

**MODIFICATION NUMBER THREE OF
AGREEMENT FOR SERVICES BETWEEN
COUNTY OF SONOMA AND
CITY OF HEALDSBURG**

On May 17, 2024, the County of Sonoma, a political subdivision of the State of California, (hereinafter "County") and the City of Healdsburg (hereinafter "Contractor") entered into a services agreement, modified by the parties effective June 19, 2024 as Modification No. 1, and modified by the parties effective October 29, 2024 as Modification No. 2 (hereinafter "Agreement").

Pursuant to Section 13.7 (Merger) of the Agreement, the parties hereby evidence their intent and desire to modify the Agreement as follows:

1. Section 2.1 (Payment for Services) is hereby revised to read as follows:

- 2.1. Payment for Services

- Contractor shall be paid solely based on the number of available units available at the L&M Village site, regardless of the number of hours or length of time necessary for Contractor to complete the services. County shall pay Contractor quarterly in arrears.

- Contractor shall submit its invoice(s) for payment in a form approved by County's Auditor and the County's Department of Health Services (DHS) Director. Submission of invoices shall occur quarterly billing a maximum of \$101 per unit per day. County shall make payments only upon the satisfactory completion of the services and review of invoices for completeness as determined by County.

2. Section 2.2 (Maximum Payment Obligation) is hereby revised to read as follows:

- 2.2. Maximum Payment Obligation

- In no event shall County be obligated to pay Contractor more than the total sum of \$1,263,570 (including \$644,160 for FY 23/24 and \$619,410 for FY 24-25) under the terms and conditions of this Agreement.

3. Article 12 (Method and Place of Giving Notice, Submitting Bills, and Making Payments) is hereby revised to read as follows:

12. Method and Place of Giving Notice, Submitting Bills, and Making Payments

- All notices, bills, and payments shall be made in writing and shall be given by personal delivery or by U.S. mail or courier service. Notices, bills, and payments shall be addressed as follows:

To County	To Contractor
James Alexander Director Homelessness Division Department of Health Services County of Sonoma 1450 Neotomas Avenue, Suite 200 Santa Rosa CA 95405 707-565-4096 james.alexander@sonoma-county.org	Stephen Sotomayor Housing Director City of Healdsburg 401 Grove Street Healdsburg CA 95448 707-431-3396 ssotomayor@healdsburg.gov

When a notice, bill, or payment is given by a generally recognized overnight courier service, the notice, bill, or payment shall be deemed received on the next business day. When a copy of a notice, bill, or payment is sent by facsimile or email, the notice, bill, or payment shall be deemed received upon transmission as long as: (1) the original copy of the notice, bill, or payment is promptly deposited in the U.S. mail and postmarked on the date of the facsimile or email (for a payment, on or before the due date); (2) the sender has a written confirmation of the facsimile transmission or email; and (3) the facsimile or email is transmitted before 5 p.m. (recipient's time). In all other instances, notices, bills, and payments shall be effective upon receipt by the recipient. Changes may be made in the names and addresses of the person to whom notices are to be given by giving notice pursuant to this Article 12.

Except as expressly modified herein, all terms and conditions of Agreement shall remain in full force and effect.

§ The remainder of this page has intentionally been left blank. §

IN WITNESS WHEREOF, the parties have caused this modification to be duly executed by their authorized representatives this _____ day of _____, 2024.

CONTRACTOR:

Jeff Kay, City Manager
City of Healdsburg

Dated

COUNTY OF SONOMA:

Approved; Certificates of Insurance on File with County:

Jennifer Solito, Interim Director
Department of Health Services

Dated

Approved as to Substance:

Division Director or Designee

Dated

Approved as to Form:

Sonoma County Counsel

Dated

Approved as to Substance:

Privacy & Security Officer or Designee

Dated