

**FIFTH AMENDMENT TO THE
SERVICES AGREEMENT**

**BETWEEN THE RIALTO UTILITY AUTHORITY
AND
SOTO RESOURCES**

1. PARTIES AND DATE.

This Fifth Amendment to the Services Agreement (“Fifth Amendment”) is made and entered into this 24th day of February 2026, by and between the Rialto Utility Authority (“RUA”) and Soto Resources, a California sole proprietor (“Consultant”). RUA and Consultant are sometimes individually referred to as “Party” and collectively as “Parties” in this Fifth Amendment.

2. RECITALS.

2.1 Agreement. RUA and Consultant entered into that certain Services Agreement dated July 13, 2021, (“Agreement”), whereby Consultant agreed to provide services related to funding research and strategy reporting, and funding application assistance.

2.2 Amendment. RUA and Consultant desire to amend the Agreement by this Fifth Amendment to include additional tasks for the project as set forth in “Exhibit A,” to extend the term of the Agreement, and to increase the total amount of compensation for the Agreement.

3. AMENDMENT.

3.1 Scope of Services. In addition to the Scope of Services set forth in the Agreement, Consultant shall perform the additional services included in this Fifth Amendment to the Agreement and described in “Exhibit A,” attached hereto and incorporated herein by this reference.

3.2 Payment Terms. Consultant shall be compensated for the additional services included in this Fifth Amendment pursuant to the “Fee Schedule” provided in Exhibit A in a total amount not to exceed \$200,000.00 (**Two Hundred Thousand Dollars and Zero Cents**). The total compensation, including reimbursement for actual expenses, the RUA will pay Consultant pursuant to the Agreement as amended by this Fifth Amendment shall not exceed \$662,600.00 (**Six Hundred Sixty-Two Thousand Six Hundred Dollars and Zero Cents**).

3.3 Time for Performance. The time to complete the additional services included in the Fifth Amendment shall begin immediately upon execution of the Fifth Amendment. The Term of this Agreement shall be extended through June 30, 2027.

4. MISCELLANEOUS TERMS.

4.1 Continuing Effect of Agreement. Except as amended by this Fifth Amendment, all provisions of the Agreement shall remain unchanged and in full force and effect. From and after the date of this Fifth Amendment, whenever the term “Agreement” appears in the Agreement, it shall mean the Agreement as amended by this Fifth Amendment.

4.2 Adequate Consideration. The Parties hereto irrevocably stipulate and agree that they have each received adequate and independent consideration for the performance of the obligations they have undertaken pursuant to this Fifth Amendment.

4.3 Counterparts. This Fifth Amendment may be executed in duplicate originals, each of which is deemed to be an original, but when taken together shall constitute but one and the same instrument.

4.4 Conflict of Interest. Pursuant to Rialto Municipal Code section 2.48.145, Consultant represents that it has disclosed whether it or its officers or employees is related to any officer or employee of the RUA or City of Rialto by blood or marriage within the third degree which would subject such officer or employee to the prohibition of California Government Sections 87100 et. seq., Fair Political Practices Commission Regulation Section 18702, or Government Code Section 1090. To this end, by approving this Agreement, Consultant attests under penalty of perjury, personally and on behalf of Consultant, as well its officers, representatives, that it/they have no relationship, as described above, or financial interests, as such term is defined in California Government Section 87100 et. seq., Fair Political Practices Commission Regulation Section 18702, or Government Code Section 1090, with any RUA or City of Rialto elected or appointed official or employee, except as specifically disclosed to the RUA and the City of Rialto in writing.

4.5 Corporate Authority. The persons executing this Fifth Amendment on behalf of the parties hereto warrant that (i) such party is duly organized and existing, (ii) they are duly authorized to execute and deliver this Fifth Amendment on behalf of said party, (iii) by so executing this Fifth Amendment, such party is formally bound to the provisions of this Fifth Amendment and (iv) the entering into this Fifth Amendment does not violate any provision of any other agreement to which said party is bound.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS THEREOF, the parties have caused their authorized representative to execute this agreement the day and year first above written.

RIALTO UTILITY AUTHORITY

SOTO RESOURCES, California Sole Proprietor

By: _____
Tanya Williams
Executive Director

By: _____
Signature

Joey Soto, MS
Printed Name

Attest:

Principal
Title

By: _____
Barbara A. McGee
Secretary

By: _____
Signature

Approved as to Form:

Printed Name

Burke, Williams & Sorensen, LLP

Title

By: _____
Eric S. Vail
General Counsel

****Two signatures are required if a corporation****

EXHIBIT “A”

SCOPE OF SERVICES



Soto Resources
Professional Funding Services
(949) 370-6079
Joey@sotoresources.com

January 12, 2026

Sachin Chawla
Director of Utilities
City of Rialto
150 South Palm Avenue
Rialto, CA 92376
schawla@rialtoca.gov

Subject: Proposal for Grant Assistance Services for the City of Rialto

Dear Sachin:

Thank you for the invitation to submit this proposal to provide continued grant assistance to the City of Rialto (City). It has been a pleasure working with you and the City of Rialto team to provide grant assistance services for the City's projects over the past few years. The City is an important client of Soto Resources, and together, we have secured \$18.2 million in grant funding for the City's projects. We are excited about this opportunity to continue our shared success. Per your request, this proposal is to provide general grant assistance services for the City, including grant funding research & tracking, application preparation and submittal, and funding agreement management and reporting. We take great pride in the level of expertise we offer, based on over 25 years of experience and the positive results that you've come to expect from Soto Resources.

The following describes the scope of work and fee for Soto Resources grant consulting services.

Scope of Work

Soto Resources' general grant assistance services may include, but are not limited to the following:

Task 1. Meetings and Priority Project List

Participate in meetings to discuss priority projects and the funding needed. Soto Resources will continue to maintain a priority project list. The Soto Resources team will attend meetings with City staff, as appropriate, to review and discuss the status of and updates to the City's priority projects in need of funding. Based on our discussions, Soto Resources' efforts will focus on identifying funding for the following priority projects:

1. Emergency Generator Project
2. City Maintenance & Facilities Dept. LIME Project



Soto Resources
Professional Funding Services
(949) 370-6079
Joey@sotoresources.com

3. Rialto Habitat and Nature Center (RHNC) Project
4. RHNC Wildfire Feasibility Study Project
5. Shamrock and Meridian Septic to Sewer Conversion Project
6. Septic-to-Sewer Disadvantaged Communities Planning Project
7. Septic to Sewer Residential Conversion Program
8. Well City 3A Groundwater Treatment System Project
9. Advanced Metering Implementation (AMI) Project
10. Microgrid/Cogen Project
11. Backup generators for Cactus, Lilac, and Ayala Lift Stations
12. Aged Water Main Replacement Etiwanda from Riverside to Eucalyptus (Pavement Project)
13. Pressure Relief Valves (PRVs) Zone 2 to Zone 3
14. Service line replacements South Alice, South Palm, West Vodden and Alru St.
15. Main and service line replace; Bonnie View between Acacia and Eucalyptus
16. Cedar Reservoir 2, Overhaul, and Dome Preservation
17. 4" South Oakdale and South Marcella between East Rialto Ave and Allen St
18. Mainline Valve Replacements
19. Mainline and Service Line, Hydrant Laterals, and Mainline Replacement Below Etiwanda between Lilac and Sycamore Streets: Cornell and Victoria
20. Service Line Replacement, Hydrant Lateral for Woodcrest, Yucca, Miramonte, Arrowhead, and Althea
21. Service Line Replacement between Cedar and Larch below Etiwanda on Streets Victoria, Cornell, Rosewood, Church, and Folk
22. Service Line Replacement, Hydrant Laterals for Palm, Orange, Olive, Date Between Foothill to Train Tracks (Part 1)

Task 2. Funding Research

Soto Resources will research eligible funding opportunities (grants and loans) for the City's priority projects. Research efforts may also include the following:

- Contact funding agencies to discuss project eligibility and to achieve updated program information.
- Review grant funding guidelines, proposal solicitation packages (state grants), or funding opportunity announcements (federal grants) to determine project eligibility, maximum funding award amount, timeframe for completing the project, cost/level of effort to prepare the grant proposal, proposal due date, and competitiveness.
- Participate in funding agency meetings and attend workshops for selected opportunities.

The federal, state, and local funding opportunities that may be researched include, but are not limited to, the following:



Federal Emergency Management Act (FEMA)

- Hazard Mitigation Grant Program

United States Environmental Protection Agency (EPA)

- Water Infrastructure Finance and Innovation Act (WIFIA) Loans Program

United States Bureau of Reclamation (USBR)

- WaterSMART: Water and Energy Efficiency Grant Program
- WaterSMART: Small-Scale Water Efficiency Projects
- WaterSMART: Drought Response Program - Drought Resiliency Projects
- WaterSMART: Drought Response Program - Planning and Project Design
- WaterSMART: Aquatic Ecosystem Restoration Projects
- WaterSMART: Environmental Water Resources Projects
- Water Conservation Field Services Program, Lower Colorado River
- Bay-Delta Restoration Program: CALFED Water Use Efficiency Grants

California Department of Water Resources (DWR)

- Proposition 4 Projects related to Integrated Regional Water Management to improve climate resilience on a watershed basis
- Proposition 4 Groundwater Banking, Groundwater Recharge, or Instream Flow Projects that Support Conjunctive Use of Groundwater and Surface Water Supplies
- Proposition 4 Capital Investments in Brackish Desalination, Contaminant and Salt Removal, and Salinity Management Projects to Improve Water and Drought Resilience
- Proposition 4 Improve Water Data Management and Reactivate Existing Stream Gages and Deploy New Gages
- Proposition 4 Regional Conveyance Projects or Repairs to Existing Conveyances
- Proposition 4 Projects that Increase Water Conservation in Agricultural and Urban Areas
- Proposition 4 Flood Management Projects
- Proposition 4 Dam Safety and Climate Resilience Local Assistance Program
- Proposition 4 Riverine Stewardship Program
- Proposition 4 Urban Streams Restoration Program

California Department of Fish and Wildlife (CDFW)

- Watershed Restoration and Delta Water Quality and Ecosystem Restoration Grant Programs



Soto Resources
Professional Funding Services
(949) 370-6079
Joey@sotoresources.com

- Environmental Enhancement Fund

California Department of Parks and Recreation

- Recreational Trails Program
- Land and Water Conservation Fund

California Natural Resources Agency (CNRA)

- Proposition 4 Projects that improve conditions on wildlife refuges and wetland habitat areas
- Proposition 4 Improve Local Fire Prevention Capacity, Improve Forest Health and Resilience, and Reduce the Risk of Wildfire Spreading into Populated Areas from Wildlands
- Proposition 4 Forest health and watershed improvement projects in forests and other habitats
- Proposition 4 Urban Greening Program
- Proposition 4 Reduction of climate impacts on disadvantaged communities and vulnerable populations and the creation, protection, and expansion of outdoor recreation opportunities

California Office of Emergency Service/Cal FIRE

- Proposition 4 Wildfire Mitigation Grant Program
- Proposition 4 Grants to conduct fuel reduction, structure hardening, create defensible space, reforestation, or targeted acquisitions to improve forest health and fire resilience
- Proposition 4 Urban Forests
- Proposition 4 Community Resilience Centers

California Water Commission

- Proposition 4 Water Storage Investment Program

California Wildlife Conservation Board

- Proposition 4 Stream Flow Enhancement Program
- Proposition 4 Grant programs to protect and enhance fish and wildlife resources and habitat and achieve the state's biodiversity, public access, and conservation goals
- Proposition 4 Projects that improve habitat connectivity and establish wildlife crossings and corridors

State Water Resources Control Board

- Drinking Water Grants & Loans (Clean, Safe and Reliable Drinking Water)
- Nonpoint Source Grant Program: U.S. EPA Clean Water Act Section 319
- Proposition 4 Grants and Loans that Improve Water Quality or Help to



Soto Resources
Professional Funding Services
(949) 370-6079
Joey@sotoresources.com

- Provide Clean, Safe, and Reliable Drinking Water
- Proposition 4 Grants and Projects Related to Water Reuse and Recycling
- Proposition 4 Multiple-benefit Urban Stormwater Management

Task 3. Funding Matrix and Monthly Reporting for Priority Projects

Soto Resources will maintain a funding matrix (spreadsheet) summarizing the City's priority projects and identifying the potential funding opportunities for each. The funding matrix will provide important funding program information, including program name and agency, funding purpose, funding amounts, key dates/deadlines. The funding matrix will be provided via email as a monthly report on current funding opportunities for the City's Projects. As needed, a funding alert email may be submitted to City staff when funding information is timely and needs to be distributed prior to regularly scheduled meetings.

Task 4. Grant Management and Reporting

Upon award of funding, grant management and reporting services will be provided to manage the grant/funding award. Grant management may include assisting the City with negotiation and execution of the Funding Agreement with the funding agency; understanding project implementation reporting and invoicing requirements; establishing grant close-out procedures; and setting up appropriate reporting documents for progress reports and invoicing. City staff will be responsible for the invoicing portion of the required grant/funding agreement reporting. The following projects have funding awards that require ongoing grant management and reporting for the term of the agreement:

Project Name	Funding Awarded	Funding Type	Funding Program
Rialto Habitat Nature Center (RHNC)	\$1,050,000	State	SWRCB: 2022 Community Funded Projects
	\$2,149,748	State	DWR/SAWPA: IRWM Implementation Grants
	\$2,000,000	Federal	EPA: 2023 Community Funded Projects
	\$3,000,000	Federal	USBR: Environmental Water Resources Projects
Advanced Metering Infrastructure (AMI)	\$2,000,000	Federal	USBR: Water and Energy Efficiency Grant
	\$6,000,000	State	DWR: Urban Community Drought Relief Grant
Well City 3A Groundwater Treatment System	\$2,000,000	Federal	USBR: Drought Resiliency Projects
Total	\$18,199,748 Awarded		



Soto Resources
Professional Funding Services
(949) 370-6079
Joey@sotoresources.com

The following Projects have applications that have been submitted, but are awaiting results of award/no award. If awarded, they will require ongoing grant management reporting.

Project Name	Funding Requested	Funding Type	Funding Program
Septic-to-Sewer Pilot Project	\$319,000	State	DWR/SAWPA: IRWM Implementation Grants
Generator Project	\$8,279,555	Federal	Cal OES/FEMA Hazard Mitigation Grant Program (HMGP)
Septic-to-Sewer Disadvantaged Communities Planning Project	\$625,000	State	SWRCB: Clean Water State Revolving Fund
Total		\$9,219,555 Pending	

Task 5. Additional services (As Needed)

Soto Resources will perform other required tasks for funding related efforts on an as-needed basis, as requested by the City. Soto Resources and subcontracted staff, as assigned, will work closely with the City to communicate with funding agencies regarding City projects to identify funding opportunities and to determine whether or not to proceed with a grant or loan application (also known as Go/No-Go Process). The City will be responsible for providing project information required to complete funding related tasks. When the City decides to pursue a funding opportunity, a separate proposal or task order for completing the grant or loan application will be provided by Soto Resources to the City, upon request. This is because the level of effort for application preparation depends significantly on both the application requirements and the amount of existing project information available.

Fee Schedule

The table below shows the anticipated Soto Resources team member and bill rate required to perform the proposed services. The services will be performed on an hourly basis, for a total cost not to exceed **\$200,000 through June 30, 2027**. Invoices will be submitted on a monthly basis.



Soto Resources
Professional Funding Services
(949) 370-6079
Joey@sotoresources.com

Name	Title/Position	Hourly Bill Rate
Joey Soto, M.S.	Principal/Project Manager/ Senior Grant Researcher/Writer	\$225.50
Jennifer Nevius, P.E.	Senior Engineer/Grant Researcher/Writer*	\$203.50
Jane Soule, P.E.	Engineer/Grant Researcher/Writer*	\$192.50

*Notes: *Subconsultant rate shown includes markup. Other direct costs such as copying, reproduction, delivery, postage, mileage (rates allowed by current IRS guidelines), are not included in the fee estimate and will be billed separately if incurred. Soto Resources reserves the right to adjust its hourly rates at the beginning of the calendar year for all ongoing contracts.*

Please contact me with any questions. I look forward to working together to acquire more grant funding for the City's Projects!

Sincerely,

Ms. Joey Soto, M.S.
Principal
Soto Resources
30767 Gateway Place #505
Rancho Mission Viejo, CA 92694
Ph. 949-370-6079
Email joey@sotoresources.com