

**FIFTH AMENDMENT
TO PROFESSIONAL SERVICES AGREEMENT NUMBER F002144
WITH PLACEWORKS, INC.**

This Fifth Amendment to Agreement number F002144, dated March 3, 2020 ("Agreement") is made as of this _____ day of _____, 2024, by and between the City of Santa Rosa, a municipal corporation ("City"), and PlaceWorks, Inc., a California Corporation ("Consultant").

RECITALS

- A. City and Consultant entered into the Agreement for Consultant to prepare the 2050 General Plan Update and Environmental Impact Report on March 3, 2020.
- B. City and Consultant entered into the First Amendment on October 13, 2020 for the purpose of modifying the 2050 General Plan Update scope of work to include a Greenhouse Gas Reduction Strategy, to increase the agreement compensation by \$99,909 for this additional service, for a total contracted amount not to exceed \$2,599,909.
- C. City and Consultant entered into the Second Amendment on November 16, 2021 to clarify the Consultant is not responsible for Healthy City tasks described in the scope of work and to affirm the Consultant will coordinate with the City to integrate Healthy City policy and expanded community outreach in the 2050 General Plan Update and Environmental Impact Report.
- D. City and Consultant entered into the Third Amendment on May 13, 2023 to extend the time of performance from April 30, 2023 to March 31, 2024, to accommodate unexpected delays due to the COVID pandemic and to allow for extended review periods.
- E. City and Consultant entered into the Fourth Amendment on March 6, 2024 for the purpose of revising the scope of work to include additional review versions of the General Plan 2025, Greenhouse Gas Reduction Strategy, and Environmental Impact Report, increasing compensation for a total contracted amount not to exceed \$2,799,909, and extending the time of performance.
- F. City and Consultant now desire to amend the Agreement for the purpose of amending the scope of services and increasing compensation.

AMENDMENT

NOW, THEREFORE, the parties agree to amend the Agreement as follows:

- 1. Section 1. Scope of Services

Exhibit A-3 to the Agreement is supplemented by Exhibit A-4 to this Amendment.

2. Section 2. Compensation

Exhibit B-2 to the Agreement is supplemented by Exhibit B-3. Section 2(c) is amended to increase the compensation payable to Consultant under the Agreement by \$153,756 to read as follows:

"Notwithstanding any other provision in this Agreement to the contrary, the total maximum compensation to be paid for the satisfactory accomplishment and completion of all tasks set forth above shall in no event exceed the sum of two million, nine hundred fifty-three thousand, six hundred sixty-five dollars and no cents. (\$2,953,665.00). The City's Chief Financial Officer is authorized to pay all proper claims from Charge Number JL Key 08058."

All other terms of the Agreement shall remain in full force and effect.

Executed as of the day and year first above stated.

CONSULTANT:

CITY OF SANTA ROSA
a Municipal Corporation

Name of Firm: PlaceWorks, Inc.

TYPE OF BUSINESS ENTITY (*check one*):

By: _____

- Individual/Sole Proprietor
- Partnership
- Corporation
- Limited Liability Company
- Other (please specify: _____)

Print Name: _____

Title: _____

APPROVED AS TO FORM:

Signatures of Authorized Persons:

By: _____

Office of the City Attorney

Print Name: Kara Kosel

ATTEST:

Title: VP, Finance

By: _____

City Clerk

Print Name: Randy Jackson

Title: President

City of Santa Rosa Business Tax Cert. No.

06530326

Attachment: Exhibit A-4 - Scope of Services
Exhibit B-3 - Compensation



June 11, 2024

Subject: Santa Rosa – Housing Element Implementation Assistance

Dear Mrs. Woltering and Mr. Candelaria:

PlaceWorks is pleased to provide a scope of work to assist the City of Santa Rosa with implementing its 2023 – 2031 Housing Element. We have outlined implementation for each requested task.

Scope of Work

TASK 1: PROJECT MANAGEMENT

PlaceWorks' will conduct monthly check-in meetings on the progress of each of the housing element implementation tasks. PlaceWorks will also conduct a kick-off meeting (virtually) to go over the scope and schedule for each of the housing element implementation tasks.

Deliverable: One virtual kick off meeting and four virtual check-in meetings.

TASK 2: PROGRAM H-2 - LOT CONSOLIDATION AND SMALL SITE DEVELOPMENT

PlaceWorks will identify small lots in the Downtown Station Area Specific Plan with potential for consolidation. In an effort to implement this task, PlaceWorks proposes to:

1. Create criteria that will help with defining potential Small Lots in the Downtown Station Area Specific Plan.
2. Reach out to 3-4 developers, and 2-3 jurisdictions with similar Housing Element programs, to determine appropriate incentives to develop small sites. Prepare a memo of identified incentives for the city to consider.
3. Prepare a brochure or flyer that will be available at the planning counter, can be emailed or mailed out to developers, outlining the available incentives, and describing the approval process for small lot development.

Deliverable: Develop criteria for small lot development potential and consolidation, memo summarizing potential incentives, brochure or flyer outlining incentives and approval process for small lot development.

TASK 3: PROGRAM H-6 - INNOVATIVE HOUSING OPTIONS

PlaceWorks will utilize the Missing Middle Housing Existing Conditions and Recommendations report prepared in 2021 as a starting point to explore innovative and alternative housing options in Santa Rosa and identify any potential barriers. PlaceWorks will research 3-4 jurisdictions and provide 2-3 innovative housing types outside of the missing middle housing types identified by Opticos. When considering innovative housing options, PlaceWorks will focus on areas of concentrated overpayment, high resource areas and areas of high median income.

PlaceWorks will prepare a memo of recommendations for the City to consider. Once reviewed and recommended housing types and densities are identified, PlaceWorks will prepare draft language for zoning code amendments for 2-3 innovative housing types.

Deliverable: Memo of recommendations, draft language for zoning code amendments for 2-3 innovative housing types.

TASK 4: PROGRAM H-5 - ACCESSORY DWELLING UNITS

To help promote the development of ADUs, PlaceWorks proposes the following actions:

1. Develop multilingual (Spanish, English, and one additional language) outreach materials (flyer, cutsheet, etc.) for public dissemination, including providing information for the City's website. PlaceWorks proposes that this information is mailed to historically underrepresented communities (such as residents of Central and Southwestern Santa Rosa) and in collaboration with local agencies serving such communities (such as the Community Action Partnership of Sonoma County).
2. Reach out to 3-4 developers and research 2-3 surrounding jurisdictions to identify incentives for construction of ADUs with new development.
3. Create a questionnaire to be attached to the ADU building permit application to track the affordability of ADUs.
4. Review current ADU production and affordability (if available) and determine if current targets are being met.

Deliverable: Prepare flyer for public dissemination, memo summarizing potential incentives for the development of ADUs, questionnaire to track ADU affordability, summary of current ADU progress.

TASK 5: PROGRAM H-9 LARGE-LOT DEVELOPMENT AND SUBDIVISION

To assist the City will facilitating the development of large lots for affordable housing and provide for development phasing for development of 50 to 150 units, PlaceWorks will complete the following actions:

1. Reach out to 3-4 developers and research 2-3 surrounding jurisdictions to identify incentives for large lot developments.
2. Based on the feedback from #1, PlaceWorks will create an editable flyer for City staff to send out to developers annually.

Deliverable: Memo summarizing findings, flyer for public dissemination.

TASK 6: PROGRAM H-13 MOBILE HOME PARK PRESERVATION

PlaceWorks will research 2-3 jurisdictions that have a Mobile Home Park Conversion ordinance and provide recommendations for possible Zoning Code amendments.

Deliverable: Memo of recommendations.

TASK 7: PROGRAM H-38 - ZONING CODE AMENDMENTS

PlaceWorks will prepare Zoning Code Amendments to address the following State law requirements.

- Family Definition: Amend the definition of “family” in the Santa Rosa Zoning Code to not limit family by size or relation such that it does not impede the ability of persons with disabilities to locate housing.
- Residential Care Facilities: Allow residential care facilities, regardless of size, in all zones that permit residential uses of the same type, in accordance with the City’s revised definition of family.
- ADUs: Allow ADUs on and adjacent to property listed on the register or in a historic district and to allow ADUs and JADUs in the Mobile Home zoning district per Government Code Section 65852.
- Low-Barrier Navigation Center: Allow low-barrier navigation centers for the homeless by right in zones that allow for mixed-use and nonresidential zones permitting multifamily uses, per Government Code Section 65662.
- Employee/Farmworker Housing: Allow employee/farmworker housing that serves six or fewer persons as a single-family structure and permit it in the same manner as other single-family structures of the same type in the same zone and across all zones that allow single-family residential uses. The amendment will also treat employee/farmworker housing consisting of no more than 12 units or 36 beds as an agricultural use and permit it in the same manner as other agricultural uses in the same zone, in compliance with the California Employee Housing Act (Health and Safety Code Sections 17021.5 and 17021.6).
- Emergency Shelters: Allow sufficient parking to accommodate all staff working in the emergency shelter, provided that the standards do not require more parking for emergency shelters than other residential or commercial uses within the same zone, in compliance with Government Code Section 65583(a)(4)(A)(ii).
- Transitional and Supportive Housing: Develop a processing procedure to allow for the approval of 100 percent affordable developments that include a percentage of supportive housing units, either 25 percent or 12 units, whichever is greater, without a conditional use permit or other discretionary review in all zoning districts where multi-unit and mixed-use development is permitted (Government Code Section 65651(a)).
- Reasonable Accommodations: Review and revise the current Reasonable Accommodation procedure to ensure consistency with federal and state guidance and remove the finding for approving reasonable accommodation requests that states “potential impacts on surrounding uses”
- Density Bonus: Review and revise the City’s density bonus ordinance to ensure compliance with state law.

- Parking: PlaceWorks will also review parking regulations, specifically parking requirements for single family residences, for residential uses to ensure parking is not a constraint to housing development. PlaceWorks will consider HCDs recommendations on parking and will review parking requirements for surrounding jurisdictions to determine the appropriate standards for Santa Rosa.
- Compare the Community Care Facility land use to 2-3 jurisdictions and determine if changes to the City's Zoning Ordinance is necessary.

Additionally, PlaceWorks will research 3-4 jurisdictions and provide recommended amendments to further streamline, facilitate, and incentivize housing in the City.

Deliverable: Complete zoning amendments as specified in this task.

TASK 8: PROGRAM H-39 - REVISED PARKING STANDARDS

PlaceWorks will research parking standards in surrounding communities to determine parking alternatives that help encourage infill development, considering parking reductions, eliminating parking minimums, and explore instituting parking maximums. PlaceWorks will prepare a memo of recommendations and develop draft language for zoning code amendments.

Deliverable: Memo summarizing recommendations and draft zoning code amendment language.

TASK 9: PROGRAM H-40 DESIGN REVIEW FINDINGS

PlaceWorks will complete an audit of the City's existing Objective Design Standards. This will include reviewing what is allowed per State Law, researching standards from 2-3 jurisdictions. PlaceWorks will then prepare a memo summarizing the findings and provide recommendations. The review will consider the following standards.

- The design and layout of the proposed development is of superior quality.
- The design and layout of the proposed development will not interfere with the use and enjoyment of neighboring existing or future developments.
- The architectural design of the proposed development is compatible with the character of the surrounding neighborhood.
- The design of the proposed development will provide a desirable environment for its occupants, visiting public, and its neighbors through the appropriate use of materials, texture, and color, and would remain aesthetically appealing and be appropriately maintained.

Deliverable: Memo summarizing recommendations and draft zoning code amendment language.

Proposed Schedule

PlaceWorks is ready to begin work in June 2024 and understands that LEAP funds must be expended by November 30, 2024.

Table 1. Proposed Schedule

TASK	DATE DUE
Task 1: Project Management	June – November
Task 2: Program H-2 – Lot Consolidation and Small Site Development	June – November
TASK 3: Program H-6 – Innovative Housing Options	June – November
TASK 4: Program H-5 – Accessory Dwelling Units	June – November
TASK 5: Program H-9 – Large Lot Development and Subdivision	June – November
TASK 6: Program HE-13 – Mobile Home Park Preservation	June – November
TASK 7: Program H-38 – Zoning Code Amendments	June – November
TASK 8: Program H-39 – Revised Parking Standards	June – November
TASK 9: Program H-40 – Design Review Findings	June – November

Cost Estimate

PlaceWorks assumes a cost of \$148,125 to complete tasks 1-9 and proposes a contingency of \$5,631 to assist with additional tasks at staff direction.

Table 2. Cost Estimate

TASK	COST
Task 1: Project Management	\$16,300
Task 2: Program H-2 – Lot Consolidation and Small Site Development	\$21,310
TASK 3: Program H-6 – Innovative Housing Options	\$21,390
TASK 4: Program H-5 – Accessory Dwelling Units	\$27,440
TASK 5: Program H-9 – Large Lot Development and Subdivision	\$21,930
TASK 6: Program HE-13 – Mobile Home Park Preservation	\$19,470
TASK 7: Program H-38 – Zoning Code Amendments	\$16,885
TASK 8: Program H-39 – Revised Parking Standards	\$13,730
TASK 9: Program H-40 – Design Review Findings	\$13,400
Reimbursable Expenses	\$3,400
Contingency	\$5,631
GRAND TOTAL	\$153,756

Table 3. PlaceWorks – 2024 Standard Fee Schedule

STAFF LEVEL	HOURLY BILL RATE
Principal	\$210–\$335
Associate Principal	\$195–\$275
Senior Associate II	\$170–\$260
Senior Associate I	\$160–\$220
Associate II	\$135–\$190
Associate I	\$125–\$175
Project Planner	\$105–\$165
Planner	\$90–\$145
Graphics Specialist	\$90–\$155
Administrator	\$145–\$235
Clerical/Word Processing/Technical Editor	\$45–\$155
Intern	\$80–\$115

Mileage reimbursement rate is the standard IRS-approved rate.

Acknowledgement

This proposal shall remain valid for a period of 90 days from the time of submittal. The attached Service Authorization, which includes our General Terms of Consulting Agreement, is a part of this proposal. If the contents of this Proposal and Agreement are satisfactory, please indicate your approval by signing the Service Authorization and sending it to our Corporate office. As Principals, Jenny and Charlie are authorized to bind PlaceWorks and the project team to the contents of this proposal.

We look forward to working with you to bring about the successful completion of this project. If you have any questions regarding the contents of this proposal, please feel free to contact me.

Respectfully submitted,

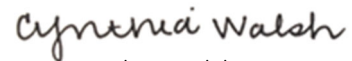
PlaceWorks



Jennifer Gastelum
Principal



Charlie Knox
Principal



Cynthia Walsh
Senior Associate

EXHIBIT B-3 COMPENSATION

City shall increase compensation by \$153,756, and pay Consultant up to two million, nine hundred fifty-three thousand, six hundred sixty-five dollars and no cents. (\$2,953,665.00). Payments to Consultant will be made within thirty (30) days after receipt of Consultant's invoices.

Proposed Schedule

PlaceWorks is ready to begin work in June 2024 and understands that LEAP funds must be expended by September 30, 2024.

Table 1. Proposed Schedule

TASK	DATE DUE
Task 1: Project Management	June – September
Task 2: Program H-2 – Lot Consolidation and Small Site Development	June – September
TASK 3: Program H-6 – Innovative Housing Options	June – September
TASK 4: Program H-5 – Accessory Dwelling Units	June – September
TASK 5: Program H-9 – Large Lot Development and Subdivision	June – September
TASK 6: Program HE-13 – Mobile Home Park Preservation	June – September
TASK 7: Program H-38 – Zoning Code Amendments	June – September
TASK 8: Program H-39 – Revised Parking Standards	June – September
TASK 9: Program H-40 – Design Review Findings	June – September

Cost Estimate

PlaceWorks assumes a cost of \$148,125 to complete tasks 1-9 and proposes a contingency of \$5,631 to assist with additional tasks at staff direction.

Table 2. Cost Estimate

TASK	COST
Task 1: Project Management	\$16,300
Task 2: Program H-2 – Lot Consolidation and Small Site Development	\$21,310
TASK 3: Program H-6 – Innovative Housing Options	\$21,390
TASK 4: Program H-5 – Accessory Dwelling Units	\$27,440
TASK 5: Program H-9 – Large Lot Development and Subdivision	\$21,930
TASK 6: Program HE-13 – Mobile Home Park Preservation	\$19,470
TASK 7: Program H-38 – Zoning Code Amendments	\$16,885
TASK 8: Program H-39 – Revised Parking Standards	\$13,730
TASK 9: Program H-40 – Design Review Findings	\$13,400
Reimbursable Expenses	\$3,400
Contingency	\$5,631
GRAND TOTAL	\$153,756