

Customer Site Name: Modesto 2  
Customer Site ID: N/A

Crown Site Name: MODESTO 2  
Crown Business Unit: 819990  
License Number: 471874  
Amendment Number: 563469

**SECOND AMENDMENT TO SITE LICENSE AGREEMENT**

This Second Amendment to Site License Agreement (this “Amendment”) is made this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, by and between TriStar Investors LLC, a Delaware limited liability company (“Crown”) and the City and County of San Francisco, a municipal corporation (“Customer”), acting through its Public Utilities Commission.

**WHEREAS**, Crown (and/or certain of its predecessors-in-interest) and Customer (and/or certain of its predecessors-in-interest) entered into a certain Site License Agreement dated October 6, 2015, as may have been previously amended and/or assigned (hereinafter the “TLA”), whereby Customer leases or licenses from Crown certain space at a telecommunications facility described in the TLA (the “Site”), and

**WHEREAS**, Crown and Customer desire to (i) increase the annual fee due under the TLA (the “License Fee”), (ii) modify the location of Customer’s equipment on the tower at the Site, and (iii) otherwise amend the TLA pursuant to the terms and subject to the conditions set forth herein.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree to be legally bound to this Amendment as follows:

1. **Capitalized Terms.** Unless clear from the context in which they are used, all capitalized terms used herein shall have the same meanings ascribed to them in the TLA.
2. **Acknowledgement of License Fee.** The parties acknowledge that the License Fee attributable to the time period beginning on March 1, 2017 through and including February 28, 2018 is Nineteen Thousand One Hundred Fifty Eight and 00/100 Dollars (\$19,158.00).
3. **Increase to License Fee.** The License Fee shall increase by Six Thousand Six Hundred and 00/100 Dollars (\$6,600.00) on the earlier of: i) the first (1st) day of the month in which Crown's issuance of written notice to proceed with the modification of Customer's equipment at the Site occurs, or ii) June 1, 2017. The parties acknowledge that the License Fee attributable to the time period beginning on March 1, 2018 through and including February 28, 2019 shall be Twenty-Six Thousand Five Hundred Thirty and 80/100 (\$26,530.80).
4. **Site Engineering Application.** The parties acknowledge that Customer is making certain modifications to its space and/or equipment at the Site as described in Attachment A, attached hereto.
5. **Modification to Customer’s Tower Space.** The descriptions of Customer’s space on the tower set forth in the TLA (including, without limitation, any descriptions of Customer’s space on the tower set forth in any schedules, exhibits or attachments to the TLA) are hereby amended and deleted in their entirety and replaced and superseded by and with the descriptions of Customer’s space on the tower set forth in Attachment A and Attachment C, attached hereto.
6. **Customer’s Tower-Mounted Equipment.** The equipment descriptions and specifications with respect to Customer’s tower-mounted equipment set forth in the TLA (including, without limitation, any equipment descriptions and specifications with respect to Customer’s tower-mounted equipment set forth

TT: A 853551  
Prepared by: C. Stinson  
Prepared on: April 26, 2017  
Revised on:  
SLA TLA Universal Amendment; 2/17/11

LRF Rev. #: 3  
App Rev. #: 6

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in any schedules, exhibits or attachments to the TLA) are hereby amended and deleted in their entirety and replaced and superseded by and with the equipment descriptions and specifications with respect to Customer's tower-mounted equipment set forth in Attachment A and Attachment C, attached hereto. The parties acknowledge and agree that, notwithstanding anything to the contrary herein, this Amendment does not in any way modify the equipment descriptions and specifications with respect to Customer's ground-based equipment set forth in the TLA (including, without limitation, any equipment descriptions and specifications with respect to Customer's ground-based equipment set forth in any schedules, exhibits or attachments to the TLA).

7. **Full Force and Effect; Inconsistent Terms.** Except as expressly set forth in this Amendment, the TLA is otherwise unmodified, shall remain in full force and effect and is incorporated and restated herein as if fully set forth at length. In the event of any inconsistencies between the TLA and this Amendment, the terms of this Amendment shall control. Each reference in the TLA to itself shall be deemed to also refer to this Amendment.

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**IN WITNESS WHEREOF**, the parties have set forth their hand and seal as of the date indicated above.

**CROWN:**  
TriStar Investors LLC,  
a Delaware limited liability company

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Execution Date: \_\_\_\_\_

**CUSTOMER:**

City and County of San Francisco,  
a municipal corporation

By: \_\_\_\_\_  
Print Name: Harlan L. Kelly, Jr.  
Title: General Manager  
San Francisco Public Utilities Commission  
Execution Date: \_\_\_\_\_

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**ATTACHMENT A**

**Site Engineering Application**

(See attached approved Site Engineering Application)

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## Customer Approved: May 01 2017

Application ID: 387157      Revision # 6      Submitted: Apr 19 2017

**Submitted By:** Heather Pilkington  
**Original Submit Date:** Apr 06 2017      **Desired Install Date:** Apr 17 2017  
**Reason for Application:** Replacing existing equipment      **JDE Job Number** 434070

Applications are subject to applicable Crown Castle engineering, regulatory, zoning/planning, and priority property-owner approval. Approval conditions may result in alternative requirements for type and/or placement of equipment. Approval conditions may also lead to additional or revised engineering analysis at Crown Castle discretion and upon consent of the customer.

### Company Information

**MLA:** Stand Alone Agreement - TLA  
**Parent License #:** 471874  
**Company:** SFPUC Hetch Hetchy Water & Power  
**Address:** ONE LAKESHORE DRIVE  
**City/Town:** MOCCASIN  
**State:** CA      **Postal Code:** 95347  
**Customer Job Number:** DB 124 Mod 2 A  
**Customer Payment Reference:**  
**Customer Site Name:** Modesto 2  
**Customer Site Number :** N/A

### Site Information

**Crown Castle Site Name:** MODESTO 2  
**Crown Castle Site ID:** 819990  
**Crown Castle District:** San Francisco  
**Address:** 2201 Blue Gum Ave  
**City/Town:** Modesto  
**State:** CA      **Postal Code:** 95358  
**County:** Stanislaus  
**Latitude:** 37° 39' 46.998"      **Longitude:** -121° 1' 57.004"  
**Structure Type:** SELF SUPPORT      **Structure Height:** 196 ft

### Legal Entity Information

**Operating Legal Entity:** SFPUC Hetch Hetchy Water & Power Maintenance Engineering  
**Primary Contact:** Doug Walsh      **Phone:** 8053089211  
**E-mail:** dwalsh@com-serv.com      **Fax:** 8053089211  
**Address:** 3888 State Street, suite 204  
**City/Town:** Santa Barbara      **State:** CA      **Postal Code:** 93105  
**RF Contact:** Eric Bettercourt      **Phone:** 2099892513  
**E-mail:** ebettencourt@sflower.org

### Project Management Vendor

**Project Management Vendor:** None

### Service Information

**Frequencies**  
**Transmit**      **Receive**

Svc	Technology	EIRP (WATTS)	Std Frequency	Start	Stop	Start	Stop	MHZ/GHZ
1	MW Link	66.75		6256.54	6375.14	6256.0	6375.0	MHZ
2	MW Link	170.0		11285.0	11285.0	11485.0	11485.0	MHZ

Antenna Information

Pos.	Cust Mount Class / CAD	C Line Mount Elev	Level	Azimuth	Leg or Mfg. / Face Model	Svc	Transmit Start	Transmit Stop	Receive Start	Receive Stop	Use	Orient	Status
J	Sector Mount [SM 601-1]	91	91.0 FT	259	Leg C ANDREW 1 UHX6-59	1	N/A	N/A	6256.0	6375.0	RX	Mid-Mount	Proposed
A	Pipe Mount [PM 601-1]	119	119.0 FT	259	Leg C ANDREW 1 UHX6-59	1	6256.54	6375.14	6256.0	6375.0	TX/RX	Mid-Mount	Proposed
A	Pipe Mount [PM 601-1]	170	170.0 FT	55	Leg A ANDREW 2 VHLPX4-11W	2	11285.0	11285.0	11485.0	11485.0	TX/RX	Mid-Mount	Installed

Feedline Information

Pos.	Customer Mount Class	Qty	Mfg.	Model	Length	Location	Ladder Type	Status
J	Sector Mount	1	Primary: ANDREW Secondary: N/A	EW63	141.0	Face 2E	Feedline Ladder	Proposed
A	Pipe Mount	2	Primary: ANDREW Secondary: N/A	EW63	169.0	Face 2E	Feedline Ladder	Proposed
A	Pipe Mount	1	Primary: ANDREW Secondary: N/A	EW90	220.0	Face 2E	Feedline Ladder	Installed

Optional Component Information

Pos.	Customer Mount Class	Qty.	Mfg.	Tower Mounted Equipment			Status
				Model	Type	Elevation	
J	Sector Mount	N/A	N/A	N/A	N/A	N/A	N/A
A	Pipe Mount	N/A	N/A	N/A	N/A	N/A	N/A
A	Pipe Mount	N/A	N/A	N/A	N/A	N/A	N/A

Power Requirements

VAC	Need Crown Power	Phase	Amps
N/A	No	N/A	0

Lease, Pad, and Building Requirements

Building
Building Id #: N/A

Building Type:	N/A	Length	Width	Height	SQ. Footage	Irregular SQ. Footage	Status
Lease	7ft 8in	9ft 1in	N/A N/A	69.64	N/A	INSTLLD	
Pad	7ft 8in	9ft 1in	N/A N/A	69.64	N/A	INSTLLD	
Building	5ft 2in	4ft 11in	N/A N/A	25.4	N/A	INSTLLD	

**Other Pad Requirements**

No cabinets, dishes or other pads exist for this application

**Number of Existing Cabinets:** 0

**Number of Proposed Cabinets:** 0

**Generator Requirements**

No generators exist for this application

**Battery Requirements**

Is Battery Backup Required? No

Type	Qty.	Mfg.	Model
N/A	0	N/A	N/A
N/A	0	N/A	N/A

**Scope of Work/Additional Information**

**Scope of Work:**

City of San Francisco: The scope consists of lowering the existing 6' antenna currently at the 130' CL down to the 119' CL and adding another 6' dish antenna at the 91' CL. The second antenna will be the same make and model as the current 6' antenna and will be a receive only antenna. Remaining MW at 170' will remain untouched.

\*\* Indicates where Cut Sheet data has been entered.

**NOTICE:** Structural Analysis shall be performed in accordance with the current revision of the TIA/EIA 222 standard and applicable local building permit codes and standards. EME analysis shall be consistent with current revision of FCC/OSHA standard OETB 65. AM detuning, when required, will be performed to 47 CFR22.371. The customer is responsible for all analysis expenses. All construction drawings are subject to Crown Castle engineering approval prior to commencement of tower attachments and compound installations. Installation of equipment not conforming to approved drawings may violate the terms of the occupancy agreement and will be corrected at the customer's expense. Crown Castle requires drawings for pre-construction approval and as built drawings for physical configuration validation to be submitted as unlocked AutoCAD files (Version 2000i preferred).

**Appendix A - Antenna, Feedline, TME Specifications**

**Antenna Specifications**

Quantity	Manufacturer	Model	Type	Height	Width	Depth	Weight	Flat Plate Area
2	ANDREW	UHX6-59	MICROWAVE/SHROUD	72.0 IN	72.0 IN	60.12 IN	359.0 LBS	28.27 FT2
1	ANDREW	VHLPX4-11W	MICROWAVE/SHROUD	49.3 IN	49.3 IN	27.4 IN	88.0 LBS	0.0

**Feedline Specifications**

Quantity	Manufacturer	Model	Nominal Size	Nominal O.D.
3	ANDREW	EW63	ELLIPTICAL	2.01 IN
1	ANDREW	EW90	ELLIPTICAL	1.32 IN

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**ATTACHMENT B**

Intentionally Omitted

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## ATTACHMENT C

### Level Drawing

(See attached CAD-Generated Level Drawing)

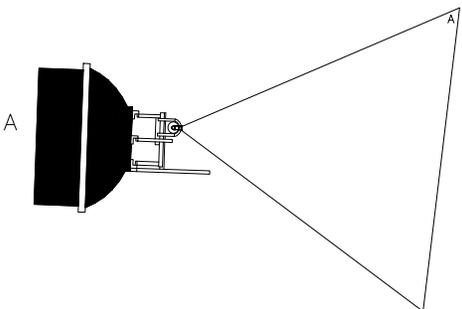
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ORIENT		CUSTOMER		ANTENNA		FEEDLINE		TME			
Q	STATUS	MFG	MODEL	AZ	TECH	QTY	SIZE	QTY	TME TYPE	MFG	MODEL
MID	SAN FRANCISCO CA, CITY OF	119	PROPOSED	ANDREW	UHX6-59	259		2	EW63	0	

OPERATING LEGAL ENTITY: **SFPUC HETCH HETCHY WATER & POWERMAINTENANCE ENGINEERING**



BUSINESS UNIT:819990 TOWER ID:A LEVEL:119

LEVEL DRAWING

CARRIERS LOGO



CROWN REGION ADDRESS  
USA

SPACE RESERVED FOR PROFESSIONAL SEALS

REVISIONS	NO.	DATE	DESCRIPTION	BY	SL
	1	24/04/17	UPDATED PER WORK ORDER 1386700		

DRAWN/CHECKED BY: EZCAD  
DRAWING DATE: 4/24/2017

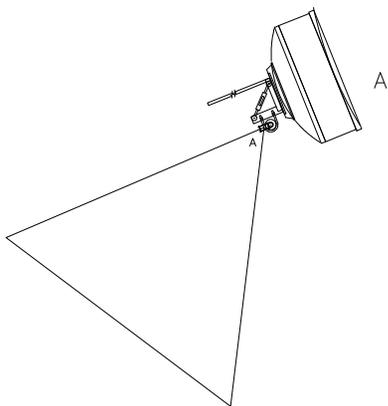
SITE NUMBER:  
SITE NAME:  
SITE NAME  
MODESTO 2  
BUSINESS UNIT NUMBER  
819990  
SITE ADDRESS

2201 BLUE GUM AVE  
MODESTO, CA 95358  
STANISLAUS COUNTY  
US

SHEET TITLE  
119 FT PROPOSED LEVEL  
SHEET NUMBER

A1-X

REV: 6  
REV: 5  
REV: 4  
REV: 3  
REV: 2  
REV: 1  
APP ID: 387157  
DATE: 7/13/06  
ENG-PUN-10050



BUSINESS UNIT:819990 TOWER ID:A LEVEL:170

ORIENT		CUSTOMER		ANTENNA		FEEDLINE		TME		
Q	STATUS	MFG	MODEL	AZ	TECH	QTY	SIZE	TME TYPE	MFG	MODEL
A	MD	SAN FRANCISCO CA, CITY OF	170	INSTALLED	ANDREW	VHLPX4-11W	55	1	EW90	0

OPERATING LEGAL ENTITY: **SFPUC HETCH HETCHY WATER & POWERMAINTENANCE ENGINEERING**

CARRIERS LOGO



CROWN REGION ADDRESS  
USA

SPACE RESERVED FOR PROFESSIONAL SEALS

REVISIONS	NO.	DATE	DESCRIPTION	BY	SL
	1	24/04/17	UPDATED PER WORK ORDER 1386785		

DRAWN/CHECKED BY: EZCAD  
DRAWING DATE: 4/24/2017

SITE NUMBER:  
SITE NAME:  
[SITE NAME]  
MODESTO 2  
[BUSINESS UNIT NUMBER]  
819990  
[SITE ADDRESS]

2201 BLUE GUM AVE  
MODESTO, CA 95338  
STANISLAUS COUNTY  
US

[SHEET TITLE]  
**170 FT PROPOSED LEVEL**  
[SHEET NUMBER]

LEVEL DRAWING

A1-X

REV: 4  
REV: 4  
APP ID: 387157  
DATE: 7/13/06  
REV: 1  
ENG-PUN-10050

## Certificate Of Completion

Envelope Id: 557663E91BFD4BDB9B5F2F6699FD8342	Status: Sent
Subject: BU-819990_PLIC-471874_APP-387157_WTA_MODESTO2_SanFranciscoCA,Cityof__Modesto2.pdf	
BusinessUnit: 819990	
License: 471874	
ApplicationId: 387157	
District: SFO	
Area: WTA	
Source Envelope:	
Document Pages: 13	Signatures: 0
Supplemental Document Pages: 0	Initials: 0
Certificate Pages: 4	
AutoNav: Enabled	Payments: 0
Envelopeld Stamping: Enabled	
Time Zone: (UTC-05:00) Eastern Time (US & Canada)	
	Envelope Originator: Cinde Stinson at Crown Castle
	Canonsburg, PA 15317 cinde.stinson@crowncastle.com IP Address: 64.213.130.241

## Record Tracking

Status: Original 8/4/2017   1:15:37 PM	Holder: Cinde Stinson at Crown Castle cinde.stinson@crowncastle.com	Location: DocuSign
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## Signer Events

## Signature

## Timestamp

Security Level: Email, Account Authentication  
(None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Security Level: Email, Account Authentication  
(None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

Execution Specialist  
executionspecialist.embedded@crowncastle.com

Security Level: Email, Account Authentication  
(None)

**Electronic Record and Signature Disclosure:**  
Not Offered via DocuSign

System Sync  
system.sync@crowncastle.com

Security Level: Email, Account Authentication  
(None)

**Electronic Record and Signature Disclosure:**  
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Crown Manager, Contract Development

Signing Group: Crown Manager, Contract  
Development

Security Level: Email, Account Authentication  
(None)

**Electronic Record and Signature Disclosure:**  
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In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Agent Delivery Events	Status	Timestamp
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Doug Walsh dwalsh@com-serv.com Security Level: Email, Account Authentication (None) <b>Electronic Record and Signature Disclosure:</b> Accepted: 8/4/2017   1:33:01 PM ID: db7c0c53-150f-4114-b523-a7fb48aed34e		Sent: 8/4/2017   1:20:15 PM Viewed: 8/4/2017   1:33:01 PM
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Intermediary Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Laura Whitten Laura.Whitten@crowncastle.com Security Level: Email, Account Authentication (None) <b>Electronic Record and Signature Disclosure:</b> Not Offered via DocuSign	<div style="border: 2px solid blue; padding: 5px; text-align: center;"><b>COPIED</b></div>	Sent: 8/4/2017   1:20:14 PM Viewed: 8/4/2017   2:31:13 PM
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure
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You may contact us to let us know of any changes related to contacting you electronically, to request paper copies of documents for execution and other documents and records from us, and to withdraw your prior consent to receive documents for execution and other documents and records electronically as follows:

To contact us by phone call: 724-416-2000

To contact us by email, send messages to: [esignature@CrownCastle.com](mailto:esignature@CrownCastle.com)

To contact us by paper mail, send correspondence to

Crown Castle

2000 Corporate Drive

Canonsburg, PA 15317

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To let us know of a change to the e-mail address where we should send documents for execution and other documents and records to you, you must send an email message to [esignature@CrownCastle.com](mailto:esignature@CrownCastle.com) and state your previous e-mail address and your new e-mail address.

In addition, you must notify DocuSign, Inc. to arrange for your new email address to be reflected in your DocuSign account by following the process for changing e-mail in the DocuSign system.

**Required hardware and software**

Operating Systems:	Windows® 2000, Windows® XP, Windows Vista®; Mac OS® X
Browsers:	Final release versions of Internet Explorer® 6.0 or above (Windows only); Mozilla Firefox 2.0 or above (Windows and Mac); Safari™ 3.0 or above (Mac only)
PDF Reader:	Acrobat® or similar software may be required to view and print PDF files
Screen Resolution:	800 x 600 minimum
Enabled Security Settings:	Allow per session cookies

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