

**AMENDMENT NO. 1 TO AGREEMENT
FOR PROFESSIONAL SERVICES WITH IMS**

This Amendment No. 1 to the Professional Services Agreement is made and entered into as of August 30, 2023 ("Effective Date") by and between the City of Upland, a municipal corporation ("City") and IMS, LP, ("Consultant"). City and Consultant are sometimes referred to herein individually as a "Party" and collectively as "Parties."

RECITALS

A. WHEREAS, the City and the Consultant have entered into an agreement, dated August 8, 2022, for the purpose of providing 2022 Citywide Sidewalk Master Plan services (the "Original Agreement").

B. WHEREAS, the Parties now desire to amend the Original Agreement to extend the term in order to complete the services and to finalize the master plan in accordance with the service provisions of the Original Agreement.

NOW, THEREFORE, in consideration of the above recitals and the mutual covenants, conditions, and promises contained in this Amendment No. 1 and the Original Agreement, the Parties mutually agree as follows:

AGREEMENT

1. Incorporation of Recitals. The recitals listed above are true and correct and are hereby incorporated herein by this reference.

2. Term Commencing August 31, 2023. Notwithstanding any provisions in Section 5 of the Original Agreement to the contrary, the Original Agreement shall be extended from August 31, 2023, and shall remain and continue in effect until tasks described in the Original Agreement are completed, but in no event later than March 30, 2024, unless sooner terminated pursuant to the provisions of this Amendment No. 1. In addition, the Original Agreement, as amended, may be extended for an additional optional period of one year subject to mutual agreement for services rendered to City.

3. Electronic Transmission. A manually signed copy of this Amendment No. 1 which is transmitted by facsimile, email or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original executed copy of this Amendment No. 1 for all purposes. This Amendment No. 1 may be signed using an electronic signature.

4. Counterparts. This Amendment No. 1 may be signed in counterparts, each of which shall constitute an original.

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment No. 1 on the Effective Date first herein above written.

CITY OF UPLAND



Michael Blay,
City Manager

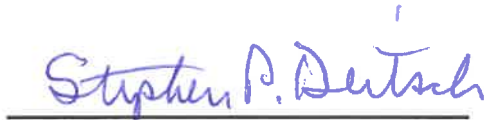
CONSULTANT

**IMS Infrastructure Management
Services, LP**



Mikael Nieminen
CEO

APPROVED AS TO FORM:



Stephen Deutsch
BestBet&KriegerLLP
City Attorney

**IMS Infrastructure Management
Services, LP**



John Till
Controller

ATTEST:



Keri Johnson
City Clerk