

AMENDMENT NO. 2

AGREEMENT FOR PROFESSIONAL SERVICES
FOR
ENGINEERING SERVICES
BETWEEN
THREE RIVERS LEVEE IMPROVEMENT AUTHORITY AND
SAGE ENGINEERS INC.

THIS SECOND AMENDATORY AGREEMENT is made effective August 21, 2018, by and between Three Rivers Levee Improvement Authority ("TRLIA") and Sage Engineers Inc. ("Consultant"), who agree as follows:

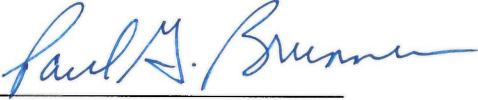
1. **Recitals.** This Amendment is made with reference to the following background recitals:
 - 1.1. Effective March 30, 2015 the parties entered into an AGREEMENT for Professional Services relating to Engineering Services for TRLIA's Levee Improvement Program.
 - 1.2. Effective September 13, 2016, the parties entered into Amendment 1 to the AGREEMENT to extend the contract termination date to December 31, 2017.
 - 1.3. Article C.24 of the AGREEMENT, states that modifications or amendments to the terms of the AGREEMENT shall be in writing and executed by both parties;
 - 1.4. TRLIA and the CONSULTANT desire to amend the AGREEMENT;

NOW, THEREFORE, TRLIA and the CONSULTANT agree as follows.

2. **Second Amendment to Agreement.** The Professional Services Agreement is hereby amended as follows:
 - 2.1. Operative Provision 2 of the AGREEMENT shall be revised to change the Termination Date from December 31, 2017 to December 31, 2019.
3. **No Effect on Other Provisions.** Except for the amendment in Section 2, the remaining provisions of the Professional Services Agreement shall be unaffected and remain in full force and effect.

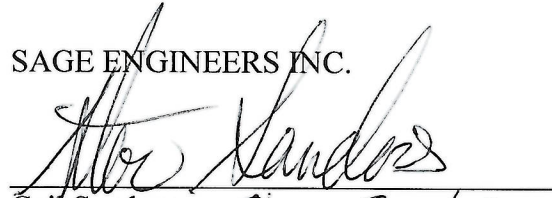
IN WITNESS WHEREOF, the parties hereto have executed this Agreement on
August 21, 2018.

THREE RIVERS LEVEE
IMPROVEMENT AUTHORITY



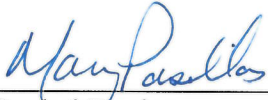
Paul G. Brunner, P.E.
Executive Director

SAGE ENGINEERS INC.



~~Gail Sanders~~ Steve Sanders
Vice President President

ATTEST:



Rachel Ferris
Clerk of the Board

APPROVED AS TO FORM:



Andrea P. Clark
General Counsel