

THIRD AMENDMENT TO AGREEMENT NO. 2399
BETWEEN THE CITY OF LOS ANGELES AND
DPRA INCORPORATED

This THIRD Amendment to Agreement No. 2399 is made and entered into by the City of Los Angeles, a municipal corporation, acting by and through its Board of Harbor Commissioners ("the City"), and DPRA Incorporated (hereinafter referred to as "Consultant").

WHEREAS, the City entered into Agreement No. 2399 with Consultant, for professional services in the field of environmental forensics to support the Office of the City Attorney in its cost recovery efforts for a three –year period commencing on April 26, 2005 and terminating on April 25, 2008;

WHEREAS, a First Amendment to the Agreement was executed on June 2, 2008 extending the term from three years to five years terminating on April 25, 2010; and

WHEREAS, a Second Amendment to the Agreement was executed on June 3, 2010 extending the term from five years to seven years terminating on April 25, 2012; and

WHEREAS, because of continuing delays in getting the case of City of Los Angeles v. Kinder Morgan Liquids Terminals LLC to trial, the City desires again to extend the term of Agreement No. 2399;

NOW, THEREFORE, the parties agree as follows:

1. Section II. "Term of Agreement," is amended by extending the term of the Agreement to eight years and six months terminating on October 25, 2013.
2. Section IV. "Termination," is amended to include Termination Due to Non-Appropriation of Funds

Except as provided herein, all other terms and conditions of Agreement No. 2399, as previously amended, shall remain the same.

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AMENDMENT

1. Section II, paragraph A, Term of Agreement, is amended to add one year and six months to read as follows:

This Agreement shall begin on April 26, 2005 and shall continue until October 25, 2013, unless terminated earlier under the provisions of this Agreement.

2. Section IV Termination, is amended to include: Termination Due to Non-Appropriation of Funds and to read as follows:

This Agreement is subject to the provisions of the Los Angeles City Charter which, among other things, precludes the City from making any expenditure of funds or incurring any liability, including contractual commitments, in excess of the amount appropriated thereof.

The Board, in awarding this Agreement, is expected to appropriate sufficient funds to meet the estimated expenditure of funds through June 30 of the current fiscal year and to make further appropriations in each succeeding fiscal year during the life of the Agreement. However, the Board is under no legal obligation to do so.

The City, its boards, officers, and employees are not bound by the terms of this Agreement or obligated to make payment thereunder in any fiscal year in which the Board does not appropriate funds therefore. The Outside Counsel is not entitled to any compensation in any fiscal year in which funds have not been appropriated for the Agreement by the Board.

Although the Outside Counsel is not obligated to perform any work under the Agreement in any fiscal year in which no appropriation for the Agreement has been made, the Outside Counsel agrees to resume performance of the work required by the Agreement on the same terms and conditions for a period of sixty (60) days after the end of the fiscal year if an appropriation therefore is approved by the Board within that 60-day period. The Outside Counsel is responsible for maintaining all insurance and bonds during this 60-day period until the appropriation is made; however, such extension of time is not compensable.

If in any subsequent fiscal year funds are not appropriated by the Board for the work required by the Agreement, the Agreement shall be terminated. However, such termination shall not relieve the parties of liability for any obligation previously incurred.

3. This amendment is executed in six (6) duplicate originals, each of which is deemed to be an original. This amendment consists of three (4) pages.

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IN WITNESS WHEREOF, the parties hereto have executed this Third Amendment to Agreement No. 2399 on the date to the left of their signatures.

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


Date: _____

By _____
Executive Director

Attest: _____
Board Secretary

DPRA INCORPORATED

Date: 4/9/2012

By 

Attest: 

APPROVED AS TO FORM
April 11, 2012
CARMEN A. TRUTANICH, City Attorney

By 
KENNETH F. MATTFELD, Deputy

KFM/ksh
4/4/12

Account#	54410	W.O. #	000
Ctr/Div#	120	Job Fac.#	000
Proj/Prog#	000		
Budget FY:		Amount:	
2012-13		50,000	
2013-14		123,347	
TOTAL		173,347	
For Acct/Budget Div. Use Only			
Verified by: _____			
Verified Funds Available: _____			
Date Approved: _____			