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Port of Longview **SECOND ADDENDUM TO THE**
INTERGOVERNMENTAL AGREEMENT AMONG
PORT OF LONGVIEW, PORT OF VANCOUVER AND PORT OF KALAMA

This addendum shall be attached to and made part of the Intergovernmental Agreement among the **Port of Longview, Port of Vancouver, and Port of Kalama**, dated March 22, 2011 and amended on January 18, 2012.

WHEREAS, the Parties have previously entered into a Intergovernmental Agreement for the purpose of stipulating the terms and conditions in which the Parties would share in the costs related to a Consultant to provide project management services related to the Washington Sponsor Ports Columbia River Channel Improvement project, and

WHEREAS, the Port of Longview has entered into an Agreement with subsequent renewals with said Consultant on behalf of the Parties, and

WHEREAS, the Parties wish to restate and amend the Intergovernmental Agreement to provide clarification of certain contract provisions, and

WHEREAS, the parties wish to renew the Agreement.

NOW, THEREFORE, the parties agree that the Intergovernmental Agreement shall be amended as follows:

1. The parties agree that the intention of the original Intergovernmental Agreement at Section IV. Scope contemplated achieving the "Specific Tasks" listed in Exhibit A of the Agreement between the Port of Longview and the Consultant over a period that would most likely extend beyond December 15, 2011.
2. It is also agreed that the intention of the original Interlocal Agreement was to limit each Party's obligation to one-third of \$50,000 with the expectation that the Intergovernmental Agreement would most likely need to be renewed to achieve the "Specific Tasks" in Exhibit A of the Agreement between the Port of Longview and Consultant, therefore making it necessary to renew the Interlocal Agreement among the parties. Section VI (B). Cost Sharing shall therefore be amended as follows: Each Party's obligation shall not exceed one-third of \$50,000 for each year the Intergovernmental Agreement is renewed unless otherwise agreed to.
3. The Parties agree that Section V. Designation of Project Manager (A) shall be amended as follows: To provide for consistent and effective communication, the Parties appoint Geir-Eilif Kalhagen of the Port of Longview as the Project Manager.
4. Section VIII. Notice shall be amended to reflect that Geir-Eilif Kalhagen is the Executive Director of the Port of Longview and that Todd Coleman is the Executive Director of the Port of Vancouver.
5. The Agreement is hereby extended to December 15, 2013.

Except as expressly provided in this Contract amendment, all other terms and conditions of the original Intergovernmental Agreement, and any subsequent amendments, addenda or modification thereto, remain in full force and effect.

This Agreement will take effect upon the date of the last signature.

PORT OF LONGVIEW

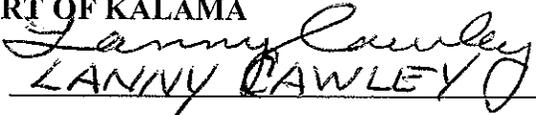
By: 

Title: Chief Executive Officer

Name: Geir-Eilif Kalhagen

Date: 12/14/2012

PORT OF KALAMA

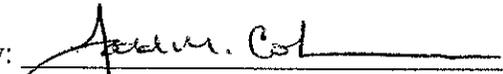
By: 
LANNY CAWLEY

Title: Executive Director

Name: Lanny Cawley

Date: December 17, 2012

PORT OF VANCOUVER

By: 

Title: Executive Director

Name: Todd M. Coleman

Date: 12.20.12