

**AMENDMENT NO. 1
MASTER SERVICE AGREEMENT
CONTRACT NO. 455-18-8654 FOR
PROFESSIONAL ENVIRONMENTAL ENGINEERING SERVICES – STATEWIDE
BETWEEN
THE RAILROAD COMMISSION OF TEXAS
AND
TERRACON CONSULTANTS, LLC**

THIS AMENDMENT NO. 1 is entered into by and between the Railroad Commission of Texas (“RRC”), a state agency located at 1701 N. Congress Ave., Austin, Texas and Terracon Consultants, Inc. (“Contractor”), located at 5307 Industrial Oaks Blvd., Suite 160 Austin, Texas (collectively, the “Parties”) to amend the Contract between the Parties (“Contract”).

WHEREAS, SECTION 7.07. of the Contract provides the Parties may amend the Contract through written agreement; and

WHEREAS, the Parties desire to amend the Contract terms to their mutual benefit to reflect the changed circumstances.

NOW, THEREFORE, the Parties agree to amend the Contract as follows:

I. SECTION 2.01. CONTRACT AWARD., subparagraph (a.) is deleted in its entirety and replaced with the following:

This Contract shall be effective as of the date executed by the Parties and shall continue through August 31, 2019 (the first of three total optional renewal terms) unless extended by the Parties by amendment to this Contract or terminated earlier, as provided in **SECTION 2.02. TERMINATION.,** set forth below. RRC reserves the right to renew the Contract for two (2) additional, one-year renewal terms remaining of the original three (3) renewal terms.

II. SECTION 3.01. CONTRACT LIMIT AND FEES AND EXPENSES., the paragraph is deleted in its entirety and replaced with the following:

The total amount of fees to be paid under this Contract through the end of the first renewal term must not exceed Six Hundred Thousand Dollars and No Cents (\$600,000.00), the total of which includes the addition of Three Hundred Thousand Dollars and No Cents (\$300,000.00) as approved by RRC Commissioners on August 21, 2018, plus the not-to-exceed total Contract amount of Three Hundred Thousand Dollars and No Cents (\$300,000.00), through the initial term of the Contract.

III. SECTION VII. MISCELLANEOUS PROVISIONS. The following subsection is added:
7.08. PROHIBITION ON CONTRACTING WITH COMPANIES ENGAGED IN BUSINESS WITH FOREIGN TERRORIST ORGANIZATIONS. Contractor represents and warrants that it is not engaged in business with Iran, Sudan, or a foreign terrorist organization, as prohibited by Section 2252.152 of the Texas Government Code.

IV. SECTION VII. MISCELLANEOUS PROVISIONS. Subsection 7.08. EXECUTION SIGNATURES. The numbering of the title line for the paragraph is removed; the title line of the paragraph becomes:

EXECUTION SIGNATURES.

Except as expressly amended above, all provisions of the Contract remain in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have made and executed this Amendment No. 1 to this Contract to be effective as of the date of the last party to sign.

RAILROAD COMMISSION OF TEXAS


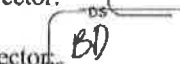
By: 
Wei Wang,
Executive Director

Date of Execution: 8/30/2018

TERRACON CONSULTANTS, LLC

By: 
James Bierschwale,
Vice President

Date of Execution: 8/30/2018

Div. Director: 
CM Director: 
OGC: 