Exhibit 'B'

GENERAL PLAN AMENDMENT

INTRODUCTION

Page 1-10:

Add the following document name to the bulleted list of city plans under section 1-6, RELATIONSHIP TO OTHER DOCUMENTS:

• "Roseland Area/Sebastopol Road Specific Plan"

LAND USE AND LIVABILITY

Page 2-1:

Add the following document name to the bulleted list of city plans:

• "Roseland Area/Sebastopol Road Specific Plan"

Pages 2-31 - 2-33:

Add the following Goals and Policies:

"ROSELAND AREA/SEBASTOPOL ROAD SPECIFIC PLAN

- LUL-GG Support a vibrant commercial corridor along Sebastopol Road with a mix of uses and activities that celebrate the area's uniqueness.
- LUL-GG-1 Promote a mix of land uses and increased development densities to ensure Sebastopol Road is Roseland's commercial core and to encourage pedestrian, bicycle, and transit modes of travel for local trips.
- LUL-GG-2 Maintain affordability for existing small businesses and avoid displacement of existing businesses.
- LUL-GG-3 Respect the small scale of existing local businesses and avoid "strip mall" type development that lacks character.

LUL-HH Minimize displacement of existing residents in the Roseland Area/Sebastopol Road Specific Plan area.

LUL-HH-1 Continue to preserve existing affordable housing in order to prevent displacement in the Roseland Area/Sebastopol Road area, and identify funds to preserve units at risk of converting to market rate.

LUL-HH-2 Utilize economic development strategies, such as local hiring programs, job training, and promoting cultural identity, to strengthen the local community and prevent displacement of existing residents.

LUL-II Promote convenient access to healthy foods, goods, and services for all residents in the Roseland Area/Sebastopol Road Specific Plan Area.

- LUL-II-1 Support location/operation of healthy food purveyors such as fullservice grocery stores, ethnic food markets, farm stands, community gardens, edible schoolyards, and farmers' markets.
- LUL-II-2 Support development of small-scale neighborhood nodes that provide a range of neighborhood-serving retail, public amenities, and services to residents within walking distance of their homes.

LUL-JJ Improve connectivity and traffic flow in the Roseland Area/Sebastopol Road Specific Plan area.

- LUL-JJ-1 Improve east/west connections by creating new streets or extensions of existing streets, including the realignment of Hearn Avenue to Stony Point Road.
- LUL-JJ-2 Enhance existing intersections along major arterials to improve traffic flow through use of coordinated or adaptive signal timing and/or dedicated turn pockets.
- LUL-JJ-3 Support the planned construction of a new US Highway 101 overpass at Bellevue Avenue and a widened overpass at Hearn Avenue to improve east-west multimodel connectivity to and from the Roseland area.
- LUL-KK Maintain the rural quality of Burbank Avenue.
- LUL-KK-2 Balance the desire to maintain rural character with pedestrian and bicycle safety along Burbank Avenue.

LUL-LL Establish a complete network of paths for pedestrians and bicyclists to conveniently navigate through the plan area and beyond.

- LUL-LL-1 Identify gaps and build sidewalks to complete the pedestrian network in neighborhoods.
- LUL-LL-2 Develop a system to prioritize bicycle and pedestrian improvements for future funding opportunities.
- LUL-LL-3 Develop and install wayfinding signage to the downtown Sonoma Marin Area Rail Transit (SMART) station, SMART multi-use path,

Sebastopol Road commercial district, and other key destinations. Wayfinding should be designed to help create a sense of place and strengthen project area identity.

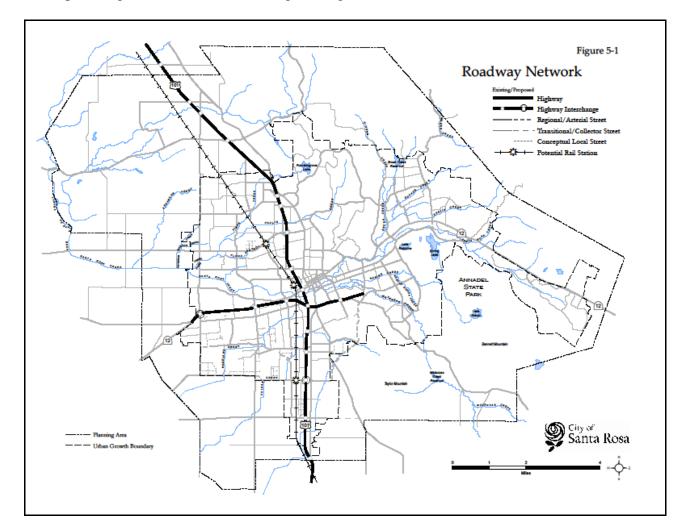
LUL-MM Provide new social and cultural services and amenities to meet the needs of the Roseland Area/Sebastopol Road Specific Plan area and the larger community.

- LUL-MM-1 Encourage new uses, such as a teen center or senior community center, to locate along Hearn Avenue adjacent to Southwest Community Park to create a new and centrally located community focus of civic uses. Encourage residential and senior housing units above ground-floor uses to provide more opportunities for area residents to live near parks, services and transit.
- LUL-MM-2 Encourage the location of a pool in southwest Santa Rosa, which would serve plan area residents.
- LUL-MM-3 Encourage the Sonoma County Library and the Sonoma County Community Development Commission to develop a new library facility at the Roseland Village Neighborhood Center on Sebastopol Road."

TRANSPORTATION

Page 5-5:

Replace Figure 5-1 with the following new figure:



Page 5-10:

Amend the language of the first paragraph under section 5-6, BICYCLE FACILITIES, to read and provide as follows:

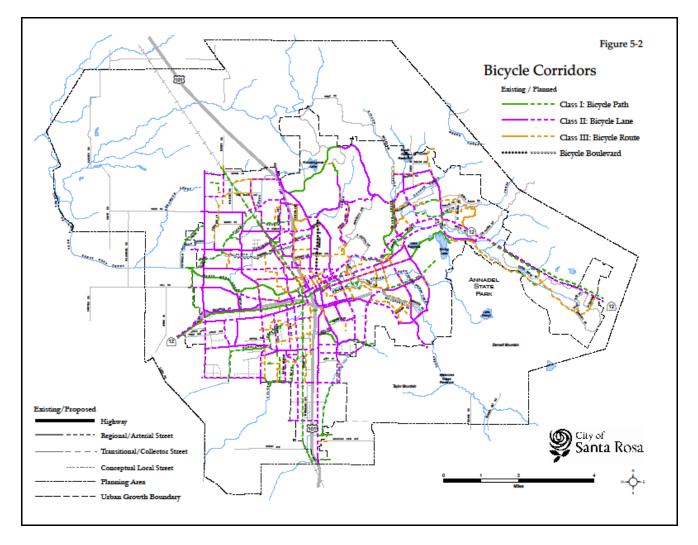
"Currently, there are approximately 180 miles of designated bikeways that provide intraarea and cross-town connections to recreational facilities, employment areas, schools, and other major activity centers. Bikeways, as illustrated in Figure 5-2, are classified by one of three categories:"

Amend the language of the first paragraph after the bulleted list under section 5-6, BICYCLE FACILITIES, as follows:

"Of the city's total bikeways, 50 miles are designated as Class III, 88 miles are designated as Class II, 37 miles are designated as Class I, and 5.6 miles are designated as a bicycle boulevard."

Page 5-11:

Replace Figure 5-2 with the following new figure:



Transportation Appendix

Add the following to the list under Two Lane Regional/Arterial Streets:

• "Northpoint Parkway (Stony Point Road to Burbank Avenue)"

LAND USE DIAGRAM

Amend the General Plan Land Use Diagram to include the boundaries of the Roseland Area/Sebastopol Road Specific Plan:

• Roseland Area/Sebastopol Road Specific Plan Boundaries are generally Highway 12 to the north, Bellevue Avenue to the south, Highway 101 to the east, and Stony Point Road to the west.

Amend the land use designations on the General Plan Land Use Diagram for the properties located within the boundaries of the Roseland Area/Sebastopol Road Specific Plan and within the West Hearn Avenue unincorporated area as identified below:

APN	Address	Previous General Plan Land Use Designation	New General Plan Land Use Designation
125-321-002	1683 BURBANK AVE	Low Density Residential and Medium Density Residential	Public Institutional
125-252-004	1027 MCMINN AVE	Medium Density Residential	Parks and Recreation
125-252-002	1360 BURBANK AVE	Medium Density Residential	Parks and Recreation
125-331-001	1400 BURBANK AVE	Medium Density Residential	Parks and Recreation
125-331-003	1400 BURBANK AVE	Medium Density Residential/Retail and Business Services and Medium Low Density Residential	Medium Low Density Residential
125-361-001	1684 BURBANK AVE	Medium Density Residential/Retail and Business Services	Medium Low Density Residential
134-011-007	2001 W HEARN AVE	Low Residential	Very Low Residential
134-011-008	2029 W HEARN AVE	Low Residential	Very Low Residential
134-022-002	2034 W HEARN AVE	Low Residential	Very Low Residential
134-011-009	2037 W HEARN AVE	Low Residential	Very Low Residential
134-012-013	2042 W HEARN AVE	Low Residential	Very Low Residential
134-012-008	2050 W HEARN AVE	Low Residential	Very Low Residential
134-011-006	2051 W HEARN AVE	Low Residential	Very Low Residential
134-011-005	2063 W HEARN AVE	Low Residential	Very Low Residential
134-012-012	2070 W HEARN AVE	Low Residential	Very Low Residential
134-011-004	2075 W HEARN AVE	Low Residential	Very Low Residential
134-011-003	2085 W HEARN AVE	Low Residential	Very Low Residential
134-012-011	2090 W HEARN AVE	Low Residential	Very Low Residential
134-011-010	2115 W HEARN AVE	Low Residential	Very Low Residential
134-012-006	2118 W HEARN AVE	Low Residential	Very Low Residential
134-012-005	2124 W HEARN AVE	Low Residential	Very Low Residential
134-011-011	2125 W HEARN AVE	Low Residential	Very Low Residential
134-012-004	2136 W HEARN AVE	Low Residential	Very Low Residential
134-012-003	2146 W HEARN AVE	Low Residential	Very Low Residential
134-011-012	2149 W HEARN AVE	Low Residential	Very Low Residential
134-011-012	2149 W HEARN AVE	Low Residential	Very Low Residential
134-012-002	2152 W HEARN AVE	Low Residential	Very Low Residential

APN	Address	Previous General Plan Land Use Designation	New General Plan Land Use Designation
134-012-019	2156 W HEARN AVE	Low Residential	Very Low Residential
134-012-018	2160 W HEARN AVE	Low Residential	Very Low Residential
134-280-006	2209 W HEARN AVE	Low Residential	Very Low Residential
134-280-020	2210 W HEARN AVE	Low Residential	Very Low Residential
134-280-005	2215 W HEARN AVE	Low Residential	Very Low Residential
134-280-019	2218 W HEARN AVE	Low Residential	Very Low Residential
134-280-007	2223 W HEARN AVE	Low Residential	Very Low Residential
134-280-018	2226 W HEARN AVE	Low Residential	Very Low Residential
134-280-008	2235 W HEARN AVE	Low Residential	Very Low Residential
134-280-017	2236 W HEARN AVE	Low Residential	Very Low Residential
134-280-016	2250 W HEARN AVE	Low Residential	Very Low Residential
134-280-009	2251 W HEARN AVE	Low Residential	Very Low Residential
134-280-010	2273 W HEARN AVE	Low Residential	Very Low Residential
134-280-025	2275 W HEARN AVE	Low Residential	Very Low Residential
134-280-011	2277 W HEARN AVE	Low Residential	Very Low Residential
134-280-004	2279 W HEARN AVE	Low Residential	Very Low Residential
134-280-015	2280 W HEARN AVE	Low Residential	Very Low Residential
134-280-003	2281 W HEARN AVE	Low Residential	Very Low Residential
134-280-013	2283 W HEARN AVE	Low Residential	Very Low Residential
134-280-014	2285 W HEARN AVE	Low Residential	Very Low Residential
134-280-002	2287 W HEARN AVE	Low Residential	Very Low Residential
134-280-023	2289 W HEARN AVE	Low Residential	Very Low Residential
134-280-027	2291 W HEARN AVE	Low Residential	Very Low Residential
134-280-026	2293 W HEARN AVE	Low Residential	Very Low Residential
134-280-024	2295 W HEARN AVE	Low Residential	Very Low Residential
134-280-022	2297 W HEARN AVE	Low Residential	Very Low Residential
134-012-009	2048 W HEARN AVE	Low Residential	Very Low Residential
134-012-014	2046 W HEARN AVE	Low Residential	Very Low Residential
035-191-015	NONE	Medium Density Residential	Medium High Density Residential
035-191-016	NONE	Medium Density Residential	Medium High Density Residential
125-551-016	2542 OLD STONY POINT RD	Medium Density Residential	Medium High Density Residential
125-551-008	2558 OLD STONY POINT RD	Medium Density Residential	Medium High Density Residential
125-551-014	1883 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-551-017	1877 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-551-013	1869 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-551-018	1825 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-531-020	1749 HEARN AVE	Medium Density Residential	Medium High Density Residential

APN	Address	Previous General Plan Land Use Designation	New General Plan Land Use Designation
125-531-019	1735 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-531-014	1729 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-531-015	1727 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-531-018	1707 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-531-017	1711 HEARN AVE	Medium Density Residential	Medium High Density Residential
125-541-043	1701 HEARN AVE	Low Density Residential	Medium High Density Residential
043-072-015	1590 HEARN AVE	Medium Density Residential	Medium High Density Residential/Public Institutional
043-072-019	1550 HEARN AVE	Medium Low Density Residential	Medium High Density Residential/Public Institutional
043-072-007	2641 DUTTON MEADOW	Medium Low Density Residential	Medium High Density Residential/Public Institutional
043-071-030	1500 HEARN AVE	Medium Low Density Residential	Medium High Density Residential/Public Institutional
043-071-025	2626 DUTTON MEADOW	Medium Low Density Residential	Medium High Density Residential/Public Institutional
043-071-026	1466 HEARN AVE	Medium Low Density Residential	Medium High Density Residential/Public Institutional
043-071-027	1424 HEARN AVE	Medium Low Density Residential	Medium High Density Residential/Public Institutional
043-071-007	2684 HEARN AVE	Medium Density Residential/Retail and Business Services	Medium Low Density Residential
043-122-017	NONE	Medium Density Residential	Parks and Recreation
010-244-049	500 OLIVE ST	General Industry	Retail and Business Services
010-244-042	516 OLIVE ST	General Industry	Medium Density Residential
125-191-001	1942 ROSE AVE	Retail and Business Services	Low Density Residential
125-121-023	255 DUTTON AVE	Transit Village Medium	Retail and Business Services