

OFFICE OF THE CITY ADMINISTRATIVE OFFICER

Date: June 3, 2025

CAO File No. 0150-12947-0000

Council File No.

Council District: 11

To: The Mayor

From: Matthew W. Szabo, City Administrative Officer

Reference: Correspondence from the Los Angeles World Airports Board of Airport Commissioners dated March 13, 2025 and March 17, 2025; referred by the Mayor for a report on March 14, 2025

Subject: **RESOLUTION NO. 28122 AND PROPOSED FIRST AMENDMENTS TO CONTRACT NOS. DA-5615 AND DA-5616 BETWEEN LOS ANGELES WORLD AIRPORTS AND AXELLIANT LLC AND ZONES LLC, RESPECTIVELY, FOR CONTINUED INFORMATION TECHNOLOGY EQUIPMENT PURCHASES AND RELATED SERVICES**

RECOMMENDATION

That the Mayor:

1. Approve Los Angeles World Airports (LAWA) Board Resolution No. 28122 authorizing First Amendments to Contract DA-5615 with Axelliant LLC. and Contract DA-5616 with Zones LLC for the continued purchase of information technology equipment and related services as follows:
 - a. For DA-5615 with Axelliant LLC, increasing the contract authority by \$7,625,000 from \$1,548,678 to \$9,173,678 and extending the term by 30 months from March 9, 2026 to September 8, 2028; and,
 - b. For DA-5616 with Zones LLC, increasing the contract authority by \$5,000,000 from \$1,548,678 to \$6,548,678 and extending the term by 30 months from March 9, 2026 to September 8, 2028;
2. Adopt the March 17, 2025 Board of Airport Commissioners (Board) determination in Resolution No. 28122 that this action is exempt from the California Environmental Quality Act (CEQA) pursuant to Article II Section 2.f of the Los Angeles City CEQA Guidelines; and,
3. Authorize the LAWA Chief Executive Officer, or designee, to execute the proposed First Amendments upon approval as to form by the City Attorney and approval by the Council.

SUMMARY

The Los Angeles World Airports (LAWA, Department) Board of Airport Commissioners (Board) requests approval of its March 17, 2025 Resolution No. 28122, authorizing proposed First Amendments (Amendments) to Contract Nos. DA-5615 and DA-5616 with Axelliant LLC (Axelliant) and Zones LLC (Zones) to continue providing information technology (IT) equipment and other related services. The Amendments will increase the combined contract authority by \$12,625,000 and extend the contract term by 30 months from March 9, 2026 through September 8, 2028 for each agreement. The increased contract authority and extended term will allow the Department to meet purchasing needs up to and shortly after the 2028 Olympic and Paralympic Games (LA 2028). The proposed Amendments will be effective as of the date of execution. Except as proposed in the Amendments, all other terms and conditions remain unchanged.

The proposed Amendments to the contracts are subject to approval as to form by the City Attorney. Pursuant to Charter Section 373 and Los Angeles Administrative Code Section 10.5(a), Council approval is required because the overall contract term exceeds three years. Our Office has reviewed the request and recommends approval.

BACKGROUND

The Department utilizes multiple IT contracts for the purchase of and service for various computer hardware and software needs. End-user equipment such as screen displays, laptops, desktop computers, printers, and other peripheral devices are used by LAWA staff on a daily basis to perform administrative, operations, and security functions. Previously, the Department utilized one contract for the procurement of IT hardware, including end-user equipment, and two other contracts for the procurement of communications equipment. In order to give opportunities to new and small businesses to participate in procurement efforts, the Department decided to release smaller Request for Bids (RFBs).

Original Contract – On August 11, 2022, the Department released four RFBs for various types of IT equipment: 1) end-user equipment used by employees on a day-to-day basis; 2) network equipment to interconnect LAWA's systems and applications; 3) enterprise equipment to manage systems, store data, display flight information in terminals, and address cyber threats; and 4) communications equipment including fiber optic cables and uninterruptible power supplies. The Department received three bids for end-user equipment procurement and, after evaluation and scoring, recommended Axelliant and Zones for award. On February 16, 2023, the Board approved two contracts for the purchase of general end-user equipment, hardware maintenance, warranties, supplies, and related services. Each contract was for a three-year term and a contract authority of \$1,548,678. The contracts expire on March 8, 2026.

Scope of Work (SOW) – Both contracts are utilized to purchase end-user equipment including laptops, tablets, monitors, audio/video equipment, and peripherals. The contracts also provide for equipment maintenance of purchased equipment. Computer needs over the initial three-year term were projected to include the following capital and operational projects:

- Closed Circuit Television (CCTV) Phase II – Computer equipment for Airport Police, Airport

Operations, Transportation Security Administration, and Customs Border Patrol staff to view live feeds and recorded video of CCTV cameras. Video imagery viewed throughout LAWA's campus is for security and operations purposes.

- Security Badge Office (SBO) Relocation – Supplies and equipment to process LAWA security badges and to help facilitate the SBO's relocation to a new facility.
- Kronos Timekeeping Clocks – Purchase of new or replacement of timekeeping clocks and maintenance services.

Proposed First Amendments – On March 13, 2025 and March 17, 2025, the Board approved the proposed Amendments to increase the contract authority for Axelliant by \$7,625,000, from \$1,548,678 to \$9,173,678, and \$5,000,000, from \$1,548,678 to \$6,548,678, for Zones for a total combined increase of \$12,625,000. The Amendments also extend the term by 30 months from March 9, 2026 to September 8, 2028. The increased contract authority and extended term will allow the Department to procure IT equipment up to and shortly after LA 2028. To date, approximately 99 percent of the current contract authority has been expended.

The increased contract authority of \$12,625,000 is projected based on the Department's needs through 2028 and includes laptops for entire groups, including the Airport Development Group which supports LAWA's capital improvement program, to allow for better collaboration, computer refreshes, hardware support, peripheral items, and continued maintenance support. Given the current trend of expenditures, the increased contact authority also provides approximately \$4 million for unanticipated purchases. The Department intends to release a new RFB in 2027 to secure a replacement contract and ensure there is no lapse in providing IT end-user equipment and maintenance services.

Alternatives Considered – There are no viable alternatives to the proposed Amendment. Without the additional contract authority and extended term, the Department will not be able to purchase necessary end-user equipment. This may lead to LAWA staff using obsolete hardware and software during operations.

CITY COMPLIANCE

Small Business Enterprise (SBE), Local Business Enterprise (LBE), Local Small Business Enterprise (LSBE), and Disabled Veterans Business Enterprise (DVBE) Participation – No participation levels were established for these contracts as no subcontracting opportunities were identified.

Charter Section 1022 – On February 16, 2023 the Board approved the LAWA staff determination that the work specified in the contracts could be performed more feasibly or economically by an independent contractor than by City employees.

California Environmental Quality Act (CEQA) – Continuing administrative activities are exempt from CEQA requirements pursuant to Article II, Section 2.f of the Los Angeles City CEQA Guidelines.

The proposed Amendment includes provisions to ensure compliance with applicable City

ordinances, contracting, and insurance requirements. The proposed Amendments are subject to approval as to form by the City Attorney. In accordance with Charter Section 373 and Administrative Code Sections 10.5(a), the proposed Amendment requires Council approval because the total overall term exceeds three years. Our Office recommends approval.

FISCAL IMPACT STATEMENT

Approval of Resolution No. 28122 and the proposed First Amendments to Contract Nos. DA-5615 with Axelliant, LLC and DA-5616 with Zones, LLC for continued purchase of information technology equipment and related services will have no impact on the City's General Fund. The Amendments will increase the total combined authority by \$12,625,000, from \$3,097,356 to \$15,722,356, and extend the terms by 30 months, to expire on September 8, 2028. Funding is available in Los Angeles World Airports Operating Budget Cost Center 1170002 – Chief Information Office, Commitment Items 104 - Assets and 522 - Materials and Supplies. The recommendations in this report comply with the Los Angeles Airports' adopted Financial Policies.

Attachment 1 – Board of Airport Commissioners Report, Resolution No. 28122, and proposed First Amendments to Contract No. DA-5615 with Axelliant, LLC and Contract No. DA-5616 with Zones, LLC.

MWS/PJH/JVW:JPQ:10250189



March 13, 2025

The Honorable Karen Bass
Mayor, City of Los Angeles
City Hall – Room 303
Los Angeles, CA 90012

ATTN: Legislative Coordinator

LAX

Van Nuys

City of Los Angeles

Karen Bass
Mayor

Board of Airport
Commissioners

Karim Webb
President

Matthew M. Johnson
Vice President

Vanessa Aramayo
Courtney La Bau
Victor Narro
Nicholas P. Roxborough
Valeria C. Velasco

John Ackerman
Chief Executive Officer

RE: Request to adopt and approve the proposed First Amendments to Contract DA-5615 with Axelliant, LLC and Contract DA-5616 with Zones, LLC

In accordance with Executive Directive No. 4, we are transmitting a copy of the specified board report for the request to adopt the following report and approve the proposed First Amendments to Contract DA-5615 with Axelliant, LLC and Contract DA-5616 with Zones, LLC to extend their respective terms through September 8, 2028 and increase the contract authority for Axelliant, LLC by \$7,625,000 and for Zones, LLC by \$5,000,000 for a combined total increase of \$12,625,000, covering the purchase of Information Technology hardware and related services for Los Angeles World Airports.

City Council approval is required pursuant to Section 373 of the Los Angeles City Charter.

Sincerely,

A handwritten signature in black ink that reads "Becca Doten". The signature is stylized with a large, looped "B" and a long horizontal stroke at the end.

Becca Doten
Chief of Staff

BD:MSA:ksf





Report to the BOARD OF AIRPORT COMMISSIONERS

Approver:

Aura Moore
AURA MOORE (Mar 3, 2025 21:51 PST)

Aura Moore, Deputy Executive Director and
Chief Information Officer

Reviewer:

Hector Huezor for
Hector Huezor for (Mar 4, 2025 01:49 PST)

Brian C. Ostler, City Attorney

John Ackerman

John Ackerman, Chief Executive Officer

Meeting Date

3/13/2025

Needs Council Approval: ☒ Y

Reviewed for/by	Date	Approval Status	By
Finance	2/19/2025	<input checked="" type="checkbox"/> Y <input type="checkbox"/> NA	JS
CEQA	2/12/2025	<input checked="" type="checkbox"/> Y	VW
Procurement	2/20/2025	<input checked="" type="checkbox"/> Y <input type="checkbox"/> Cond	AF
Guest Experience	2/12/2025	<input checked="" type="checkbox"/> Y	TB
Strategic Planning	2/12/2025	<input checked="" type="checkbox"/> Y	BNZ

SUBJECT

Request to adopt the following report and approve the proposed First Amendments to Contract DA-5615 with Axelliant, LLC and Contract DA-5616 with Zones, LLC to extend their respective terms through September 8, 2028 and increase the contract authority for Axelliant, LLC by \$7,625,000 and for Zones, LLC by \$5,000,000 for a combined total increase of \$12,625,000, covering the purchase of Information Technology hardware and related services for Los Angeles World Airports.

DISCUSSION

1. Purpose

The requested increases to authority will support the purchase of additional Information Technology general End-User equipment, hardware maintenance, warranties, supplies, and related services.

2. Prior Related Actions/History of Board Actions

▪ February 16, 2023 - Resolution No. 27676 (DA-5615, DA-5616)

The Board of Airport Commissioners (Board) approved three-year contracts with Axelliant, LLC (Axelliant) and Zones, LLC (Zones) to provide general End-User equipment, hardware maintenance, warranties, supplies, and related services in the amount of \$1.5 million each, for a combined total not to exceed \$3.1 million.

3. Background

Los Angeles World Airports utilizes these contracts to purchase various equipment and other peripheral devices used by staff in all LAWA business units to perform their regular day-to-day administrative operations and support security functions.

4. Current Action/Rationale

These amendments add funding and extend the term of the existing contracts to meet LAWA's hardware purchasing needs leading up to and beyond the 2028 Olympic and Paralympic games. The increase in authority will allow the Information Management Team (IMT) to quickly and efficiently respond to requests by all LAWA business units through the remaining term of the contract.

The current request to increase authority includes the following:

- *LAWA IMT*

The LAWA IMT requires an additional \$3.15 million to cover End-User equipment as well as peripheral and other related services for various LAWA business units.

- *Airport Development Program*

To meet the needs of LAWA's Capital Improvement Program, Airport Development Group (ADG) requires an additional \$2.6 million for key hardware equipment upgrades and equipment replacement through the end of the current contract term. This authority will allow ADG to shift to a full laptop environment during Fiscal Year (FY) 2026 to create greater day-to-day work efficiencies and collaboration among staff.

5. Fiscal Impact

Costs incurred under this contract will be recovered through landing fees, terminal rates and charges, and non-aeronautical revenues.

6. Alternatives Considered

- *Take No Action*

Taking no action is not recommended. Without the additional contract authority, IMT will have insufficient resources to support critical staff throughout LAWA and especially those in ADG supporting the Capital Improvement Program.

APPROPRIATIONS

Funding for these contracts is available in the Fiscal Year 2024-2025 Los Angeles World Airports Operating Budget Cost Center 1170002 – Chief Information Office, Commitment Items 104 – Assets and 522 – Materials and Supplies. Funding for subsequent years will be requested as part of the annual budget process.

STANDARD PROVISIONS

The Board is hereby requested to adopt staff determination that this action, as a continuing administrative activity, is exempt from California Environmental Quality Act (CEQA) requirements pursuant to Article II, Section 2.f of the Los Angeles City CEQA Guidelines.

The Board is hereby further requested to authorize the Chief Executive Officer, or designee, to execute the First Amendments to both Contract DA-5615 with Axelliant, LLC and Contract DA-5616 with Zones, LLC subject to approval by the Los Angeles City Council and approval as to form by the City Attorney.

Actions taken on this item by the Board of Airport Commissioners will become final pursuant to the provisions of Los Angeles City Charter Section 373.

March 17, 2025

The Honorable City Council
of the City of Los Angeles
(via email)

*Subject: First Amendments to Contracts DA-5615 with Axelliant LLC
and DA-5616 with Zones LLC*

LAX

Van Nuys

City of Los Angeles

Karen Bass
Mayor

Board of Airport
Commissioners

Karim Webb
President

Matthew M. Johnson
Vice President

Vanessa Aramayo
Courtney La Bau
Victor Narro
Nicholas P. Roxborough
Valeria C. Velasco

John Ackerman
Chief Executive Officer

Enclosed for your consideration are the First Amendments to Contracts DA-5615 with Axelliant LLC and DA-5616 with Zones LLC that were approved by the Board of Airport Commissioners at its March 13, 2025 meeting. There is no impact to the General Fund.

RECOMMENDATIONS FOR CITY COUNCIL:

1. Concur with said Board's adoption of staff's determination that the item is exempt from California Environmental Quality Act (CEQA) requirements pursuant to Article II, Section 2.f of the Los Angeles City CEQA Guidelines; and
2. Approve the First Amendments to both Contract DA-5615 with Axelliant LLC and Contract DA-5616 with Zones LLC to extend their respective terms through September 8, 2028 and increase their contract authorities by \$7,625,000 and \$5,000,000, respectively, for a combined total increase of \$12,625,000, covering purchase of information technology hardware and related services for Los Angeles World Airports; and
3. Further concur with said Board's action on March 13, 2025, by Resolution 28122, authorizing the Los Angeles World Airports Chief Executive Officer, or designee, to execute said First Amendments to both Contract DA-5615 with Axelliant LLC and Contract DA-5616 with Zones LLC.

This document and its attachments are advisory only and do not constitute a complete and official submittal to the City Council. The official submittal, including this document and its attachments, will be submitted electronically to the City Council and the Council File Management System pursuant to Charter Section 373 via the City Clerk's website when the file is complete.

Very truly yours,



Grace Miguel, Commission Executive Assistant II
BOARD OF AIRPORT COMMISSIONERS

Enclosures

cc: CAO (Airport Analyst), e-file
CLA (Airport Analyst), e-file



RESOLUTION NO. 28122

WHEREAS, on recommendation of Management, there were presented for approval, First Amendments to both Contract DA-5615 with Axelliant LLC and Contract DA-5616 with Zones LLC to extend their respective terms through September 8, 2028 and increase their contract authorities by \$7,625,000 and \$5,000,000, respectively, for a combined total increase of \$12,625,000, covering purchase of information technology hardware and related services for Los Angeles World Airports; and

LAX

Van Nuys

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Karen Bass
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Nicholas P. Roxborough
Valeria C. Velasco

John Ackerman
Chief Executive Officer

WHEREAS, Los Angeles World Airports (LAWA) utilizes said contracts to purchase various equipment and other peripheral devices used by staff in all LAWA business units to perform their regular day-to-day administrative operations and support security functions; and

WHEREAS, the Amendments will allow LAWA to meet its hardware purchasing needs leading up to and beyond the 2028 Olympic and Paralympic games. The increase in authority will allow the Information Management Team (IMT) to quickly and efficiently respond to requests by all LAWA business units through the remaining term of the contracts; and

WHEREAS, the increase in contract authorities includes the following:

- **LAWA IMT**

The team requires an additional \$3.15 million to cover end-user equipment as well as peripheral and other related services for various LAWA business units.

- **Airport Development Program (ADG)**

To meet the needs of the LAWA Capital Improvement Program, ADG requires an additional \$2.6 million for key hardware equipment upgrades and equipment replacement through the end of the current contract term. The authority will allow ADG to shift to a full laptop environment during Fiscal Year 2026 to create greater day-to-day work efficiencies and collaboration among staff; and

WHEREAS, funding for the contracts is available in the Fiscal Year 2024-2025 LAWA Operating Budget Cost Center 1170002 – Chief Information Office, Commitment Items 104 – Assets and 522 – Materials and Supplies. Funding for subsequent years will be requested as part of the annual budget process; and

WHEREAS, actions taken on this item by the Board of Airport Commissioners will become final pursuant to the provisions of Los Angeles City Charter Section 373;

NOW, THEREFORE, BE IT RESOLVED that the Board of Airport Commissioners adopted the Staff Report; further adopted staff's determination that this action, as a continuing administrative activity, is exempt from California Environmental Quality Act (CEQA) requirements pursuant to Article II, Section 2.f of the Los Angeles City CEQA Guidelines; approved the First Amendments to both Contract DA-5615 with Axelliant LLC and Contract DA-5616 with Zones LLC to extend their respective terms through September 8, 2028 and increase their contract authorities by \$7,625,000 and \$5,000,000, respectively, for a combined total increase of \$12,625,000, covering purchase of information technology hardware and related services for Los Angeles World Airports; and authorized the Chief Executive Officer, or designee, to execute said First



Amendments to both Contract DA-5615 with Axelliant LLC and Contract DA-5616 with Zones LLC subject to approval by the Los Angeles City Council and approval as to form by the City Attorney.

o0o

I hereby certify that this Resolution No. 28122 is true and correct, as adopted by the Board of Airport Commissioners at its Special Meeting held on Thursday, March 13, 2025.

A handwritten signature in blue ink, appearing to read "Grace Miguel", is positioned above the printed name.

Grace Miguel – Secretary
BOARD OF AIRPORT COMMISSIONERS

FIRST AMENDMENT TO CONTRACT NO. DA-5615 BETWEEN THE CITY OF LOS ANGELES AND AXELLIANT, LLC FOR SUPPLY AND DELIVERY OF IT EQUIPMENT, SUPPLIES AND RELATED SERVICES FOR THE DEPARTMENT OF AIRPORTS FOR THE CITY OF LOS ANGELES

This FIRST AMENDMENT TO CONTRACT NO. DA-5615 ("First Amendment") is made and entered into this _____ day of _____, 2025, by and between the CITY OF LOS ANGELES, a municipal corporation, acting by order of and through its Board of Airport Commissioners of the Department of Airports also known as Los Angeles World Airports or LAWA (hereinafter referred to as "City"), and AXELLIANT, LLC, a California limited liability company (hereinafter referred to as "Contractor").

RECITALS

WHEREAS, City and Contractor previously entered into Contract No. DA-5615 dated March 9, 2023 (the "Contract") for supply and delivery of IT equipment, supplies, and related services for LAWA; and

WHEREAS, City and Contractor, by mutual agreement, desire to amend the Contract as set forth in this First Amendment;

NOW, THEREFORE, the parties hereto, for and in consideration of the terms, covenants and conditions herein contained, City and Contractor do hereby mutually agree that the Contract shall BE AMENDED AS FOLLOWS:

AMENDMENTS

Section 1. Section 1.1 of the Contract is hereby deleted and replaced in lieu thereof with the following:

"The term of this Contract shall commence on March 9, 2023 and shall terminate on September 8, 2028, unless earlier terminated pursuant to Section 11 below."

Section 2. The first sentence of Section 3.2 of the Contract shall be deleted and replaced with the following:

"The compensation to Contractor shall not exceed Nine Million One Hundred Seventy-Three Thousand Six Hundred Seventy-Eight Dollars (\$9,173,678)."

Section 3. This First Amendment may be executed in counterparts, including counterparts that are manually executed and counterparts that are in the form of electronic records and are electronically executed. An electronic signature means a signature that is executed by symbol attached to or logically associate with a record and adopted by a party with the intent to sign such record, including facsimile or e-mail signatures. All executed counterparts shall constitute one agreement, and each counterpart shall be deemed an original. The parties hereby acknowledge

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and agree that electronic records and electronic signatures, as well as facsimile signatures, may be used in connection with the execution of this First Amendment and electronic signatures, facsimile signatures or signatures transmitted by electronic mail in so-called PDF format shall be legal and binding and shall have the same full force and effect as if a paper original of this First Amendment had been delivered that had been signed using a handwritten signature. All parties to this First Amendment (i) agree that an electronic signature, whether digital or encrypted, of a party to this First Amendment is intended to authenticate this writing and to have the same force and effect as a manual signature; (ii) intended to be bound by the signatures (whether original, faxed, or electronic) on any document sent or delivered by facsimile or electronic mail or other electronic means; (iii) are aware that the other party(ies) will rely on such signatures; and, (iv) hereby waive any defenses to the enforcement of the terms of this First Amendment based on the foregoing forms of signature. If this First Amendment has been executed by electronic signature, all parties executing this document are expressly consenting, under the United States Federal Electronic Signatures in Global and National Commerce Act of 2000 ("E-SIGN") and the California Uniform Electronic Transactions Act ("UETA") (California Civil Code §1633.1 et seq.), that a signature by fax, e-mail, or other electronic means shall constitute an Electronic Signature to an Electronic Record under both E-SIGN and UETA with respect to this specific transaction.

Section 4. It is understood and agreed by and between the parties hereto that, except as specifically provided herein, this First Amendment shall not in any manner alter, change, modify or affect any of the rights, privileges, duties or obligations of either of the parties hereto under or by reason of the Contract, and except as expressly amended herein, all of the terms, covenants, and conditions of the Contract shall remain in full force and effect.

IN WITNESS WHEREOF, City has caused this First Amendment to be executed by the Chief Executive Officer and Contractor has caused the same to be executed by its duly authorized officers and its corporate seal to be hereunto affixed, all as of the day and year first hereinabove written.

APPROVED AS TO FORM:

HYDEE FELDSTEIN SOTO,
City Attorney

Date: _____

By: _____
Deputy/Assistant City Attorney

CITY OF LOS ANGELES


By signing below, the signatory attests that they have no personal, financial, beneficial, or familial interest in this Contract.

Date: _____

By: _____
Chief Executive Officer
Department of Airports

By: _____
Chief Financial Officer

ATTEST:

By:  _____
Signature (Secretary)
Shahzad Munawwar
Print Name

AXELLIANT, LLC, a California limited liability company

By:  _____
Signature
Asif Hudani
Print Name
CEO
Print Title

FIRST AMENDMENT TO CONTRACT NO. DA-5616 BETWEEN THE CITY OF LOS ANGELES AND ZONES, LLC FOR SUPPLY AND DELIVERY OF IT EQUIPMENT, SUPPLIES AND RELATED SERVICES FOR THE DEPARTMENT OF AIRPORTS FOR THE CITY OF LOS ANGELES

This FIRST AMENDMENT TO CONTRACT NO. DA-5616 ("First Amendment") is made and entered into this _____ day of _____, 2025, by and between the CITY OF LOS ANGELES, a municipal corporation, acting by order of and through its Board of Airport Commissioners of the Department of Airports also known as Los Angeles World Airports or LAWA (hereinafter referred to as "City"), and ZONES, LLC, a Washington limited liability company (hereinafter referred to as "Contractor").

RECITALS

WHEREAS, City and Contractor previously entered into Contract No. DA-5616 dated March 9, 2023 (the "Contract") for supply and delivery of IT equipment, supplies, and related services for LAWA; and

WHEREAS, City and Contractor, by mutual agreement, desire to amend the Contract as set forth in this First Amendment;

NOW, THEREFORE, the parties hereto, for and in consideration of the terms, covenants and conditions herein contained, City and Contractor do hereby mutually agree that the Contract shall BE AMENDED AS FOLLOWS:

AMENDMENTS

Section 1. Section 1.1 of the Contract is hereby deleted and replaced in lieu thereof with the following:

"The term of this Contract shall commence on March 9, 2023 and shall terminate on September 8, 2028, unless earlier terminated pursuant to Section 11 below."

Section 2. The first sentence of Section 3.2 of the Contract shall be deleted and replaced with the following:

"The compensation to Contractor shall not exceed Six Million Five Hundred Forty-Eight Thousand Six Hundred Seventy-Eight Dollars (\$6,548,678)."

Section 3. This First Amendment may be executed in counterparts, including counterparts that are manually executed and counterparts that are in the form of electronic records and are electronically executed. An electronic signature means a signature that is executed by symbol attached to or logically associate with a record and adopted by a party with the intent to sign such record, including facsimile or e-mail signatures. All executed counterparts shall constitute one agreement, and each counterpart shall be deemed an original. The parties hereby acknowledge and agree that electronic records and electronic signatures, as well as facsimile signatures, may

be used in connection with the execution of this First Amendment and electronic signatures, facsimile signatures or signatures transmitted by electronic mail in so-called PDF format shall be legal and binding and shall have the same full force and effect as if a paper original of this First Amendment had been delivered that had been signed using a handwritten signature. All parties to this First Amendment (i) agree that an electronic signature, whether digital or encrypted, of a party to this First Amendment is intended to authenticate this writing and to have the same force and effect as a manual signature; (ii) intended to be bound by the signatures (whether original, faxed, or electronic) on any document sent or delivered by facsimile or electronic mail or other electronic means; (iii) are aware that the other party(ies) will rely on such signatures; and, (iv) hereby waive any defenses to the enforcement of the terms of this First Amendment based on the foregoing forms of signature. If this First Amendment has been executed by electronic signature, all parties executing this document are expressly consenting, under the United States Federal Electronic Signatures in Global and National Commerce Act of 2000 ("E-SIGN") and the California Uniform Electronic Transactions Act ("UETA") (California Civil Code §1633.1 et seq.), that a signature by fax, e-mail, or other electronic means shall constitute an Electronic Signature to an Electronic Record under both E-SIGN and UETA with respect to this specific transaction.

Section 4. It is understood and agreed by and between the parties hereto that, except as specifically provided herein, this First Amendment shall not in any manner alter, change, modify or affect any of the rights, privileges, duties or obligations of either of the parties hereto under or by reason of the Contract, and except as expressly amended herein, all of the terms, covenants, and conditions of the Contract shall remain in full force and effect.

IN WITNESS WHEREOF, City has caused this First Amendment to be executed by the Chief Executive Officer and Contractor has caused the same to be executed by its duly authorized officers and its corporate seal to be hereunto affixed, all as of the day and year first hereinabove written.

APPROVED AS TO FORM:

HYDEE FELDSTEIN SOTO,
City Attorney

Date: _____

By: _____
Deputy/Assistant City Attorney

CITY OF LOS ANGELES

By signing below, the signatory attests that they have no personal, financial, beneficial, or familial interest in this Contract.

Date: _____

By: _____
Chief Executive Officer
Department of Airports

By: _____
Chief Financial Officer

ATTEST:



By: RJ
Russell Day (Feb 19, 2025 08:42 PST)
Signature (Secretary)

Russell Day
Print Name

ZONES, LLC, a Washington limited liability company

By: [Signature]
Signature

Imran Yunus
Print Name

VP Public Sector
Print Title