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DATE: November 29, 2011

TO: Governing Board, Intermodal Container Transfer Facility Joint Powers Authority

FROM: Douglas A. Thiessen, Executive Director

SUBJECT: First Amendment to Contract with Environ International Corporation

The South Coast Air Quality Management District (AQMD) has mutually agreed to withdraw from the Memorandum of Agreement with the Intermodal Container Transfer Facility Joint Powers Authority (ICTF JPA) for preparation of the environmental impact report (EIR) related to the proposed modernization of the Intermodal Container Transfer Facility (ICTF). Therefore there is a need for a qualified firm to complete the preparation of the EIR.

Environ International Corporation (Environ) has been supporting the preparation of the EIR as a contractor to the Port of Los Angeles assisting JPA staff, and is well qualified to continue the preparing of the document. The ICTF JPA has entered into a one-year, \$150,000 contract with Environ for EIR preparation services. The proposed contract amendment will include preparation of the Draft and Final EIR documents as well as associated support services.

It is recommended that the Governing Board approve the execution of the proposed amendment to the contract with Environ International Corporation extending the contract from one year to three years and increasing the maximum payable amount from \$150,000 to \$1,210,000.

It is also recommended that the Board make the following finding:
“The Board finds the activity is administrative activity that will not result in direct or indirect physical changes in the environment, and, as such, is not a “project” as defined by CEQA Guidelines section 15378.”

Douglas A. Thiessen
Executive Director

FIRST AMENDMENT TO AGREEMENT BETWEEN
THE INTERMODAL CONTAINER TRANSFER FACILITY
JOINT POWERS AUTHORITY AND
ENVIRON INTERNATIONAL CORPORATION

This First Amendment to Agreement dated for reference purposes as of November 29, 2011, is entered into between the INTERMODAL CONTAINER TRANSFER FACILITY JOINT POWERS AUTHORITY, a Joint Powers Authority ("ICTF") and ENVIRON INTERNATIONAL CORPORATION, a Virginia corporation ("Consultant")

WHEREAS, ICTF and Consultant have entered into an Agreement dated November 11, 2011 for Consultant to provide professional, scientific, expert or technical services to assist the ICTF in preparing the Environmental Impact Report for the proposed ICTF facility modernization project ("Agreement"); and

WHEREAS, the Agreement was authorized by the Executive Director for a term of one year and compensation of \$150,000; and

WHEREAS, the parties desire to increase the term, scope of work and compensation of the Agreement as provided for herein.

NOW, THEREFORE, IT IS MUTUALLY AGREED that the Agreement is hereby amended as follows:

1. Article III, "TERM OF AGREEMENT," is amended to increase the term of this Agreement from a period of one year to a period of three years, by deleting the previous provision and replacing it with the following provision:

"The term of this Agreement shall be a period of three (3) years, beginning on November 11, 2011 and shall continue until November 10, 2014, unless terminated earlier under the provisions of this Agreement."

2. Subsection A of Article IV, "COMPENSATION," is amended by increasing the maximum payable under this Agreement from One Hundred Fifty Thousand Dollars (\$150,000) to One Million Two Hundred Ten Thousand Dollars (\$1,210,000).

3. Exhibit A, Scope of Work, is amended as follows:

- a. The following sentence is inserted immediately prior to the section heading, **Phase I – Scope of Work: ADEIR Review and Preparation:** "The "Scope of Work" to be performed under this Agreement is described in Phases I, II and III of this Exhibit A as set forth below."
- b. The Section **Phase I – Scope of Work: ADEIR Review and Preparation** is amended to delete the first sentence as follows:

“The “Scope of Work” to be performed under this Agreement is solely the work described in this Phase I section of Exhibit A.”

Except as amended herein, all remaining terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this First Amendment to Agreement on the date to the left of their signatures.

THE INTERMODAL CONTAINER
TRANSFER FACILITY JOINT POWERS
AUTHORITY, a Joint Powers Authority

Dated: _____

By _____
Douglas Thiessen,
Executive Director

Attest: _____

(Print/type name and title)

ENVIRON INTERNATIONAL
CORPORATION, a Virginia Corporation

Dated: _____

By: _____

(Print/type name and title)

Attest: _____

(Print/type name and title)

APPROVED AS TO FORM AND LEGALITY
_____, 20__

THOMAS A. RUSSELL,
ICTF General Counsel