

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

**ESTABLISHING COSTS TO BE SHARED  
UNDER THE CLEAN AIR ACTION PLAN**

**TOYOTA TSUSHO AMERICA, INC.  
HYDROGEN FUEL CELL TOP HANDLER REPOWER DEMONSTRATION PROJECT**

This Agreement is made and entered into by and between the City of Los Angeles, a municipal corporation, acting by and through its Board of Harbor Commissioners ("CITY OF LOS ANGELES"), at its meeting of \_\_\_\_\_, 2022, and the City of Long Beach, a municipal corporation, acting by and through its Board of Harbor Commissioners ("CITY OF LONG BEACH"), at its meeting of 9/12, 2022 ("Agreement").

WHEREAS, the CITY OF LOS ANGELES and the CITY OF LONG BEACH (collectively "the Ports" or "the Parties") 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, in accordance with the terms of the Master Cost Sharing Agreement, the Ports are interested in sharing the cost of an agreement with Toyota Tsusho America, Inc. for a demonstration project to repower a top handler with a hydrogen fuel cell system and develop an ultra-high-pressure hydrogen refueler, which will help decrease pollutants emitted from terminal handling equipment and prove the viability of mobile fueling solutions ("Project").

NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:

1. The CITY OF LOS ANGELES has entered into, or intends to enter into, a three-year agreement with Toyota Tsusho America, Inc. for the Project.
2. The total cost to the Ports for the Project will not exceed \$860,000 with each Port paying \$430,000.
3. 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 the Master Cost Sharing Agreement.
4. The terms of this Agreement shall be amended only in writing and signed by both Ports.

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HD-7173Nn

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement on the date to the left of their signatures.

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

Date: \_\_\_\_\_, 2022

By: \_\_\_\_\_  
Eugene D. Seroka  
Executive Director

Attest: \_\_\_\_\_  
Amber M. Klesges  
Board Secretary

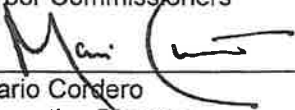
APPROVED AS TO FORM AND LEGALITY

10/20, 2022  
MICHAEL N. FEUER, City Attorney  
STEVEN Y. OTERA, General Counsel

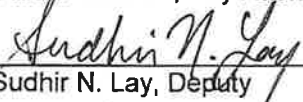
By:   
Heather M. McCloskey, Deputy

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

Date: October 3, 2022

By:   
Mario Cordero  
Executive Director

APPROVED AS TO FORM  
CHARLES PARKIN, City Attorney

By:   
Sudhir N. Lay, Deputy

Date: 09/22/22, 2022