

THIRD AMENDMENT TO AGREEMENT NO. 13-3112  
BETWEEN THE CITY OF LOS ANGELES AND  
PORTS AMERICA CRUISE, INC.

THIS THIRD AMENDMENT to AGREEMENT NO. 13-3112 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 PORTS AMERICA CRUISE, INC. ("Operator") as follows:

1. The last paragraph beginning with an asterisk (\*) in Exhibit E is revised to read:

\* Each year after the Effective Date of this Agreement, both the Fixed Monthly Fee and the maximum amount for Overflow Facilities will adjust, in no event downward, in accordance with the percentage change in the U.S. Department of Labor Consumer Price Index (CPI-W) for Urban Wage Earners and Clerical Workers, All Items, Los Angeles-Long-Beach-Anaheim, CA (*as of this Third Amendment*) or successor index selected by the Executive Director in the Executive Director's sole reasonable discretion. The price adjustment rate will be determined by comparing the percentage difference between the monthly CPI of the Effective Date of the Agreement and each year thereafter. The percentage difference between those two CPI figures will be the adjustment rate of the Fixed Fee and the Daily Fee. Should the percentage difference be negative, there shall be no adjustment to the Monthly Fixed Fee. In addition to any increase as a result of increases in CPI, the Fixed Monthly Fee shall also be increased by the additional amount, if any, that labor rates for ILWU sweepers assigned to the Cruise Terminal are increased pursuant to any applicable collective bargaining agreement or amendment thereto.

Except as amended herein, all remaining terms and conditions of Agreement No. 13-3112 and its amendments shall remain in full force and effect.

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(Signature page to follow)

IN WITNESS THEREOF, the parties hereto have executed this Third Amendment to Agreement No. 13-3112 on the date to the left of their signatures.

Dated: \_\_\_\_\_, 2018

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

By: \_\_\_\_\_  
EUGENE D. SEROKA  
Executive Director

Attest: \_\_\_\_\_  
AMBER M. KLESGES  
Board Secretary

Dated: August 8<sup>th</sup>, 2018

PORTS AMERICA CRUISE, INC.  
By: \_\_\_\_\_

STEVE HOEUSKY - VICE PRESIDENT  
(Print/type name and title)

Attest: Yvonne M. Causty  
YVONNE CAUSTY OFFICE ADMINISTRATOR  
(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY

8-10, 2018  
MICHAEL N. FEUER, City Attorney  
JANNA B. SIDLEY, General Counsel

By: \_\_\_\_\_  
MINAH PARK, Deputy City Attorney