

33672
AMENDMENT NO. 3
LETTER OF AGREEMENT
BETWEEN
CITY OF LONG BEACH
AND

THE LOS ANGELES COUNTY METROPOLITAN TRANSPORTATION AUTHORITY

This Amendment No. 3 to Letter of Agreement (this "Amendment"), is dated as of November 30, 2015, by and between City of Long Beach ("Project Sponsor"), and the Los Angeles County Metropolitan Transportation Authority ("LACMTA").

RECITALS:

A. Project Sponsor and LACMTA entered into that certain Letter of Agreement No. LOA.P00F1528, dated November 15, 2009, which was amended on November 7, 2012 and October 31, 2014, (as amended, the "Existing LOA"), which Existing LOA provides for the San Gabriel River Bike Path Closure at Willow Street, ("the Project"); and

B. Whereas, LACMTA Board on June 25, 2015, desires to extend the lapsing date of Funds programmed for Fiscal Year (FY) 2009-10 and FY 2011-12 to June 30, 2016; and

C. Project Sponsor and LACMTA desire to amend the Existing LOA as provided herein.

AGREEMENT:

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereby agree as follows:

1. Part II, Paragraph 6.1(ii) of the Existing LOA is hereby amended by deleting it in its entirety and replacing it with the following: "Funds programmed for FY 2009-10 and FY 2011-12, are subject to lapse on June 30, 2016. Project Sponsor shall allocate or obligate these Funds by the lapsing date."

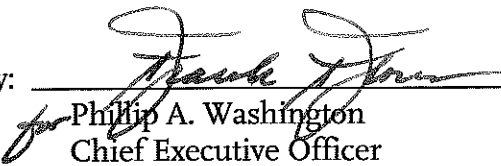
2. Part I, Paragraph 8 of Existing LOA is hereby amended to change LACMTA's project manager to Brett Thomas, mail stop 99-22-27A.

3. Part I, paragraph 10, is hereby added to the Existing LOA as follows:
"10. LACMTA understands Project Sponsor is unable to complete the Project as originally scheduled and needs additional time to complete the Project beyond the current lapse date. LACMTA is willing to allow Project Sponsor one (1) year to demonstrate that it has taken affirmative steps toward completing the Project within a reasonable timeframe. Therefore, Project Sponsor shall complete the following activities ("New Milestone") by the June 30, 2016 lapse date: Project Design and advertisement of Request for Proposals (RFP) for project construction. If Project Sponsor fails to complete the New Milestone by the applicable lapse date, LACMTA may determine that there is not sufficient progress being made and then LACMTA may consider the Project Lapsed and submit to the LACMTA Board for deobligations.

4. Except as expressly amended hereby, the Existing LOA remains in full force and effect as originally executed. All rights and obligations of the parties under the Existing LOA that are not expressly amended by this Amendment shall remain unchanged.

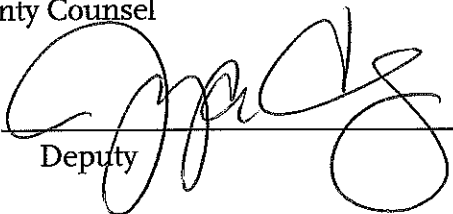
IN WITNESS WHEREOF, the parties have caused this Amendment No. 3 to be duly executed and delivered as of the above date.

LOS ANGELES COUNTY
METROPOLITAN TRANSPORTATION AUTHORITY


By:  Date: 02/25/16
for Phillip A. Washington
Chief Executive Officer

APPROVED AS TO FORM:

MARY C. WICKHAM
County Counsel

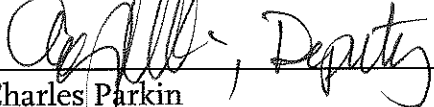
By:  Date: 1/21/16
Deputy

CITY OF LONG BEACH

By:  Date: 2/16/16
Patrick West
City Manager Assistant City Manager

EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.

APPROVED AS TO FORM:

By:  Date: 2-2-16
Charles Parkin
City Attorney