

**Amendment 01 to Voucher Agreement Number MP20W1A-8
Between CALSTART, Inc. and City of Chula Vista**

This Amendment number 01 (“Amendment”) is dated for convenience as of April 4, 2024 and is made to Voucher Agreement Number MP20W1A-8 between City of Chula Vista (“Awardee”) and CALSTART, Inc. (“CALSTART”), executed November 19, 2021 (“Agreement”). The purpose of this amendment is to increase funding and period of performance.

Recitals

- On April 2, 2019, CALSTART executed grant agreement number G17-CMDC-01 with the State of California Air Resources Board (“CARB”).
- On November 19, 2021, voucher agreement number MP20W1A-8 was executed between City of Chula Vista (“Awardee”) and CALSTART to perform tasks under the CV Community Shuttle (the “Project”) funded under CARB agreement number G17- CMDC-01 for a period of performance from November 19, 2021 through November 19, 2026 for an amount not to exceed nine hundred ninety-seven thousand eight hundred thirty-three and no/100 dollars (\$997,833).

NOW, THEREFORE, in consideration of the promises herein, and for good and valuable consideration, the Parties agree to amend the Agreement as follows:

- Per the attached approved Additional Funding Request, funding is increased from nine hundred ninety-seven thousand eight hundred thirty-three and no/100 dollars (\$997,833). to an amount not to exceed one million five hundred thousand and no/100 dollars (\$1,500,000).
- The period of performance for the Agreement will remain from November 19, 2021 to November 19, 2026. The period of performance includes up to 15 months for project design, planning and construction (Planning and Construction Period), and a minimum of 4 years of service operation (Project Operation Period). Clean mobility projects funded by this program must be fully operating for at least 4 years.
- Exhibit B (Budget) is replaced in its entirety per revised Exhibit B attached.
- Exhibit C (Project Milestone Schedule) is replaced in its entirety per revised Exhibit C attached.

- The Financial Sustainability Plan is replaced in its entirety per revised Financial Sustainability Plan attached.

Except as provided herein, all other terms and conditions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have caused their duly authorized officers to execute this Amendment as of the dates listed below, but to take effect as of November 1, 2023.

CALSTART, Inc.	City of Chula Vista
By: _____ (Signature)	By: _____ (Signature)
Name: <u>Piero Stillitano</u> (Print Name)	Name: <u>Maria V. Kachadoorian</u> (Print Name)
Title: <u>Chief Financial Officer</u> (Print Title)	Title: <u>City Manager</u> (Print Title)
Date: _____	Date: _____

Approved as to Form

By: _____
Marco A. Verdugo
City Attorney

Window 1 Mobility Project Voucher (MPV) Awardees Additional Funding Request



There is a set-aside fund specifically for current MPV funded projects. Window 1 MPV Awardees are eligible for up to \$500,000 in additional funding for their current funded project without submitting a new voucher application¹. The additional funds for Window 1 MPV Awardees may be applied to a variety of eligible activities related to insurance compliance, capital acquisition, planning and operations, administration, outreach and marketing, participation in the Clean Mobility Equity Alliance (CMEA) meetings and other program activities only in support of the project scope outlined in their voucher agreement. Awardees must submit an updated financial sustainability plan, an updated project milestone schedule and a revised budget that justifies the need and use of additional funds based on the current approved milestone schedule and budget to the Program Administrator for review and approval within 90 business days of receipt of their notification email. Program Administrator will work with each awardee to process their voucher agreement amendment.

Additional set-aside funds can go directly to the Awardee's original project scope and can include for costs such as:

- Insurance compliance
- Projects going back to their original scope of work/budget worksheet and maintain the number of vehicles they had to decrease because of increase of other costs.
- Changing infrastructure type or vehicle model due to supply and demand if corresponds with your original project scope and needs assessment results.
- Capital acquisition (including vehicles, micromobility devices, and infrastructure equipment) if corresponds with your original project scope and needs assessment results.
- Planning and operations activities if corresponds with your original project scope and needs assessment results and during the project's Voucher Funding Term.
- Administration activities associated with payment request submissions, insurance compliance, data reporting, printing, record retention, and mailing.
- Outreach and marketing activities associated with conducting community outreach, educational forums, collecting community input, and promoting the service.
- Participation in the CMEA meetings and CMO-related program trainings and networking opportunities including the Fall 2023 Clean Mobility Equity Forum in Los Angeles.
- Other program activities only in support of the project scope outlined in your voucher agreement are subject for approval by the Program Administrator and CARB.

¹ Window 1 MPV awardees who have less than \$1M in voucher funding in their current voucher agreement may apply for more than \$500k to reach up to \$1.5M total in their amended voucher agreement. However, approval is upon availability of funds and CARB's discretion.

INSTRUCTIONS:

To request addition funding of up to \$500,000, the Awardee shall submit this Mobility Project Voucher Window 1 Awardees Additional Funding Request **within 90 business days** of receipt of their notification email. The Additional Funding Request must be submitted via email to admin@cleanmobilityoptions.org or by mail and include the supporting documents:

1. Updated Financial Sustainability Plan
2. Revised Mobility Project Voucher Budget Worksheet
3. Updated Project Milestone Schedule

A. General Information

CMO Mobility Project Voucher Agreement #:	MP20W1A-8	Lead Applicant (Awardee) Organization Name:	City of Chula Vista		
Mailing Address:	276 Fourth Avenue				
City:	Chula Vista	State:	California	Zip Code:	91910
Phone Number:	619-476-5355	Email Address:	dgakunga@chulavistaca.gov		

B. Reason for Additional Funding

Provide reason for additional funding request and how the set-aside funds will go towards your original project scope:

Additional funding first covers cost increases due from the start of the shuttle program last year as well as moving forward, specifically with regards to insurance and wages. The remainder of the grant funds will go towards enhancing the service via the addition of one van in year 2 and 3 to help meet the increased future demand. In addition the additional funding will cover attendance and participation for the CMEA Conference Attendance.

C. Total Voucher Amount Requested

Indicate the executed voucher funding amount, the requested additional funding amount, and the total requested amount in voucher funding:

Executed Voucher Funding Amount	Requested Additional Funding Amount	Total Voucher Amount Not-to-Exceed \$1,500,000
\$997,833	\$502,167	\$1,500,000

D. Lead Awardee Attestation and Signature

Must check box below:

- I agree that the eligible additional funding will be used directly towards the awarded project's eligible activities only in support of the project scope outlined in the Awardee's Voucher Agreement and the total voucher award does not exceed \$1,500,000 in the Awardee's amended Voucher Agreement.

I certify to the best of my knowledge and belief that this MPV Window 1 Awardees Additional Funding Request is accurate and complete and all outlays and obligations are for the purposes set forth in the Voucher Agreement:

Signature of Authorized Lead Applicant (Awardee)	Date
	08/07/2023

Authorized Lead Applicant (Awardee) Name/Title/Organization
Dennis Gakunga, Chief Sustainability Officer, City of Chula Vista

CMO Program Manager Approval

Signature	Print Name	Date
	Cesar Hernandez	11/1/23

APPROVED

NOT APPROVED

Operations and Maintenance											
Indirect Costs											
Voucher Administration											
Planning											
Outreach and Marketing											
Operations and Maintenance											
Grand Total											
Grand Total - Voucher Funding Term (Voucher Funds)			\$1,500,000	\$36,588	\$581,415	\$735,614	\$146,384		\$997,833	\$502,167	
Grand Total - Other Funds Budget (Non-CMO Funds)			\$1,000,000		\$155,231	\$157,676	\$671,216	\$15,877			
Community Resource Contributions											
Resource contributions are assets contributed to the project to support long-term sustainability to meet the 5-year Voucher Agreement Term that includes a minimum of 4 years of service operation and beyond. Resource contributions are not eligible for payment through voucher funding. Instructions: Add in-kind monetary resource contribution assets.											
ChargePoint L2 Chargers	\$10,000 per unit	7 units	\$70,000								
The Community Congregational Development Corporation	\$1,000,000										
Optional: Category Eligibility Check Worksheet											
Instructions: Calculate sums in "Category Total" and "Applicable Denominator" Columns. User may need to adjust example formula if additional rows were manually inserted above.											
Cost Category	Eligibility Requirement Summary (See Implementation Manual for Details)		Category Total	Applicable Denominator	Percentage	Conforms to Eligibility Requirement?					
Bicycle/Scooter Infrastructure and Installation	Maximum of 300% of amount of electric bicycle/scooter vehicles or 200% of amount of non-electric bicycle/scooter vehicles amount										
Additional Transportation Enhancements	Maximum of 25% of total voucher amount										
Notes: Enhancement includes addition of one (1) electric van operating 5 days per week, 9 hours per day											

Exhibit C: Project Milestone Schedule

CMO UPDATED PROJECT MILESTONE SCHEDULE

PURPOSE: The **Project Milestone Schedule** is a tool to help you know when you need to meet CMO program milestones and to think about the timing and sequence of the project milestones your project needs to have in place to have your project be successful. **This updated Project Milestone Schedule will be amended in your voucher agreement.** This template will help to track progress towards your project plan. *Your project milestone schedule can be modified and updated over the voucher agreement term.*

INSTRUCTIONS: To complete your Project Milestone Schedule, fill out the template below. Items marked **RED** are requirements, and items color-coded **BLUE** are for you to modify:

1. Mark the **milestone number (Column A)**, **description of the milestone to achieve (Column B)**, and the **month number (Column C)** in which you plan to achieve the milestone over the 5-year voucher agreement term, starting with Voucher Execution (0 month). Please leave Calendar Date (Column D) blank. You can insert actual calendar dates (Column D) after your voucher has been executed.
2. Add in milestones and details for your project that are other additional steps critical to achieving launch within 15 months from project kick-off meeting.
3. Add/modify rows to this template, as appropriate, based on your project plan. At a minimum, you may use this template as your project milestone schedule, but you are encouraged to modify this template to suit your project.
4. If a milestone is completed, please indicate under **Calendar Date (Column D)** the date the milestone was completed.
5. Include work start dates as individual milestones for sub-contractors and other partners.

NOTE 1: **Key CMO Program Requirements with deadlines are already in the template;** you may meet these deadlines sooner than listed, but no later than those listed in order for you to meet the project launch deadline of within 15 months from the project kick-off meeting.

NOTE 2: Project status reporting and payment reimbursements templates are intended as opportunities to reflect the progress made on each of the project milestones.

DEADLINE: **Submit your completed Updated Project Milestone Schedule to:** admin@cleanmobilityoptions.org in Word or Excel Format **with your additional funding request and supporting documents.**

City of Chula Vista			
PROJECT MILESTONE SCHEDULE OVER 5-YEAR MOBILITY PROJECT VOUCHER TERM			
A. MILESTONE NUMBER	B. DESCRIPTION OF MILESTONE TO BE ACHIEVED	C. MONTH NUMBER ACHIEVED	D. CALENDAR DATE [ADD AFTER VOUCHER EXECUTION]
Voucher Agreement Execution – COMPLIANCE			
1	Voucher agreement executed.	0 months	November 19, 2021

CMO UPDATED PROJECT MILESTONE SCHEDULE

2	Project Kick-Off Meeting: Project must be deemed insurance compliant by the Program Administrator.	3 months	March 10, 2022
3	Secure contract with a Mobility Operator. Provide proof of contract to the Program Administrator that a mobility operator is secured and under contract.	3 months	March 15, 2022
1st Funding Year - PLANNING (3/10/22- 15 months) (Launch is required by 15th month)			
4	Acquire all planned CMO-funded vehicles and submit for reimbursement.	7 months	June 2022
5	Complete final installation of all planned CMO-funded infrastructure and submit for reimbursement.	8 months	July 2022
6	Contact all senior living facilities and outreach to qualifying seniors in the project area	3 - 6 months	June 2022
7	Develop and implement Launch Marketing Plan	3 - 4 months	June 2022
8	Institute regular schedule of project team meetings and community engagement	0 - 4 months	June 2022
9	Launch mobility service. Intended users of the service start using the service (if services have not already been launched).	7 months	June 2022
2nd Funding Year - OPERATION YEAR 1			
10	Continue operating mobility service in compliance with CMO T&Cs.	7 months	[Input AFTER Voucher executed]
11	Service kick-off with launch event	7 months	[Input AFTER Voucher executed]
12	Community Outreach & Engagement (ongoing)	4 - 15 months	[Input AFTER Voucher executed]
13	Sell and execute third party advertising campaigns on vehicles (ongoing)	4 - 15 months	[Input AFTER Voucher executed]
14	Explore additional funding to sustain the program	4 - 15 months	[Input AFTER Voucher executed]

CMO UPDATED PROJECT MILESTONE SCHEDULE

3rd Funding Year - OPERATION YEAR 2			
15	Continue operating mobility service in compliance with CMO T&Cs	25 -36 months (Program Requirement)	[Input AFTER Voucher executed]
16	Open service to broader public with fare with re-launch event. Service continues to be fare-free for seniors.	16 months	[Input AFTER Voucher executed]
17	Community Outreach & Engagement (ongoing)	16 - 27 months	[Input AFTER Voucher executed]
18	Sell and execute third party advertising campaigns on vehicles (ongoing)	16 - 27 months	[Input AFTER Voucher executed]
19	Explore additional funding to sustain the program	16 - 27 months	[Input AFTER Voucher executed]
4th Voucher Year - OPERATION YEAR 3			
20	Continue operating mobility service in compliance with CMO T&Cs.	37 - 48 months (Program Requirement)	[Input AFTER Voucher executed]
21	Community Outreach & Engagement (ongoing)	27 - 38 months	[Input AFTER Voucher executed]
22	Sell and execute third party advertising campaigns on vehicles (ongoing)	27 - 38 months	[Input AFTER Voucher executed]
5th Voucher Year (Only CMO Admin Funding) - OPERATION YEAR 4			
23	Continue operating mobility service in compliance with CMO T&Cs.	49 -60 months (Program Requirement)	[Input AFTER Voucher executed]
24	Community Outreach & Engagement (ongoing)	39 - 60 months	[Input AFTER Voucher executed]
25	Sell and execute third party advertising campaigns on vehicles (ongoing)	39 - 60 months	[Input AFTER Voucher executed]
26	Voucher Agreement Term Ends.	60 months	[Input AFTER Voucher executed]

WINDOW 1 MOBILITY PROJECT VOUCHER AWARDEES UPDATED FINANCIAL SUSTAINABILITY PLAN

ADDITIONAL FUNDING FOR WINDOW 1 MOBILITY PROJECT VOUCHER AWARDEES OVERVIEW

There is a set-aside fund specifically for current MPV funded projects. Window 1 MPV Awardees are eligible for up to \$500,000 in additional funding for their current funded project without submitting a new voucher application¹. The additional funds for Window 1 MPV Awardees may be applied to a variety of eligible activities related to insurance compliance, capital acquisition, planning and operations, administration, outreach and marketing, participation in the Clean Mobility Equity Alliance (CMEA) meetings and other program activities only in support of the project scope outlined in their voucher agreement. Awardees must submit an updated financial sustainability plan and a revised budget that justifies the need and use of additional funds based on the current approved milestone schedule and budget to the Program Administrator for review and approval within 90 business days of receipt of their notification email. The Program Administrator will work with each awardee to process their voucher agreement amendment.

To apply for Additional Funding, please complete this Updated Financial Sustainability Plan by answering all required questions in the boxes, provide all relevant documentation and signatures.

Attachment 1. Mobility Project Voucher Budget Worksheet

Attachment 2. Updated Project Milestone Schedule

In order to be eligible to receive additional funding set aside for Window 1 Mobility Project Voucher Awardees, the entire request and supporting documents must be completed and submitted, including all required attachments.

¹ Window 1 MPV awardees who have less than \$1M in voucher funding in their current voucher agreement may apply for more than \$500k to reach up to \$1.5M total in their amended voucher agreement. However, approval is upon availability of funds and CARB's discretion.

PROJECT INFORMATION

VOUCHER NUMBER: _____MP20W1A-8_____

EXECUTED VOUCHER AMOUNT: _____\$997,883_____

1. LEAD APPLICANT (AWARDEE) INFORMATION

Organization Name: City of Chula Vista		
Mailing Address: 276 Fourth Avenue		
City: Chula Vista	State: California	Zip Code: 91910
Project Lead Primary Contact Name: Dennis Gakunga		
Phone: 619-476-5355	Email: dgakunga@chulavistaca.gov	

2. MOTOR VEHICLE OWNER INFORMATION (If Applicable)

Information about the party that will take ownership of motor vehicle(s) funded by CMO. May be the same or different party than the lead applicant.

Organization Name: CIRCUIT TRANSIT INC.		
Mailing Address: 501 E Las Olas Blvd, Suite 300		
City: Ft Lauderdale	State: FL	Zip Code: 33301
Project Lead Primary Contact Name: Daniel Kramer		
Phone: 562-252-6680	Email: daniel@ridecircuit.com	

3. MICROMOBILITY DEVICES OWNER INFORMATION (If Applicable)

Information about the party that will take ownership of micromobility devices (e.g., bicycles, scooters, etc.) funded by CMO. May be same or different party than the lead applicant.

Organization Name: N/A		
Mailing Address:		
City:	State:	Zip Code:
Project Lead Primary Contact Name:		
Phone:	Email:	

4. MOBILITY OPERATOR INFORMATION

May be the same or different party than the lead applicant and/or fleet and micromobility devices owner. Indicate the mobility operator for each applicable project service model.

Project Service Model: Turnkey on-demand microtransit		
Organization Name: CIRCUIT TRANSIT INC.		
Mailing Address: 501 E Las Olas Blvd, Suite 300		
City: Ft Lauderdale	State: FL	Zip Code: 33301
Project Lead Primary Contact Name: Daniel Kramer		
Phone: 562-252-6680	Email: daniel@ridecircuit.com	

Project Service Model:		
Organization Name:		
Mailing Address:		
City:	State:	Zip Code:
Project Lead Primary Contact Name:		
Phone:	Email:	

PROPOSED BUDGET AND PLAN FOR FINANCIAL SUSTAINABILITY

This section collects information about the proposed budget and your plan for financial sustainability. Projects must operate for at least 4 years from the date that operations fully launch (when participants start using the service). This period is referred to as the Project Operation Period. In this section, Window 1 MPV Awardees must describe strategies for maintaining the proposed services at least throughout the project operations period in the required Financial Sustainability Plan in their additional funding request.

1. Please indicate the total voucher amount you are requesting not-to-exceed \$1,500,000.

Note: Window 1 MPV awardees who have less than \$1M in voucher funding in their current voucher agreement may apply for more than \$500k to reach up to \$1.5M total in their amended voucher agreement. However, approval is upon availability of funds and CARB’s discretion.

\$1,500,000

2. Describe your strategies for maintaining the proposed service(s) for a minimum of 4-year project operation period.

Note: This response must explain how the service will be maintained for at least 4 years of full operations and sustained beyond the Project Operation Period. Include resources required to fully operate the project for at least 4 years from the date that operations fully launch.

The project team will employ the following key strategies for maintaining the proposed service for a minimum of 4 years:

1. Fare - The shuttle program will charge a low fare of \$1-3 to the general public starting in Year 2. This fare will be set and may be adjusted in order to encourage ridership and balance demand with revenue. This fare will be used towards the program for the purposes of extending the service.

2. Advertising - Circuit will sell and execute third party advertising campaigns and offer a revenue share to the City towards extending the service. The City's revenue share will go towards extending the service.

3. Sponsorship - The City and Circuit will identify and approach key potential sponsors to support the service beyond the grant period. This could include large local employers and businesses such as medical facilities, business improvement districts and economic development organizations, and regional organizations.

4. Other Contributions - The City will evaluate and identify other potential sources of funding from within the City and Community, such as PEG funds for informational kiosks. In addition partnerships to maintain and incentivize on demand services will be explored with local businesses and associations, such as large shopping facilities or attractions like Chula Vista Center Mall or Seven Mile Casino. Future development of the Bayfront in Chula Vista will also require shuttle services between the hotel/convention center and Third Avenue business district. Potential collaboration with the Third Avenue Village Association or Broadway Business District will also be explored. And finally use of Community Benefit dollars will be explored with local

hospital systems Scripps and Sharp.

5. As the opportunity to increase services arises, the City will also look at funding opportunities such as SANDAG's Mobility Grants and philanthropic organizations such as the Congregation Church, San Diego Foundation and the San Diego Seniors Foundation. In June 2021, the City of Chula Vista received a commitment for an additional up to \$1,000,000 Community Resource Contribution (CRC) as supplemental funding from CCDC to expand the project service area and add an additional sedan to the service. The CCDC fully funds (1) EV sedan during the current shuttle service hours of operation in year 1 and year 2, and then in year 3 their funding covers the program costs in its entirety besides the newly added van.

3. Describe your strategies for ensuring vehicles and equipment continue to serve the community if operation discontinues after the 5-year voucher agreement term.


The City plans to work with Circuit to provide services to seniors in this community and sustain the program with an expansion of the services to the whole community for a profit. The sustainability of the program will therefore be guaranteed by a percentage of the fee charged by Circuit to residents and tourists and applied to the guaranteed free fare for the seniors.

Equipment procured by the City for kiosks, such as iPads, would continue to serve in the City's existing kiosk program to provide information about available city services. Vehicles owned by Circuit would remain the property of Circuit at the conclusion of the term.

ATTESTATIONS AND SIGNATURE

1. I, the authorized officer to represent and sign this request on behalf of my organization/tribe as the Lead Applicant, have read, understand and agree to abide by all of the requirements, terms and conditions in the [CMO Implementation Manual](#);
2. I attest to all of the following:
 - a. Our organization agrees that the eligible additional funds will be used directly towards the awarded project's eligible activities only in support of the project scope outlined in the Awardee's Voucher Agreement;
 - b. The total voucher award does not exceed \$1,500,000 in the Awardee's amended Voucher Agreement.

Signed by the authorized officer:

Name: Dennis Gakunga	Signature: 
Title: Chief Sustainability Officer	Date: 6/29/2023

Window 1 Mobility Project Voucher Awardees Additional Funding Request and supporting documents may be submitted by email at admin@cleanmobilityoptions.org, or by mail to the following address:

PLEASE RETURN SIGNED DOCUMENTS TO:

Attention: Clean Mobility Options

CALSTART

48 South Chester Avenue

Pasadena, CA 91106

www.cleanmobilityoptions.org