

EXHIBIT A

**AMENDMENT NO. 1 TO COOPERATIVE AGREEMENT M30406
BETWEEN
THE SONOMA COUNTY TRANSPORTATION AUTHORITY
AND
CITY OF SANTA ROSA**

This Amendment (the "Amendment") is made and entered into as of _____, 2017 (Effective Date) by and between the **CITY OF SANTA ROSA** hereinafter referred to as "**CITY**" and the **SONOMA COUNTY TRANSPORTATION AUTHORITY** hereinafter referred to as "**AUTHORITY.**"

RECITALS

1. AUTHORITY adopted that certain 2017 Strategic Plan that sets forth AUTHORITY's program and project implementation policies with regard to the use of funds provided under the 2004 Traffic Relief Act for Sonoma County Expenditure Plan and Ordinance approved by the voters of Sonoma County on November 2, 2004 (hereinafter referred to as "Measure M"). The 2017 Strategic Plan, as such plan may be amended from time to time, is hereinafter referred to as the "Strategic Plan."
2. Consistent with Measure M and the Strategic Plan, AUTHORITY and CITY previously entered into that certain Cooperative Funding Agreement No. M30406 (the "Original Agreement" and collectively referred to with this Amendment, the "Agreement") to identify transportation improvement projects on Fulton Road, and to agree to work cooperatively to fund those improvements. The Original Agreement set forth two phases of Fulton Road Improvements, and identified sources of funds that would fund approximately \$8.7 million of the estimated \$19 million needed to complete both phases.
3. CITY and AUTHORITY desire to amend the financial plan reflecting the changes to the Fulton Road Improvements (Phase 1) project funds programming and schedule for completion of the Project which is attached hereto as Exhibit B-1.

NOW, THEREFORE, in consideration of the foregoing, AUTHORITY and CITY do hereby agree as follows:

AGREEMENT

I. AMENDMENTS.

Exhibits. The following Exhibits in the Original Agreement are replaced by the Exhibits attached hereto:

Exhibit B is replaced with Exhibit B-1

II. Remainder of Agreement Unchanged.

Except to the extent the Agreement is specifically amended or supplemented hereby, the Agreement, together with exhibits and schedules is and shall continue to be, in full force and effect as originally executed, and nothing contained herein shall be construed to modify, invalidate or otherwise affect any provision of the Agreement or any right of AUTHORITY or COUNTY arising there under.

CITY OF SANTA ROSA

SONOMA COUNTY
TRANSPORTATION AUTHORITY

By: _____
Mayor

By: _____
SCTA Chair

ATTEST:

APPROVED AS TO SUBSTANCE:

By: _____
City Clerk

By: _____
Executive Director

APPROVED AS TO LEGAL FORM
FOR CITY:

By: 
City Attorney

By: _____
Legal Counsel
Authority

**COOPERATIVE FUNDING AGREEMENT NO. M30406-A1
 BETWEEN
 THE SONOMA COUNTY TRANSPORTATION AUTHORITY
 AND
 THE CITY OF SANTA ROSA**

EXHIBIT B-1

FINANCIAL PLAN AND SCHEDULE PHASE 1 (2004 Dollars)

Fiscal Year	Prior	17/18	18/19	19/20	20/21	TOTAL
Measure M	\$500,000	\$1,200,000	\$0	\$0	\$7,000,000	\$8,700,000
City Funds	\$8,720,000	\$48,000*	\$0	\$0	\$280,000	\$9,048,000
Total	\$9,220,000	\$1,248,000	\$0	\$0	\$7,280,000	\$17,748,000

*Estimate of indirect city labor costs not eligible for reimbursement with Measure m funds as specified in Chapter 4 of the 2017 Measure M Strategic Plan. City's source of funds is expected to be Gas Taxes.

Project Development, Phase 1	Begin	End
Scoping	July 2015	October 2015
Project Approval and Environmental Document (PA&ED)	October 2015	September 2017
Right of Way	September 2017	August 2018
Plans, Specs, and Estimate (PS&E)	September 2017	September 2018
Construction	December 2020	December 2022