

**GEO-INSTITUTE/AMERICAN SOCIETY OF CIVIL ENGINEERS
AGREEMENT ADDENDUM**

This Addendum is entered into as an Addendum to the Model Agreement (Agreement) between the Geo-Institute (G-I) and the Conferences and Continuing Education Division of the American Society of Civil Engineers (ASCE) dated July 29, 1999, for the purpose of conference proceeds distribution for GeoDenver 2000, Denver, Colorado, August 5-8, 2000.

In accordance with the Agreement, ASCE shall prepare and forward a budget to the G-I for approval. Additionally, ASCE shall pay the G-I a program development fee based on 10 % of registration revenue and 3% of exhibit revenue. This fee shall be treated as a direct expense of the conference, and shall receive precedence over the management fee to ASCE. The G-I shall then receive one half of all net revenue remaining after expenses are paid, as outlined in the Agreement. ASCE shall distribute that revenue to the G-I in Fiscal Year 2000 and shall transfer said amount to account code GTI-TAC-CNF-DE.

The parties hereto have executed this Addendum, effective as of _____,
1999.

GEO-INSTITUTE

By: _____
John E. Durrant, Executive Director

AMERICAN SOCIETY OF CIVIL ENGINEERS

By: _____
Charles Day, Senior Managing Director,
Conferences and Continuing Education