

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

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

**TIER IV LOCOMOTIVE DPF 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, at its meeting of \_\_\_\_\_, 2011, and the CITY OF LONG BEACH, a municipal corporation, acting by and through its Board of Harbor Commissioners, at its meeting of August 29, 2011.

WHEREAS, the Cities of Los Angeles and Long Beach, acting by their respective Boards 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 are interested in sharing the cost of an agreement for the CARB verification of a Tier IV diesel particulate filter on the engines of a Union Pacific switcher locomotive in accordance with the terms of the Master Cost Sharing Agreement;

NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:

1. The City of Los Angeles has entered into or intends to enter into an agreement with Johnson Matthey, Inc., a Pennsylvania corporation, to perform a demonstration project to verify the use of a Tier IV diesel particulate filter on the engines of a Union Pacific switcher locomotive.
2. The parties to this Agreement to share costs shall contribute to the out-of-pocket expenses of this project in an amount not to exceed \$150,000 and each of the parties shall contribute 50% of the such expenses, but in no event shall the contribution by the City of Long Beach exceed \$75,000. Johnson Matthey, Inc. is responsible for the remaining costs.
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 said agreement.
4. The term of this cost sharing agreement shall be effective upon the date last signed by either the Executive Director of the Port of Los Angeles or the Executive Director of the Port of Long Beach.
5. The terms of this cost sharing agreement shall be amended only in writing and signed by both parties.

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: \_\_\_\_\_, 2011

By: \_\_\_\_\_  
Geraldine Knatz, PhD  
Executive Director

Attest: \_\_\_\_\_  
Secretary

APPROVED AS TO FORM AND LEGALITY:  
CARMEN A. TRUTANICH, City Attorney  
THOMAS A. RUSSELL, General Counsel

By: \_\_\_\_\_  
SIMON M. KANN, Deputy

Date: 10/11, 2011

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

Date: 9-9, 2011

By: \_\_\_\_\_  
Richard D. Steinke  
Executive Director

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

By: \_\_\_\_\_  
Charles M. Gale, Deputy

Date: 9-10, 2011

Account#	W.O. #
Ctr/Div#	Job Fac.#
Proj/Prog#	
Budget FY:	Amount:
TOTAL	
<u>For Acct/Budget Div. Use Only</u>	
Verified by:	_____
Verified Funds Available:	_____
Date Approved:	_____