

SECOND AMENDMENT
TO AMENDED AND RESTATED AGREEMENT NO. 17-3425-A
BETWEEN THE CITY OF LOS ANGELES AND
GENERAL ELECTRIC TRANSPORTATION PARTS, LLC

THIS SECOND AMENDMENT to Amended and Restated Agreement No. 17-3425-A is made and entered into by and between the CITY OF LOS ANGELES, a municipal corporation ("City"), acting by and through its Board of Harbor Commissioners ("Board"), and GENERAL ELECTRIC TRANSPORTATION PARTS, LLC ("GETP"), as follows:

1. Section II. SERVICES TO BE PERFORMED BY CITY, is hereby amended to add Paragraph D, which shall read as follows:

"D. The Executive Director shall have the delegated authority to approve amendments to the Agreement for Change Requests to Exhibit A-1 so long as such Change Requests do not increase the Agreement's Compensation amount or extend the Term of the Agreement. Amendments for Change Requests to Exhibit A-1 shall be subject to review and approval as to form and legality by the Office of the City Attorney. The Executive Director shall have the right to execute Amendments as set forth herein and upon execution by the parties of such Amendments, an "Exhibit A-(1) [number] Amendment" shall be considered incorporated into the Agreement and made a part thereof."

2. Exhibit A-1 "Statement of Work and Compensation" is removed in its entirety and replaced with a revised "Exhibit A-1 Second Amendment" which is attached hereto and made a part hereof.

Except as amended herein, all remaining terms and conditions of Agreement No. 17-3425-A shall remain in full force and effect.

Subject to the provisions of Charter Section 373, the effective date of this Amendment shall be the date of its execution by the Executive Director upon authorization of the Board. GETP is aware that pursuant to Charter Section 373 and Administrative Code Section 10.5, this Amendment requires approval by City Council prior to becoming effective.

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IN WITNESS THEREOF, the parties hereto have executed this Second Amendment to Agreement No. 17-3425-A on the date to the left of their signatures.

THE CITY OF LOS ANGELES, by its Board of Harbor Commissioners

Dated: _____

By _____
EUGENE D. SEROKA
Executive Director

Attest _____
AMBER M. KLESGES
Board Secretary

GENERAL ELECTRIC
TRANSPORTATION PARTS, LLC

Dated: 9-18-19

By: _____
SCOTT HOLLAND
Vice President, Digital Operations

Attest: _____
PETER THOMAS
Vice President, Digital Sales

APPROVED AS TO FORM AND LEGALITY

_____, 2019
MICHAEL N. FEUER, City Attorney
Janna B. Sidley, General Counsel

By _____
Heather M. McCloskey, Deputy

EXHIBIT A-1, SECOND AMENDMENT

Statement of Work and Compensation

| Base Items | | Qty | Unit | Unit Price | Total Not-To-Exceed Amount |
|------------|---|-----|---------|--------------|----------------------------|
| A1 | TERMINAL Data Acquisition | 5 | Each | \$90,630.00 | \$453,150.00 |
| A2 | TERMINAL Data Implementation | 5 | Each | \$211,470.50 | \$1,057,352.50 |
| A3 | Export data functionality | 6 | Each | \$50,505.00 | \$303,030.00 |
| A4 | API Implementations | 6 | Each | \$15,500.00 | \$93,000.00 |
| A5 | SHIPPING LINE Data Acquisition | 13 | Each | \$83,077.67 | \$1,080,009.71 |
| A6 | SHIPPING LINE Data Implementation | 13 | Each | \$193,847.92 | \$2,520,022.96 |
| A7 | Enhanced data architecture to support the additional gov't data feeds available; and associated security requirements | 1 | Each | \$151,050.00 | \$151,050.00 |
| A8 | Hosting, Managed Services, Support | 26 | Monthly | \$76,923.07 | \$1,999,999.82 |
| A9 | Identified Enhancements (as per following page) | 1 | Lot | \$367,200.00 | \$367,200.00 |
| A10 | RAILROAD: Data Implementation | 1 | Each | \$151,050.00 | \$151,050.00 |
| A11 | Contingency | TBD | TBD | TBD | \$2,618,748.00 |
| A12 | Pilot Drayage Application | 1 | Each | \$368,105.50 | \$368,105.50 |
| A13 | Automatic Ingestion of Delivery Orders from Trucking Companies | 1 | Each | \$100,000.00 | \$100,000.00 |
| A14 | Dangerous Goods Display Platform | 1 | Each | \$100,000.00 | \$100,000.00 |
| A15 | Ports Volumes Reports Page | 1 | Each | \$100,000.00 | \$100,000.00 |
| A16 | Hosting, Managed services and support, 11/4/2019-11/3/2022 | 36 | Each | \$25,000.00 | \$900,000.00 |
| A17 | Cyber Security enhancement platform monitoring and support, 11/4/2019-11/3/2022 | 36 | Each | \$25,000.00 | \$900,000.00 |
| A18 | Analytics platform monitoring and runtime | 36 | Each | \$25,000.00 | \$900,000.00 |
| A19 | Empty Returns Enhancements | 1 | Each | \$100,000.00 | \$100,000.00 |
| A20 | Port Authority KPI Dashboard | 1 | Each | \$418,651.18 | \$418,651.18 |
| A21 | Container Life Cycle API Extensions | 1 | Each | \$100,000.00 | \$100,000.00 |
| Sub-Total | | | | | \$14,781,369.67 |

Note: As-Needed Options will be issued via written directive from the Executive Director, or designee.

Definitions:

API: Application program interface (API) is a set of routines, protocols, and tools for building software applications. (Terminal operators have requested to have data to interface with their specific TO systems via API.)

Contingency: Unforeseen Work, including but not limited to: design and requirements analysis for potential future feature/functions; additional feature/functions (example, empty container returns), and other work required to accomplish Harbor Department objectives for the Portal. Negotiated price may be lump sum or hourly. If hourly, rate shall be \$225/hour.

Data acquisition: Interaction with customer (along with POLA), determining data availability, initial data analysis, data communications establishment and initial data throughput testing.

Data implementation: Parsing, mapping, filtering, cleansing of customer data to meet the requirements of the portal.

Export data functionality: Includes the export data to enable a more enhanced view of empty container return information, as well as relevant export information visibility to assist in facilitation of more efficient export throughput.

Hosting, Managed Services, Support: Includes the hosting environment, essential managed services to support the onboarding and usage of the tool, streamlined management of BCO data, GE's 24 x 7 customer support.

Identified Enhancements – APMT, Maersk, and MSC:

- Snapshot of the Vessel profile by size
- Local v Rail total vessel volume
- Snapshot of the Vessel profile by IPI destinations
- Alternate View from MTO Site
- Consolidation of BCO on Terminal data
- Visibility into overall status of containers
- Highlighting dwell-time issues
- Snapshot of vessel status unloading
- Highlighting size issues for chassis planning
- Potential Peel-pile options with more truckers
- Inventory & Forecast for all Terminals
- Import & Export flows
- All EB/WB moves via Terminal & IPI point
- Gate hours
- Chassis Availability
- Two-way communication (input to the portal)
- Forecasting Tool