

Addendum No. 3
Natural Resource Damage Assessment
Funding and Participation Agreement

Port Angeles Harbor Natural Resources Trustees
And Rayonier A. M. Properties, LLC

In accordance with Paragraph 3.2 of the Funding and Participation Agreement of May 30, 2013, between the Port Angeles Harbor Natural Resources Trustees (“Trustees”) and Rayonier A. M. Properties, LLC (“Rayonier A. M.”), the Parties hereby approve the attached budget for Phase 4 of their cooperative assessment process, in the amount of \$368,663.25, under which the Trustees will complete Tasks 9 through 11 as described therein. This Addendum No. 3 covers all work necessary to be performed to finalize the Damage Assessment and Restoration Plan (DARP) and obtain final agency approval thereof; to develop final natural resources damages (NRD) settlement documents, consisting of a Consent Decree and restoration project description (Appendix A); and to obtain judicial approval of the settlement documents. This Addendum No. 3 also provides for standard ongoing Trustee costs associated with these Tasks for a period of twelve months, but does not provide any additional funds to complete tasks funded under Addendum No. 2. The Parties will make every effort to complete the Tasks in fewer than twelve months.

Rayonier A. M. may pay the above amount in two installments: the first in the amount of \$184,330.00 as promptly as possible after execution of this Addendum, and the second in the amount of \$184,333.25 after the beginning of calendar year 2016 upon reasonable written request of the Trustees and in no case later than February 15, 2016. No costs related to work conducted under this Addendum shall be incurred in the absence of advance funding; in the event the Trustees exhaust the funds from the first installment, they shall stop work until receipt of the second installment.

In the event that unforeseen events require the Trustees to perform tasks in addition to Tasks 9 through 11 in order to complete the DARP or finalize and obtain judicial approval of the NRD settlement documents, or require the Trustees to incur more than twelve months of ongoing Trustee costs, the Parties shall engage in good-faith negotiations for an Addendum to provide the Trustees with funding for such additional tasks or costs.

This Addendum No. 3 may be executed in counterparts. Signatures are on subsequent pages.

EXECUTED by the Parties on the dates indicated below.

For: National Oceanic and Atmospheric Administration

By: *Ericka M. Hailshagen* Date: 11/3/2015
on behalf of: Craig O'Connor, Special Counsel

Its: _____

For: United States Fish and Wildlife Service

By: _____ Date: _____

Its: _____

For: Washington Department of Ecology

By: _____ Date: _____

Its: _____

For: Lower Elwha Klallam Tribe

By: _____ Date: _____

Its: _____

For: Port Gamble S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Jamestown S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Rayonier A. M. Properties, LLC

By: *[Signature]* Date: 9.29.15
svp

Its: _____

EXECUTED by the Parties on the dates indicated below.

For: National Oceanic and Atmospheric Administration

By: _____ Date: _____

Its: _____

For: United States Fish and Wildlife Service

By: Robyn Thorson Date: _____

Its: Regional Director

For: Washington Department of Ecology

By: _____ Date: _____

Its: _____

For: Lower Elwha Klallam Tribe

By: _____ Date: _____

Its: _____

For: Port Gamble S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Jamestown S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Rayonier A. M. Properties, LLC

By: [Signature] Date: 9.29.15

Its: svp

EXECUTED by the Parties on the dates indicated below.

For: National Oceanic and Atmospheric Administration

By: _____ Date: _____

Its: _____

For: United States Fish and Wildlife Service

By: _____ Date: _____

Its: _____

For: Washington Department of Ecology

By: Rebecca S. Lawson Date: 10/8/15

Its: Regional Manager - Ecology

For: Lower Elwha Klallam Tribe

By: _____ Date: _____

Its: _____

For: Port Gamble S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Jamestown S'Klallam Tribe

By: Douglas J. Elton Date: 10/06/2015

Its: EDA Ex. Director

For: Rayonier A. M. Properties, LLC

By: [Signature] Date: 9.29.15

Its: SVF

EXECUTED by the Parties on the dates indicated below.

For: National Oceanic and Atmospheric Administration

By: _____ Date: _____

Its: _____

For: United States Fish and Wildlife Service

By: _____ Date: _____

Its: _____

For: Washington Department of Ecology

By: _____ Date: _____

Its: _____

For: Lower Elwha Klallam Tribe

By: Francis D. Chalk Date: 10/2/15

Its: Chairwoman

For: Port Gamble S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Jamestown S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Rayonier A. M. Properties, LLC

By: [Signature] Date: 9.29.15

Its: SVP

EXECUTED by the Parties on the dates indicated below.

For: National Oceanic and Atmospheric Administration

By: _____ Date: _____

Its: _____

For: United States Fish and Wildlife Service

By: _____ Date: _____

Its: _____

For: Washington Department of Ecology

By: _____ Date: _____

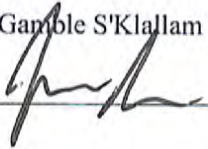
Its: _____

For: Lower Elwha Klallam Tribe

By: _____ Date: _____

Its: _____

For: Port Gamble S'Klallam Tribe

By:  _____ Date: _____

Its: _____

For: Jamestown S'Klallam Tribe

By: _____ Date: _____

Its: _____

For: Rayonier A. M. Properties, LLC

By:  _____ Date: 9.29.15

Its: SVF _____

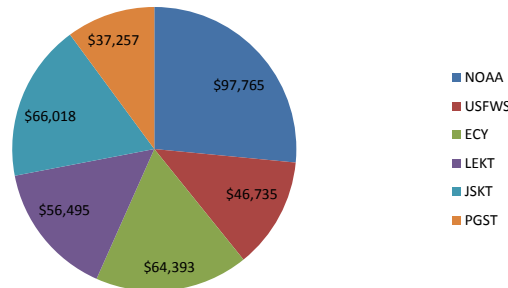
Trustee Cost Estimate - Phase 4

Task	Total	Total Hours	NOAA	NOAA Hours	USFWS	USFWS Hours	ECY	ECY Hours	LEKT	LEKT Hours	JSKT	JSKT Hours	PGST	PGST Hours
9: Complete DARP/EA (1) Consult with agency NEPA/SEPA staff. (2) Review and adapt draft from windward for public review. (3) Negotiate roles between Trustees and Rayonier for stakeholder outreach. (4) Meeting with city and other local partners as part of DARP development. (5) Conduct public review. (6) Respond to public comments. (7) Finalize DARP/EA. (8) Obtain final agency review approval.	\$ 71,952.74	552	\$ 29,765.50	190	\$ 10,175.00	80	\$ 14,024.76	126	\$ 9,545.28	96	\$ 5,957.00	32	\$ 2,485.20	28
10: Develop Consent Decree/Project Description (1) Determine trustee negotiating protocols. (2) Review initial project description and consent decree and identify trustee issues. (3) Negotiate revision with Rayonier including surplus credit issues, dock and jetty issues, and upstream restoration issues. (4) Coordinate with DOI, and conduct internal discussions necessary to approve a final consent decree.	\$ 109,480.89	787	\$ 32,024.25	205	\$ 10,005.00	78	\$ 11,997.48	96	\$ 23,586.16	234	\$ 27,095.00	122	\$ 4,773.00	52
11: Submission to Court and Approval (1) Draft complaint and other documents necessary to file with court, (2) complete procedures necessary for court approved settlement.	\$ 25,576.30	189	\$ 7,865.00	50	\$ 2,975.00	23	\$ 3,824.70	30	\$ 3,932.40	40	\$ 5,138.00	26	\$ 1,841.20	20
Ongoing Trustee Council Costs* (1) Monthly Trustee Meetings (2) Monthly Technical Team meetings (3) Monthly Legal meetings (4) Monthly Legal/Technical Coordination	\$ 161,653.32	1344	\$ 28,110.24	180	\$ 23,580.00	180	\$ 34,546.44	276	\$ 19,430.88	228	\$ 27,828.00	144	\$ 28,157.76	336
Total	\$ 368,663.25	2872	\$ 97,764.99	625	\$ 46,735.00	361	\$ 64,393.38	528	\$ 56,494.72	598	\$ 66,018.00	324	\$ 37,257.16	436

*Number of months estimated

12

Costs by Trustee



Hours by Trustee

