

**FIRST AMENDMENT TO AGREEMENT
ESTABLISHING SPECIFIC CLEAN AIR ACTION PLAN
COSTS TO BE SHARED**

**BETWEEN THE CITY OF LOS ANGELES
AND THE CITY OF LONG BEACH**

RYPOS, INC.

ADVANCED DIESEL EMISSION CONTROL SYSTEM DEMONSTRATION

WHEREAS, the Cities of Los Angeles and Long Beach, acting by their respective Board of Harbor Commissioners ("Ports") have entered into Los Angeles Agreement No. 2546/Long Beach Agreement No. HD-7173 ("Master Cost Sharing Agreement") expressing their desire to share the costs of certain contracts related to the San Pedro Bay Ports Clean Air Action Plan; and

WHEREAS, the Ports entered into an agreement to share the cost of a demonstration by Rypos, Inc. of the effectiveness of an advanced diesel emission control system on cargo handling equipment (Los Angeles Document No. E6569; Long Beach Document No. HD-7173Q) ("Cost Sharing Agreement").

WHEREAS, the City of Long Beach has entered, or will be entering, into a First Amendment to Agreement HD-7624 with Rypos, Inc. in the form attached hereto ("First Amendment")

NOW, THEREFORE, THE PORTS AGREE AS FOLLOWS:

1. The City of Long Beach has contracted, or will be contracting, with Rypos, Inc. to undertake the work set forth in the First Amendment. The Cities agree to amend the Cost Sharing Agreement by approving the scope of work set forth in the First Amendment and extending the term as set forth in the First Amendment.

2. The terms and conditions of the Master Cost Sharing Agreement are incorporated by reference into this agreement and the Ports agree to abide by all the terms and conditions of said agreement.

THE CITY OF LOS ANGELES HARBOR DEPARTMENT, a municipal corporation, acting by and through its Executive Director of the Harbor Department

Date: _____, 2011 By: _____
Geraldine Knatz, PhD
Executive Director

APPROVED AS TO FORM:
CARMEN A. TRUTANICH, City Attorney

By: Joy M. Crose
Joy M. Crose,
Assistant General Counsel
Date: May 17, _____, 2011

THE CITY OF LONG BEACH, a municipal corporation, acting by and through its Board of Harbor Commissioners

Date: 4-14 _____, 2011 By: Richard D. Steinke
Richard D. Steinke
Executive Director

APPROVED AS TO FORM:
ROBERT E. SHANNON, City Attorney

By: Charles M. Gale
Charles M. Gale
Deputy
Date: 4-6 _____, 2011

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:	_____