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2. Section 2 of Agreement No. 29072 is amended in its entirety to read as follows:

"2. TERM. The initial term of this Agreement shall commence at midnight on March 8, 2005 and shall terminate at 11:59 p.m. on March 7, 2008. The first extended term of this Agreement shall commence at midnight on March 8, 2008 and shall terminate at 11:59 p.m. on March 7, 2009. The second extended term of this Agreement shall commence at midnight on March 8, 2009 and shall terminate at 11:59 p.m. on March 7, 2010, unless sooner terminated as provided in the Agreement, or unless the services to be performed hereunder or the Project is completed sooner."

3. Except as expressly modified herein, all of the terms and conditions contained in Agreement No. 29072 are ratified and confirmed and shall remain in full force and effect.

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IN WITNESS WHEREOF, the parties hereto have caused this document to be duly executed with all formalities required by law as of the date first stated herein.

SIMPLUS MANAGEMENT CORPORATION, INC., a California corporation

June 15, 2009

By Paul J. Buckley
President

June 15, 2009

Paul J. Buckley
Type or Print Name
By Tracy Buckley
Secretary
Tracy Buckley
Type or Print Name

"Consultant"

CITY OF LONG BEACH, a municipal corporation

July 13, 2009

By [Signature] Assistant City Manager

City Manager
EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.

"City"

This Second Amendment to Agreement No. 29072 is approved as to form

on June 29, 2009.

ROBERT E. SHANNON, City Attorney

By [Signature]
Deputy

OFFICE OF THE CITY ATTORNEY
ROBERT E. SHANNON, City Attorney
333 West Ocean Boulevard, 11th Floor
Long Beach, CA 90802-4664

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of ORANGE

On 6-15-09 before me, ROBIN NICODEMUS IRELAND - Notary
Date Here Insert Name and Title of the Officer

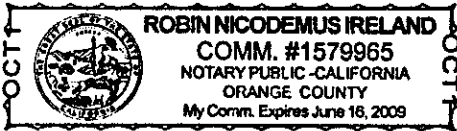
personally appeared PAUL J. BUCKLEY, TRACY H. BUCKLEY of
Name(s) of Signer(s)
Simplus Management Corp.

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 same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Signature]
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: AMENDMENT TO AGREEMENT

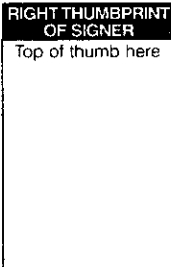
Document Date: 6-15-09 Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

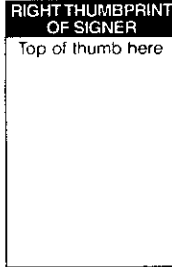
- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

EXHIBIT "A"

SCOPE OF WORK

SCOPE OF WORK

PROVIDING AS-NEEDED LANDFILL AND ENVIRONMENTAL PROJECT/CONSTRUCTION MANAGEMENT SERVICES FOR PUBLIC WORKS PROJECTS IN THE CITY OF LONG BEACH

PROJECT DESCRIPTION AND OVERVIEW

The City of Long Beach, acting through its Department of Public Works, desires to engage the services of one or more firms to provide Landfill and Environmental Project/Construction Management Services on an "as-needed" basis for various Public Works improvement projects. The term of Services is anticipated between December 2004 and December 2007.

SCOPE OF SERVICES

This RFP is intended to procure Construction and Project Management services, including but not limited to the following:

1. Selection and management of consultants.
2. Site and building evaluation.
3. Constructability reviews.
4. Value engineering.
5. Assist with agency review and approvals.
6. Provide monthly summaries of construction activities.
7. Coordination of quality assurance program or special inspections.
8. Utility and agency coordination.
9. Prepare agenda and minutes for the progress and supplemental coordination meetings.
10. Review Contractor schedules and provide comments and recommend corrections and/or approval.
11. Analyze and negotiate change orders and make recommendations for claims avoidance.
12. Receive, log and track Requests for Information, process same to appropriate parties for review and response and transmit responses.
13. Assist in coordinating and expediting submittal approvals.
14. Prepare punch lists and final inspection reports.

15. Review Contractor pay requests and coordinate required revisions and/or recommend approval for payment to be processed by the City. Maintain spreadsheet to track contract payments and retention.
16. Provide inspections, materials and/or soils testing.
17. Provide digital documents control via approved database.
18. Provide labor compliance monitoring.
19. Provide environmental/hazardous materials monitoring.
20. Provide oversight of the design and installation of the following:
 - Vapor and groundwater monitoring wells
 - High Density Polyethylene (HDPE) membranes or landfill liners.
 - Leachate collection systems.
 - Surface water collection systems.
 - Water treatment systems that may include sediment and particulate filtration, clarification and chemical treatment.
 - Import and placement (grading) of soil used in landfill liners and cover material.
 - Testing and sampling of import material to document acceptance for the regulatory agencies (SCRWQCB, Title 27, AQMD, local or county agencies)
 - Compliance with soil permeability requirements.

DEFINITIONS

OWNER – City of Long Beach

CITY – The City of Long Beach or designated representative.

CITY PROJECT MANAGER (CPM) – The City's designated manager or representative overseeing the project.

Simplus Management Corporation

Project Management Schedule of Fees (2005)

PRINCIPAL	\$145 / HOUR
SENIOR PROJECT MANAGER, P.E.	\$140 / HOUR
PROJECT MANAGER	\$135 / HOUR
ASSISTANT PM / OFFICE ENG.	\$115 / HOUR
ASSISTANT OFFICE ENGINEER	\$100 / HOUR
CLERICAL	\$ 75 / HOUR

Construction Management Schedule of Fees (2005)

PRINCIPAL	\$145 / HOUR
CONSTRUCTION MANAGER	\$140 / HOUR
RESIDENT ENGINEER	\$135 / HOUR
ASSISTANT CM / OFFICE ENG.	\$115 / HOUR
ENGINEERING TECHNICIAN	\$ 95 / HOUR
INSPECTOR	\$ 95 / HOUR
CLERICAL	\$ 75 / HOUR

NOTES:

The following items are included in the rates listed above: In-house reproduction, fax, field equipment, home office supplies.

REIMBURSABLES WILL BE BILLED AT COST

The following items are reimbursables: Field Computer hardware and software charges, outside reproduction, in-house color copies (\$0.10/page), mileage (\$0.33/mi), subcontractors, field office supplies, air fare, car rental, lodging, cellular phone charges, postage, parking, out of town travel expenses.

Simplus Management Corporation

Project Management Schedule of Fees (2006)

PRINCIPAL	\$152 / HOUR
SENIOR PROJECT MANAGER, P.E.	\$147/ HOUR
PROJECT MANAGER	\$142 / HOUR
ASSISTANT PM / OFFICE ENG.	\$121 / HOUR
ASSISTANT OFFICE ENGINEER	\$105 / HOUR
CLERICAL	\$ 79 / HOUR

Construction Management Schedule of Fees (2006)

PRINCIPAL	\$152 / HOUR
CONSTRUCTION MANAGER	\$147 / HOUR
RESIDENT ENGINEER	\$142 / HOUR
ASSISTANT CM / OFFICE ENG.	\$121 / HOUR
ENGINEERING TECHNICIAN	\$ 100 / HOUR
INSPECTOR	\$ 100 / HOUR
CLERICAL	\$ 79 / HOUR

NOTES:

The following items are included in the rates listed above: In-house reproduction, fax, field equipment, home office supplies.

REIMBURSABLES WILL BE BILLED AT COST

The following items are reimbursables: Field Computer hardware and software charges, outside reproduction, in-house color copies (\$0.10/page), mileage (\$0.33/mi), subcontractors, field office supplies, air fare, car rental, lodging, cellular phone charges, postage, parking, out of town travel expenses.

EXHIBIT "A-1"

Simplus Management Corporation

City of Long Beach
As Needed Environmental Services

Project Management & Design Schedule of Fees (2008)

PRINCIPAL	\$152 / HOUR
SENIOR PROJECT MANAGER	\$147 / HOUR
PROJECT MANAGER	\$142 / HOUR
SR. CIVIL ENGINEER	\$135 / HOUR
CIVIL ENGINEER	\$121 / HOUR
ENGINEERING TECHNICIAN	\$105 / HOUR
CLERICAL	\$ 80 / HOUR

Construction Management Schedule of Fees (2008)

PRINCIPAL	\$152 / HOUR
CONSTRUCTION MANAGER	\$147 / HOUR
RESIDENT ENGINEER	\$142 / HOUR
ASSISTANT CM / OFFICE ENG.	\$121 / HOUR
*DEPUTY INSPECTOR	\$105 / HOUR
ENGINEERING TECHNICIAN	\$105 / HOUR
CLERICAL	\$ 80 / HOUR

NOTES:

The following items are included in the rates listed above: In-house reproduction, fax, field equipment, home office supplies.

* Deputy Inspector rate will be \$105 per hour.

REIMBURSABLES WILL BE BILLED AT COST

The following items are reimbursables: Field Computer hardware and software charges, outside reproduction, in-house color copies (\$0.10/page), mileage (latest published Federal Rate) subcontractors, materials testing, field office supplies, air fare, car rental, lodging, cellular phone charges, postage, parking, out of town travel expenses.

These rates will be valid for the year 2008.

EXHIBIT “A-2”

Simplus Management Corporation

City of Long Beach
As Needed Environmental Services

Project Management & Design Schedule of Fees (2009)

PRINCIPAL	\$155 / HOUR
SENIOR PROJECT MANAGER	\$150 / HOUR
PROJECT MANAGER	\$145 / HOUR
SR. CIVIL ENGINEER	\$140 / HOUR
CIVIL ENGINEER	\$125 / HOUR
ENGINEERING TECHNICIAN	\$110 / HOUR
CLERICAL	\$ 85 / HOUR

Construction Management Schedule of Fees (2009)

PRINCIPAL	\$155 / HOUR
CONSTRUCTION MANAGER	\$150 / HOUR
RESIDENT ENGINEER	\$145 / HOUR
ASSISTANT CM / OFFICE ENG.	\$125 / HOUR
DEPUTY INSPECTOR	\$115 / HOUR
ENGINEERING TECHNICIAN	\$110 / HOUR
CLERICAL	\$ 85 / HOUR

NOTES:

The following items are included in the rates listed above: In-house reproduction, fax, field equipment, home office supplies.

REIMBURSABLES WILL BE BILLED AT COST

The following items are reimbursables: Field Computer hardware and software charges, outside reproduction, in-house color copies (\$0.10/page), mileage (latest published Federal Rate) subcontractors, materials testing, field office supplies, air fare, car rental, lodging, cellular phone charges, postage, parking, out of town travel expenses.

These rates will be valid for the year 2009.