The purpose of this DRAFT memo of understanding is to outline a possible high-level business relationship between Planetizen, Inc. (Planetizen) and the California Chapter of the American Planning Association (APA California). Upon substantive agreement by the parties, this document would be formalized and signed by both parties.

**Goal**
- The California Chapter of the APA (APA California) and Planetizen, Inc. (Planetizen) plan to jointly develop, deliver, and market an online Planning Commissioners Training.

**Planetizen’s Responsibilities**
- Planetizen will plan, record, produce, deliver, operate and market the video courses.

**APA California’s Responsibilities**
- APA California will develop the overall curriculum, secure high-quality instructors, and market the video courses to APA California members.

**Course Pricing**
- The Course pricing could be set in the range of $300 - $400 per commissioner.
- APA California can opt to provide a discount of up to 50% for APA California members (or member Cities) under profit sharing option 1, and up to 20% under profit sharing option 2.

**Profit Sharing - Option 1: 50%-50%**
- Under this option, APA California will provide the Instructors for the Planning Commissioner Course, including any fees or travel expenses. (Perhaps APA California would ask Instructors to perform the training as part of their commitment to APA and also for increased professional visibility.)
- Planetizen and APA California will split proceeds* from the course 50-50%.

*Proceeds: Revenue after subtracting the cost of credit card fees (3.5%) and online advertising (3%).

**Profit Sharing - Option 2: 25% APA California - 75% Planetizen**
- Under this option, Planetizen Courses will compensate each instructor with a fee of $1,000, plus travel costs up to $250 per course.
- Planetizen and APA California will split proceeds from the course 75% to Planetizen and 25% to APA California.
Branding
  ● The video courses and all marketing will be jointly branded by APA California and Planetizen.

Format Assumptions
  ● We envision a series of approximately 8 one-hour video courses provide training focused on the needs of a new Planning Commissioner.
  ● Course quality will be consistent with the quality of courses presently on Planetizen Courses.
  ● Each one-hour video will include 10 multiple-choice questions to demonstrate mastery after watching the course.
  ● Certifications can auto-generated when the learner watches 90% of the video materials, and scores 80% or better in each post-video quiz.
  ● Each one-hour course can be taught by a different instructor, or one instructor can teach multiple courses.
  ● Course content is recorded in Planetizen’s video studio in Los Angeles.
  ● The video courses will be delivered on the Planetizen Courses web platform at https://courses.planetizen.com/

Instructor Effort
  ● For the purpose of expectation-setting, experienced Instructors should recognize they are likely to need to invest 8-12 hours of effort for each hour of video recorded.
  ● This includes: Orientation meeting (1 hour); Prepare and update course outline (1 hour); Prepare slides (1-4 hours); Slide review meeting (1 hour); Video shoot prep meeting (1 hour); Video shoot day (3-4 hours)

Intellectual Property
  ● Any materials used or created by Instructor (Instructor Content) shall remain the sole property of the Instructor. Instructor will agree to grant to Planetizen and APA California an exclusive, irrevocable, unrestricted, perpetual, worldwide, fully paid, royalty-free license, with the right to copy, use, reproduce, publish, sell, license, sublicense, modify and distribute the course, in any manner whatsoever, and without further compensation to Instructor.

Contacts
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