

1 [Software License and Support Agreement Amendment - Oracle America, Inc. - Emerge  
2 Project - Maximum Expenditure of \$14,287,737]

3 **Resolution authorizing the Controller to enter into the Tenth Amendment of a software**  
4 **license and support agreement with Oracle America, Inc., for perpetual software**  
5 **licenses and software support services for the Controller's Emerge Project, extending**  
6 **the contract term of November 16, 2007, through April 22, 2016, by five years through**  
7 **April 22, 2021, and increasing the maximum expenditure by \$4,300,892 to \$14,287,737.**

8  
9 WHEREAS, On November 16, 2007, the City and County of San Francisco ("City"),  
10 acting through its Controller entered into an agreement with Oracle America, Inc. ("Oracle"),  
11 for perpetual software licenses and software support services for the Controller's Emerge  
12 Project ("Agreement"); and

13 WHEREAS, The initial software support services term was for one year, renewable  
14 annually at the City's option, and the initial maximum expenditure was \$3,940,756; and

15 WHEREAS, The Controller and Oracle amended the Agreement by the First  
16 Amendment, dated November 16, 2007; Second Amendment, dated March 26, 2008; Third  
17 Amendment, dated November 17, 2008; Fourth Amendment, dated February 22, 2010; Fifth  
18 Amendment, dated October 5, 2010; Assignment and Assumption Agreement, dated October  
19 5, 2010; Sixth Amendment, dated February 21, 2012; Seventh Amendment, dated February  
20 21, 2013; Eighth Amendment, dated July 14, 2014; and Ninth Amendment dated May, 1,  
21 2015, extending the software support services term to April 23, 2016, and increasing the  
22 maximum expenditure to \$9,986,845; and

23 WHEREAS, By the Tenth Amendment the Controller and Oracle have agreed to extend  
24 the software support services term to April 22, 2021, and increase the maximum expenditure  
25 by \$4,300,892 to \$14,287,737, for continued software support services; and

1           WHEREAS, The Controller has determined that it is in the best interests of the City to  
2 extend the term of the Agreement beyond ten years and increase the maximum expenditure  
3 to \$14,287,737 so that the City may continue to receive software support services for the  
4 Emerge Project; and

5           WHEREAS, Charter, Section 9.118(b), "Contract and Lease Limitations," requires  
6 Board of Supervisors' approval of any contract having a term in excess of ten years or  
7 requiring anticipated expenditures by the City of \$10,000,000; and

8           WHEREAS, The Tenth Amendment is on file with the Clerk of the Board of Supervisors  
9 in File No. 160097, which is hereby declared to be a part of this motion as if set forth fully  
10 herein; and, therefore, be it

11           RESOLVED, That the Board of Supervisors approves the Tenth Amendment to the  
12 Agreement with Oracle; and, be it

13           FURTHER RESOLVED, That upon execution of the Tenth Amendment, the Controller  
14 shall transmit to the Clerk of the Board of Supervisors a copy of the Tenth Amendment, for  
15 inclusion in File No. 160097.