

FIRST AMENDMENT TO AGREEMENT NO. 08-2702
BETWEEN THE CITY OF LOS ANGELES AND
TETRA TECH, INC.

THIS FIRST AMENDMENT to Agreement No. 08-2702 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 TETRA TECH, INC. ("Consultant") as follows:

1. Section III.B is amended to read:
 - B. This Agreement shall be in full force and effect commencing from the date of execution and shall continue until the earlier of the following occurs:
 1. June 30, 2012;
 - or
 2. The Board of Harbor Commissioners, in its sole discretion, terminates and cancels all or part of this Agreement for any reason upon giving to Consultant ten (10) days' notice in writing of its election to cancel and terminate this Agreement.
2. Section V.B is amended to reflect the not-to-exceed compensation amount approved by the Board of Harbor Commissioners on July 17, 2008 as follows:
 - B. The maximum payable under this Agreement, including reimbursable expenses (see Exhibit B), shall be Eight Million Four Hundred Thousand Dollars (\$8,400,000). Of this amount, \$926,426 is contingency that may be allocated to tasks within the Scope of Work at the discretion of the Executive Director or his/her designee.
3. Exhibit B is amended to include the hourly rates to be invoiced by Consultant as contemplated by the original Agreement as attached hereto as Exhibit B-1.

Except as amended herein, all remaining terms and conditions of Agreement No. 08-2702 shall remain in full force and effect.

IN WITNESS THEREOF, the parties hereto have executed this First Amendment to Agreement No. 08-2702 on the date to the left of their signatures.

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

Dated: 8/18/11

By [Signature]
Executive Director

Attest [Signature]
Board Secretary

TETRA TECH, INC.

Dated: 6/16/2011

By: Janis B. Salin

Janis B. Salin, Sr.V.P. and General Counsel
(Print/type name and title)

Attest: [Signature]
Karen Miller, Legal Reviewer
(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY

6/23, 2011
CARMEN A. TRUTANICH, City Attorney

By [Signature]
SIMON M. KANN, Deputy

Account#	W.O. #
Ctr/Div#	Job Fac.#
Proj/Prog#	
Budget FY:	Amount:
TOTAL	
For Acct/Budget Div. Use Only	
Verified by:	_____
Verified Funds Available:	_____
Date Approved:	_____