

**AMENDMENT NO. 1 TO THE AGREEMENT FOR
PROFESSIONAL CONSULTANT SERVICES
BENEFIT BROKER**

This Amendment No. 1 is made and effective as of January 1, 2025 (“Effective Date”), by and between the City of Upland, a municipal corporation (“City”) and Keenan & Associates (“Consultant”). City and Consultant are sometimes referred to herein individually as a “Party” and collectively as “Parties”.

RECITALS

WHEREAS, the City and Consultant have entered into a certain Agreement for Professional Consultant Services Benefit Broker Agreement dated January 1, 2024 (“Agreement”); and

WHEREAS, the current term of the Agreement shall expire on December 31, 2024; and

WHEREAS, the Parties desire to continue their relationship and extend the term of the Agreement, subject to the terms and conditions set forth herein and in the Agreement;

NOW, THEREFORE, the Parties agree as follows:

1. The Agreement is hereby renewed for an additional one (1) year term beginning on January 1, 2025 and ending on December 31, 2025 (“Renewal Term”).
2. The Agreement is amended by deleting Subsection 4.a., and by substituting the following therefor:
 - a. City agrees to pay Keenan twelve monthly installments of six thousand, one hundred thirty-five dollars and ninety-seven cents (\$6,135.97) commencing January 1, 2025, for services rendered under this Agreement with a not to exceed amount of seventy-three thousand, six hundred thirty-one dollars and sixty-one cents (\$73,631.61). Rather than have an ever-changing contracted commission amount based on fluctuating Kaiser premiums, this dollar amount will be fixed for the length of the contract and employee premium rates will be net of commissions.
3. All the remaining terms and conditions of the Agreement shall remain unchanged and in full force and effect and shall govern the conduct of the Parties during the Renewal Term.
4. Each person signing this Amendment No. 1 to the Agreement on behalf of a Party represents and warrants that he or she has the necessary authority to bind such Party and that this Amendment is binding on and enforceable against such Party.
5. 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.
6. This Amendment No. 1 may be signed in counterparts, each of which shall constitute an original.

[SIGNATURES ON THE FOLLOWING PAGE]

**SIGNATURE PAGE FOR
AMENDMENT NO. 1 TO THE AGREEMENT FOR
PROFESSIONAL CONSULTANT SERVICES
BENEFIT BROKER
WITH KEENAN & ASSOCIATES**

IN WITNESS WHEREOF, the City and Consultant have approved this First Amendment to the Agreement effective the day and year first above written.

CITY:

City of Upland
460 N. Euclid Ave
Upland CA 91786

CONSULTANT:

Keenan and Associates
2355 Crenshaw Blvd., Suite 200
Torrance CA 90501

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

DocuSigned by:
Laurie LoFranco
By: _____
18AE7C5003E74FB...
Laurie LoFranco,
Senior Vice President

ATTEST:

DocuSigned by:
Keri Johnson
By: _____
F421A8F85BE347A...
Keri Johnson
City Clerk

APPROVED AS TO FORM:

Signed by:
Stephen Deitsch
By: _____
9326570F6DD648E...
Stephen Deitsch
City Attorney