

**TWELFTH AMENDMENT TO AGREEMENT NO. C0719  
BETWEEN THE ALAMEDA CORRIDOR TRANSPORTATION AUTHORITY AND  
IBI GROUP LTD.**

This **TWELFTH AMENDMENT** to Agreement No. C0719 is made and entered into by the **Alameda Corridor Transportation Authority ("ACTA")**, acting by and through its Governing Board, and **IBI Group Ltd.**

**WHEREAS**, an Agreement between ACTA and IBI Group Ltd. was entered into commencing August 15, 2003 until December 31, 2006 for support and maintenance of ACTA's Revenue Assessments Verification System (RAVS); and

**WHEREAS**, eleven amendments were subsequently issued increasing the amount of consideration and extending the term of the contract; and

**WHEREAS**, the Fifth Amendment as approved at the June 9, 2011 meeting of ACTA's Governing Board added the support and maintenance of the PierPass Validation System (PVS) to the Agreement; and

**WHEREAS**, ACTA's RAVS and PVS systems are proprietary and there is an ongoing need for IBI's services as no other service provider can provide customized service to the system; and

**WHEREAS**, ACTA finds it in its best interest to continue to utilize IBI's services without conducting a new competitive selection process; and

**WHEREAS**, at its June 14, 2018 meeting, ACTA's Governing Board approved an extension of the term of Agreement No. C0719 by three years, from July 1, 2018 through June 30, 2021, and increased the compensation amount by \$109,725 per year for a not-to-exceed amount of One Million Seven Hundred Eighty-six Thousand Two Hundred Twenty-five Dollars (\$1,786,225).

**NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:**

1. Section 3.1, the term of the Agreement, is hereby amended to extend the term by three years through June 30, 2021.
2. Exhibit B – Pay Schedule, as referenced in Section 2.1, shall be amended to provide an increase in total compensation of \$109,725 per year for the next three years to a NTE amount of \$1,786,225. The increase of \$109,725 per year is to be paid in equal monthly installments of \$9,143.75.
3. Except as amended herein above in items 1 and 2, all remaining terms and conditions of Agreement No. C0719, remain in full force and effect.
4. The effective date of this amendment shall be the date of its execution by ACTA's Chief Executive Officer or Chief Financial Officer.

**IN WITNESS WHEREOF**, the parties hereto have executed this Twelfth Amendment to Agreement No. C0719 as provided below:

**ALAMEDA CORRIDOR  
TRANSPORTATION AUTHORITY**

Date \_\_\_\_\_ By \_\_\_\_\_

Title \_\_\_\_\_

**ATTEST**

Date \_\_\_\_\_ By \_\_\_\_\_

Title \_\_\_\_\_

**IBI GROUP LTD.**

Date \_\_\_\_\_ By \_\_\_\_\_

\_\_\_\_\_  
(Print/Type Name & Title)

**ATTEST**

Date \_\_\_\_\_ By \_\_\_\_\_

Title \_\_\_\_\_

**APPROVED AS TO FORM**

Michael N. Feuer, City of Los Angeles City Attorney

By: \_\_\_\_\_  
Deputy City Attorney

Date: \_\_\_\_\_

**TWELFTH AMENDMENT TO AGREEMENT NO. C0783  
BETWEEN THE ALAMEDA CORRIDOR TRANSPORTATION AUTHORITY AND  
IBI GROUP LTD.**

This **TWELFTH AMENDMENT** to Agreement No. C0783 is made and entered into by the **Alameda Corridor Transportation Authority ("ACTA")**, and **IBI Group Ltd.**

**WHEREAS**, an Agreement between ACTA and IBI Group Ltd. (IBI) was entered into commencing February 1, 2007 through June 30, 2008 for a not-to-exceed amount of \$250,000 for special professional services and system enhancements related to ACTA's Revenue Assessment and Verification System (RAVS); and

**WHEREAS**, eleven amendments were subsequently issued increasing the amount of consideration and extending the term of the contract; and

**WHEREAS**, the Sixth Amendment as approved at the June 9, 2011 meeting of ACTA's Governing Board added the special professional services and system enhancements related to ACTA's PierPass Validation System (PVS); and

**WHEREAS**, ACTA's RAVS and PVS systems are proprietary and there is an ongoing need for IBI's services as no other service provider can provide customized service to the system; and

**WHEREAS**, ACTA finds it in its best interest to continue to utilize IBI's services without conducting a new competitive selection process; and

**WHEREAS**, at its June 14, 2018 meeting, ACTA's Governing Board approved an extension of the term of Agreement No. C0783 by three years, from July 1, 2018 through June 30, 2021 and increased the compensation amount by \$60,000 for a total not-to-exceed amount of \$530,000.

**NOW, THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:**

1. Section 3.1, the term of the Agreement, is hereby amended to extend the term by three years through June 30, 2021.
2. Attachment D, as referenced in Section 2.1, shall be amended to provide an increase in total compensation of \$60,000 for a new NTE amount of Five Hundred Thirty Thousand Dollars (\$530,000).
3. Except as amended in Items 1 and 2 above, all remaining terms and conditions of Agreement No. C0783, remain in full force and effect.
4. The effective date of this amendment shall be the date of its execution by ACTA's Chief Executive Officer or Chief Financial Officer.

**IN WITNESS WHEREOF**, the parties hereto have executed this Twelfth Amendment to Agreement No. C0783 as specified below:

**ALAMEDA CORRIDOR  
TRANSPORTATION AUTHORITY**

Date \_\_\_\_\_ By \_\_\_\_\_  
Title \_\_\_\_\_

**ATTEST**

Date \_\_\_\_\_ By \_\_\_\_\_  
Title \_\_\_\_\_

**IBI GROUP LTD.**

Date \_\_\_\_\_ By \_\_\_\_\_  
\_\_\_\_\_  
(Print/Type Name & Title)

**ATTEST**

Date \_\_\_\_\_ By \_\_\_\_\_  
Title \_\_\_\_\_

**APPROVED AS TO FORM**

Michael N. Feuer, City of Los Angeles City Attorney

By: \_\_\_\_\_  
Deputy City Attorney

Date: \_\_\_\_\_