AMENDMENT NO. 1 TO

COOPERATIVE AGREEMENT NO. 17-1001571

BETWEEN

SAN BERNARDINO COUNTY TRANSPORTATION AUTHORITY

AND

CITY OF UPLAND

FOR

PLANNING, PROJECT APPROVAL AND ENVIRONMENTAL DOCUMENT, DESIGN, RIGHT OF WAY (ROW), CONSTRUCTION, LANDSDCAPE MAINTENANCE, AND PROJECT CLOSEOUT PHASES FOR THE INTERSTATE 10 (I-10) EUCLID AVENUE INTERCHANGE PROJECT

THIS AMENDMENT NO. 1 ("Amendment No. 1") to COOPERATIVE AGREEMENT No. 17-1001571 dated September 1, 2017 is made and entered into by and between the San Bernardino County Transportation Authority (hereinafter referred to as "SBCTA") and the City of UPLAND (CITY), (SBCTA and CITY may be referred to herein as a "Party" and collectively "Parties").

RECITALS

A. WHEREAS, CITY and SBCTA have previously entered into COOPERATIVE AGREEMENT No. 17-1001571 ("Agreement"), which delineates roles, responsibilities, and funding commitments relative to the activities of the PROJECT as defined in the Agreement.

B. WHEREAS, the CITY and SBCTA now wish to amend the Agreement, to extend the expiration date by five (5) years to allow for final landscape construction and pending closeout activities.

NOW, THEREFORE, the Parties agree to amend the Agreement between the CITY and SBCTA as follows:

1. Paragraph B of Section I. entitled "PARTIES AND TERM", is revised in its entirety to read as follows:

    "B. This agreement shall terminate upon completion of SBCTA's management of the planning, environmental, design, right of way (ROW) (to include both acquisition and utility relocation work), construction, landscape maintenance and project closeout or **December 31, 2031**, whichever is earlier in time, except that the indemnification provisions of this agreement shall remain in effect until

terminated or modified, in writing, by mutual agreement of the Parties. Should any claims arising out of this Agreement be asserted against one of the Parties, the Parties agree to extend the fixed termination date of this Agreement, until such time as the claims are settled, dismissed or paid."

1. Except as amended by this Amendment No. 1, all other provisions of the Agreement, shall remain in full force and effect.

2. This Amendment No. 1 will be effective upon execution by SBCTA.

----------**SIGNATURES ARE ON THE FOLLOWING PAGE**----------

IN WITNESS WHEREOF, this Amendment No. 1 has been executed by the Parties hereto and is effective on the date signed by SBCTA.

SAN BERNARDINO COUNTY TRANSPORTATION AUTHORITY

By: _____
Carolyn Schindler
Executive Director

Date: 11/20/2026

APPROVED AS TO FORM:

By: Iain MacMillan
Iain MacMillan (Nov 13, 2026 13:15:15 PST)
Iain MacMillan
Assistant General Counsel

CITY OF UPLAND

By: Bill Velto
Bill Velto (Nov 11, 2026 16:55:22 PST)
Bill Velto
Mayor

Date: 11/11/2026

APPROVED AS TO FORM:

By: Thomas A. Rice
Thomas A. Rice (Nov 11, 2026 10:27:19 PST)
Thomas Rice
City Attorney