THIRD AMENDMENT
TO AMENDED AND RESTATED AGREEMENT NO. 17-3425-A
BETWEEN THE CITY OF LOS ANGELES AND
WABTEC TRANSPORTATION SYSTEMS, LLC

THIS THIRD AMENDMENT to the Amended and Restated Agreement No. 17-3425-A ("Agreement") is made and entered into by and between the CITY OF LOS ANGELES, a municipal corporation ("City"), acting by and through its Board of Harbor Commissioners ("Board"), and WABTEC TRANSPORTATION SYSTEMS, LLC ("Consultant").

WHEREAS, there is a need for visibility for critical goods in the city of Los Angeles to collect supply and demand purchase orders from multiple systems to track them as they move through the supply chain within the Port Optimizer data platform.

NOW, THEREFORE, IT IS MUTUALLY AGREED TO AMEND THE AGREEMENT AS FOLLOWS:

1. Section V.<u>COMPENSATION AND PAYMENT</u>, Subsection B. is hereby removed and replaced in its entirety, as follows:

   B. The maximum amount payable under this Agreement, including reimbursable expenses (see Exhibit A-1 Third Amendment and Exhibit B), shall be Sixteen Million One Hundred Thousand Four Hundred Twenty Dollars. ($16,100,420).

2. "Exhibit A-1, Second Amendment" is removed in its entirety and replaced with a revised "Exhibit A-1 Third Amendment" in the form attached hereto and made a part hereof.

   Except as amended herein, all remaining terms and conditions of Agreement No. 17-3425-A shall remain in full force and effect.

   The effective date of this Amendment shall be the date of execution by the Executive Director.
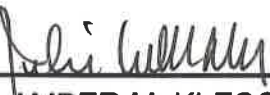
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IN WITNESS THEREOF, the parties hereto have executed this Third Amendment to Agreement No. 17-3425-A on the date to the left of their signatures.

THE CITY OF LOS ANGELES, by its
Board of Harbor Commissioners

Dated: 5/07/2020

By: _____
EUGENE D. SEROKA
Executive Director

Attest: _____
AMBER M. KLESGES
Board Secretary

WABTEC TRANSPORTATION
SYSTEMS, LLC

Dated: May 13, 2020

By: _____
SCOTT HOLLAND
Vice President, Digital Operations

Attest: _____
PETER THOMAS
Vice President, Digital Sales

APPROVED AS TO FORM AND LEGALITY

5/2/ , 2020

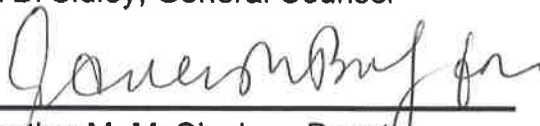MICHAEL N. FEUER, City Attorney
Janna B. Sidley, General Counsel

By _____
Heather M. McCloskey, Deputy

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EXHIBIT A-1 (Third Amendment)

Statement of Work and Compensation

Base Items		Qty	Unit	Unit Price	Total Not-To-Exceed Amount
A1	TERMINAL Data Acquisition	5	Each	$90,630.00	$453,150.00
A2	TERMINAL Data Implementation	5	Each	$211,470.50	$1,057,352.50
A3	Export data functionality	6	Each	$50,505.00	$303,030.00
A4	API Implementations	6	Each	$15,500.00	$93,000.00
A5	SHIPPING LINE Data Acquisition	11	Each	$83,077.67	$913,854.37
A6	SHIPPING LINE Data Implementation	11	Each	$193,847.92	$2,132,327.12
A7	Enhanced data architecture to support the additional gov't data feeds available; and associated security requirements	1	Each	$151,050.00	$151,050.00
A8	Hosting, Managed Services, Support	24	Monthly	$76,923.07	$1,846,153.68
A9	Identified Enhancements (as per following pages)	1	Lot	$367,200.00	$367,200.00
A10	RAILROAD: Data Implementation	1	Each	$151,050.00	$151,050.00
A11	Contingency	TBD	TBD	TBD	$2,618,748.00
A12	Pilot Drayage Application	1	Each	$368,105.50	$368,105.50
A13	Automatic Ingestion of Delivery Orders from Trucking Companies	1	Each	$100,000.00	$100,000.00
A14	Dangerous Goods Display Platform	1	Each	$100,000.00	$100,000.00
A15	Ports Volumes Reports Page	1	Each	$100,000.00	$100,000.00
A16	Hosting, Managed services and support, 11/4/2019-11/3/2022	36	Each	$25,000.00	$900,000.00
A17	Cyber Security enhancement platform monitoring and support, 11/4/2019-11/3/2022	36	Each	$25,000.00	$900,000.00
A18	Analytics platform monitoring and runtime	36	Each	$25,000.00	$900,000.00

A19	Empty Returns Enhancements	1	Each	$100,000.00	$100,000.00
A20	Port Authority KPI Dashboard	1	Each	$418,651.18	$418,651.18
A21	Container Life Cycle API Extensions	1	Each	$100,000.00	$100,000.00
A22	API Store for Connected Port	1	Each	$153,846.14	$153,846.14
A23	Purchase Order Tracking Pilot	1	Each	$553,851.18	$553,851.18
				Sub-Total	$14,781,369.67

Note: As-needed options will be issued via written directive from the Executive Director, or designee.

For the purpose of clarity, the items listed above are part of the Service Offering, as that term is defined in Exhibit H of this Agreement.

Description of Scope Enhancements, A13-A18:

1.) The Enhancements for this Third Amendment are the same Enhancements set forth in Amendment No. 1 (Sections A.19-A.21).

2.) Automatic Ingestion of Delivery orders from trucking companies - In order to increase the fluidity of cargo going thru the Port, trucking companies truck management systems will communicate via API the delivery orders for containers to the Port Optimizer. The Port Optimizer will have an API to receive this communication and will display on the portal the containers claimed by delivery orders.

3.) Dangerous Good Display Platform - The Port Optimizer will consolidate IMO hazardous information from multiple electronic sources and will display each IMO container with the appropriate hazmat code. This display will be the results of EDI message processing and a single source of truth portal display.

4.) Ports Volumes Reports Page - The Port Optimizer will display in a single page a report container information about the volume of cargo going thru the ports. This display will be updated as cargo goes thru the port and will consolidate EDI messages from multiple source so that the port community have a better representation of cargo volumes.

5.) Additional Core Components (A16-A18) - The Port Optimizer is a platform that runs with constant monitoring, cloud services hosting and technical support. Core components are needed to maintain, monitor and support technical aspects of the platform to ensure it always runs and new cyber security threads are dealt with in a timely manner. The Port optimizer deploys services that run at all times to host the application in the cloud, to monitor for cyber threats and to run analytics routines for the platform to remain up for the Port.

Description of Scope Enhancements, A23:

As part of the efforts to provide extended visibility for critical goods in the city of LA, the port optimizer data platform will collect supply and demand purchase orders from multiple systems to track them as they move through the supply chain. To do this, multiple systems will feed supply and demand data to the port optimizer platform and then the port optimizer will retrieve data from multiple data providers. The scope of this enhancement is to:
1. Ingest the supply and demand data from one or multiple systems provided by the City
2. Transform this data into an API
3. Feed it to one or multiple data providers who will then track the purchase orders using their own platforms

Definitions:

API: Application program interface (API) is a set of routines, protocols, and tools for building software applications. (Terminal operators have requested to have data to interface with their specific TO systems via API.)

Contingency: Unforeseen Work, including but not limited to design and requirements analysis for potential future feature/functions; additional feature/functions (example, empty container returns), and other work required to accomplish City's objectives for the portal. Negotiated price may be lump sum or hourly. If hourly, rate shall be $225/hour.

Data acquisition: Interaction with customer (along with POLA), determining data availability, initial data analysis, data communications establishment and initial data throughput testing.

Data implementation: Parsing, mapping, filtering, cleansing of customer data to meet the requirements of the portal.

Export data functionality: Includes the export data relevant at APMT to enable a more enhanced view of empty container return information, as well as relevant export information visibility to assist in facilitation of more efficient export throughput.

Hosting, Managed Services, Support: Includes the hosting in a Predix environment, essential managed services to support the onboarding and usage of the tool, streamlined management of BCO data, GE's 24 x 7 customer support. Also includes the general maintenance enhancements from pilot phase 1 input received and prioritized jointly between POLA and Consultant.

Identified Enhancements – APMT, Maersk, and MSC:
- Snapshot of the Vessel profile by size
- Local v Rail total vessel volume
- Snapshot of the Vessel profile by IPI destinations
- Alternate View from MTO Site
- Consolidation of BCO on Terminal data
- Visibility into overall status of containers
- Highlighting dwell-time issues
- Snapshot of vessel status unloading
- Highlighting size issues for chassis planning
- Potential Peel-pile options with more truckers
- Inventory & Forecast for all Terminals
- Import & Export flows
- All EB/WB moves via Terminal & IPI point
- Gate hours
- Chassis Availability
- Snapshot of vessel status unloading
- Two-way communication (input to the portal)
- Repositioning Management tool
- Forecasting Tool
- Interface to the Business Exchange
- Analytics on Import/Export Flows
- Expected Availability
- Rail Info - EB/WB