

FIRST AMENDMENT TO WORKERS' COMPENSATION PHARMACY BENEFITS
ADMINISTRATION AGREEMENT NO. 35140

35140

THIS FIRST AMENDMENT TO WORKERS' COMPENSATION PHARMACY BENEFITS ADMINISTRATION AGREEMENT NO. 35140 is made and entered, in duplicate, as of December 9, 2020, for reference purposes only, by and between TMESYS LLC, ("Tmesys") a Florida limited liability company, as successor-in-interest to PHARMACEUTICAL TECHNOLOGIES, INC., D/B/A CASTIARX, a Nebraska corporation ("PTI"), and the City of Long Beach, a California municipal corporation ("City"). Tmesys and the City are collectively referred to as the "Parties".

WHEREAS, City and PTI entered into Agreement No. 35140 (the "Agreement"), effective January 1, 2019, for pharmacy benefits management (PBM) services; and

WHEREAS, PTI was purchased by OptumRx Holdings, LLC ("ORx Holdings") in December 2019 and transitioned the PBM services performed under the Agreement to the OptumRx platform and portal; and

WHEREAS, ORx Holdings is the parent company of several different entities that provide workers' compensation pharmacy benefit services, including Tmesys, LLC ("Tmesys"), also owned by OptumRx, Inc.; and

WHEREAS, in an effort to consolidate and streamline the provision of workers' compensation services under the OptumRx enterprise, all rights and obligations of PTI under the Agreement are being assigned to Tmesys and the Parties now desire to amend Agreement No. 35140 to replace the Optum contracting entity under the Agreement from PTI to Tmesys, to amend the Agreement to extend the term until December 31, 2021, and to substitute a new Network Pharmacy Reimbursement exhibit;

NOW, THEREFORE, in consideration of the mutual terms and conditions contained herein, the parties agree as follows:

1. All references in the Agreement to PTI or CastiaRx are replaced with

1 Tmesys.

2 2. Exhibit "2" Network Pharmacy Reimbursement to the Agreement is
3 hereby deleted and replaced with a new Exhibit "2", attached hereto and incorporated
4 herein.

5 3. Effective Date and Term. This Agreement shall commence on
6 January 1, 2019, and shall end on December 31, 2021. (both days inclusive), unless
7 terminated earlier in accordance with Section 5.02, Section 5.03, Section 5.04, and Section
8 5.05. This Agreement may be extended for two (2) separate, consecutive periods of one
9 (1) year each, at the discretion of the City Manager.

10 4. Except as expressly modified herein, all the terms and conditions
11 contained in Agreement No. 35140 are ratified and confirmed and shall remain in full force
12 and effect.

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OFFICE OF THE CITY ATTORNEY
CHARLES PARKIN, City Attorney
411 West Ocean Boulevard, 9th Floor
Long Beach, CA 90802-4664

1 IN WITNESS WHEREOF, the Parties have caused this document to be duly
2 executed with all formalities required by law as of the date first stated above.

3 TMESYS, LLC a Florida limited liability
4 company

5 _____, 2020

By Bernard Leopold
Name Bernard Leopold
Title CEO

7 _____, 2020

By _____
Name _____
Title _____

9 "Tmesys"

11 CITY OF LONG BEACH, a municipal
12 corporation

13 December 16, 2020

By Linda F. Jahrom

14 EXECUTED PURSUANT
15 TO SECTION 301 OF
16 THE CITY CHARTER

17 "City"

18 This First Amendment to Agreement No. 35140 is approved as to form on

19 December 15, 2020.

20 CHARLES PARKIN, City Attorney

21 By Anne Lattime
22 Deputy

EXHIBIT "2"

NETWORK PHARMACY REIMBURSEMENT

The pricing for the Network Pharmacies is amended from CastiaRx to Tmesys as follows: (Note - the new Tmesys rates are included in the far right column entitled "TmesysPricing").

	Current CastiaRx	Tmesys Pricing
Segment	AWP Discount / Fill Fee	AWP Discount / Fill Fee
Retail Brand	12% / \$ 2.00	17% / \$ 9.50
Retail Generic	70% / \$ 3.00	70% / \$ 9.50
Mail Brand	20% / \$2.00	20% / \$7.50
Mail Generic	78% / \$3.00	78% / \$9.50
Fee Schedule	Lessor of Language Applies	Lessor of Language Applies
Rebate Share	75%	\$40.00 per BrandRx
Admin. Fee	\$7.50/Rx	NOTE: FILL FEE INCLUDES \$7.50/Rx ADMIN FEE