

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (MOU) is made and entered into this ____ day of _____ 2024, by and between the City of Fresno, a California municipal corporation (City), through its Department of Transportation, Fresno Area Express (FAX) and the Fresno Metro Black Chamber of Commerce (FMBCC) to establish a framework for collaboration on several key initiatives that advance shared goals of providing innovative, accessible, sustainable, and environmentally friendly modes of transportation throughout the City of Fresno.

RECITALS

WHEREAS, FAX manages the public transit system that provides 18 fixed-route bus lines and offers Handy Ride paratransit services 363 days a year to all residents and visitors of the City of Fresno and is building partnerships with organizations that share the vision of accessible and equitable transportation for all through a program called Mobility as a Service (MaaS); and

WHEREAS, FMBCC offers electric bike, car, and van share options through the BizWerx electric vehicle (EV) project, thereby delivering additional modes of transportation within the City of Fresno that are affordable, flexible, and reduce greenhouse gas emissions; and

WHEREAS, FAX and FMBCC have a shared mission to enhance the quality of life for all residents by integrating transportation options that are tailored to meet the diverse needs of the community; and

WHEREAS, FAX and FMBCC participate in ongoing efforts including MaaS, the Clean Mobility Options network, and the Transformative Climate Communities (TCC) program and will continue to collaborate on future key initiatives that advance shared goals of transportation sustainability and economic empowerment of residents; and

NOW, THEREFORE, in consideration of the above recitals, the mutual covenants herein contained, and such other and further consideration as is hereby acknowledged, the parties agree as follows:

1. ROLES, CONTRIBUTIONS, AND RESPONSIBILITIES

FAX and FMBCC will continue collaborations for the advancement and accessibility of transportation for the residents of the City of Fresno. The roles, contributions, and responsibilities of each party are explained in Exhibit A.

2. EFFECTIVENESS, DURATION, AND TERMINATION

This MOU shall be effective upon its complete execution by the parties' authorized agents and shall remain in effect until June 30, 2030 with the option to extend for an additional

five (5) years with written notice signed by both parties. This MOU will be revised as needed with the mutual agreement of both parties in writing.

Either party may at any time terminate this MOU with or without cause upon written notice to the other party. Termination shall be effective as of the date specified in said notice of termination.

3. COMPLIANCE WITH GOVERNING LAW

Each party shall comply with all federal, state and local laws, rules and regulations in its pursuit hereof. No party in its performance of this MOU shall employ discriminatory practices on the basis of race, religious creed, color, national origin, ancestry, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, or military and veteran status.

4. CAPACITY OF THE PARTIES

Each party is acting in an independent capacity. Nothing in this MOU and nothing in the course of dealings between the parties hereunder shall be deemed to create any monetary exchange, trust, joint venture, agency, or employment relationship, jointly and severally.

FAX and FMBCC agree and acknowledge that their relationship is strictly and solely that of an independent contractor to each other. FAX's employees and/or agents are not entitled to any employee benefits or insurance, including without limitation any health care, worker's compensation, unemployment or disability benefits, to be provided by FMBCC. FMBCC agrees and acknowledges that its employees and/or agents are not entitled to any employee benefits or insurance, including without limitation any health care, worker's compensation, unemployment or disability benefits, to be provided by FAX.

The parties further agree and acknowledge that each party is solely responsible for determining the method and means by which it will fulfill its obligations hereunder.

5. BINDING

Once this MOU is signed by all the parties, it shall be binding upon, and shall inure to the benefit of, the parties, and each party's respective heirs, successors, assigns, transferees, agents, servants, employees and representatives.

6. ASSIGNMENT

There shall be no assignment by any party of its rights or obligations under this MOU without the prior written approval of the other party. Any attempted assignment by a party, its successors or assigns, shall be null and void unless approved in writing by the other party.

7. GOVERNING LAW AND VENUE

This MOU shall be governed by, construed, and enforced in accordance with, the laws of the State of California. Venue for the purposes of the filing of any action regarding the enforcement or interpretation of this MOU and any rights and duties hereunder shall be in Fresno, California.

8. HEADINGS

The section headings in this MOU are for convenience and reference only and shall not be construed or held in any way to explain, modify or add to the interpretation or meaning of the provisions of this MOU.

9. SEVERABILITY

The provisions of this MOU are severable. The invalidity or unenforceability of any one provision in this MOU shall not affect the other provisions.

10. ENTIRE MOU

It is mutually understood and agreed that the foregoing constitutes the entire MOU between the parties. Any modifications or amendments to this MOU must be signed by an authorized agent of each party.

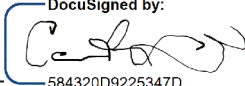
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SIGNATURES APPEAR ON THE NEXT PAGE.

IN WITNESS THEREOF, the parties have caused their authorized agents to execute this MOU:

CITY OF FRESNO, DEPARTMENT OF TRANSPORTATION / FRESNO AREA EXPRESS (FAX)

FRESNO METRO BLACK CHAMBER OF COMMERCE (FMBCC)

By: _____
Gregory A. Barfield, M.A.
Director of Transportation/FAX

DocuSigned by:

By: _____
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Cassandra Little, Ph.D.
Executive Director & CEO

Date: _____

Date: 11/21/2024

APPROVED AS TO FORM:
Andrew Janz
City Attorney

Signed by:

By: _____
66086C14193B4F5...
Christine C. Charitar
Deputy City Attorney

Date: 11/21/2024

ATTEST:
Todd Stermer, CMC
City Clerk

By: _____
City Clerk

Date: _____

Attachments:

Exhibit A – FAX and FMBCC Mobility Partnership

Exhibit A

FAX and FMBCC Mobility Partnership

Background

As the head of public transportation for the City of Fresno, FAX's mission is to provide innovative, accessible, and sustainable mobility solutions that enhance the quality of life for all residents. The focus on Mobility as a Service (MaaS) represents the commitment to that mission by offering an integrated and seamless transportation experience tailored to meet the diverse needs of the community via a single accessible platform.

One of the core components of MaaS is improving first and last mile connections. This means ensuring that residents can easily get from their starting point (like home) to a transportation service location – such as a FAX Bus Stop, and then from a transportation service location to their final destination (like work or a store). These connections are vital for making the entire transportation network more efficient and user-friendly, reducing the need for personal vehicles, and encouraging the use of public transit.

Concurrently, FMBCC has made significant strides in the creation of a new multi-modal green transportation economy including building up its Clean Shared Mobility Network (CSMN). Within the CSMN, there are programs such as electric vehicle (EV) charging, car share, bike share, and van pools. All of the programs are electric modes of transportation targeted in low income and underserved communities. With these major programs underway, FMBCC has a foundational and systematic infrastructure in place to partner with FAX and others to build a strong network of clean and reliable transportation connections.

FAX is proud to collaborate with FMBCC on these key initiatives that advance shared goals of transportation sustainability and economic empowerment. The BizWerx EV project with bike, car, and van pool options is one such initiative, aimed at expanding EV usage within the community. The project not only promotes the adoption of cleaner transportation options, but also supports local businesses in transitioning to EVs, which can significantly reduce operational costs and environmental impact. Furthermore, the partnership provides a reliable option for first and last mile connections.

These initiatives are also supported by the Transformative Climate Communities (TCC) program, which provides resources to communities to implement neighborhood-level projects that reduce greenhouse gas emissions and improve public health, and the California Municipal Opportunities (CMO) fund, which focuses on investments in infrastructure and services that enhance community resilience and sustainability.

Roles, Contributions, and Responsibilities

FAX and FMBCC will continue to seek funding opportunities to grow, support, and expand the principles of promoting clean transportation for the community provided by either party or jointly through local, state, federal, or private funding sources.

FAX shall:

- a. Partner with and include FMBCC in MaaS initiative growth and outreach;

- b. Provide collaboration with FMBCC in the Clean Mobility Options network;
- c. Integrate FMBCC transportation/mobility projects such as the BizWerx projects into first and last mile connections for fixed-route bus services; and
- d. Support FMBCC in all transportation initiatives to increase the variety of modes of transportation to residents of the City of Fresno.

FMBCC shall:

- a. Partner with FAX on transportation initiatives such as MaaS, Transformative Climate Communities (TCC), and the Clean Mobility Options network and any future projects that arise;
- b. Integrate the accessibility of bike, car, and van share options from the BizWerx EV project into first and last mile connections for transit services; and
- c. Support FAX in all transportation/mobility initiatives to increase the variety of modes of transportation to residents of the City of Fresno.