



County of Fairfax, Virginia

AMENDMENT

Date: 3/24/2023

AMENDMENT NO. 22CONTRACT TITLE: Enterprise Resource Planning (ERP) System/SoftwareCONTRACTORSAP Public Services, Inc.
3999 West Chester Pike
Newtown Square, PA 19073SUPPLIER CODE

1000012120

CONTRACT NO.

4400000162

By mutual agreement, Contract 4400000162 is amended to incorporate the attached Termination Addendum to the Software License Agreement.

All other prices, terms and conditions remain the same.

ACCEPTANCE:BY: Amy M. Bailey
(Signature)Vice President
(Title)Amy M. Bailey
(Printed)3/22/2023
(Date)

DocuSigned by:

Steve Pierson

FOR

Lee Ann Pender
Director/County Purchasing AgentDISTRIBUTION:Finance – Accounts Payable/e
DIT – Hildegard Kjersgard/e
DIT – George Coulter/e
DIT – Afsaneh Tibbs/e
DIT – Samarendra Nandi/e
DIT – Tanesha Sherrod/e
DIT – Michelle Breckenridge/e
Contractor – bill.kay@sap.com
christopher.devlin@sap.comContract Specialist III – Yong Kim
ACS, Team 1 – Chan Park

DS

JP

Department of Procurement & Material Management
12000 Government Center Parkway, Suite 427
Fairfax, VA 22035-0013
Website: www.fairfaxcounty.gov/procurement
Phone (703) 324-3201, **TTY:** 711, **Fax:** (703) 324-3228

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**TERMINATION ADDENDUM Issued December 19, 2022 ("Termination Addendum")
to the
ORDER FORM 12 effective December 17, 2014 ("Order Form / Appendix")
APPENDIX 9 effective December 13, 2010 ("Order Form / Appendix")
to
SOFTWARE LICENSE AGREEMENT, effective August 13, 2009 ("Agreement")
By and between
SAP PUBLIC SERVICES, INC. ("SAP")
and
FAIRFAX COUNTY ("Licensee")**

This Termination Addendum modifies and becomes an integral part of the Agreement between the parties. In each instance in which the provision(s) of this Termination Addendum contradict or are inconsistent with the provision(s) of the Agreement, the provision(s) of this Termination Addendum shall prevail and govern the contradicted or inconsistent provision(s) shall be deemed amended accordingly.

SAP and Licensee agree as follows:

1. **License Termination:** SAP and Licensee hereby agree that pursuant to the Termination Section of the Agreement, the license grant shall be irrevocably terminated for the Software listed below (the "Terminated Software") effective December 31, 2022 ("Effective Date").

Effective Date of Termination	Appendix/ Order Form Number	Material Description	Current Qty	New Qty
12/31/2022	Appendix 9 - BOBJ Ent. Premium.	SAP BusObj Enterprise Premium (CPU)	3	0
12/31/2022	Software Order Form No. 12.	SAP Mobile Platform	101	0

Upon the Effective Date all Use rights for the Terminated Software granted in the Order Form are hereby revoked and Licensee and its authorized Affiliates/Subsidiaries shall immediately and permanently cease Use of the Terminated Software. Licensee shall destroy all copies of the SAP Proprietary/Confidential Information in every form. Licensee must certify to SAP in writing that it has satisfied its obligations under this Section 1.

2. **Audit:** In addition to SAP's rights under the Verification section of the Agreement, SAP shall have the one-time right, upon ten days prior notice to Licensee, to audit Licensee's SAP installation(s) to ensure compliance with the obligations of License Termination set forth in Section 1 above.
3. **Support Termination:** SAP and Licensee further agree that upon the Effective Date, all SAP Support for the Terminated Software as provided under the Agreement shall be terminated with regard to the Terminated Software. SAP and Licensee further agree that the Maintenance Base for the Software licensed under the Agreement shall be reduced and the SAP Support Fees shall be adjusted accordingly as of the Effective Date as set out below.
4. **Support Fee Base:** SAP and Licensee further agree that the Support base for the Software licensed under the Order Form/Appendix shall be reduced by the amount in the tables below as of the effective date of this Termination Addendum.

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Appendix/Order Form Number	Original Maintenance Base	Maintenance Base Reduction	New Total Maintenance Base for the entire Appendix/ Order Form
Appendix 9 - BOBJ Ent. Premium.	70,000.00	70,000.00	0.00
Software Order Form No. 12.	60,600.00	60,600.00	0.00


6. **Validity of Offer:** The validity of this offer will expire on December 30, 2022, unless sooner executed by Licensee, or subsequently executed by SAP.

THIS TERMINATION ADDENDUM has been executed by the parties, acting by and through their duly authorized representatives, in duplicate original, either of which may be deemed the original, but together constituting one agreement, and each party receiving one fully completed and executed duplicate.

Accepted By:

SAP PUBLIC SERVICES, INC.

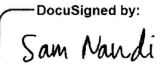
(SAP)

Signature: 
 Name: Len Collett
 Title: Sr. Counsel
 Date: December 29, 2022

Accepted By:

Fairfax County

(Licensee)

Signature: 
 Name: Sam Nandi
 Title: Director, Enterprise Applications
 Date: December 29, 2022

DS
