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San Diego Unified Port District
Document No. **65872**
Filed **DEC 13 2016**
Office of the District Clerk

**AMENDMENT NO. 1 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. 1 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. It is now proposed to revise and replace Attachment B.1.(2) Compensation.

The Parties Agree:

1. Attachment B.1.(2) Compensation, revised and replaced as follows:
(2) Services shall be invoiced in accordance with the following Rate Schedules:

Labor Classification*	(Exceletrate, LLC) Position Title*	FULLY BURDENED RATE UP TO Remote	FULLY BURDENED RATE UP TO Onsite
1. Senior Project Manager	Senior Manager	\$190	\$190
2. Project Manager	Manager	\$145	\$165
3. Functional Lead	Manager	\$145	\$165
4. Technical Lead	Manager	\$145	\$165
5. Business Analyst	Senior Consultant	\$125	\$145
6. Assistant Project Manager	Senior Consultant	\$125	\$145
7. Project Management Assistant	Senior Consultant	\$125	\$145
8. Change and Training Lead	Senior Manager	\$170	\$190

* Invoices shall reference Consultant's Position Titles, shown on table above.

- (a) The above rates shall be considered part of the fully

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burdened hourly rates stated in this Agreement: vehicle expenses, parking, tolls, film, postage, facsimiles, computer usage, printing, normal copying and document reproduction, blue print services, travel, telecommunications, photography, and all other costs and expenses incurred in completing such services.

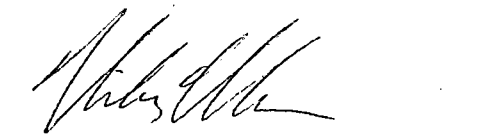
- (b) Additional classifications and fully burdened hourly rates not listed in the Rate Schedule above may be authorized via Task Authorization with the approval of the District's Project Manager.
- (c) Fully Burdened Rates "Up To" amounts listed for both Remote and Onsite shall be issued via Task Authorization with the approval of the District's Project Manager.

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.

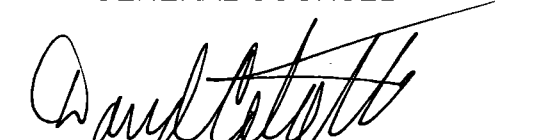
SAN DIEGO UNIFIED PORT DISTRICT

EXCELERATE, LLC


 Dr. Mark Zecca
 Chief Information 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.