

**AMENDMENT NO. 2 TO
PROFESSIONAL SERVICES AGREEMENT
WITH AMERICAN GLOBAL SECURITY, INC.**

This Amendment No. 2 to the Professional Services Agreement is made and entered into as of July 1, 2024 (“Effective Date”) by and between the City of Upland, a municipal corporation (“City”) and American Global Security, Inc., a California corporation (“Contractor”). City and Contractor are sometimes referred to herein individually as a “Party” and collectively as “Parties.”

RECITALS

A. WHEREAS, the City and the Contractor have entered into an agreement, dated July 1, 2021 for the purpose of providing Metrolink Station Security Guard Services (the “Original Agreement”).

B. WHEREAS, pursuant to Section 1 of the Original Agreement, the City may extend the Original Agreement for up to three (3) additional one (1) year Terms.

C. WHEREAS, the Parties heretofore entered into Amendment No. 1 of the Original Agreement to extend the Term of the Original Agreement by one year (Amendment No. 1 and the Original Agreement are together hereinafter referred to as “the Original Agreement”).

D. WHEREAS, the Parties now desire to amend the Original Agreement in order to extend the term of the Original Agreement for one (1) additional year.

NOW, THEREFORE, in consideration of the above recitals and the mutual covenants, conditions, and promises contained in this Amendment No. 2 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. The term of the Original Agreement shall be extended for an additional term of one (1) year commencing July 1, 2024 through June 30, 2025 (“Second Extended Term”) unless earlier terminated.

3. Compensation. The compensation for services performed pursuant to this Amendment No. 1 Second Extended Term shall not exceed the total cost, as described in Exhibit B, for an aggregate amount not to exceed **\$159,957.70** for Security Guard Services.

4. Full Force. Except as amended by this Amendment No. 2, all provisions of the Original Agreement, including without limitation the indemnity and insurance

provisions, shall remain in full force and effect and shall govern the actions of the Parties under this Amendment No. 2.

5. Electronic Transmission. A manually signed copy of this Amendment No. 2 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. 2 for all purposes. This Amendment No. 2 may be signed using an electronic signature.

6. Counterparts. This Amendment No. 2 may be signed in counterparts, each of which shall constitute an original.

[SIGNATURES ON FOLLOWING PAGE]

**SIGNATURE PAGE FOR
AMENDMENT NO. 2 TO THE PROFESSIONAL SERVICES AGREEMENT
WITH AMERICAN GLOBAL SECURITY, INC.**

IN WITNESS WHEREOF, the Parties hereto have executed this Amendment No. 2 on the Effective Date first herein above written.

CITY OF UPLAND

CONTRACTOR

APPROVED BY:

DocuSigned by:
Michael Blay
ED20F9DCC3FF48A...
Michael Blay
City Manager

AMERICAN GLOBAL SECURITY, INC.

APPROVED BY:

DocuSigned by:
Sulaiman A. Wali
860438C83C9B4D1
Sulaiman A. Wali
C.E.O.

ATTEST:

DocuSigned by:
Keri Johnson
F421A8F63BE347A...
Keri Johnson, CMC, CPMC
City Clerk

APPROVED BY:

DocuSigned by:
American Global Security
3BD446C40DC748B...
AbdulWali Wardak
C.F.O.

APPROVED AS TO FORM:

DocuSigned by:
Stephen Deitsch
9326570F6DB648E...
Best Best & Krieger LLP
City Attorney

EXHIBIT "B"

**PROPOSED SCHEDULE OF RATES
METROLINK STATION SECURITY GUARD SERVICES**

FY 2024-25

| Guard Mobility Options | Regular / Straight Hrs. Est. Annual | Regular / Straight Hr. Rate | Regular / Straight Hr. Subtotal | Holiday / OT. Hrs. Est. Annual | Holiday / OT. Hr. Rate | Holiday / OT. Hr. Subtotal | Annual Total Cost |
|-------------------------------|--------------------------------------------|------------------------------------|----------------------------------------|---------------------------------------|-------------------------------|-----------------------------------|--------------------------|
| Foot Patrol Guard Services | 6,500 Hrs. | \$ 23.99 | \$ 155,935.00 | 115 | \$ 34.98 | \$ 4,022.70 | \$ 159,957.70 |

- Includes: ALL labor & associated cost as detailed in Exhibit "A" "Scope of Services" in the original agreement dated July 1, 2021.

American Global Security, Inc.
Contractor:

CA PPO 120021
License #

Signed:

Date:

Sulaiman A. Wali
Name:

C.E.O.
Title: