TWENTY-SECOND AMENDMENT TO LIGHTING CONTRACT NO. 24289

THIS TWENTY-SECOND AMENDMENT is made and entered, in duplicate, as of July 1, 2009 for reference purposes only, pursuant to a minute order adopted by the City Council of the City of Long Beach at its meeting held on November 21, 1995, by and between WS LIGHT & POWER, INC., a California corporation ("WS"), assignee of CITY LIGHT & POWER, INC., a California corporation ("CLP"), and the CITY OF LONG BEACH, a municipal corporation ("City").

9 WHEREAS, the parties entered Lighting Contract No. 24289 whereby CLP
10 agreed to convert the City's Street Light System; and

WHEREAS, the parties desire to clarify situations in which the repair, replacement or relocation of any component of the lighting system, and associated property and equipment, is necessary in order to correct any damage to such system or incidentally required in connection with City construction work;

NOW, THEREFORE, in consideration of the mutual terms and conditions
contained in Lighting Contract No. 24289 and herein, the parties agree as follows:

17 1. Section 1.8 of Lighting Contract No. 24289 is hereby amended by
18 adding Subsection (c) to read as follows:

19 CLP shall perform work requested by the City "(c) Repair Work. 20 Engineer or his/her designee, from time to time, in order to either correct any damage to 21 property or equipment caused by work performed by the City or its contractors, or to 22 facilitate work required in connection with City construction jobs. Such work shall consist 23 of the repair, replacement or relocation of cables, lights and poles, and associated 24 lighting equipment. CLP shall perform such work without the need for an amendment to 25 the Contract, so long as the compensation payable to CLP for such work does not 26 exceed the amount of funds appropriated by the Department of Public Works for such 27 purpose during the applicable fiscal year, as set forth in Exhibit "E", attached hereto and 28 incorporated by this reference. The City shall compensate CLP on a time and materials

OFFICE OF THE CITY ATTORNEY ROBERT E. SHANNON, City Attorney 333 West Ocean Boulevard, 11th Floor Long Beach, CA 90802-4664 1

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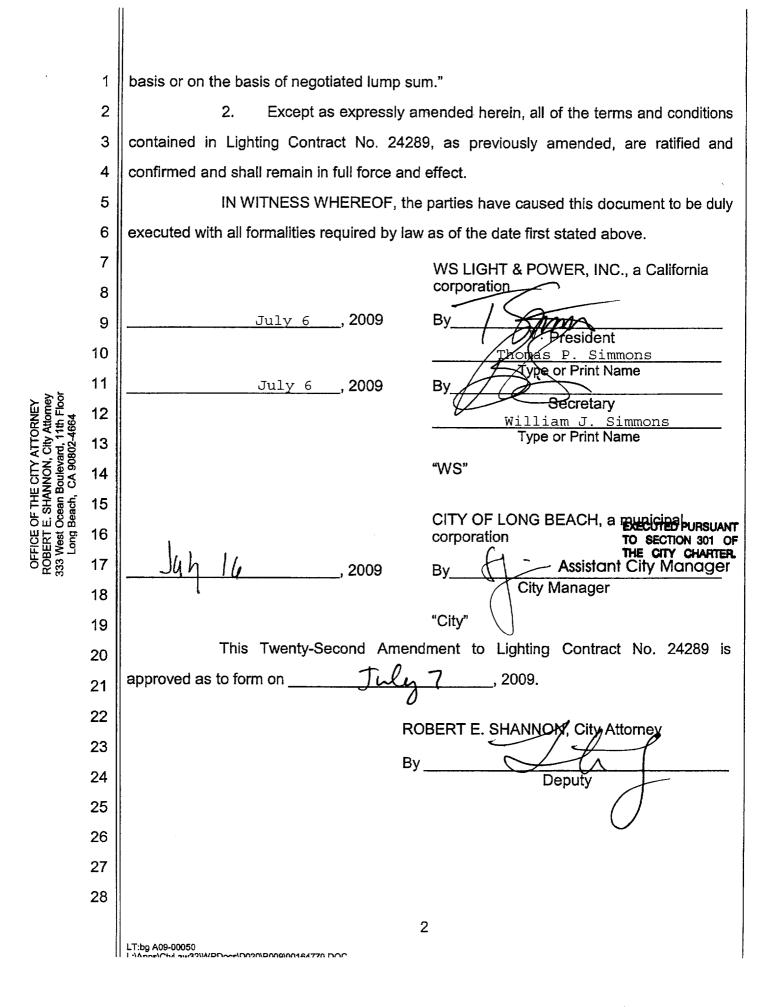


Exhibit "E"

PAYMENT SCHEDULE

Year	<u>Amount</u>
Ending September 30, 2009	\$108,025
Beginning October 1, 2009 and Ending September 30, 2010	\$200,000

For each twelve (12) month period thereafter, commencing October 1, 2010, an amount not to exceed \$200,000 shall be available to compensate WS for the work described in this Twenty-Second Amendment to Lighting Contract No. 24289.