

**AMENDMENT NO. 9
TO AGREEMENT NUMBER 47553-7
BETWEEN
THE LOS ANGELES DEPARTMENT OF WATER AND POWER
AND
IBM CORPORATION**

AMENDMENT NO. 9 to Agreement Number 47553-7 is made and entered into by and between the City of Los Angeles, a municipal corporation acting by and through the Los Angeles Department of Water and Power (LADWP) and IBM Corporation (IBM), collectively, the “Parties.”

WITNESSETH

WHEREAS, LADWP and IBM entered into an agreement for software licensing, software subscription and support, and monthly license charge under Agreement No. 47553-7, which together with all amendments and supplements thereto hereinafter shall be referred to as the Agreement; and

WHEREAS, the Agreement provides for amendments; and

WHEREAS, LADWP and IBM are desirous of amending the Agreement for the purpose of increasing the total Agreement amount by \$40,284,247 for a new not-to-exceed limit of \$119,712,711 and extending the term of the Agreement for five (5) years, from January 1, 2024 through December 31, 2028; and

WHEREAS, the amendment is necessary and proper to continue or complete certain activities authorized under the Agreement;

NOW, THEREFORE, LADWP and IBM agree that the Agreement be amended as follows:

1. Section 13. TERM AND TERMINATION (Agreement No. 47553-7 page 09 of 59, item a, *Term*, is amended to read as follows:

“Unless terminated earlier, the term of this Agreement (“Term”) shall commence upon the Effective Date and shall expire December 31, 2023. Notwithstanding the foregoing, LADWP may extend the Term to a maximum expiration date of December 31, 2028, by utilizing one five (5) year renewal option, which shall be exercised on the same terms and conditions at the sole option of the Board of Water and Power Commissioners.”

2. Section 24. GENERAL (Master Agreement page 19 of 59), item e, *Notices*, contact information is amended to read as follows:

LOS ANGELES DEPARTMENT OF WATER AND POWER
Admin Services, c/o Contract Administrator
Mr. Jon Hoang
Pacific Stock Exchange
233 South Beaudry Avenue, 12th Floor, Room 195
Los Angeles, California 90017

3. EXHIBIT A of Agreement No. 47553-7 pages 23 through 25, Attachment I Statement of Work of Change Order Number 1, Change Order Number 2, Change Order Number 3, is replaced in its entirety with the attached Exhibit A, dated November 7, 2022.
4. EXHIBIT M Agreement No. 47553-7 is replaced in its entirety with the attached Exhibit M, dated June 1, 2023.
5. Except as herein amended, all other terms and conditions shall remain in full force and effect.

This Amendment No. 9 (Amendment) may be executed in one or more counterparts, and by the parties in separate counterparts, each of which when executed shall be deemed to be an original but all of which taken together shall constitute one and the same. The parties further agree that facsimile signatures or signatures scanned into .pdf (or signatures in another electronic format designated by LADWP) and sent by e-mail shall be deemed original signatures. This Amendment consists of three pages.

[Signature Page follows]

IN WITNESS THEREOF, the parties hereto have executed this Amendment to the Agreement on the date indicated.

DEPARTMENT OF WATER AND POWER
OF THE CITY OF LOS ANGELES BY
BOARD OF WATER AND POWER COMMISSIONERS

By: _____
JANISSE QUIÑONES
Chief Executive Officer and Chief Engineer

Date: _____


And: _____
CHANTE L. MITCHELL
Board Secretary

IBM Corporation

By: _____
KEVIN L. MUNOZ
Principal, IBM Software and Cloud

Date: _____

APPROVED AS TO FORM AND LEGALITY
HYDEE FELDSTEIN SOTO, CITY ATTORNEY
JULY 3, 2023

BY:  _____
BETHANY A. BURGESS
DEPUTY CITY ATTORNEY