

SECOND AMENDMENT
TO AGREEMENT NO. E6532

BETWEEN THE CITY OF LOS ANGELES
AND
INNOVATIVE PARTNERS, INC.

AGREEMENT No. E6532 between the CITY OF LOS ANGELES and INNOVATIVE PARTNERS, INC. is hereby amended a second time as follows:

1. Article III, "TERM OF AGREEMENT," is amended by extending the term of this current 24-month Agreement, effective November 6, 2009, for an additional 12 months with the new expiration date of November 5, 2012, unless terminated earlier under the provisions of Article IV or Article X of this Agreement.

2. Subsection B of Article V, "COMPENSATION," is amended by increasing the maximum payable under this Agreement from Three Hundred Thousand Dollars (\$300,000) to Four Hundred Fifty Thousand Dollars (\$450,000).

3. Exhibit A, "SCOPE OF WORK" is amended by adding the following language:

"The Executive Director of PortTechLA will be subject to performance metrics, related to the above detailed scope of work, developed with input from the PortTechLA Board of Directors, of which the Harbor Department has two members. These performance metrics include the following:

- Develop and implement a fundraising strategy that includes grant opportunities and private and public sector donations with a goal of raising \$250,000;
- Secure an additional five companies, as clients of PortTechLA, either as residents at PortTechLA or through PortTechLA's virtual incubator program;
- Hire staff to fill the positions of Director of Client Services and Administrative Assistant;
- Hire a contract employee to identify and prepare grant funding proposals;
- Assist the Board of PortTechLA in filling the current four vacant Board positions, of which two represent academic institutions with a strong entrepreneurial development program;
- Develop an enhanced communications strategy between the Executive Director and the PortTechLA Board of Directors;
- Develop a financial plan with milestones that identifies PortTechLA being financially self-sustainable and transfers the Executive Director funding obligation from the Harbor Department; and
- Complete a real property acquisition strategy to accommodate additional client companies."

4. Exhibit B, "COMPENSATION," is amended by increasing the contract amount under this Agreement from an amount not-to-exceed Three Hundred Thousand Dollars (\$300,000) to an amount not-to-exceed Four Hundred Fifty Thousand Dollars (\$450,000).

Except as amended herein, all remaining terms and conditions of Agreement No. E6532 shall remain in full force and effect.

IN WITNESS THEREOF, the parties hereto have executed this Second Amendment to Agreement No. E6532 on the date to the left of their signatures.

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

Dated: _____, 2011

By: _____ Executive Director

Attest: _____ Board Secretary

INNOVATIVE PARTNERS, INC.

Dated: _____, 2011

By: J.C. Milanette
J.C. MILANETTE, PRESIDENT
(Print/type name and title)

Attest: H.A. Zimmerman
H.A. ZIMMERMAN, CHAIRMAN
(Print/type name and title) PORTTECH LA

APPROVED AS TO FORM AND LEGALITY

_____, 2011
CARMEN A. TRUTANICH, City Attorney
THOMAS A. RUSSELL, General Counsel

By: _____
JOHN T. DRISCOLL, Deputy

JTD:jpr
10/12/11

Account#	<u>54290</u>	W.O. #	<u>08284</u>
Ctr/Div#	<u>0428</u>	Job Fac.#	<u>636-00</u>
Proj/Prog#			
	Budget	Amount:	
	FY:		
	11/12	\$	100,000
	12/13	\$	50,000
	TOTAL:	\$	150,000

For Acct/Budget Div. Use Only

Verified by: Lindaliff

Verified Funds Available: [Signature]

Date Approved: 10/13/11