

**AMENDMENT NO. 1 TO DONATION AGREEMENT AND MEMORANDUM OF
UNDERSTANDING
BETWEEN MANHATTAN BEACH UNIFIED SCHOOL DISTRICT
AND MBX FOUNDATION, INC.**

This Amendment ("Amendment") to the Donation Agreement and Memorandum of Understanding ("Agreement") is made and entered into this 1st day of May, 2105, between the MANHATTAN BEACH UNIFIED SCHOOL DISTRICT, a public school district of the State of California, ("District") and MBX FOUNDATION, INC., a nonprofit public benefit corporation ("MBX") (collectively, the "Parties")

RECITALS

WHEREAS, MBX and District entered into the Agreement to provide for MBX to contract and pay for the design, installation, and all materials and equipment for a screening and signage system ("Project") for the pool area at Mira Costa HS ("Site")

WHEREAS, it is now the desire and intention of the Parties to amend the Agreement as set forth below.

NOW, THEREFORE, in light of the foregoing facts and in further consideration of the promises and agreements of the Parties set forth herein below, it is mutually agreed as follows:

TERMS AND CONDITIONS

Except as revised herein, all other provisions of the Agreement shall remain in full force and effect and are reaffirmed. If there is any conflict between this Amendment and any provision of the Agreement, the provisions of this Amendment shall control.

THE FOLLOWING CHANGE SHALL BE MADE TO THE AGREEMENT:

Section 1.4 shall be added to the Agreement to read as follows:

1.4. Payment of Prevailing Wages: MBX shall be solely responsible for and shall ensure that the Contractor and all its subcontractors shall pay all workers on the Project performed pursuant to the contract between MBX and the Contractor not less than the general prevailing rate of per diem wages and the general prevailing rate for holiday and overtime work as determined by the Director of the Department of Industrial Relations, State of California, for the type of work performed and the locality in which the work is to be performed within the boundaries of the District, pursuant to sections 1770 et seq. of the California Labor Code.

ACCEPTED AND AGREED on the date indicated below:

Dated: _____, 2015

MANHATTAN BEACH USD

By: _____

Dated: May, 2015

MBX FOUNDATION, INC.

By: 