

Agreement Information

This Amendment One amends the Public Sector Agreement For Oracle Cloud Services US-CSA-CPQ-1946700, dated _____ (to be completed by Oracle), and all amendments and addenda thereto (the "Agreement") between You and Oracle America, Inc. ("Oracle").

The parties agree to amend the Agreement as follows:

1. Section 7. LIMITATION OF LIABILITY

- a. Delete the entire text of Section 7.2 and replace it with the following:

"IN NO EVENT SHALL THE AGGREGATE LIABILITY OF ORACLE AND OUR AFFILIATES ARISING OUT OF OR RELATED TO THIS AGREEMENT OR YOUR ORDER FOR CLOUD SERVICES, WHETHER IN CONTRACT, TORT, OR OTHERWISE, EXCEED THE TOTAL AMOUNTS ACTUALLY PAID UNDER YOUR ORDER FOR THE CLOUD SERVICES GIVING RISE TO THE LIABILITY DURING THE TWELVE (12) MONTHS IMMEDIATELY PRECEDING THE EVENT GIVING RISE TO SUCH LIABILITY."

- b. Insert the following as a new Section 7.3:

"IN NO EVENT SHALL THE AGGREGATE LIABILITY OF ORACLE AND OUR AFFILIATES ARISING OUT OF OR RELATED TO THIS AGREEMENT OR YOUR ORDER FOR PROFESSIONAL SERVICES, WHETHER IN CONTRACT, TORT, OR OTHERWISE, EXCEED THE TOTAL AMOUNTS ACTUALLY PAID UNDER YOUR ORDER FOR THE PROFESSIONAL SERVICES GIVING RISE TO THE LIABILITY, AND IF SUCH DAMAGES RESULT FROM YOUR USE OF THE SERVICES, SUCH LIABILITY SHALL BE LIMITED TO THE FEES ACTUALLY PAID FOR THE SERVICES GIVING RISE TO THE LIABILITY."

2. Section 9. TERM AND TERMINATION

Delete the second sentence of Section 9.4 and replace it with the following:

"If we terminate any orders as specified in the preceding sentence, You must pay within 30 days all amounts that have accrued prior to such termination, including all sums remaining unpaid for the Services performed by Oracle under such order(s) plus related taxes and expenses."

3. Section 14. UCITA

- a. Rename the title of Section 14 from "UCITA" to "GOVERNING LAW".

- b. Insert the following at the end of Section 14:

"This Agreement shall be governed by the substantive and procedural laws of the State of Connecticut. You and Oracle agree to submit to the exclusive jurisdiction of, and venue in, state or federal courts located in the State of Connecticut in any dispute arising out of or relating to this Agreement."

4. Section 15. NOTICE

Insert the following as a new Section 15.3:

"You may subscribe to receive an alert about updates to Oracle Cloud Hosting and Delivery Policies and Services Descriptions (and other Services Specifications made available by Oracle) at <https://go.oracle.com/LP=82034>."

5. Section 16. ASSIGNMENT

Insert the following at the end of Section 16:

"Except in the event of a merger, consolidation, acquisition, internal restructuring, divestiture or sale of all or substantially all of the assets of Oracle, Oracle may not assign this Agreement."

6. Section 17. OTHER

In Section 17.4, change "two" to "six".

Subject to the modifications herein, the Agreement shall remain in full force and effect.

The Effective Date of this Amendment One is _____. (to be completed by Oracle)

CITY OF STAMFORD		Oracle America, Inc.	
Signature	_____	Signature	_____
Name	_____	Name	_____
Title	_____	Title	_____
Signature Date	_____	Signature Date	_____

DocuSigned by:
Tasha Malana
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