

**City and County of San Francisco
Office of Contract Administration
Purchasing Division**

Second Amendment

THIS SECOND AMENDMENT (“Amendment”) is made as of September 25, 2024, in San Francisco, California, by and between Mythics, LLC (“Contractor” or “Reseller”), and the City and County of San Francisco, a municipal corporation (“City”), acting by and through its Director of the Office of Contract Administration.

Recitals

WHEREAS, City and Contractor have entered into the Agreement (as defined below); and

WHEREAS, City and Contractor desire to modify the Agreement to document Contractor’s change of name, domicile state and legal form through a conversion from Mythics, Inc. (FEIN ending 7871) to Mythics, LLC, a DRE to PEGASUS ME BUYER INC (FEIN ending 5783) on March 17, 2023 and to Mythics, LLC DBA Mythics VIII, LLC registered with CA Secretary of State in Sacramento County (FEIN ending 7871) on July 23, 2024; and

WHEREAS, City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to amend Appendix C in the Agreement, “Terminated Licenses;” and

WHEREAS, a Request for Proposal (“RFP”) was issued by Maricopa County, Arizona for a variety of Oracle equipment, software and services through an Enterprise Agreement with a certified Oracle Value Added Reseller, and the County selected Contractor as the highest qualified scorer pursuant to the RFP; and

WHEREAS, pursuant San Francisco Administrative Code Section 21.16, the City may utilize the results of a competitive solicitation by another public agency; and,

WHEREAS, there is no Local Business Entity (“LBE”) subcontracting participation requirement for this Agreement; and

WHEREAS, the City’s Board of Supervisors approved this Agreement by Resolution No. 161-21 on April 20, 2021; and

Now, THEREFORE, the parties agree as follows:

Article 1 Definitions

The following definitions shall apply to this Amendment:

1.1 **Agreement.** The term “Agreement” shall mean the Agreement dated May 1, 2021 between Reseller and City between Contractor and City, as amended by the:

First Amendment, dated April 10, 2023.

1.2 **San Francisco Labor and Employment Code.** As of January 4, 2024, San Francisco Administrative Code Chapters 21C (Miscellaneous Prevailing Wage Requirements), 12B

(Nondiscrimination in Contracts), 12C (Nondiscrimination in Property Contracts), 12K (Salary History), 12P (Minimum Compensation), 12Q (Health Care Accountability), 12T (City Contractor/Subcontractor Consideration of Criminal History in Hiring and Employment Decisions), and 12U (Sweat free Contracting) are redesignated as Articles 102 (Miscellaneous Prevailing Wage Requirements), 131 (Nondiscrimination in Contracts), 132 (Nondiscrimination in Property Contracts), 141 (Salary History), 111 (Minimum Compensation), 121 (Health Care Accountability), 142 (City Contractor/Subcontractor Consideration of Criminal History in Hiring and Employment Decisions), and 151 (Sweatfree Contracting) of the San Francisco Labor and Employment Code, respectively. Wherever this Agreement refers to San Francisco Administrative Code Chapters 21C, 12B, 12C, 12K, 12P, 12Q, 12T, and 12U, it shall be construed to mean San Francisco Labor and Employment Code Articles 102, 131, 132, 141, 111, 121, 142, and 151, respectively.

1.3 **Other Terms.** Terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Agreement.

Article 2 Modifications of Scope to the Agreement

The Agreement is hereby modified as follows:

2.1 1.8 "Contractor" means Mythics, LLC, 4525 Main Street, Suite 1500, Virginia Beach, VA 23462. Wherever "Contractor," "Supplier," "Value Added Reseller" or "Reseller" appears in the Agreement, it shall be construed to mean Mythics LLC or Mythics VIII, LLC.

Such section is hereby amended in its entirety to read as follows:

1.8 "Contractor" means Mythics, LLC DBA Mythics VIII, LLC, 4525 Main Street, Suite 1500, Virginia Beach, VA 23462. Wherever "Contractor," "Supplier," "Value Added Reseller" or "Reseller" appears in the Agreement, it shall be construed to mean Mythics, LLC DBA Mythics VIII, LLC.

2.2 2.2 Article 1 Definitions Section 1.17 of the Agreement of the Agreement currently reads as follows:

1.17 "Reseller" means Mythics, LLC, 4525 Main Street, Suite 1500, Virginia Beach, VA 23462., 4525 Main Street, Suite 1500, Virginia Beach, VA 23462. Wherever "Contractor," "Supplier" or "Reseller" appears in the Agreement, it shall be construed to mean Mythics LLC or Mythics VIII, LLC.

Such section is hereby amended in its entirety to read as follows:

1.17 "Reseller" means Mythics, LLC DBA Mythics VIII, LLC. Wherever "Contractor," "Supplier," "Value Added Reseller" or "Reseller" appears it shall be construed to mean Mythics, LLC DBA Mythics VIII, LLC.

2.3 **Appendix C-1.** Appendix C is hereby replaced in its entirety by Appendix C-1, attached to this Amendment and fully incorporated within the Agreement. To the extent the Agreement refers to Appendix C in any place, the true meaning shall be Appendix C-1, which is a correct and updated version.

2.4 **Appendix H.** Appendix H is hereby added to the Agreement, attached to this Amendment and fully incorporated within the Agreement.

Article 3 Updates of Standard Terms to the Agreement

Reserved.

Article 4 Effective Date

Each of the modifications set forth in Articles 2 and 3 shall be effective on and after the date of this Amendment.

Article 5 Legal Effect

Except as expressly modified by this Amendment, all of the terms and conditions of the Agreement shall remain unchanged and in full force and effect.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Contractor and City have executed this Amendment as of the date first referenced above.

CITY

Recommended by:

DocuSigned by:
Michael Makstman September 20, 2024 | 10:49 AM PDT
D7D71C563AD34FB...

Michael Makstman
City Chief Information Officer
Department of Technology

CONTRACTOR

Mythics, LLC DBA Mythics VIII, LLC
Deonte J Watters September 20, 2024 | 10:25 AM PDT
4B2FC0BEE247421...

Deonte J. Watters CCMAP
Vice President of Business Operations

City Supplier number: 0000014636

Approved as to Form:

David Chiu
City Attorney

Signed by:
Margarita Gutierrez September 20, 2024 | 10:44 AM PDT
By: 3AA5640935284BE...
Margarita Gutierrez
Deputy City Attorney

Approved:

Sailaja Kurella
Director of the Office of Contract
Administration, and Purchaser

Signed by:
Sailaja Kurella September 26, 2024 | 5:33 PM PDT
By: 78EAE44AB01C4E0...
Taraneh Moayed

Attached Appendices: C-1, H

Appendix C-1

Contract #	Item Name	CSI Number	Quantity	Status
3964558	Oracle Secure Enterprise Search - Employee Perpetual	18555557	2300	Terminated
2020449	Oracle Internet Application Server Enterprise Edition - Processor Perpetual	15456106	2	Terminated
2598676	Oracle Real Application Clusters - Processor Perpetual	16024505	12	Terminated
1647698	Oracle Internet Developer Suite - Named User Plus Perpetual	3758878	19	Terminated
1488844	Oracle Database Personal Edition - Named User Perpetual	3424927	3	Terminated
1488844	Oracle Internet Application Server Enterprise Edition - Processor Perpetual	3424927	2	Terminated
1488844	Oracle Internet Developer Suite - Named User Perpetual	3424927	3	Terminated
1488844	Oracle Database Enterprise Edition - Named User Perpetual	3424927	51	Terminated
1488844	Oracle Database Enterprise Edition - Processor Perpetual	3424927	2	Terminated
1488844	Oracle Internet Application Server Enterprise Edition - Named User Perpetual	3424927	10	Terminated
2227394	Oracle Real Application Clusters - Processor Perpetual	14584694	8	Terminated
2227394	Oracle Real Application Clusters - Named User Plus Perpetual	14584694	50	Terminated
5221312	Primavera P6 Progress Reporter - Application User Perpetual	18191813	150	Terminated
5221312	Oracle Data Integrator Enterprise Edition - Processor Perpetual	19756904	60	Terminated
5221312	Oracle Business Intelligence Management Pack - Processor Perpetual	19756904	60	Terminated
5221312	Oracle Business Intelligence Suite Enterprise Edition Plus - Processor Perpetual	19756904	60	Terminated
5221312	Oracle SOA Suite for Oracle Middleware - Processor Perpetual	19756904	326	Terminated
3958780	SERVER EE 8.0	2252104	600	Terminated

Contract #	Item Name	CSI Number	Quantity	Status
3958780	PLUS 8.0	2252104	50	Terminated
2713711	PeopleSoft Enterprise UPK Time & Labor (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15850773	1	Terminated
2713711	Oracle User Productivity Kit Standard - UPK Developer Perpetual	15684995	4	Terminated
2713711	PeopleSoft Enterprise UPK Enterprise Learning Management (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK Reporting Tools for HCM Software Modules (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK ePerformance (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK Fundamentals for HCM Software Modules (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	Oracle User Productivity Kit - UPK Employee Perpetual	15684995	60000	Terminated
2713711	PeopleSoft Enterprise UPK Human Resources (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK Payroll for North America (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK Benefits Administration (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated

Contract #	Item Name	CSI Number	Quantity	Status
2713711	PeopleSoft Enterprise UPK ePay (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK eProfile (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	PeopleSoft Enterprise UPK eBenefits (over 4K employees and/or over \$1 billion in revenue) - UPK Module Perpetual	15684995	1	Terminated
2713711	Websphere for PeopleSoft Enterprise (Mfr is International Business Machines Corporation; Third Party Program)	15684995	1	Terminated
1647698	Oracle Internet Developer Suite - Named User Plus Perpetual	3758878	40	Terminated
5126199	Oracle E-Business Suite UPK for Project Costing (up to 4K employees and up to \$1 billion in revenue) – UPK Module Perpetual	18050289	1	Terminated
5126199	Oracle User Productivity Kit Standard - UPK Developer Perpetual	18050289	2	Terminated
5126199	Oracle E-Business Suite UPK for Project Management (up to 4K employees and up to \$1 billion in revenue) - UPK Module Perpetual	18050289	1	Terminated
5126199	Oracle E-Business Suite UPK for Oracle Enterprise Asset Management (up to 4K employees and up to \$1 billion in revenue) - UPK Module Perpetual	18050289	1	Terminated
2876595	Oracle Real Application Clusters - Processor Perpetual	15179347	6	Terminated
5137277	Oracle Load Testing - Named User Plus Perpetual	16859171	500	Cancelled
5137277	Oracle Load Testing Controller - Processor Perpetual	16859171	2	Cancelled
5137277	Oracle Functional Testing - Named User Plus Perpetual	16859171	1	Cancelled
5137277	Oracle Test Manager - Named User Plus Perpetual	16859171	4	Cancelled

Contract #	Item Name	CSI Number	Quantity	Status
5137277	Oracle Test Manager - Named User Plus Perpetual	17987615	2	Cancelled
5137277	Exadata Storage Server Software - Disk Drive Perpetual	19299756	36	Cancelled
5137277	Exalogic Elastic Cloud Software - Processor Perpetual	19299757	64	Cancelled
6901907	Exadata Storage Server Software - Disk Drive Perpetual	20163144	36	Cancelled
6901907	Exalogic Elastic Cloud Software - Processor Perpetual	20246372	72	Cancelled
6138948	Exalogic Elastic Cloud Software - Processor Perpetual	19819191	32	Cancelled
1658735	Oracle Internet Application Server Standard Edition - Processor Perpetual	3789416	1	Cancelled
2924287	Oracle Business Intelligence Management Pack - Named User Plus Perpetual	16024383	100	Cancelled
2924287	Oracle Business Intelligence Suite Enterprise Edition Plus - Named User Plus Perpetual	16024383	100	Cancelled
5221312	Primavera P6 Progress Reporter - Application User Perpetual	18191813	150	Cancelled
5221312	Oracle Business Intelligence Management Pack - Processor Perpetual	19756904	60	Cancelled
5221312	Oracle Business Intelligence Suite Enterprise Edition Plus - Processor Perpetual	19756904	60	Cancelled
5221312	Oracle SOA Suite for Oracle Middleware - Processor Perpetual	19756904	236	Cancelled
3666938	Oracle Database Enterprise Edition - Processor Perpetual	16406696	4	Cancelled
3666938	Oracle User Productivity Kit Professional - Application User Perpetual	21253315	700	Cancelled
3666938	Oracle User Productivity Kit Professional - UPK Developer Perpetual	21253315	1	Cancelled
10555989-3000	Primavera Unifier Project Controls Cloud Service	21698606	50	Cancelled
10555989-3000	AutoVue 2D Professional Cloud Service	21698606	75	Cancelled

Contract #	Item Name	CSI Number	Quantity	Status
5137277	Oracle Partitioning - Processor Perpetual	18061892	44	Terminated
5137277	Oracle Advanced Security - Processor Perpetual	18061892	44	Terminated
5137277	Oracle Active Data Guard - Processor Perpetual	18061892	44	Terminated
5137277	Oracle Diagnostics Pack - Processor Perpetual	18061892	44	Terminated
5137277	Provisioning and Patch Automation Pack for Database - Processor Perpetual	18061892	44	Terminated
5137277	Configuration Management Pack for Oracle Database - Processor Perpetual	18061892	44	Terminated
5137277	Oracle Tuning Pack - Processor Perpetual	18061892	44	Terminated
5137277	Oracle Application Management Suite for PeopleSoft - Processor Perpetual	18061892	64	Terminated
5137277	Oracle Database Enterprise Edition - Processor Perpetual	18061892	44	Terminated
5137277	Oracle GoldenGate - Processor Perpetual	19297747	16	Terminated
5137277	Oracle Real Application Clusters - Processor Perpetual	19297747	16	Terminated
5137277	Oracle Data Masking Pack - Processor Perpetual	19297747	8	Terminated
20374756	Oracle Advanced Security - Processor Perpetual	23002227	4	Terminated
20374756	Oracle Tuning Pack - Processor Perpetual	23002227	4	Terminated
20374756	Oracle Partitioning - Processor Perpetual	23002227	4	Terminated
20374756	Oracle Database Enterprise Edition - Processor Perpetual	23002227	4	Terminated
20374756	Oracle Active Data Guard - Processor Perpetual	23002227	4	Terminated
20374756	Oracle Diagnostics Pack - Processor Perpetual	23002227	4	Terminated
20374756	Oracle Real Application Clusters - Processor Perpetual	23002227	32	Terminated
20374756	Oracle Database Lifecycle Management Pack - Processor Perpetual	23002227	4	Terminated
20374756	Oracle GoldenGate - Processor Perpetual	23002227	32	Terminated



AMENDMENT ONE TO THE ORDERING DOCUMENT

ORACLE CONTRACT INFORMATION

This document (this “Amendment One”) amends the order with the footer “5362664 – 7.nmcpoyle. troderigues.ehwang” dated 06-MAY-2015, and all amendments and addenda thereto (the “order”), between City and County of San Francisco Office of the Controller (“You”) and Oracle America, Inc. (“Oracle”). All terms used but not otherwise defined in this Amendment One shall have the meanings given to such terms in the order.

1. CHANGES TO THE ORDER

The order shall be amended as follows:

- a. Delete section B.1.b (Limited Use) of the order and replace it with the following:

“The programs listed in Table III above Section A are limited to be used only with the PeopleSoft and Business Intelligence applications acquired under this ordering document in direct support of the Customer’s “Financial Systems Project” and “eMerge Project.”

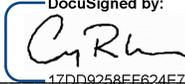
2. OFFER VALIDITY

This Amendment One is valid through 31-AUG-2024, and shall become binding upon execution by You and acceptance by Oracle.

3. ORDER OF PRECEDENCE

The parties agree that the terms of this Amendment One will prevail in the event of any inconsistencies with any terms of the order.

Other than the addition of the changes above, the terms and conditions of the order remain unchanged and in full force and effect.

CITY AND COUNTY OF SAN FRANCISCO OFFICE OF THE CONTROLLER		ORACLE AMERICA, INC.	
Signature:	<u>Jack Wood</u>	Signature:	<u></u>
Name:	<u>Jack Wood</u>	Name:	<u>Clay Koepke</u>
Title:	<u>Controller's Office - Systems Division Director</u>	Title:	<u>Contract Specialist IV</u>
Signature Date:	<u>8/28/2024</u>	Signature Date:	<u>29-Aug-2024 7:32 AM PDT</u>



Aug 29, 2024

Mr. Jack Wood
 City and County of San Francisco Office of the Controller

Dear Jack,

You have requested that Oracle provide technical support services for some but not all of your licenses contained in a license set. You acknowledge that per Oracle’s technical support policies in order to receive technical support services for your licenses, all licenses in a license set must be supported at the same level of technical support. Please review the applicable technical support policies at <http://www.oracle.com/us/support/policies/index.html> or contact Oracle Support at <http://www.oracle.com/us/support/contact/index.html>.

You have agreed to terminate some of your licenses in order to maintain technical support services on a reduced number of licenses in a license set.

By signing below, you are agreeing to terminate the licenses listed in the table below. As of September 1, 2024, you no longer have any right to use the terminated licenses and have no right to technical support services, including but not limited to, updates, fixes and security alerts. If your licensing needs increase in the future, you must purchase any necessary licenses to meet your increased needs. You will not be permitted to reinstate the terminated licenses.

By signing below, you represent that you have authority to terminate the licenses on behalf of City and County of San Francisco. You acknowledge that Oracle may not renew technical support services for your remaining licenses in the license set until you have completed and returned this termination letter to the Oracle Support Services Representative listed below.

The licenses that are hereby terminated are:

CSI #	Program	Quantity	License Type	License Item Instance
23002227	Oracle Advanced Security - Processor Perpetual	4	FULL USE	114831904
23002227	Oracle Tuning Pack - Processor Perpetual	4	FULL USE	114831916
23002227	Oracle Partitioning - Processor Perpetual	4	FULL USE	114831924
23002227	Oracle Database Enterprise Edition - Processor Perpetual	4	FULL USE	114831925
23002227	Oracle Active Data Guard - Processor Perpetual	4	FULL USE	114831926
23002227	Oracle Diagnostics Pack - Processor Perpetual	4	FULL USE	114831927
23002227	Oracle Real Application Clusters - Processor Perpetual	32	FULL USE	114831931
23002227	Oracle Database Lifecycle Management Pack - Processor Perpetual	4	FULL USE	114831932

23002227	Oracle GoldenGate - Processor Perpetual	32	FULL USE	114831933
18061892	Oracle Partitioning - Processor Perpetual	44	LIMITED USE OTHER	69151013
18061892	Oracle Advanced Security - Processor Perpetual	44	LIMITED USE OTHER	69151015
18061892	Oracle Active Data Guard - Processor Perpetual	44	LIMITED USE OTHER	69151017
18061892	Oracle Diagnostics Pack - Processor Perpetual	44	LIMITED USE OTHER	69151018
18061892	Provisioning and Patch Automation Pack for Database - Processor Perpetual	44	LIMITED USE OTHER	69151019
18061892	Configuration Management Pack for Oracle Database - Processor Perpetual	44	LIMITED USE OTHER	69151020
18061892	Oracle Tuning Pack - Processor Perpetual	44	LIMITED USE OTHER	69151021
18061892	Oracle Application Management Suite for PeopleSoft - Processor Perpetual	64	LIMITED USE OTHER	69151022
18061892	Oracle Database Enterprise Edition - Processor Perpetual	44	LIMITED USE OTHER	69151023
19297747	Oracle GoldenGate - Processor Perpetual	16	LIMITED USE SPECIFIED APP	95618026
19297747	Oracle Real Application Clusters - Processor Perpetual	16	LIMITED USE SPECIFIED APP	95618027
19297747	Oracle Data Masking Pack - Processor Perpetual	8	LIMITED USE SPECIFIED APP	95618028

Note: If any of the fields listed in the table above are blank, then such fields do not apply.

Regards,

Margaret Baker
 Oracle Support Services
 E-mail: margaret.baker@oracle.com
 Tel.:
 Fax:

Acknowledged and agreed.

City and County of San Francisco Office of the Controller

Authorized Signature: Jack Wood

Name: Jack Wood

Title: Controller's Office - Systems Division Director

Signature Date: 8/29/2024

Appendix H

The programs listed in the Table below are to be used only with PeopleSoft and Business Intelligence applications previously purchased by the City directly from Oracle America, Inc. referenced in Section 9.1 of the Agreement, and in direct support of the Customer’s “Financial Systems Project” and “eMerge Project.”

CSI	Contract #	Oracle Product Description / License Type	Quantity
20113254	6792242	Oracle Real Application Clusters - Processor Perpetual	288
20113254	6792242	Oracle Application Management Suite for PeopleSoft - Processor Perpetual	16
20113254	6792242	Oracle Multitenant - Processor Perpetual	288
20113254	6792242	Oracle Database In-Memory - Processor Perpetual	288
20113254	6792242	Oracle Database Enterprise Edition - Processor Perpetual	288
20113254	6792242	Oracle GoldenGate - Processor Perpetual	288
20113254	6792242	Oracle Database Lifecycle Management Pack - Processor Perpetual	288
20113254	6792242	Oracle Diagnostics Pack - Processor Perpetual	288
20113254	6792242	Oracle Secure Backup - Stream Perpetual	288
20113254	6792242	Oracle Audit Vault and Database Firewall - Processor Perpetual	288
20113254	6792242	Micro Focus Visual COBOL for Linux and UNIX for 5 Named Users (Mfr is Microfocus; Third Party Program)	1
20113254	6792242	Oracle Partitioning - Processor Perpetual	288
20113254	6792242	Oracle Advanced Security - Processor Perpetual	288
20113254	6792242	Oracle Tuning Pack - Processor Perpetual	288
20113254	6792242	Oracle Database Vault - Processor Perpetual	288
21351646	6792242	Oracle Data Masking and Subsetting Pack - Processor Perpetual	72