

**AMENDMENT NO. 1 TO  
CONSULTING SERVICES AGREEMENT BETWEEN  
VENTURA COUNTY TRANSPORTATION COMMISSION  
AND  
ITERIS, INC.**

This Amendment No. 1 (“First Amendment”) is made as of this \_\_\_\_ day of February 2025 (“Effective Date”) by and between the VENTURA COUNTY TRANSPORTATION COMMISSION (“VCTC”), and ITERIS, INC. (“CONSULTANT”). CONSULTANT and VCTC are sometimes referred to herein together as the “Parties” and singularly as a “Party”.

**RECITALS**

**WHEREAS**, VCTC and CONSULTANT entered into an agreement on July 1, 2024 pursuant to which CONSULTANT agreed to provide consulting services to VCTC to amend the Ventura County Comprehensive Transportation Plan (“Agreement”), and,

**WHEREAS**, VCTC requires continued support from CONSULTANT to complete the final public outreach portion of the project, including presentations to VCTC standing committees and the VCTC Board.

**WHEREAS**, the Parties desire to amend the Agreement to extend the term of the Agreement and increase the not-to-exceed amount to provide for five (5) additional months of consultant services.

**NOW THEREFORE**, VCTC and CONSULTANT agree as follows:

1. Section 1.1 (Term of Services) is revised as follows:

The term of this Agreement shall begin on the Effective Date and shall end on June 30, 2025, unless extended in writing.

2. The first sentence of Section 2 (Compensation) is revised as follows:

VCTC hereby agrees to pay Consultant a sum not to exceed \$59,980.00 notwithstanding any contrary indications that may be contained in Consultant's proposal, for services to be performed and reimbursable costs incurred under this Agreement.

Except to the extent amended herein, all other provisions of the Agreement remain in full force and effect.

This First Amendment may be executed in counterparts and/or by facsimile or other electronic means, and when each Party has signed and delivered at least one such counterpart, each counterpart shall be deemed an original, and, when taken together with other signed counterpart, shall constitute one original, which shall be binding upon and effective as to all Parties.

IN WITNESS THEREOF, the parties have executed this First Amendment on the \_\_\_\_ day of February, 2025.

VENTURA COUNTY TRANSPORTATION COMMISSION

by: \_\_\_\_\_  
Martin Erickson, Executive Director

Approved as to form

by: \_\_\_\_\_  
Steve Mattas, General Counsel

Attest:

by: \_\_\_\_\_  
Roxanna Ibarra, Clerk of the Board

ITERIS, INC.

by: \_\_\_\_\_  
Viggen Davidian, PE, Vice President, Mobility Consulting Solutions