

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

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

SSA TERMINALS LLC

HYBRID HYDROGEN FUEL CELL TOP HANDLER 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, at its meeting of _____, 2023, and the CITY OF LONG BEACH, a municipal corporation, acting by and through its Board of Harbor Commissioners, at its meeting of February 13, 2023.

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 are interested in sharing the cost to SSA Terminals, and project partners Taylor Machine Works, Tetra Tech, and a to be selected hydrogen fuel supplier will design, manufacture, and demonstrate in revenue service operation of two (2) zero-emission Hybrid Hydrogen Fuel Cell (HFC) Top Handlers at the Port of Long Beach (the "Project") in accordance with the terms of the Master Cost Sharing Agreement;

NOW, THEREFORE, THE PORTS AGREE AS FOLLOWS:

1. As part of the Technology Advancement Program, the City of Long Beach has entered into or intends to enter into a funding agreement with SSA Terminals, LLC. for the Project.

2. The term of the agreement between the City of Long Beach SSA Terminals, LLC. shall commence upon execution and, subject to the City of Long Beach's right to terminate early, shall terminate on December 31, 2026.

3. The total overall cost of the project is estimated at \$6,482,295 with the Ports paying \$1,095,500 each and SSA Terminals, LLC contributing the remaining amount.

4. 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.

5. The terms of this cost sharing agreement shall be amended only in writing and signed by both parties.

HD-71730o

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

THE CITY OF LOS ANGELES HARBOR DEPARTMENT

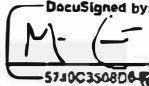
Date: _____, 2023 By: _____ Eugene D. Seroka Executive Director

APPROVED AS TO FORM AND LEGALITY: Attest: _____ Amber M. Klesges Board Secretary

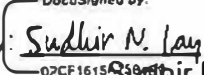
Date: 5-11, 2023 Hydee Feldstein Soto, City Attorney Steven Y. Otera, General Counsel

By:  for Heather M. McCloskey, Deputy

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

By:  5/3/2023 Mario Cordero Executive Director

APPROVED AS TO FORM: DAWN MCINTOSH, City Attorney

By:  Sudhir N. Lay, Deputy

Date: 4/26/2023, 2023

FUNDS AVAILABLE STAMP

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

SSA TERMINALS, INC.

HYBRID HYDROGEN FUEL CELL TOP HANDLER DEMONSTRATION PROJECT

Account-Ctr-Prog 59965-0330-000	WO#/Job# 78085/637
Budget FY: Amount:	
FY24/25	\$ 219,375
FY25/26	\$ 547,750
FY26/27	\$ 328,375
TOTAL	\$1,095,500
<u>For Acct/Budget Div. Use Only</u>	
Verified by:	Erin O'Malley <small>Digitally signed by Erin O'Malley Date: 2023.04.21 11:28:31 -0700</small>
Verified Funds Available:	Soheila Sajadian <small>Digitally signed by Soheila Sajadian Date: 2023.04.21 15:00:11 -0700</small>
Date Approved:	_____