

AMENDMENT NO. 1

INTERGOVERNMENTAL AGREEMENT
AMONG
LOWER COLUMBIA RIVER PORTS
FOR
COLUMBIA AND LOWER WILLAMETTE RIVER
FEDERAL NAVIGATION CHANNEL DEEPENING AND MAINTENANCE

RECITALS

A. The parties entered into an Intergovernmental Agreement Among Lower Columbia River Ports For Columbia And Lower Willamette River Federal Navigation Channel Deepening And Maintenance, Port of Portland Agreement No. 99-034, on 25 February 1999 ("Agreement").

B. The parties wish to expand the Agreement to govern the parties' rights and responsibilities with respect to nonfederal sponsor responsibilities for the navigation project described as "Columbia and Lower Willamette Rivers below Vancouver, Washington, and Portland, Oregon" and authorized by section 101 of the River and Harbor Act of 1962 (sometimes referred to as the 1962 Omnibus Bill for Rivers and Harbors), Title I of Public Law 87-874 ("40-Foot Project").

C. The parties may enter into a project cooperation agreement or similar agreement with the United States to allow for federal cost sharing with respect to the construction of improvements necessary for the use of dredged material disposal sites required for the 40-Foot Project.

D. The following seven entities are nonfederal sponsors for the 40-Foot Project ("40-Foot Sponsors"); those in boldface also are parties to the Agreement ("Parties"):

<u>Entity</u>	<u>Nature of Assurance of Local Cooperation</u>	<u>Date</u>
Port of Vancouver	Resolution of Formal Assurances for Local Cooperation	12 Nov 1963
Port of Longview	Resolution of Formal Assurances for Local Cooperation	12 Nov 1963
Port of Portland	Resolution of Formal Assurances for Local Cooperation	18 Nov 1963
Port of Woodland	Resolution of Formal Assurances for Local Cooperation	21 Nov 1963

Cooperation

State of Washington Letter of Approval for Formal Assurances for 17 Jan 1967
Dep. Natural Resources Local Cooperation

Wahkiakum County, Agreement between the Department of the 23 Nov 1993
Washington Army and Wahkiakum County for Local
Cooperation

E. The parties wish to expand the Agreement to govern the parties' rights and responsibilities prior to execution of any project cooperation agreement with the United States of America.

AGREEMENT

1. APPLICABILITY OF THE AGREEMENT TO THE 40-FOOT PROJECT

The Parties agree that the Agreement shall apply to the rights and responsibilities, including but not limited to those relating to the negotiation and performance of project cooperation agreements with the U.S. Army Corps of Engineers with respect to the 40-Foot Project of those Parties that also are 40-Foot Sponsors. Nothing in this Amendment or the Agreement shall be deemed to create an obligation or duty on the part of any Party with respect to any 40-Foot Sponsor that is not a Party. Nothing in this Amendment or the Agreement shall be deemed to create an obligation or duty to the United States or the U.S. Army Corps of Engineers on the part of any Party with respect to a responsibility of a 40-Foot Sponsor that is not a Party.

2. DUTIES OF NON-FEDERAL SPONSORS PRIOR TO EXECUTION OF PROJECT COOPERATION AGREEMENT

Notwithstanding other provisions of the Agreement, the Non-Federal Sponsors, prior to execution of a project cooperation agreement for the Project, shall commence acquisition of lands, easements, rights of way, etc. and accomplishment of relocations under section 1.3.4 of the Agreement. Until a project cooperation agreement for the Project is executed, those acquisitions and relocations shall be determined by the needs of the Project as described: (1) in the Integrated Feasibility Report for Channel Improvements and Environmental Impact Statement dated August 1999; (2) in the 23 December 1999 report from the Chief of Engineers to the Secretary of the Army regarding the Columbia and Lower Willamette Rivers Federal Navigation Channel, Oregon and Washington, and (3) by adjustments made by the U.S. Army Corps of Engineers in the course of Preconstruction Engineering and Design.

3. APPLICABILITY OF THE AGREEMENT PRIOR TO EXECUTION OF A PROJECT COOPERATION AGREEMENT

The parties agree that, to the extent that the Non-Federal Sponsors exercise their powers and

perform their duties pursuant to the Agreement and prior to the execution of a PCA, the Agreement, including but not limited to those provisions relating to cost sharing among the parties, shall apply.

2. INTEGRATION

The provisions of this Amendment apply only to the 40-Foot Project, and nothing in this Amendment shall be deemed to affect the Agreement with respect to the Project, as defined in the Agreement. Except to the extent expressly or by necessary implication modified by this Amendment, all provisions of the Agreement shall remain in full force and effect.

PORT OF KALAMA

By: *Larry H. Cawley*
Name: Larry H. Cawley
Title: Executive Director
Date: 9-20-2000

PORT OF LONGVIEW

By: *Kenneth B. Ottolaren*
Name: Kenneth B. Ottolaren
Title: Executive Director
Date: 8/27/00

PORT OF PORTLAND

By: *Mike Thorne*
Name: Mike Thorne
Title: Executive Director
Date: 8/16/00

PORT OF VANCOUVER

By: *Lawrence L. Paulson*
Name: Lawrence L. Paulson
Title: Executive Director
Date: 8/22/00

PORT OF WOODLAND

By: *David Ripp*
Name: David Ripp
Title: Port Manager
Date: 10-16-00