

**AMENDMENT NO. 2 TO AGREEMENT BETWEEN
SAN DIEGO UNIFIED PORT DISTRICT
and
AGILIS GROUP INC.
DBA
AGILISIT
for
AS NEEDED PROJECT MANAGEMENT OFFICE (PMO) SERVICES
AGREEMENT NO. 157-2014**

The parties to this Amendment No. 2 to Agreement are the SAN DIEGO UNIFIED PORT DISTRICT, a public corporation (District) and AGILIS GROUP, DBA AGILISIT, a California 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. 62696 dated December 14, 2014, as amended by Amendment No. 1, Document No. 67687 dated January 18, 2018. It is now proposed to increase the aggregate amount of Agreement with Service Provider and Agreement with ACME Business Consulting, LLC (assigned to Excelerate, LLC), District Clerk No. 62695 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 ACME Business Consulting, LLC (assigned to Excelerate, LLC), District Clerk Document No. 62695, 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

**AGILIS GROUP INC.
DBA AGILISIT**

Keith Coffey
Chief Technology Officer

Joyce Tang
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.