OFFICE OF THE CITY ATTORNEY CHARLES PARKIN, City Attorney 411 West Ocean Boulevard, 9th Floor Long Beach, CA 90802-4511

FIRST AMENDMENT TO CONTRACT NO. 35377

THIS FIRST AMENDMENT TO CONTRACT NO. 35377 is made and entered, in duplicate, as of August 31, 2020 for reference purposes only, pursuant to a minute order adopted by the City Council of the City of Long Beach at its meeting on February 5, 2019, by and between BELLINGHAM MARINE INDUSTRIES, INC., a Washington corporation ("Contractor"), whose address is 8810 Sparling Lane, Dixon, California 95620, and the CITY OF LONG BEACH, a municipal corporation ("City").

WHEREAS, City and Contractor (the "Parties") entered into Contract No. 35377 (the "Contract") whereby Contractor agreed to provide the specialized services as described in Request for Proposals No. PR18-130 for Downtown Shoreline Marina Fire System Rehabilitation; and

WHEREAS, the Parties desire to add the 15% contingency amount of \$74,562 to the Contract in order to pay invoices;

NOW, THEREFORE, in consideration of the mutual terms, covenants, and conditions herein contained, the Parties agree as follows:

1. Section 2.A of the Contract is hereby amended to read as follows:

"2. PRICE AND PAYMENT.

A. City shall pay to Contractor the amount(s) for materials and work identified in Contractor's Proposal for Downtown Shoreline Marina Fire System Rehabilitation in the City of Long Beach, California, attached hereto as Exhibit "A-1"; provided, however, that the total compensation to Contractor shall not exceed the maximum cumulative amount of Five Hundred Seventy One Thousand Six Hundred Forty Three Dollars (\$571,643) for the estimated quantities established in the Proposal, subject to additions or deductions as provided in the Contract Documents."

Except as expressly modified herein, all of the terms and conditions contained in this Contract are ratified and confirmed and shall remain in full force and effect.

1	IN WITNESS WHEREOF, th	e parties have caused this document to be duly
2	executed with all formalities required by la	w as of the date first stated above.
3		BELLINGHAM MARINE INDUSTRIES,
4		INC., a Washington corporation
5	September 9, 2020	By What Som
6	SEPTEMBE 9 , 2020	Name Mark Secretary Title Assistant Secretary
7	SEPTEMBE 9 2020	By Full on
8	, 2020	Name ERIL NOEGEL
9		Title VP GENERAL MANAGER
10		"Contractor"
11		CITY OF LONG BEACH, a municipal corporation
12	October 5, 2020	By Sunda F. Jatum
13		City Manager EXECUTED PURSUANT
14		"City" TO SECTION 301 OF THE CITY CHARTER.
15	This First Amendment to C	ontract No. 35377 is approved as to form on
16	Oct. 1, 2020.	
17		1
18		CHARLES PARKING Oity Attorney

Deputy

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California County of County	
oersonally appeared Will Slugger	,
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is	/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the sam	e in
nis/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.	the
certify under PENALTY OF PERJURY under the laws of the State of California that the foregonaragraph is true and correct.	ing
WITNESS my hand and official seal. (Seal)	
SHAWNA HUMPHRIES Notary Public - California Sacramento County Commission # 2214907 My Comm. Expires Oct 18, 2021	
Individual(s) signing for oneself/themselves	
Corporate Officer(s) of the above named corporation(s)	
Trustee(s) of the above named Trust(s)	
Partner(s) of the above named Partnership(s)	
[] Attorney(s)-in-Fact of the above named Principal(s)	
[] Other	

ACTION BY WRITTEN CONSENT OF THE SOLE SHAREHOLDER

OF

BELLINGHAM MARINE INDUSTRIES, INC.,

a Washington corporation

December 10, 2019

The undersigned, being the sole shareholder (the "Sole Shareholder") of Bellingham Marine Industries, Inc., a Washington corporation (the "Company"), acting pursuant to Section 23B.07.040 of the Washington Business Corporation Act, hereby waives any and all requirements for the holding of meetings, including without limitation any requirements as to notice thereof, and hereby adopts the following recitals and resolutions effective as of the date set forth above.

Election of Directors

WHEREAS, Article III, Section 2 of the existing Bylaws of the Company (the "Existing Bylaws"), provides that the authorized number of directors of the Company shall be no more than nine (9) directors and not less than two (2) directors; the specific number to be set by resolution of the Board of Directors or the shareholders:

WHEREAS, the Board of Directors had previously appointed the officers of the Company, effective as of October 18, 2019;

WHEREAS, the Sole Shareholder desires to set the authorized number of directors and elect directors of the Company;

WHEREAS, the Sole Shareholder desires to update the Company's records to reflect the appointments of the officers of the Company, effective as of January 1, 2020;

NOW, THEREFORE, BE IT RESOLVED, that the authorized number of directors constituting the Board of Directors shall be set at three (3) directors until changed by resolution of the Board of Directors or the shareholders.

RESOLVED FURTHER, that the following individuals, be, and hereby are, elected as directors of the Company as of January 1, 2020 to serve in accordance with the Bylaws and until their successors are duly appointed and qualified.

Joseph J. Ueberroth

Tina M. Jeffcoat

Crystal Greear

RESOLVED FURTHER, that the following individuals, be, and hereby are, elected as officers of the company effective January 1, 2020 to serve in accordance with the Bylaws and until their successors are duly appointed and qualified.

Joseph J. Ueberroth

CEO

Tina M. Jeffcoat

Secretary and Vice President of Administration

Crystal Greear

CFO

Craig S. Funston

Vice President of Engineering

Mark Secrest

Assistant Secretary

James R. Puder

Vice President, Southwest Division Manager

Eric Noegel

Vice President, Southwest Division Manager

Robert C. Rasmussen

Vice President, Northwest Division Manager

Kevin Thompson

Vice President, Southeast Division Manager

General Corporate Authority and Director Fees

RESOLVED FURTHER, that each of the officers of the Company is authorized, directed, and empowered, in the name and on behalf of the Company and understand its corporate seal or otherwise, to execute and deliver any and all such further documents, applications, certificates, agreements or any other instruments or documents or amendments thereto, to pay all such expenses, and to do and to cause to be done any and all other acts and things as such officers may, in their discretion, deem necessary or appropriate to carry out the purposes of the foregoing

resolutions; and that the taking of each such action shall be conclusive evidence of its necessity or advisability.

RESOLVED FURTHER, that the officers and directors of the Company be, and each of them hereby is, authorized and directed, on behalf of the Company, to take such other and further action and to execute such other and further documents and instruments as may be necessary or advisable or appropriate to carry out the intent of the foregoing resolutions.

RESOLVED FURTHER, that the directors may be compensated for reasonable expenses, if any, incurred for attendance at each meeting of the Board of Directors, but shall not be paid a fixed sum for attendance at such meetings nor receive a stated salary for service as a director.

Ratification

RESOLVED FURTHER, that any prior resolution or arrangement for payment of fees or fixed sums for attendance at meetings of the Board of Directors is hereby revoked.

RESOLVED FURTHER, that all acts and things heretofore done by any director of the Company, on or prior to the date hereof be, and the same hereby are, in all respects ratified, confirmed, approved and adopted as acts on behalf of the Company.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Action by Written Consent as of the date set forth above. This Action by Written Consent may be executed by facsimile transmission and such facsimile shall be valid and binding to the same extent as if it were an original.

BMI ACQUISITION COMPANY,

a Washington Corporation

By:

J. Everett Babbitt

Director

By:

Tina M. Jeffcoat

Director

Crystal Greear

Director