

**Exhibit A**

**FIRST AMENDMENT TO THE AMENDED AND RESTATED VISITOR FACILITIES  
INTERGOVERNMENTAL AGREEMENT**

This first amendment to the Amended and Restated Visitor Facilities Intergovernmental Agreement, dated October 25, 2013 (the "2013 VF IGA"), is made and entered by and among METRO, the CITY OF PORTLAND, and MULTNOMAH COUNTY, by and through their duly authorized representatives.

The Parties agree as follows:

1. Section 3.3.10, PCPA Operations Support, is amended to add a new sub section 3.3.10.1 as follows:

"3.3.10.1 If by June 1, 2019, Metro presents the VFTA Administrator with a written request stating the time for and recipient of payment, accompanied by documentation, such as an executed construction contract, showing that work has commenced on the acoustical shell replacement project at the Arlene Schnitzer Concert Hall, then Two Million Dollars (\$2,000,000) will be added to the disbursement amount for PCPA Operations Support in FY 2018-19 and the VFTA Administrator is authorized to disburse such support to Metro as per their written request. The Parties agree this is a one-time disbursement for FY 2018-19 only.

2. All other terms and conditions remain unchanged and in full force and effect.

Dated this \_\_\_\_ day of \_\_\_\_\_, 2019

**METRO:**

Approved as to Form:

\_\_\_\_\_  
Lynn Peterson, Metro Council President

\_\_\_\_\_  
Nathan Sykes, Acting Metro Attorney

**CITY OF PORTLAND:**

Approved as to Form:

\_\_\_\_\_  
Ted Wheeler, City of Portland Mayor

\_\_\_\_\_  
Tracy Reeve, City Attorney

**MULTNOMAH COUNTY**

Approved as to Form:

\_\_\_\_\_  
Deborah Kafoury, Multnomah County Chair

\_\_\_\_\_  
Jenny Madkour, County Counsel