

**FIRST AMENDMENT TO
PROFESSIONAL SERVICES AGREEMENT NUMBER F001298
WITH PLACEWORKS, INC.**

This First Amendment to Agreement number F002144, dated March 3, 2020 ("Agreement") is made as of this _____ day of _____, 2020, 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 now desire to amend the Agreement for the purpose of modifying the 2050 General Plan Update scope of services 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.

AMENDMENT

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

1. SCOPE OF SERVICES

Exhibit A to the Agreement is supplemented by Exhibit A-1 to this Amendment.

2. COMPENSATION

Section 2(c) is amended to increase the compensation payable to Consultant under the Agreement by \$99,909 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-five-hundred-ninety-nine-thousand-nine-hundred-nine dollars and no cents (\$2,599,909.00). The City's Chief Financial Officer is authorized to pay all proper claims from Charge Number JL Key 08038 ED Workplan Initiatives."

Exhibit B to the Agreement is replaced by Exhibit B-1 to this Amendment.

3. COUNTERPARTS AND ELECTRONIC SIGNATURE

Section 20 (Counterparts and Electronic Signatures) is added to the Agreement after Section 19 (Authority; Signatures Required for Corporations) as follows:

"Section 20. Counterparts and Electronic Signatures. This Agreement and future documents relating thereto may be executed in two or more counterparts, each of which will be deemed an original and all of which together constitute one Agreement. Counterparts

and/or signatures delivered by facsimile, pdf or City-approved electronic means have the same force and effect as the use of a manual signature. Both City and Consultant wish to permit this Agreement and future documents relating thereto to be electronically signed in accordance with applicable federal and California law. Either Party to this Agreement may revoke its permission to use electronic signatures at any time for future documents by providing notice pursuant to the Agreement. The Parties agree that electronic signatures, by their respective signatories are intended to authenticate such signatures and to give rise to a valid, enforceable, and fully effective Agreement. The City reserves the right to reject any digital signature that cannot be positively verified by the City as an authentic electronic signature.”

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

Executed as of the day and year first above stated.

CONSULTANT:
Name of Firm: PlaceWorks, Inc.

CITY OF SANTA ROSA
a Municipal Corporation

TYPE OF BUSINESS ENTITY (*check one*):
 Individual/Sole Proprietor
 Partnership
 Corporation
 Limited Liability Company
 Other (please specify: _____)

By: _____
Print Name: _____
Tom Schwedhelm, Mayor

Signatures of Authorized Persons:

APPROVED AS TO FORM:

By: _____

Print Name: _____

Title: _____

Office of the City Attorney

ATTEST:

By: _____

Print Name: _____

Title: _____

City Clerk

City of Santa Rosa Business Tax Cert. No.
9997027170

Attachment: Exhibit A-1 - Scope of Services
Exhibit B-1 - Compensation

Exhibit A-1

Scope for a Greenhouse Gas Reduction Strategy as part of the 2050 General Plan Update

SUPPLEMENTAL SCOPE OF WORK

Current General Plan Scope Related to Climate Action

Task F.2 (Administrative Draft General Plan) of the General Plan Update Scope of Work approved by the City Council on March 3, 2020, currently calls for the Project Team to “ensure consistency between the City’s Climate Action Plan (CAP) and prepare a climate vulnerability assessment to address State requirements,” as follows:

The PlaceWorks team will integrate Santa Rosa’s existing CAP into the administrative draft General Plan, ensuring consistency between the two documents. We will incorporate the goals, targets, and major policies of the CAP into General Plan policies, ensuring that the General Plan can continue to act as a programmatic framework to support CAP implementation and monitoring. The PlaceWorks team also understands that Santa Rosa will be updating its CAP in the near future, and that this updated CAP will incorporate new actions since the current CAP was adopted in 2012 as well as new State guidance on post-2020 GHG reduction targets. Depending on the timing of the CAP update, we will ensure that language in the CAP update is also supported by the General Plan as appropriate and vice versa.

Additional Work to Prepare a Qualified GHG Reduction Strategy

Per the City’s request, the PlaceWorks team will prepare the General Plan Update to include all components of a qualified GHG Reduction Strategy as outlined in CEQA Guidelines Section 15183.5(b). The City currently has a Climate Action Plan that complies with CEQA Guidelines through 202Est0. Rather than prepare a separate update to the CAP to extend its applicability to 2030 and beyond, the City requests PlaceWorks to integrate climate change mitigation and adaptation into the General Plan Update project. When completed, the 2050 General Plan will serve as the City’s comprehensive strategy to reduce GHG emissions citywide from existing and new community and municipal sources of emissions through 2050 with a path to sustain or reduce emissions as needed beyond 2050. The Qualified GHG reduction strategy will be prepared consistent with CEQA Guidelines 15183.5 to include the sections listed below.

Preparing the General Plan in this manner and including a comprehensive approach to climate change mitigation and adaptation will allow the City to meet State requirements in an integrated and holistic manner. This approach also provides the opportunity for the General Plan to incorporate policy options to streamline future climate change-related environmental review of new projects that are consistent with the updated 2050 General Plan and EIR. The 2050 General Plan will include specific GHG reduction targets for 2030 and 2050 consistent with Senate Bill 32 GHG targets and other applicable State requirements as well as goals and strategies for GHG reductions.

An updated General Plan integrating GHG reduction and climate adaptation efforts provide a robust, transparent, and cost-effective approach to complying with State GHG reduction and climate adaptation requirements, as well as continuing the City's existing commitment to climate action. The 2050 General Plan will require detailed strategies that are more implementation-focused and detailed than usual General Plan policies addressing climate-related issues.

Preparing a General Plan that includes an updated Qualified GHG Reduction Strategy requires additional quantitative analysis to ensure consistency with the CEQA guidelines, as follows:

CEQA Guidelines 15183.5 (b)

(b) Plans for the Reduction of Greenhouse Gas Emissions. Public agencies may choose to analyze and mitigate significant greenhouse gas emissions in a plan for the reduction of greenhouse gas emissions or similar document. A plan to reduce greenhouse gas emissions may be used in a cumulative impacts analysis as set forth below. Pursuant to sections 15064(h)(3) and 15130(d), a lead agency may determine that a project's incremental contribution to a cumulative effect is not cumulatively considerable if the project complies with the requirements in a previously adopted plan or mitigation program under specified circumstances.

(1) Plan Elements. A plan for the reduction of greenhouse gas emissions should:

(A) Quantify greenhouse gas emissions, both existing and projected over a specified time period, resulting from activities within a defined geographic area;

The 2050 General Plan will include an inventory of current year emissions and 2030 and 2050 forecasts of emissions based on the existing general plan (business-as-usual) and the proposed general plan with all applicable state, regional, and local requirements included.

PlaceWorks will review, update, and integrate GHG inventories prepared by RCPA to the extent possible. PlaceWorks understands RCPA has prepared inventories for the calendar years 2005, 2015, and 2018. RCPA's inventories include most of the sectors and sources required for analysis in the General Plan Update and Environmental Impact Report. PlaceWorks will need to add additional sectors and sources, such as land use, forestry, and off-road emissions to each inventory, and to update one or more sectors of each inventory to comply with the most recent U.S. Community Protocol and best practices. In addition, PlaceWorks will review and update the City's baseline 2007 communitywide GHG inventory included in the Climate Action Plan for consistency in comparison to the updated RCPA inventories and for accuracy in forecasting.

(B) Establish a level, based on substantial evidence, below which the contribution to greenhouse gas emissions from activities covered by the plan would not be cumulatively considerable;

Based on the emissions inventories, state guidance, and community input, the General Plan will include GHG reduction targets for 2030 and 2050.

(C) Identify and analyze the greenhouse gas emissions resulting from specific actions or categories of actions anticipated within the geographic area;

PlaceWorks will identify and quantify existing, programmed, and proposed State, regional, and local policies, programs, and projects that will reduce GHG emissions in Santa Rosa.

(D) Specify measures or a group of measures, including performance standards, that substantial evidence demonstrates, if implemented on a project-by-project basis, would collectively achieve the specified emissions level;

PlaceWorks will identify and quantify new local policies, programs, and projects that will reduce GHG emissions in Santa Rosa in support of achieving the community's 2030 and 2050 GHG reduction targets. All climate mitigation or GHG reduction strategies will be incorporated into the General Plan, either throughout all applicable elements or as a stand-alone element of the General Plan. If necessary, PlaceWorks will provide an appendix to the General Plan and/or EIR to detail the quantification and implementation details (substantial evidence) necessary.

(E) Establish a mechanism to monitor the plan's progress toward achieving the level and to require amendment if the plan is not achieving specified levels;

The climate mitigation goals, policies, and programs will include implementation details and monitoring mechanisms.

(F) Be adopted in a public process following environmental review.

All climate change mitigation goals, policies, and programs included in the 2050 General Plan will be analyzed in the General Plan Environmental Impact Report. The General Plan process includes extensive staff, community, and stakeholder engagement through a broad set of engagement activities in addition to public hearings.

(2) Use with Later Activities. A plan for the reduction of greenhouse gas emissions, once adopted following certification of an EIR or adoption of an environmental document, may be used in the cumulative impacts analysis of later projects. An environmental document that relies on a greenhouse gas reduction plan for a cumulative impacts analysis must identify those requirements specified in the plan that apply to the project, and, if those requirements are not otherwise binding and enforceable, incorporate those requirements as mitigation measures applicable to the project. If there is substantial evidence that the effects of a particular project may be cumulatively considerable notwithstanding the project's compliance with the specified requirements in the plan for the reduction of greenhouse gas emissions, an EIR must be prepared for the project.

Santa Rosa 2050 General Plan and EIR

NOT-TO-EXCEED COST ESTIMATE

<i>Budget increases to support GHG Reduction Strategies</i>			
	ORIGINAL Total Task Budget	NEW Total Task Budget	CHANGE
TASK A. Project Commencement			
A.1 Review and Finalize Scope and Community Involvement Strategy	\$18,600	\$19,800	\$1,200
A.2 Staff Meetings/Communications and Project Management	\$111,320	\$118,520	\$7,200
Task A. Subtotal	\$129,920	\$138,320	\$8,400
TASK B. Community Involvement Program			
B.1 Community Advisory Committee Meetings (10)	\$134,800	\$138,400	\$3,600
B.2 Technical Advisory Committee Meetings (6)	\$72,080	\$75,680	\$3,600
B.3 Translation Services	\$42,200	\$42,200	
B.4 Community Group and Outside Agency Meetings (10)	\$76,320	\$79,920	\$3,600
B.5 Website, Branding, and Online Engagement	\$70,680	\$70,680	
Task B. Subtotal	\$396,080	\$406,880	\$10,800
TASK C. City Profile, Existing Conditions, Market Demand Analysis and Preferences			
C.1 City Profile Report and Resiliency Assessment	\$97,800	\$97,800	
C.2 Market Demand Analysis	\$58,260	\$58,260	
C.3 Existing Conditions Briefing Book and Online Exercise	\$69,117	\$73,917	\$4,800
C.4 Community Discussions and Events (4) Set #1: Vision	\$104,240	\$104,240	
C.5 Council and Commission Presentations (6)	\$37,600	\$37,600	
Task C. Subtotal	\$367,017	\$371,817	\$4,800
TASK D. Land Use and Circulation Alternatives			
D.1 Land Use and Circulation Alternatives Report	\$97,700	\$102,500	\$4,800
D.2 Development Potential for Each Alternative	\$41,600	\$41,600	
D.3 Traffic and Circulation Study	\$71,360	\$71,360	
D.4 Community Discussions and Events Set #2: Alternatives	\$90,440	\$90,440	
D.5 Council and Commission Presentations (6)	\$39,360	\$41,160	\$1,800
Task D. Subtotal	\$340,460	\$347,060	\$6,600
TASK E. Preferred Alternative			
E.1 Administrative Draft Preferred Alternative	\$51,880	\$58,780	\$6,900
E.2 Public Review Draft Preferred Alternative	\$26,760	\$32,760	\$6,000
E.3 Community Discussions and Events (4) Set #3: Preferred Alt.	\$95,240	\$98,840	\$3,600
E.4 Council and Commission Presentations (6)	\$53,360	\$53,360	
E.5 Final Preferred Alternative and Land Use Diagram	\$31,840	\$31,840	
Task E. Subtotal	\$259,080	\$275,580	\$16,500
TASK F. General Plan Update Document			
F.1 Policy Matrix and Draft General Plan Outline	\$34,020	\$34,020	
F.2 Administrative Draft General Plan	\$118,000	\$136,000	\$18,000
F.3 Public Review Draft General Plan and Executive Summary	\$41,400	\$41,400	
F.4 Community Discussions and Events (4) Set #4: Draft GP	\$112,860	\$115,260	\$2,400
F.5 Council and Commission Presentations (6)	\$50,960	\$53,360	\$2,400
Task F. Subtotal	\$357,240	\$380,040	\$22,800
TASK G. Environmental Impact Report			
G.1 Notice of Preparation and Scoping Meeting	\$14,500	\$14,500	
G.2 Buildout Calculation and Traffic Model Refinement	\$59,040	\$62,640	\$3,600
G.3 Administrative Draft EIR	\$122,600	\$132,650	\$10,050
G.4 Draft EIR and Notice of Completion	\$48,280	\$54,280	\$6,000
G.5 Final EIR/RTC/Mitigation Monitoring and Reporting Program	\$51,520	\$57,520	\$6,000
G.6 Admin. and Draft Findings and Overriding Considerations	\$22,480	\$24,880	\$2,400
G.7 Planning Commission and Council Review of Final EIR	\$32,400	\$32,400	
Task G. Subtotal	\$350,820	\$378,870	\$28,050
TASK H. Presentation and Adoption of Draft General Plan			
H.1 Commission Presentations (6)	\$60,680	\$60,680	
H.2 Planning Commission and City Council Hearings (4)	\$45,680	\$45,680	
H.3 Final Adopted Plan	\$23,080	\$23,080	
Task H. Subtotal	\$129,440	\$129,440	\$0
TASK I. Zoning Amendments			
I.1 Zoning Map Amendments	\$35,520	\$35,520	
I.2 Zoning Text Amendments	\$36,280	\$36,280	
Task I. Subtotal	\$71,800	\$71,800	\$0
Total Cost	\$2,401,857	\$2,499,807	\$97,950
EXPENSES			
Mileage	\$13,400	\$13,400	
General Plan Office and Related Outreach Expenses	\$41,000	\$41,000	
2% of Labor for Office Expenses (Copies, Phone, Misc. Printing)	\$43,743	\$45,702	\$1,959
EXPENSES TOTAL	\$98,143	\$100,102	\$1,959
TOTAL	\$2,500,000	\$2,599,909	\$99,909