

**AMENDMENT NO. 4 TO AGREEMENT BETWEEN
SAN DIEGO UNIFIED PORT DISTRICT
and
EXCELERATE, LLC
for
AS NEEDED PROJECT MANAGEMENT OFFICE (PMO) SERVICES
AGREEMENT NO. 156-2014**

The parties to this Amendment No. 4 to Agreement are the SAN DIEGO UNIFIED PORT DISTRICT, a public corporation (District) and EXCELERATE, LLC, a California Limited Liability Corporation (Service Provider).

Recitals:

District and Service Provider are parties to an Agreement for As Needed Project Management Office (PMO) Services. The agreement is on file in the Office of the District Clerk as Document No. 62695 dated December 18, 2014, as amended by Assignment and Assumption Agreement between Acme Business Consulting, LLC. and Excelerate, LLC., Document No. 65787 dated November 14, 2016, as amended by Amendment No. 1, Document No. 65872 dated December 13, 2016, as amended by Amendment No. 2, Document No. 67686 dated January 18, 2018, and as amended by Amendment No. 3, Document No. 68389 dated May 10, 2018. It is now proposed to increase the aggregate amount of Agreement with Service Provider and Agreement with Agilis Group Inc. dba AgilisIT, District Clerk No. 62696 by \$1,945,000.00 from a total of \$2,280,000.00 to \$4,225,000.00. Agreement with Matisia Inc. dba Matisia Consulting, District Clerk Document No. 62694 has been terminated and therefore no longer party to the aggregate amount.

The Parties Agree:

1. Section 3.a, MAXIMUM EXPENDITURE, shall be replaced with the following:
 - a. **Maximum Expenditure.** The aggregate amount of Agreement with Service Provider and Agreement with Agilis Group Inc. dba AgilisIT, District Clerk Document No. 62696, collectively shall not exceed

\$3,925,000.00. Two 1-year options may be granted at the District's sole discretion. The aggregate maximum amount of Option Year 1, if granted shall not exceed \$150,000.00 and the aggregate maximum amount of Option Year 2 shall not exceed \$150,000.00. The maximum aggregate expenditure of the above Agreements shall not exceed \$4,225,000.00. Agreement with Matisia Inc. dba Matisia Consulting, District Clerk Document No. 62694 has been terminated and therefore no longer party to the aggregate amount.

2. All other terms, covenants, and conditions in the original Agreement shall remain in full force and effect and shall be applicable to this Amendment.

SAN DIEGO UNIFIED PORT DISTRICT

EXCELERATE, LLC

Keith Coffey
Chief Technology Officer

Nilay Thakkar
President

Approved as to form and legality:
GENERAL COUNSEL

By: Assistant/Deputy

A manually signed copy of this Amendment transmitted by email or any other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Amendment.