

MEMORANDUM OF UNDERSTANDING
between
ASSOCIATION OF BAY AREA GOVERNMENTS
and
METROPOLITAN TRANSPORTATION COMMISSION

MEMORANDUM OF UNDERSTANDING

THIS MEMORANDUM OF UNDERSTANDING (MOU) is made and entered into as of the ____ day of _____, 2017, by and between the Association of Bay Area Governments, (ABAG), a Council of Governments established by agreement among its members pursuant to the Joint Exercise of Powers Act, California Government Code §§ 6500, *et seq.* and the Metropolitan Transportation Commission (MTC), a regional transportation planning agency established pursuant to California Government Code § 66500.

RECITALS

- A. ABAG was created in 1961 and serves as the Council of Governments for the 101 cities/towns and nine counties that make up the region with powers and responsibilities granted to it under the laws of the State of California.
- B. MTC is the federally designated Metropolitan Planning Organization (“MPO”), pursuant to Section 134(d) of Title 23 of the United States Code (USC) for the nine-county San Francisco Bay Area region (the “Bay Area” or “region”).
- C. In November 2015 MTC and ABAG agreed to a jointly retain Management Partners to conduct a merger study and to propose a merger implementation plan.
- D. At the June 2016 meeting of the ABAG Executive Board, it adopted Resolution 07-16 stating its support for merger options 4 and 7 and their respective implementation action plans as presented by Management Partners with the ABAG Executive Board acknowledging moving forward with merger option 7.
- E. On May 25, 2016 MTC adopted Resolution No. 4245 approving an implementation plan dated May 17, 2016 for merger option 7.
- F. ABAG and MTC have concluded that this MOU and the concurrent Contract for Services is the preferred means for ABAG and MTC to jointly pursue their respective missions and to carry out their respective responsibilities for the benefit of the San Francisco Bay region.

STATEMENT OF MUTUAL UNDERSTANDING

1. Option 7

ABAG and MTC have agreed to pursue the implementation of Option 7 through a mutually agreed upon Contract for Services that governs how ABAG and MTC will share the use of a consolidated staff to carry out their respective missions and statutory powers and responsibilities and a mutually agreed upon memorandum of understanding to jointly pursue new governance options.

2. This Memorandum of Understanding

This MOU is the memorandum of understanding required by Option 7.

3. Concurrent Contract for Services

ABAG and MTC have agreed upon the Contract for Services required by Option 7 which is attached as _____

4. Deadline to Initiate Discussions on Governance

No later than July 1, 2019, ABAG and MTC will begin discussions on whether the two agencies should restructure their governing boards to better serve the region and to better utilize the consolidated staff. These discussions may be conducted directly through the Executive Board of ABAG and the Commission of MTC, or their respective designated policymakers or designated policy bodies.

5. Commencement of Information Gathering and Staff Support for Discussion on Governance

No later than July 1, 2018, ABAG and MTC will direct and jointly fund the consolidated staff to begin collecting information on the governance structures of regional planning agencies with a focus on those with both land use and transportation planning powers and responsibilities, including transportation funding and investment.

6. ~~Termination of Employment of the Incumbent~~ Selection of Future Executive Director

~~The Executive Director of MTC will serve as the initial Executive Director of the consolidated staff. Until the two governing boards are merged, the interview/selection committee for successor directors shall be comprised of equal numbers of MTC and ABAG board members to be appointed by the respective Chair of MTC and President of ABAG. The recommendation of that committee will be presented to the MTC for final decision. If MTC receives notice prior to July 1, 2018 from its incumbent Executive Director that he will be terminating his employment with MTC, the consolidated staff will promptly begin implementation of section 5.~~

End of Document
Signature Page to Follow

**MEMORANDUM OF UNDERSTANDING
BETWEEN
ASSOCIATION OF BAY AREA GOVERNMENTS
AND
METROPOLITAN TRANSPORTATION COMMISSION**

* * * * *

AUTHORIZED SIGNATURES

IN WITNESS WHEREOF, ABAG and MTC have caused this MOU to be duly executed on its behalf.

Association of Bay Area Governments

Julie Pierce, President

Approved as to Form:

Kenneth K. Moy, Legal Counsel

Metropolitan Transportation Commission

Jake Mackenzie, Chair

Approved as to Form:

Adrienne Weil, General Counsel