

**FIRST AMENDMENT TO
PROFESSIONAL SERVICES AGREEMENT
WITH RAFTELIS FINANCIAL CONSULTANTS, INC.**

This First Amendment ("First Amendment") to that certain Agreement for Professional Services dated February 10, 2025 between the Parties (the "Master Agreement") is made and entered into as of December 8, 2025 ("Effective Date") between the City of Upland, a municipal corporation ("City") and Raftelis Financial Consultants, Inc., a North Carolina Corporation, with its principal place of business at 227 W. Trade Suite 1400, Charlotte, NC 28202 (hereinafter referred to as "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 the Master Agreement, for the purpose of completing the 2025 Water and Recycled Water Rate Study (hereinafter referred to as "the Project"); and

B. WHEREAS, the Parties now desire to amend the Master Agreement to revise the Term and the Time of Performance.

NOW, THEREFORE, in consideration of the above recitals and the mutual covenants, conditions, and promises contained in this First Amendment and the Master Agreement, the Parties mutually agree as follows:

AGREEMENT

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

2. Time of Performance. Section 5 of the Master Agreement is amended to extend the Term and the Master Agreement by six months through June 30, 2026 ("Extended Term").

3. Ratification of Master Agreement. All terms and provisions of the Master Agreement not amended by this First Amendment are hereby reaffirmed and remain in full force and effect.

**SIGNATURE PAGE FOR
FIRST AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT
WITH RAFTELIS FIANCIAL CONSULTANTS, INC.**

IN WITNESS WHEREOF, the Parties hereto have executed this First Amendment on the Effective Date first herein above written.

CITY OF UPLAND

CONSULTANT

APPROVED BY:

RAFTELIS FINANCIAL CONSULTANTS, INC.

DocuSigned by:
Michael Blay

Michael Blay
City Manager

DocuSigned by:
Sudhir Pardiwala

Signature

Sudhir Pardiwala

Executive Vice President

ATTEST:

**(Two Signatures of Corporate Officers
Required for Corporations)**

DocuSigned by:
Keri Johnson

Keri Johnson
City Clerk

DocuSigned by:
Steve Gagnon

Signature

Approved as to form:

Steve Gagnon

Vice President

Signed by:
Stephen Deitsch

Stephen P. Deitsch
City Attorney