in an advisement capacity?

A Our strategy at Kerr-McGee is that our customers are the ones who drive software procurement decisions and we are advisors to them in that process.

Q Are you also responsible for working to insure that Kerr-McGee gets the best deal that it can on software procurement?

A We act in different roles depending on the, depending on the procurement activities.

Q Is it ever a goal to try to get the best value or best price that you can on software procurement?

A Always.

Q. (By Ms. McKinney) Can you explain to me generally what the nature of Kerr-McGee's business is?
A Yes. Again, back to our two main lines of business, oil and gas exploration and production and then chemical manufacturing. Our main product is titanium dioxide, a pigment. We do produce a few other electrolytical chemicals and for a short period of time we still have a small business producing railroad ties. It's being phased out at the end of this year.
Q And does Kerr-McGee have any operations -- or let me ask it this way. In what geographical areas does Kerr-McGee have operations?
A We have operations, I don't know how many states, but across the United States and to my

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knowledge we have operations in Brazil, Bonine, Morocco, Australia, China, the Netherlands, Germany, the UK. Those are the major ones.

Q So given the definitions that you've just given me, does the oil and gas division have independent authority for procurement of any ERP software?

A In my experience at Kerr-McGee, those ERP software decisions have been global decisions, not business unit specific.

Q And what do you mean by global decisions?

A We, our preferred strategy at Kerr-McGee is to have for each major functional area one global supplier of software. In financials we have one, in HR we have one. We have not been able to accomplish that yet in the supply chain side to my knowledge.

Q. (By Ms. McKinney) And how would you define core functionality on the financial management side?

A The general ledger, accounts payable. There are a variety of for us revenue or I should say upstream oil and gas specific accounting functions that would be core for us. I'm sure there's a variety of others that could be listed,

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but those are the ones that are main ones for us in my opinion.

Q Do you know what any of those oil and gas specific accounting functions are?

A Some.

Q Can you name them for me?

A One would be -- the two major items are tracking production and then tracking the revenue that we receive for production.

Q. (By Ms. McKinney) Would these accounting functions you've just named, tracking the production and tracking revenue, are those functions that are specific to an oil industry or to an oil company?

A That's not my area of expertise, but it would seem to be so because that is oil and gas production and oil and gas revenue.

Q Which software vendors offer core financial management functionality?

MR. HAMMAKER: Objection, vague and lacks foundation.

THE WITNESS: I don't know the complete list. Again, not my area of expertise or responsibility.

Q. (By Ms. McKinney) Do you know some?

A Yes.

Q Which ones would you name?

A The ones I can specifically name would be PeopleSoft, Oracle, Lawson and SAP.

Q And with regard to human resources management core functionality, which vendors offer HR core functionality?

A Again, I don't know the complete list, but I would list the same four.

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Q Any others?

A It's my understanding that Microsoft purchased Great Plains, which I believe offers in name at least those core functionality.

Q But you don't have the same level of

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knowledge about Lawson, SAP or Microsoft that you do about Oracle and PeopleSoft?

A The Oracle and PeopleSoft knowledge is more current than the other two because we did not -- or the other three. We did not have detailed evaluations of Microsoft and of SAP during our selection process. Lawson I do have a feel but not detailed modules or detailed functionality.

Q Mr. Elliott, who would you name to be the foremost ERP software vendors currently?

MR. HAMMAKER: Objection, vague, lacks foundation.

THE WITNESS: Based on our process and a review of Gartner recommendations, the same four I listed previously, PeopleSoft, Oracle, Lawson and SAP.

Q. (By Ms. McKinney) And in your opinion what factor or factors drive innovation in the software industry?

A I would list competition, business environment changes, customer demands, regulatory changes.

Q Do you consider Kerr-McGee's ERP software needs to be complex?
A Yes.
Q Do you consider them to be unique?
A No.

Q. (By Ms. McKinney) Mr. Elliott, what core financial management software does Kerr-McGee use?

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A Oracle.

Q And --

A And Energy Extensions from P2ES.

THE REPORTER: P2BS?

THE WITNESS: ES.

Q. (By Ms. McKinney) Do you know what modules it uses from Oracle on the finance side?

A I do not know for sure.

Q And what is Energy Extensions?

A To my knowledge that deals with all of the oil and gas specific revenue accounting including production.

Q Would you consider that a point solution?

THE WITNESS: I really could go either way on that. It's integrated with Oracle. I think, my opinion would be that it is not.

Q And why would it not be considered a point solution in your opinion?

A Oracle integration.

Q Is the Oracle financial management
software used in both the oil and gas and the
chemical manufacturing business units?
A Yes.

Q Are there any business units within Kerr-McGee that use some other financial management software besides Oracle?
A If there are I don't know.
Q Do you know when Oracle financial management software was initially purchased or licensed?
A Prior to the year 2000.

Q Do you know what languages Kerr-McGee operates the Oracle financial management software in?
A I do not.
Q And do you know what currencies are used on the Oracle financial management software, if there are any foreign currencies used?
A I'm sure there are, but I don't know

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specifically what we use.

Q We'll shift to the HR side now.
What core HR software does Kerr-McGee currently use?
A PeopleSoft.
Q And is the PeopleSoft software used in all geographic regions where Kerr-McGee operates?
A Yes.
Q And are there any business units that do not use the PeopleSoft HR software?

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A No.

Q And when was the PeopleSoft HR software initially purchased or licensed?

A 2001.

Q And do you recall how much Kerr-McGee paid PeopleSoft?

A There are documents that support this. I believe the license fees were in the neighborhood of 1.5 million.

Q And did Kerr-McGee pay PeopleSoft any implementation fees?

A No. They were not our implementation partner.

Q And does it currently pay PeopleSoft, does Kerr-McGee currently pay PeopleSoft any maintenance fees?

A Yes.

Q And how much does it pay in maintenance fees?

A This year it will be approximately 360,000, I believe, this year.

Q Do you know what it has been in previous years since the implementation?

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A Yes.

Q What has it been?

A The first year was 300,000, succeeding year was around 330 and then I believe about 345.

Q That brings us to this year, which was 360?

A Uh-huh.

Q What version of the PeopleSoft HR software does Kerr-McGee use?

A Is there a specific module that you're asking about?

Q I guess we should back up. Which modules were licensed?

A We have HR, we have time and attendance, we have licensed payroll, benefits administration, data warehouse. There are three analytic suites that we have licensed, Workforce Analytics, Score Card and Rewards. In case I'm missing any of these there's a document in our material that reflects all of them. Employee and manager self service and a variety of E modules such as compensation, recruiting, compensation manager, E pay.

Q In which languages does Kerr-McGee operate the PeopleSoft HR software?

A Currently English, German and Dutch.

Q And do you have any plans to operate it in any additional languages?

A Not at the moment.

Q And in which currencies, if there are any foreign currencies involved, does Kerr-McGee operate the PeopleSoft HR software?

A Foreign is highly dependent on where you are, but if you're talking non U.S. currencies --

Q Non U.S., yes.

A Yes. We -- I'm sorry, we also use French. For -- we use the pound in the UK, we use the euro, we also use the Swiss frank, we also have a Canadian dollar. And I believe

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that's it. I think the rest of our folks are ex pats, and so it would be the U.S. dollar.

Q Are these foreign currencies that you named, are those currencies in which employees are being paid?

A Yes.

Q Is there any other human resources management software that Kerr-McGee uses?
A No. We have one global instance.
Q Do you use any software from any of the following vendors? And I'm going to go down the list. Do you use any software from SAP?
A Kerr-McGee does not. We contract for payroll processing in Germany with a company who does.
Q What do you mean when you say you contract for payroll processing?
A We pay a fee each year for a company to produce payroll checks for us in Germany.
Q Is that similar to outsourcing payroll?
A It's outsourcing the production of checks.
Q But would you consider it outsourcing of the payroll function?

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A No.

Q Just the check process?

A We take care of the function, they produce the checks. It's not BPO.

Q Do you use Hyperion?

A I believe we do for some financial planning, but I am not 100 percent certain.

Q And do you use any software from ADP aside from the payroll processing in Germany?
A We outsource payroll, check production to ADP in the United States. And there is a piece of software that lives at our site that enables that to happen.
Q Do you outsource any other part of the payroll function aside from check processing?
A ADP handles production of checks, direct deposits, tax filing. Other than that we do all of the process work ourselves.

Q. (By Ms. McKinney) I'd like to ask you now about the process through which you selected PeopleSoft for HR software.

A Okay.

Q When did that process begin?

A The actual selection process began shortly after my arrival at Kerr-McGee, which would be June 2001.

Q And who was the primary person responsible for the selection of new HR management software?

A The lead person would have been Lynda Garcia.

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Q Is she still with Kerr-McGee?

A She is.

Q Do you know what her title is now?

A I do not. She's in the finance organization.

Q And do you know if Ms. Garcia was the person who managed the project on a day to day basis?

A The selection project?

Q Yes.

A She was, she was our lead person on the Kerr-McGee side.

Q Did she have any title associated with the selection process such as project manager or something similar?

A Not that I'm aware of.

Q And what was your involvement in the selection process?

A I was the I think technical lead was the official title.

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Q And what did that mean in practical terms?

A Practical terms, I managed our group of individuals from the IT side that participated in the selection process. I also participated in day to day activities such as question formation, reviewing demonstrations, doing research if required.

Q. (By Ms. McKinney) And what do you recognize this document to be? And let me just say for the record, this document appears to be a Power Point, on the front it's entitled Kerr-McGee HR Financial Analysis, Employee Service Center and HRIS dated September 2001 and Bates labeled Kerr-McGee 008 through 040.

Mr. Elliott, what do you recognize this document to be?

A This document is a summarization of the HR strategy that our HR organization was pursuing in 2001.

24 Q The first one says project consultants,

25 Scott, Madden & Associates. And who was Scott,

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Madden & Associates?

A An HR consulting firm.

Q And what was their role on the HR software selection process?

A It's described well here. They were facilitators for the process.

Q And what did they do as facilitators?

A A facilitator, possibly coordinator is an equally good term. They organized the work products, facilitated discussions, facilitated planning, were responsible for not only the HRIS side but integrating it into the larger HR strategy that this document represents. And that was their sole involvement. As it states here, they do not have or at least did not have at that time an HRIS implementation practice.

Q Why did you feel it was necessary to engage a consultant to assist in this process?
A I can't answer for Lynda.
Q Was it Lynda who made the decision to engage Scott, Madden?
A It was the HR organization as a whole and Lynda was our point person.
Q And who was the main point person for working with Scott, Madden?
A Lynda and I were both part of the, quote unquote, project office, but Lynda was our point person on the project within.
Q Do you know how much Kerr-McGee paid Scott, Madden for its consulting services?
A I do not.
Q Would Lynda know?
A It's been a while. You'd have to ask her.

Q. (By Ms. McKinney) Now, next on this

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list it says HRIS project office.

A Uh-huh.

Q Do you know what that term means?

A I know what it means with regards to our selection process.

Q Sure. What was the HRIS project office?

A Would you like me to read it straight off the document?

Q No. I would like to know, you know, what you know. If the document helps to refresh your recollection, that's fine, but I'd like you to, you know, testify based on your knowledge.

A My view of the HRIS project office, the responsibilities again are listed here specifically. We as a group were responsible for coordinating, well, the execution of the project, obtaining resources, doing the visits as we discussed. There were a lot of discussions regarding what questions would be asked, what weighting would be assigned to each one of the criteria, how the RFPs or RFIs would look after they were issued and we were facilitators, coordinators on all those. My personal main task was to coordinate the technical resources involved.

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Q Were you a part of the HRIS project office?

A Yes.

Q Who else was a part of the HRIS project office, do you know who made up that group?

A Lynda Garcia was the main person and officially we included Scott, Madden as a part of the project office.

Q And then these boxes here on Page 7, you

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said these are all people who participated in the process?
A Yes.
Q And are these all groups that would be end users of the software?
A Yeah.

Q. (By Ms. McKinney) How were these people selected to participate in the selection process?

THE WITNESS: I don't recall the exact process we went through to choose the folks. The goal was to have people representing as many different areas in the HR organization as we could and plus involve technical people in from several of our major areas as well.
Q. (By Ms. McKinney) Who selected these people who were participants in the software selection process?
A I'll go back to my previous answer. I don't know the exact details of how we selected

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these people. As I look through here it was I believe my recommendations on the technical side to say these are the people that need to participate based on their areas of expertise.

Q And was Lynda Garcia responsible for selecting the other people involved here?

A I'll say again, I don't know the details of how they were selected.

Q But you selected the people listed in this box labeled technical who are here under your name?

A Yes.

Q And are those the people you referred to earlier who you were responsible for managing throughout the selection process?

A For this process, yes.

Q Were you responsible for managing anyone else on this chart?

A No.

Q Was Lynda Garcia responsible for coordinating the other people in these other boxes on this page?

A Yes. She served as the functional lead, if you will.

24 Q Can you tell me what, what the role of

25 subject matter experts was in this process?

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A As I recall, basically the document says input and guidance. Many of these folks would be consumers of, as I recall, some of the services within the HRIS.

Q Did the -- did the technical team that you were responsible for managing meet on a regular basis throughout the selection process?

A Yes. We had scheduled meetings plus as needed meetings depending on what was happening in the process.

Q Let me back up just a second. How long did the selection process take in total?

A We started this in June of 2001, the contract was signed I believe at the end of October 2001.

Q And how frequently did the technical team meet during that time?

A I don't think there was any standard

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number of meetings we had on a weekly basis.

Q So you didn't have some kind of regular set time for meeting?

A No. There was -- as I recall, there were group meetings where the entire group met together.

Q Would that have been the entire --

A Core selection team.

Q -- core selection team?

Including your technical team?

A Yeah.

Q And how frequently were those meetings?

A I think it depended on where we were in the process. I can't recall the exact schedule.

Q Could you estimate the total number of times that the HRIS core selection team met over the course of the selection process?

MR. GORESEN: I'm going to object to the extent it calls for speculation.

THE WITNESS: Anything I gave you would be a guess.

Q And with regard to your technical team, can you estimate how many times your technical team met on its own throughout the entire selection process?

A As an estimate, we were visiting maybe not in total but at least, you know, two or more weekly basis. We did not have a set time where we got together as an entire team, only as needed.

Q I'm not going to ask any more questions

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on this document for a little bit.

What were the main responsibilities of your technical team in this process?

A To review, to the extent we could, the technical soundness of the proposed solutions.

Q Do you know if any presentation was ever made to the CEO or other executives regarding the selection of PeopleSoft?

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A I believe there was.

Q And were you part of that presentation?

A No.

Q Who did that presentation?

A I believe Lynda did.

Q Do you know when that was?

A I do not know the exact date. My surmise would be either late September or early October.

Q Did you work with Lynda at all in preparing that presentation?

A Scott, Madden was again the main facilitator for producing documents, but I did participate with Lynda as well.

Q In addition to Scott, Madden, did you consult with any other outside resources as part of the selection process?

A One would have been Gartner.

Q And what was your interaction with Gartner Group?

A We asked the question who would be their I believe the term is magic quadrant vendors with regards to the HR space.

Q And what did they tell you?

A PeopleSoft, Oracle, SAP, Lawson.

Q And did you personally have contact with someone at Gartner Group?
A I did not.
Q Do you know who did?
A I believe Lynda.
Q And do you know if she met with them in person?
A I do not know for sure.
Q Do you know if she had personal contact with them at all?
A Yes. I know for a fact there was definitely a phone visit. At that time we had a subscription to their services, so I don't know

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if there was anything else involved.
Q Do you know if they provided Kerr-McGee with any written research report?
A I don't know. Ours was a fairly simple and straightforward question.
Q So you never saw some written research report from Gartner Group?
A No.
Q So the information that came from Gartner Group you got through Lynda Garcia?
A Yes.

Q At what stage did you make reference calls?

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A After, I believe, the field had been narrowed to PeopleSoft and Oracle.

Q So you didn't call any references for Lawson or SAP?

A None.

Q. (By Ms. McKinney) Do you consider

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yourself to be a sophisticated customer of EAS software?

MR. GOREEN: I'm going to ask for -- are you asking if Scott Elliott considers himself to be a sophisticated customer?

MS. McKINNEY: Yes.

THE WITNESS: When it comes to Kerr-McGee's needs, yes.

Q. (By Ms. McKinney) Could you describe for me the main steps in the process of selecting the PeopleSoft HR software, if you know?

A You have the documents that describe all of them. At a high level, again, based on Gartner's recommendations, we identified four companies that we felt like we should pursue. All four companies were contacted to let them know that we were actively engaged in a selection process. PeopleSoft, Oracle and Lawson responded. SAP did not. The request for information and detailed questions were developed, sent out and received back from those three vendors. We had on site demonstrations at Kerr-McGee from those three vendors. The RFI responses and the presentations were graded by the HRIS selection team. Lawson was eliminated

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based on that grading. PeopleSoft and Oracle returned for additional demonstration. Two visits were made, one to Oracle headquarters, one to a PeopleSoft executive gathering. Reference calls were made. The team made the recommendation to upper management and they approved.

Q Were there any other factors that went into developing that list of what four vendors Kerr-McGee would consider?
A Yeah, there were two other vendors that -- I'm not sure, I can't remember the exact nature of the research we did, but Baan and J.D. Edwards were both considered in addition to those four folks. Based on what we could determine, I would think primarily from J.D. Edwards website, it looked like they lacked the international functionality that we thought we needed. Baan was in serious financial difficulty prior to their acquisition by SSI.

Q And then you mentioned that all four of the vendors on your list, Oracle, PeopleSoft, SAP and Lawson, were contacted?
A Correct.
Q In what way were they contacted by Kerr-McGee?
A I believe Lynda Garcia phoned each one of them personally.

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Q And do you know about what time frame this was in?

A It would have been in June, I believe.

Q And were you on any of those phonecalls that Lynda Garcia made?

A No.

Q Do you know the nature of the phonecalls or what she said to them?

A Back to my previous, previous answer. It would have been that we were actively engaged in an HR selection process and we were contacting them to solicit their participation and to also find out where we should send our request for information.

Q At the time that she called each of those four, do you know if Kerr-McGee intended to send each of those four vendors an RFI?

A I believe that was our intent.

Q And did she ask for any response from them during those phone conversations? That is, was she seeking any response from them prior to sending the RFI?

MR. GORESEN: I'm going to object to the

A To the best of my knowledge it was to whom and where should we send the RFIs.
Q And you said that three responded?
A Yeah.
Q And which three were those?
A PeopleSoft, Oracle and Lawson.
Q And SAP did not respond?
A Correct.
Q And what does that mean?

Q. (By Ms. McKinney) Does that mean -- did Lynda talk to anyone at SAP?
A I do not know specifically who she would have talked to. They did not provide the information which was who should we send the RFI to and to where should it be sent.
Q Do you know if she, if she was able to get anyone on the phone and speak with them?
A I do not know.

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Q Do you know who she tried to call at SAP?

A No.

Q Do you know if she left a voice-mail with anyone at SAP?

A I wasn't in on the call. I don't know if she talked to a person or left a voice-mail.

Q Do you know if she ever sent any written communications to SAP?

A Not that I'm aware of.

Q Do you know if she made any subsequent attempts to contact SAP either by phone or through written communications?

A I believe there was more than one attempt. I don't know how many.

Q Do you know how long of a time period she spent trying to get in touch with SAP?

A No, I don't know exactly. The documents we have we don't list the dates that, you know, exact dates the RFIs went out or when the phonecalls were made or when they were contacted.

Q And to your knowledge did SAP ever respond?

A Yes.

Q Do you know when they responded?

A I don't know the exact date.

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Q Do you know --

A Our documents --

Q -- the approximate date?

A Our documents state that it was while the process was well underway. I believe it was after we had already received RFI responses from the other vendors.

Q Do you know how SAP responded at that time?

A Other than calling Lynda, no.

Q Do you know that they called Lynda?

A Yes.

Q And do you know -- but you don't know anything else about their response?

A No.

Q Do you know if they at that point were seeking to compete for Kerr-McGee's HR business?

A Yes.

Q And Kerr-McGee declined to entertain any bid from SAP?

A Correct. We did not send them an RFI.

Q Why did Kerr-McGee decline to send SAP an RFI?

A They did not meet our requests for information and we were already well underway in

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the process.

Q Was there any other reason that you

didn't entertain SAP in the process?

A I don't know what it would have been, no.

Q. (By Ms. McKinney) Did you have to purchase any new hardware in order to install the PeopleSoft software?

A Yes, we did. We did not have the hardware infrastructure that would have supported it.

Q Can you describe for me what hardware you had to purchase?

A Sure. We purchased a database server, that's HP, we also purchased a file and print server, two application servers, two web servers as well as a load balancer and that was for our production environment. Let me make one slight change. The database server already existed but we purchased a significant amount of disc and memory to upgrade that. We also chose to purchase a test environment that consisted of one database server, one web server, one app and file server.

Q Why did you need to purchase new hardware in order to implement the PeopleSoft HR software?

A That's what the software called for.

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Q So, the hardware you had previously would not have been sufficient in order for you to run the PeopleSoft --
A No.
Q -- software?

Q I guess prior to, prior to the time that you went forward with the selection process and undertook to evaluate different ERP vendors, did you have to develop some sort of business case to

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justify simply the decision to purchase some new HR --

A Software?

Q -- software?

A A business case I think in the strictest MBA sense was not required. Excuse me. We had, we had the situation in the United States that our vendor was no longer supporting our software and the cost had been such and the limited capability had been such that we knew we had to do something different.

Q Did you consider trying to upgrade your existing software?

A The vendor was no longer marketing, developing or doing anything with that software. There was not an upgrade path.

Q Could it have been upgraded using independent consultants?

A In what way?

Q Could -- even though the company was not continuing to support that software, could you have hired anyone independently to perform necessary upgrades on that software?

A I guess the answer would be yes, we could have, but Kerr-McGee is not into developing

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software and that's what it would have been.

Q Did you ever do an analysis of how much it would have cost to try to do that?

A No. It wasn't consistent with our strategy.

Q And did you ever consider outsourcing the HR functions that were involved?

A To my knowledge no BPO outsourcing consideration was ever given to HR. Currently we do have one piece of HR BPO'd.

Q What piece is that?

A Health and welfare administration.

Q And who does that?

A ADP.

Q And they handle the entire business process of health and welfare administration?

A They do. We have two people on our staff at Kerr-McGee that are in essence, I guess they manage the vendor relationship and serve as a third level escalation, if you will, if there are questions that ADP cannot handle.

Q And how long have you used ADP for health and welfare benefits?

A I believe a little over about 18 months would be my estimate. Perhaps 19 or 20.

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Q Why was the decision made to outsource that portion of the human resources function to ADP?

A I was not a part of the selection in the project or the decision making on that.

Q Who was in charge of that?

A Our HR group.

Q Would -- I'm sorry, I've forgotten her name. Is it Lynda Garcia?

A I do not believe she was in HR at that time.

Q Had she moved to finance?

A I don't know where she was at that exact moment in time.

Q So, the decision to outsource health and welfare benefits was made after your PeopleSoft software had been implemented. Is that correct?

A Correct. We were -- yes.

Q And had you considered using a PeopleSoft module for that function?

A Actually, yes. We have licensed benefits administration. During the PeopleSoft implementation we had a change in HR leadership and in approach and the decision was made to stop the benefits administration implementation.

Q Now, did you agree with the decision to outsource health and welfare benefits to ADP?
A To be honest, I don't think I either agreed or disagreed. If the HR strategy was to perform all of our functions in-house, then the purchase that we made and the implementation we had embarked on was the correct path. But if our strategy was to, for whatever reason, outsource where appropriate, then at that time it was the right thing to do to stop the benefits admin

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1 install.

Q Now, in evaluating or in, you know, assessing the interface between the in-house software and the ADP outsourcing process, who was responsible for that?

A As I said, Gene Wolz.

Q Gene Wolz?

A It's not assessing, it was developing the interfaces.

Q And did he successfully develop the interfaces?

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A Oh yeah.

Q Was that a problem for him at all?

A Actually it wasn't -- it was not him solely who did all the programming, but it was our team that did.

Q Did you, did you feel any need to be involved in the decision of whether to outsource this health and welfare benefits function to ADP versus using the PeopleSoft module that was purchased for that purpose?

A No.

Q Why not?

A The reason I'm confused, I felt no need. I'm not sure how to explain what doesn't exist.

Q Well, let me -- let me back up. I'm just trying to understand because you were, you were involved in the selection process whereby Kerr-McGee chose PeopleSoft for its HR management function. Correct?

A Right.

Q And you were responsible for leading the team of IT professionals who were involved in that process. Correct?

A Yeah.

Q And one of the modules that was purchased

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would have covered health and welfare benefits functions?
A Right.
Q But after the PeopleSoft software was implemented, a decision was made to have those functions done through ADP outsourcing instead of through the PeopleSoft module?
A Right.
Q But you didn't feel that you needed to participate in that decision to shift those functions to outsourcing?
A No.
Q Did you think the decision made sense?

THE WITNESS: -- participant in the process.
Q. (By Ms. McKinney) Did you agree with the decision?

THE WITNESS: I've already answered that question previously. Would you like me to answer it again?
Q. (By Ms. McKinney) Yes.
A As I said before, the HR strategy, if it is to perform those functions in-house, then buying and installing benefits admin was the correct solution. If the strategy is to take a look at different places in the organization, different functions it could outsource, then the function or the strategy of using outsourcers was correct.
Q Do you agree with the strategy of outsourcing where appropriate?

said that I neither agree nor disagree because agreement is based upon the HR strategy, not business processing as a separate entity.

Q Do you have any opinion on whether health and welfare benefits should be outsourced to ADP or should be performed by PeopleSoft software?

A As I answered before, if the HR strategy is that those functions should be performed in-house, then I agree that benefit admin implementation and purchase is correct. If the strategy is such that we should look at outsourcing specific functions, then I agree that the strategy of looking at and outsourcing those functions is good.

Q So it sounds like from an IT perspective it doesn't make much of a difference to you which

00101
path is chosen.

MR. HAMMAKER: Objection.

THE WITNESS: Yes.

Q. (By Ms. McKinney) Either way will work?

MR. HAMMAKER: Objection. I don't think that reflects his testimony.

THE WITNESS: In my experience at Kerr-McGee, we did not complete the benefit admin implementation, so I cannot speak to whether or not it would work at Kerr-McGee because I have no experience. ADP health and welfare does work because we have been outsourcing with them for over a year and a half.

24 Q I'm going to ask you if the RFI describes

25 some certain features, and so if you can remember

00103
please let me know.
A Okay.
Q Do you know if the RFI described the ability to integrate modules into bundles or suite, into a bundle or suite of associated HR functions?
A I'm not sure I understand what you're trying to ask.
Q Okay. Did the RFI specify that the software that Kerr-McGee was going to use needed to be able to work as a suite of associated functions?
A I believe, I believe there were questions along those lines, but our approach would be that it would be purchased as a suite. We were not considering purchasing part from Lawson, part from Oracle, part from PeopleSoft. It was one vendor to provide all those functions.
Q Did the RFI specify that the software needed to support foreign language requirements?
A Yes.
Q And how about foreign reporting requirements?
A Yes, I believe it did. I can't recall the exact questions.

00104

Q Did it specify that the software needed to be able to function across multiple jurisdictions?

A What's your definition of jurisdiction?

Q Different states within the United States and/or different countries?

A Yes, there were questions along those lines.

Q Did the RFI specify that the software needed to function across different business divisions of Kerr-McGee?

A I would have to look.

Q Did it discuss at all scale and flexibility to support thousands of multiple users?

A I don't recall the specific questions there. It's been a while. We did put either in the RFI itself or in visiting with the vendors in the demonstrations that Kerr-McGee was an inquisitive company and that we had some number of thousands of users and that we expected most, if not all of our users, to be self service users. So that would address the fact there would be many people using it at one time. Scalability was also discussed when receiving

00105

specifications from PeopleSoft for our hardware.

Q Did the RFI discuss any need for flexibility so that the software could be matched to your unique administrative requirements?

A In my interpretation, most of what we put in the RFI did have to do with administration of the HR function across multiple pieces of the HR organization.

Q Did you have any requirement of an option to purchase additional functional modules later?

A I cannot remember that being in the RFI.

Q Did you have any requirement of periodic updates to keep tax and employment laws current?

A Yes.

Q And how about ongoing maintenance and support?

A Yes.

Q And was 24 hour technical support addressed in your RFI?

A I don't believe it was because we didn't feel that that was required for us. Certainly if something completely broke down we would need help, but as a normal course of business we're fairly self sufficient.

Q Did you have a requirement that the

00106

software have already been successfully implemented by a comparable customer?

A I don't know if that was in the RFI, but that was communicated to the vendors.

Q And who responded to the RFI?

A As stated before, PeopleSoft, Oracle and Lawson.

Do you recall, do you recall if there was any discernible difference in the evaluation of Lawson's RFI response?

A Not specifics, only in the realm of international or non U.S. capabilities.

Q And what was the -- what was the distinction there in the evaluation of Lawson?

A They did not provide the non U.S. capabilities that Oracle and PeopleSoft did.

Q And specifically what capabilities did Lawson not provide?

A I just stated that I cannot remember what those specifics were.

Q Do you remember any further detail on --

A No.

Q -- the international issue with Lawson?

A None.

Q And which vendors performed on site demonstrations?

A As I stated before, PeopleSoft, Oracle and Lawson.

Q And then what happened after the demonstrations?

A The presentations were graded by the team and based on the grading and I guess I would say verbal feedback from the team Lawson was eliminated due to lack of non U.S. functionality and reporting.

Q Who made the ultimate decision to eliminate Lawson?
A The team.
Q And who would have communicated that decision to Lawson?
A I believe Lynda did.
Q In addition to the issue with international functionality and reporting, was there any other reason that Lawson was eliminated?
A I cannot recall.
Q Do you know how Lynda communicated to Lawson the fact that they had been eliminated?
A I do not know.
Q Do you know if she told them why they had

00114
been eliminated?
A I believe she did.
Q Do you know if they had some response to her on the issue of their international functionality?
A I do not know.
Q You never had any direct contact with Lawson on that issue?
A On informing them that they were no longer a part of the selection process, no.
Q Did you ever have any direct contact with Lawson regarding the issue of their international functionality?
A Other than when they made their on site demonstration, no.
Q And did you personally evaluate whether Lawson had the international functionality that was needed to meet Kerr-McGee's requirements?
A Throughout most of this process Lynda and I neither one voted, but we viewed the demonstrations, asked questions.
Q But did you personally assess whether Lawson had the functionality that was required?
A In what format?
Q Did you make a decision in your mind as

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to whether Lawson could meet your requirements?

A I agreed with the team that they could not.

Q And in addition to viewing the demonstration that Lawson did, was there any other source of information on which you based the decision to agree with the team that Lawson couldn't meet the requirements?

A No. We had no further contact with them until the decision was made.

Q Were any questions posed to Lawson about whether it could make some accommodation to meet Kerr-McGee's requirements in terms of international functionality?

A Well, since it's been three years and 24 hours worth of demos, I can't remember any specific questions.

Q Did you ever talk to any Lawson representative personally at any time?

A As I stated, during the demonstration.

Q. (By Ms. McKinney) Now, you mentioned that SAP was never sent an RFI. Did it bother you at all that SAP was not sent an RFI?

A No.
Q And why not?
A Again, you're asking me to speculate on that which does not exist or did not occur. We had two companies that provided virtually all of our RFE -- RFI requirements.
Q Oracle and PeopleSoft?
A Yes. Had we only had one, I don't know.
Q Did you feel like you were still going to be able to get a good price with the two vendors

00117
competing?

A Yes.

Q Did you disclose to the vendors who participated in the demonstration round the identity of the other vendors they were competing against?

A We disclosed to PeopleSoft and Oracle that they were our finalists. I don't know about the demonstrations.

Q Who was in charge of negotiations with Oracle and PeopleSoft?

A Lynda Garcia was the point person as far as the actual final price.

Q Do you have any knowledge of whether Lynda Garcia negotiated price with Oracle or PeopleSoft?

A The answer has to be yes.

Q And did she?

A I mean --

Q I'm sorry, I thought you were answering whether you have knowledge.

A Oh, no. The answer would be yes. I think that would be the only reason that we would have lower offers.

Q So, did Oracle and PeopleSoft both discount their prices?

A Yes.

Q And do you know by how much they discounted their prices?

A I don't know what Oracle's discount would have been. PeopleSoft would have been in the 45

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1 percent range off list.

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Q And after Oracle and PeopleSoft responded to the RFQ, do you know if there were further negotiations with them on price?

A Yes, there were. I don't remember the exact numbers that came back originally, but they were higher than what we ended up with.

Q So, both of them came down on price?

A Yes.

Q Do you have any knowledge of whether steps were taken to try to ensure that Kerr-McGee could get the best possible price on the software?

A I don't know the specific steps, no.

Q No. That would have been within Lynda Garcia's realm of responsibility?

A Yes.

Q And do you know what the reasons were for ultimately choosing PeopleSoft over Oracle?
A I don't know the exact reasons why, you know, one person chose PeopleSoft over another. What we produced was the general themes in the documents that we provided. One was Oracle at the time did not have native German language

00124

functionality and that was our -- actually was and still is our largest non U.S. location. If I remember right, we rated the vendors, the matrix included vendor viability, vendor service, functionality, technology and cost. And the functionality was pretty much a dead heat, the vendor viability and vendor service were both in favor of PeopleSoft and technology was in favor of Oracle. Probably the best summary statement other than the German functionality would be that there were certain modules such as recruiting that Oracle did not offer at the time and the -- what people will euphemistically call the vision thing, the team felt PeopleSoft was farther advanced from a vision what HR could be, should be standpoint than Oracle was at that time.

Q And when did the implementation of the PeopleSoft software begin?

A We had our kickoff meeting in early January of 2002. We actually had some preparatory work with our implementation partner in December, but the official kickoff was January.

Q Which modules have been implemented so far?
A The core HR product has been implemented, time and attendance has been implemented, as stated before, the benefits administration implementation was halted. Payroll for the similar reason was also halted. Employee self service view, employee service update, manager self service, the data warehouse and the workforce analytics cube.
Q And which modules remain to be implemented?
A Manager self service transaction, obviously benefits admin and payroll, E pay, E comp, and the three data marks that live on top of the data warehouse. And those would be Workforce, Score Card -- when I said Workforce Analytics before, I should say just the Workforce cube because Workforce Analytics has not been implemented, Score Card and Rewards have not been implemented.

Q Is Kerr-McGee in the process of implementing them right now?

A No. We are in the process right now of implementing an additional module that we purchased, learning management. We are engaged in other activities right now and the strategy for going forward is being prepared by our HR group.

Q What happened with payroll?

A What happened as far as?

Q Well, you said that the implementation was halted. How is payroll being handled currently?

A Okay. First question, the halting of the implementation of payroll was done for the same reasons as benefit admin, wanted to look at outsourcing the payroll, leaving the payroll production outsourced and possibly outsourcing the payroll function was to be reviewed.

Q And --

A The indecision is that we are in the same situation as before we started that with ADP

00128
being our payroll check producer, tax filer.
Q And has a conclusion been reached regarding whether Kerr-McGee will outsource the payroll business function?
A The decision was reached, I'm not sure with even a specific project at that time, but currently business process of payroll is not outsourced.
Q But the PeopleSoft payroll module has not been implemented?
A That is correct.
Q So what software is being used for the payroll function currently?
A As I stated before, ADP produces our checks, files our taxes and there is a piece of software that lives at our site to enable that to happen.
Q And that's a piece of ADP software?
A Yes.
Q Is there a name for it?
A Pay-For-Win. And I'm not sure how to spell that.
Q Is there any other software that's used for any part of the payroll function?
A No.

00129

Q So the --

A Well, I mean time and labor feeds payroll, but for actually doing payroll, no.

Q So, the Pay-For-Win software that's at Kerr-McGee in combination with the outsourced check processing function is sufficient to cover the entire payroll business process?

A In the U.S.

Q Is there a different software that's used for payroll overseas?

A Each country has its own payroll provider. We chose not to implement global payroll processing due to really the number of employees we have in different countries.

Q And why did the number of employees cause you not to implement the payroll module?

A We did not feel it would be cost justified to do so.

Q Is there currently any future plan to change the way that Kerr-McGee processes payroll?

A Where?

Q Let's say first in the United States. Is there any future plan to change the payroll system?

A No plans at this time.

Q And how about overseas, is there any plan to change the way that Kerr-McGee uses a different payroll provider in each country?

A No.

Q And you said earlier that the time keeping function feeds into payroll?

A Yes.

Q Does that mean that the PeopleSoft time keeping software has to interface with the ADP payroll software?

A Yes.

Q And did you have to go through some process to make sure that those softwares could interface together?

00131
1 A We prepared the interface.

Q Was he able to develop an effective interface?
A Oh yeah.
Q Have there been any problems with that interface?
A Not any more than, you know, any other piece of software, an occasional bug. But no, we have not had a single instance of missed payroll or wholesale failure.

Q In the countries where it has been implemented, is it functioning in the foreign languages used in those countries?

A We use English outside of Germany and Netherlands. We don't -- we have such a low concentration of employees in other non English speaking countries that it was not worthwhile to consider doing self service there in another language.

Q So, the only foreign languages you need it to operate in are German and Dutch?

A Currently.

Q Currently? Do you anticipate using it in other foreign languages in the future?

A I haven't been made privy to any acquisition plans yet.

Q And then how about the manager self

00134

service module, is that the same situation with regard to languages?

A Yes, waiting on approval.

Q So at the present time the PeopleSoft software is not being used in any foreign languages?

A That's not what you asked earlier.

Q That's what I'm asking now.

A That's incorrect. The HR software is being used in German and Netherlands.

Q HR core functionality is being used in German and Dutch?

A Yes.

Q Was the implementation completed on schedule?

A As I stated before, benefit admin and payroll, no, because we just close to discontinue that. The HR was actually implemented ahead of schedule and then we brought out, we brought up some non U.S. locations prior to the U.S.

Q And when you say you requested additional money, did that mean you had to exceed your budget for implementation?
A Yes.
Q And by how much?
A One point nine million.
Q What was the original budget?
A Just shy of 7 million.
Q And then you had to add another 1.9 million on top of it?
A Yes.
Q And do you know why the implementation exceeded the original budget you had planned?
A My -- yeah. We had a large number of reporting requirements that were what I would call nonstandard. And as an organization we were not willing to do without some of them or do the analysis that it would take to eliminate a number of them. And so we spent a large quantity of

00138
money on developing reports.

Q And what customization was required?

A I don't have the complete list of customizations that we've done.

Q Do you know how many customizations you had to do?

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A Approximately -- well, this is over the life of our implementation. I don't know, you know, depending on what point. But as we sit here today approximately fifty affecting twenty different objects.

Q And what do you mean by object in that context?

A An object would be a screen, a page, a program, some definable piece from a programming standpoint.

Q Did you know when you made the selection of PeopleSoft that you would need to do that much customization in order to implement the software?

A Actually, I don't know. No.

Q Was that customization customization that you did out of necessity or was it because Kerr-McGee made a choice to customize?

A For us it's always a choice. Our first choice is not to. And evidently from other implementations, this was a fairly low number, fairly noninvasive.

Q And what would cause Kerr-McGee to make a choice to customize some object?

A Fair question. For us it's really, it's really a binary question. If there's something

00140

in the software that doesn't meet what we need, then it's a choice, do we change our business process, whatever that may be, to match the software or do we not. And if we make a decision that the time invested in the customization is worthwhile in our estimation, we'll go ahead and do it. Our preference would be to change the business process first though.

Q So the initial impetus is that the software won't be able to meet some need of some existing business process?

A Yes.

Q Is that right?

A Uh-huh.

Q Are you currently satisfied with the PeopleSoft modules that have already been implemented?

A Actually, yes.

Q. (By Ms. McKinney) Do you view SAP as a competitor to Oracle and PeopleSoft?

A Yes, I do.

Q Do you have any plans to go through any procurement of HR software any time in the near future?

A None whatsoever.

Q Have you engaged in any evaluation of HR software since the time of your PeopleSoft selection?

A No.

Q So that's been put aside for now I take it?

A PeopleSoft is our system strategy.

Q What were your views of what the effect of the merger would be on you?
A I guess the two immediate effects would be, in our opinion, reduced competition, which would lead to reduced price and innovation pressure and the second piece would be some economic hardship should Oracle's plan be executed as I understand it, which would be to halt the marketing of PeopleSoft software.

00154

MS. McKINNEY: Let me mark the next exhibit. I guess this is 1932?

Q And what is this document?

A My declaration given with regards to the Oracle proposed acquisition --

THE WITNESS: -- of PeopleSoft.

Q Now, who drafted this declaration?

A The declaration was initially drafted by Kent Brown.

00156

Q And was there some --

A It was earlier.

Q -- earlier draft of this document that he provided to you?

A Yes.

Q And do you still have a copy of that draft?

A I believe we returned it to Kent.

Okay. So, during that, that in person meeting with Mr. Brown, do you recall making any changes to the draft of the declaration that you were reviewing with him?

A Yes.

Q And do you recall what those changes were?

A Not in detail.

Q Do you recall the subject matter of any of those changes?

A From a tenor perspective, the document as it exists and as I signed was changed to reflect an opinion rather than facts on what would happen should the acquisition come through. Just my crystal ball doesn't work any better than anyone else's.

Q So, you were changing it to reflect the thoughts on the merger were your opinions?

A The thoughts on the merger would be things that could possibly happen rather than things that absolutely would happen.

Q With regard to your declaration, is there anything in it now that you're not comfortable with?
A I read it over last night and no.
Q Is there anything when you read through it, was there anything you saw that you thought needed clarification?
A I'm probably, I'm probably -- it's like a programmer trying to judge whether their own program is good. I know what I said. No.

Q Do you have an opinion of the company
Oracle Corporation?
A Yes.

00166

Q What's your opinion?

A Overall my opinion is good. We use them worldwide for financials.

Q Could you please take a look at Page 5 of that Power Point Bates labeled Kerr-McGee 137?
A Yes.
Q Under the right hand column it says Oracle cons.
A Uh-huh.
Q And then there's a box that says vendor service and lists several items.
A Yes.
Q Were you aware of any of these issues that are listed here in this box?
A Yes, at the time we made the selection

00168
these items had come out.

Q And the first one says recent bad press regarding customer service. Do you know what that's referring to?

A I believe -- well, I don't know for sure.

Q What do you think it was?

THE WITNESS: The only thing I can say with confidence is that it regards the service of existing customers and their software implementations.

00170

Q Was Kerr-McGee part of an Oracle user group at that point in time?

A Yes.

Q And had Kerr-McGee experienced Oracle separating itself from Kerr-McGee's user group?

A I believe we participated with, I don't know what the name was, OAUG at that time, yes.

Q What is OAUG?

A I don't know what -- I assume it's Oracle and I assume it's user group, but I don't know what the A stands for.

Q So Kerr-McGee was a part of that user group?

A Yes.

Q And Oracle separated itself from that user group?

happened?

A I don't recall having any specific conversations with what we should or should not do as a result of that.

00172

24 Q You mentioned earlier that when you

25 talked to the Justice Department about your

00173
opinion of the effects of the merger, the two items you mentioned were reduced competition and economic hardship based on Kerr-McGee's investment in PeopleSoft?

A Yeah.

Q. (By Ms. McKinney) With regard to the first item relating to competition, what is your view on the potential impact of the merger on competition?

A Our view, as I state in my declaration, would be that should the merger be consummated that it would reduce the competition in the ERP HR space, particularly those companies we feel could possibly supply Kerr-McGee with that type of software.

Q And what's the basis for your viewpoint?

A Our selection process identified really only four people that could possibly in our view supply the HR software that we needed, one of which we did not have detailed knowledge about, one of which we eliminated due to functionality at that time, and so the largest possible pool in

00174

our view at the moment would be three. Should one of those be eliminated we would view three to two as a fairly substantial decrease in the competitive environment.

Q Your selection process was in 2001. Correct?

A That is correct.

Q And you testified that you haven't engaged in any additional analysis of software vendors since that time. Correct?

A That is correct.

Q And how -- do you think that the reduced competition you anticipate would affect Kerr-McGee?

A Yes.

Q And how do you think that that would affect Kerr-McGee?

A I suppose there could be a lot of answers there, but our standpoint is that innovation within the software itself could be negatively affected. The development of new modules and new functionality could be negatively affected. The overall customer service environment could be affected. That would be my top three.

Q All three of those items relate to

00175
Kerr-McGee's use of PeopleSoft software.
Correct?
A Those three relate to not just our use of
PeopleSoft in particular but future development
in the HR space.

Q The merger is not going to affect
Kerr-McGee with regard to any future -- it's not
going to affect Kerr-McGee with regard to any
impending software procurements, is it?
A Hate to be obtuse. Please define what
impending is in your mind.
Q Well, you testified earlier that you have
no plans right now to look at procurement of new
HR software. Correct?
A My understanding of your question is that
a new HR software package or vendor. In that
case that is correct. If you refer to purchasing
perhaps additional modules, we have no plans at
the moment but could very well see purchasing
additional modules from existing vendors.
(A brief pause.)

Q Mr. Elliott, could you please take a look at your declaration? And on Page 12, if you could look at Paragraph 42. And in this paragraph you state in the second sentence, a merger could reduce the competitive pressure that now causes both firms to continue to improve their software.

A Yes.

Q What's your basis for this statement?

A My opinion is that should this competition not exist, there would not be the same level of pursuit of innovation and improvement in software, as a general statement about HR software.

Q And do you have any other basis for this statement aside from your own opinion?

A I do not have familiarity with Oracle's current or future development plans for their HR software. What I have seen is a large push on the PeopleSoft side for both new functionality, new modules and improved ownership experience.

Q And you anticipate that a merger would negatively impact that development?

A That's my opinion.

Q Are you aware of Oracle's public

00177

commitment to continue supporting PeopleSoft software even if a merger takes place?

A Yeah. I did not look up the details, but what I believe I'm familiar with is their commitment to maintain support for ten years should the merger occur.

Q And does that affect your view at all?

A No, not at all.

Q And why not?

A Supporting problems that crop up with existing software is far different than innovation and development and adding features and new modules to software.

Q In the next sentence in that paragraph you state, PeopleSoft and Oracle now compete for the same customers and this competition drives both vendors to make significant investments and better products.

A Uh-huh.

Q Now, what's your basis for this statement?

A I could not find a document that would support this, but during the selection process both PeopleSoft and Oracle made what I would say an emphasis or a big deal of the amount of money

00178
that they both invest in R and D.
Q And for the part of the statement that says PeopleSoft and Oracle compete for the same customers, do you have any particular basis for that statement?
A Both the PeopleSoft sales rep and the Oracle sales rep both during the course of conversation indicated that each company was a frequent competitor of the other.
Q Now, down in Paragraph 43 in the second sentence you state, in my experience --
A Uh-huh.
Q Excuse me. Software vendors that discontinue marketing a product typically reduce or eliminate new development initiatives for that product and focus their resources on developing the product that continues to be marketed and on switching customers of the discontinued product to another product.
A Yes.
Q Now, what experience are you referencing here?
A I have two recent ones. Our experience with N Power from Integral. The same thing happened. They stopped marketing N Power as a

00179

viable product and then therefore soon after stopped development and then therefore soon after stopped support. We have a legal software product called E-Tech that we've experienced the same situation. It's no longer marketed, now there's no more development going on. I'm not sure if the support shoe has dropped yet or not.

Q So that contributes to your opinion that if Oracle were to acquire PeopleSoft the same thing might happen?

A Yes.

Q How much do you think Kerr-McGee has invested in its PeopleSoft HR software all in total?

A The out of pocket costs are the 9 million as stated in the documents that have been provided.

Q And are there additional costs as well?

A Not that we've quantified. We don't -- at least it hasn't been a practice in the past

00180
where we have capitalized or tracked the amount of internal labor. It's safe to say that it would be tens of thousands of hours.

Q If you knew that SAP was a vendor that would be able to meet Kerr-McGee's needs in terms of ERP software, would you still have concerns about the Oracle, PeopleSoft merger's effect, potential effect on competition?

THE WITNESS: Yes, I would still have concerns.

Q. (By Ms. McKinney) And why is that?

A Because I view three moving to two as a significant decrease in competition.

Q Mr. Elliott, you've referred in your testimony this afternoon to a declaration that you provided to the United States Department of Justice in this matter. Does what we have marked as Government Exhibit 63 appear to you to be a complete copy of the -- with exhibits of the declaration that you provided to the Department of Justice?

A It does appear.

Q Do you see, is that your signature at the bottom of Page 13?
A Yes, it is.

Q Thank you.
To the best of your information and belief, Mr. Elliott, is the declaration which has been marked as Government Exhibit 63 true and accurate?
A I'm sorry, say it again, Mike.
Q Is the --
MR. HAMMAKER: Could you read the question back, please?

00184

(The record was read as requested.)

THE WITNESS: Oh, yes.