

AMENDMENT NO. 1

THIS IS AMENDMENT NO. 1 TO THE REVISED AND RESTATED CONCESSION AGREEMENT BETWEEN THE CITY OF PALOS VERDES ESTATES AND THE PALOS VERDES BEACH AND ATHLETIC FOUNDATION.

RECITALS

A. The City of Palos Verdes Estates ("City") and the Palos Verdes Beach and Athletic Foundation ("Foundation") entered into the Revised and Restated Concession Agreement ("Agreement") on September 9, 2008.

B. This is the first amendment to the Agreement.

C. The City and Foundation desire to amend certain terms of the Agreement.

NOW, THEREFORE, the City and Foundation agree to this first amendment to the Agreement, as follows:

1. The Agreement is amended to revise the first sentence of paragraph 14., Membership, subsection c., to read as follows:

In no event shall the membership of the Club exceed six hundred and thirty (630) families unless prior approval for an increase in membership is received from the City.

2. The Agreement is amended to revise paragraph 15., Membership Wait List, to add subsections a. and b., to read as follows:

- a. At the time of periodically scheduled City Council liaison meetings, the Foundation shall provide to the City its waiting lists (Resident/Owner and Non-Resident/Non-Owner). The lists shall include the date upon which the person or family entered the wait list and their numerical position on the list. Any person or family on the wait list that does not accept full membership when such membership is offered to them will be placed at the bottom of the wait list, or may elect to withdraw from the wait list and have their wait list deposit refunded minus a \$100 processing fee.
- b. The Foundation may initiate an off-season annual subscription program which would increase access to the pool deck facilities in the off-season during non-peak hours ("Program"). The off-season non-peak hours begin on October 1st and end on April 30th (excluding holidays) from noon to closing. This Program would be available to those persons or families holding the first 50 places on the waiting list in chronological order. Persons or families on the waiting list electing to participate to the Program ("Participants") would enjoy full access to the pool deck facilities including, pool, barbeques and spas and would pay the same monthly dues as regular members for the applicable

months. These Participants would maintain their position on the waiting list but would not otherwise have the privileges accorded to full Members including voting rights and the right to bring guests to the Club. Participants would annually have the opportunity to renew subscriptions. When Participants convert to Members, the opportunity to participate in the Program would be offered to the next persons or families on the waiting list in chronological order up to the maximum of 50 subscriptions. Persons or families on the wait list who do not opt for the Program will not jeopardize their position on the waiting list. Participants in the program who are subsequently offered full membership and decline full membership will automatically become ineligible for the Program. Such former Participants may only subsequently become eligible for the Program based on their position on the wait list pursuant to section 2.a., above.

3. This Amendment No. 1, together with the provisions of the Agreement which are unaffected by this Amendment No. 1, constitute the entire agreement between the parties.

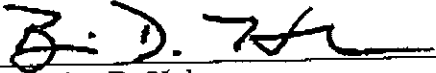
4. This Amendment is effective as of January 14, 2015.

IN WITNESS WHEREOF the parties have executed this Amendment to the Agreement on the 14th day of January, 2015.

CITY OF PALOS VERDES
ESTATES

FOUNDATION


Ellen Perkins, Mayor


By: Brian D. Huben
Its: President

ATTEST:


Vickie Kroneberger, City Clerk

APPROVED AS TO FORM:


CHRISTI HUGIN, City Attorney