

OFFICE OF THE CITY ATTORNEY
DAWN MCINTOSH, City Attorney
411 West Ocean Boulevard, 9th Floor
Lona Beach, CA 90802-4664

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FIRST AMENDMENT TO AGREEMENT NO. 36111

36111

THIS FIRST AMENDMENT TO AGREEMENT NO. 36111 is made and entered, in duplicate, as of February 22, 2023 for reference purposes only, pursuant to a minute order adopted by the City Council of the City of Long Beach at its meeting on September 7, 2021, by and between BUREAU VERITAS NORTH AMERICA, INC., a Delaware corporation ("Consultant"), with a place of business at 1940 East Deere Avenue, Suite 210, Santa Ana, California 92705 and the CITY OF LONG BEACH, a municipal corporation ("City").

WHEREAS, City requires specialized services requiring unique skills to be performed in connection with as-needed plan review and inspection services; and

WHEREAS, City and Consultant (the "Parties") entered into Agreement No. 36111 (the "Agreement") whereby Consultant agreed to provide these services; and

WHEREAS, the Parties desire to add \$15,000 for a new total contract amount not to exceed \$65,000;

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

1. Section 1.A. of the Agreement is hereby amended to read as follows.

"A. Consultant shall furnish specialized services more particularly described in Exhibit "A", attached to this Agreement and incorporated by this reference, in accordance with the standards of the profession, and City shall pay for these services in the manner described below, in an amount not to exceed Sixty-Five Thousand Dollars (\$65,000), at the rates or charges shown in Exhibit "B"."

2. Except as expressly modified herein, all of the terms and conditions contained in Agreement No. 36111 are ratified and confirmed and shall remain in full force and effect.

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

BUREAU VERITAS NORTH AMERICA, INC., a Delaware corporation

March 1, 2023

By Craig Baptista
Name Craig Baptista
Title Vice President, Facilities Division - West Region

_____, 2023

By _____
Name _____
Title _____

EXECUTED PURSUANT TO SECTION 301 OF THE CITY CHARTER.

"Consultant"
CITY OF LONG BEACH, a municipal corporation

March 29, 2023

By Kinda F. Jackson
City Manager

"City"

This First Amendment to Agreement No. 36111 is approved as to form on March 7, 2023.

DAWN MCINTOSH, City Attorney

By [Signature]
Deputy

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF THE ANNUAL MEETING OF THE
STOCKHOLDER AND
BOARD OF DIRECTORS**

The undersigned, being the Stockholder and Board of Directors of Bureau Veritas North America, Inc., a Delaware corporation (the "Corporation"), acting pursuant to Delaware General Corporation Law, hereby consent to the adoption of the following resolutions:

1. Appointment by Stockholder

RESOLVED, that the following individuals be, and they hereby are, elected as the Directors of the Corporation, to serve until the next annual meeting of the Stockholder of the Corporation, or until his or her earlier resignation, removal from office, or death:

Shawn Till
Heather B. Bush

2. Appointment by Directors

RESOLVED, that the following individuals be, and they hereby are elected to the offices set forth opposite their names, to serve until their respective successors are elected and have qualified, or until their earlier resignation, removal from office, or death:

- Shawn Till - Chief Executive Officer and President
- Riad Habib – Senior Vice President
- Keith Grogan – Vice President
- Ronald Stupi – COO (B&I) and Senior Vice President
- Heather B. Bush –Vice President and Secretary
- Linda Davachi– Chief Financial Officer and Treasurer
- Hilaire Fournier – Deputy CFO and Deputy Treasurer
- Van Tran - Vice President
- Craig Baptiste – Vice President
- Jorges Hercules - Vice President
- Phil Heaton – Vice President
- Waylon Sharp – Vice President
- Shawn Heier – Vice President
- Gus Guerrero – Vice President
- Kevin Summers – Assistant Treasurer

3. Dividend Declaration

RESOLVED, that this Corporation declares a dividend of [REDACTED] to holders of record as of April 12, 2022, payable no later than May 2, 2022, subject to compliance with applicable provisions of state law.

4. Confirmation of Actions

RESOLVED, that the actions taken to date by the Directors and officers of the Corporation are and have been in the best interests of the Corporation and are hereby in all respects ratified, approved, confirmed and adopted as the actions of the Corporation.


5. Counterparts

RESOLVED, that this written consent may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same document, and any counterpart executed and transmitted by facsimile shall constitute a valid and binding execution and delivery by such party and shall constitute an enforceable original document.


IN WITNESS WHEREOF, the undersigned have executed this Written Consent effective as of the 12th day of April 2022.

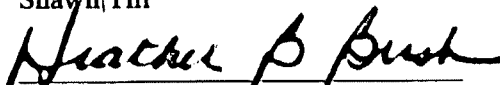
BUREAU VERITAS HOLDINGS, INC.

DIRECTORS:

By: 

Shawn Till, President



Shawn Till


Heather B. Bush

BUREAU VERITAS NORTH AMERICA, INC.


CERTIFICATE OF INCUMBENCY

I, Heather B. Bush, hereby certify that I am the duly elected and qualified Secretary of BUREAU VERITAS NORTH AMERICA, INC., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), and further certify, on behalf of the Corporation, that the person named below, acting singly, has the full authority of the Board of Directors to act on behalf of the Corporation with respect to the execution of any and all agreements binding the Corporation.

AUTHORIZED SIGNATORY

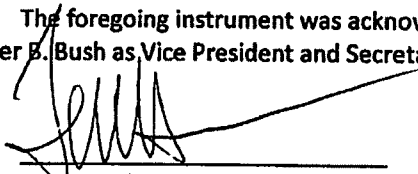
Manuel (Craig) Baptista – Vice President

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation on January 24, 2023.

By: 
Heather B. Bush, Secretary

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 23rd day of January, 2023 by Heather B. Bush as Vice President and Secretary of Bureau Veritas North America, Inc.


Notary Public

