

AMENDMENT NO. 1 TO CONTRACT NO. QM145-15

BETWEEN

SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY

AND MOSS ADAMS LLP

FOR EXTERNAL AUDIT SERVICES

This Contract Amendment, effective July 24, 2015 is entered into by and between the SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY (hereinafter "Authority") and MOSS ADAMS LLP (hereinafter "Contractor/Consultant").

RECITALS

WHEREAS:

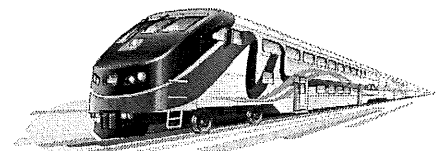
- I. Authority and Contractor/Consultant entered into an agreement for external audit services on October 8, 2014.
- II. Effective July 24, 2015, the Authority amended the contract under Amendment No. 1 to revise Article 3, Payment, to increase contract authority by \$70,000 for a new total contract authorization not-to-exceed amount of \$557,770.

NOW, THEREFORE, Authority and Contractor hereby:

- I. Amend Article 3, Payment, Paragraph B, to delete paragraph and replace with the following:

AUTHORITY's maximum cumulative payment obligation under this Agreement shall not exceed Five Hundred Fifty-Seven Thousand Seven Hundred and Seventy Dollars (\$557,770), including all amounts payable to CONSULTANT for all costs, including but not limited to direct labor, other direct costs, subcontracts, indirect costs including but not limited to leases, materials, taxes, insurance, and profit.

- II. As hereby amended, the Contract remains in full force and effect.



IN WITNESS WHEREOF, the parties hereto have caused this Contract Amendment to be executed as of the day first above written.

SOUTHERN CALIFORNIA
REGIONAL RAIL AUTHORITY

MOSS ADAMS LLP

By: Arthur T. Leahy
Arthur T. Leahy
Chief Executive Officer

By: Olga Darlington
Olga Darlington
Senior Manager

APPROVED AS TO FORM:

SOUTHERN CALIFORNIA
REGIONAL RAIL AUTHORITY

Don Del Rio
Don Del Rio
General Counsel