

Exhibit A

**FIRST AMENDMENT TO THE MEMORANDUM OF UNDERSTANDING
BETWEEN THE CALIFORNIA DEPARTMENT OF TRANSPORTATION AND
THE SOUTHEAST GREENWAY COMMUNITY PARTNERS
REGARDING A PROPOSAL TO TRANSFER RESCINDED STATE ROUTE 12 LAND
FOR THE SANTA ROSA SOUTHEAST GREENWAY**

This First Amendment to the Memorandum of understanding (MOU) Between the California Department of Transportation (Department) and the Southeast Greenway Community Partners, comprised of the Sonoma County Water Agency, the County of Sonoma (through the Sonoma County Parks Department (County Regional Parks)), the City of Santa Rosa, the Southeast Greenway Campaign Committee, LandPaths, and the Sonoma Land Trust (collectively, the Partners) is entered into as of _____, 2020.

A. The Department and the Partners entered into the MOU as of August 5, 2015 for the purpose of documenting the Parties' understandings, intentions and expectations with respect to the transfer of the rescinded State Route 12, commonly referred to as the Southeast Greenway (Greenway).

B. The Parties now desire to extend the term of the MOU beyond the five-year term as set forth in this First Amendment.

NOW THEREFORE, the Parties hereby agree as follows:

1. The term of the MOU as set forth in Section 10 is hereby extended until close of escrow for conveyance of the Property or until December 31, 2025, whichever is the earlier to occur.

2. The Parties hereby agree that remaining terms of the MOU shall remain in effect unchanged except as expressly set forth herein.

[Signatures on Next Page]

NOW THEREFORE, the Parties have executed this First Amendment to the MOU as of _____, 2020.

CALIFORNIA DEPARTMENT OF
TRANSPORATION

CITY OF SANTA ROSA

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

SONOMA COUNTY WATER AGENCY

SONOMA COUNTY (COUNTY REGIONAL PARKS)

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

SOUTHEAST GREENWAY CAMPAIGN COMMITTEE

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

SONOMA LAND TRUST

LAND PATHS

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____