



EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

AGENDA

Board of Directors Meeting
Bay Street Community Room
5616 Bay Street
Emeryville, CA 94608
June 18, 2015 at 9:00AM

Chair

Geoff Sears,
Wareham
Development

Vice Chair

Jason Crouch,
Emeryville Chamber
of Commerce

Secretary

Alice Rose,
Bay Street

Treasurer

Chaudel Baker,
Cushman &
Wakefield

Directors

Melinda Baker
Grifols

Colin Osborne,
Novartis

Rachel Richards,
Federal Realty
Investment Trust

Peter Schreiber,
Pixar

Francis Collins, At-
Large Business
Member

1. Call to Order
2. Public Comment
3. Approval of Minutes of May 5, 2015 Special Meeting of the Board of Directors
4. Executive Director's Report
5. Business Items
 - A. First Quarter Financial & Performance Report (*Attachment*)
 - B. Review and Consider Approval of the 2016 Preliminary Budget and PBID Levy Recommendation (*Attachment*)
 - C. Review and Consider Approval of Amendment No. 2 to Professional Services Agreement with John S. Tounger, CPA for continued Accounting and Bookkeeping services (*Attachment*)
6. Suggestions/Requests from Board Members
7. Confirm date of Next Meeting – August 20th, 2015
8. Adjournment

A complete copy of the agenda is available for public viewing in the Emeryville City Clerk's Office at 1333 Park Avenue at least 72 hours prior to the meeting. All writings that are public records and relate to an agenda item above will be made available at the meeting. The TMA will mail a copy of the agenda or, if requested, the entire agenda packet, to any person who has filed a written request for such materials. If requested, these materials will be made available in appropriate formats to persons with disabilities. Written requests should be mailed to Emeryville TMA, 1300 67th Street, Emeryville, CA 94608. To download a copy of the agenda packet, please visit our website at www.emerygoround.com. If you have comments or questions about this agenda, please email us at transit-info@emerygoround.com, or call the Executive Director, Gray Bowen Scott at (925) 937-0980.

EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

ACTION SUMMARY MINUTES

Special Meeting of the Board on May 5th, 2015

1. Call to Order

The meeting was called to order at 3:00PM by Chair, Geoff Sears

Directors Present: Geoff Sears, Peter Schreiber, Chaudel Baker, Melinda Baker, Alice Rose

Staff present: Roni Hattrup (Gray-Bowen-Scott)

2. Public Comments

No Comment.

3. Executive Director's Report

Roni informed the Board that the bus shelters had been installed at the MacArthur BART Station.

Roni also stated that she would be researching other options for banking, noting the recent issues experienced since the transfer of ownership from Bank of Alameda to Bank of Marin, including staff turnover and the recent closure of the Emeryville branch. Roni noted that she would report back to the Board with a recommendation at a future Board meeting.

4. Business Items

A. Review & Accept the Independent Auditors Report on the Financial Statements for year ending December 31, 2014

Roni provided a summary of the Audit Committee meeting which was held on April 7th with two members of the Audit Committee, Francis Collins and Peter Schreiber, as well as the Auditor, Accountant and her. Roni requested acceptance of the Auditors Report per recommendation by the Audit Committee.

Melinda Baker motioned for approval. Alice Rose seconded.

This item was approved unanimously.

B. Review and Authorize Signing and Filing of the ETMA's 2014 Federal Tax Return and State Annual Information Return

Roni presented the tax documents and requested Board authorization for the signing and filing of the documents, per recommendation by the Audit Committee.

Melinda Baker motioned for approval. Peter Schreiber seconded.

This item was approved unanimously.

- C. Review and Consider Approval of the Acquisition of three (3) 2015 StarCraft All-star 36 passenger vehicles and Authorize Executive Director to sign all documents associated with the Acquisition (Attachment)

Geoff Sears motioned for approval to purchase the vehicles. Melinda Baker seconded.

This item was unanimously approved.

- D. Adopt Resolution 15-01 to set the date for the 2015 Annual Membership meeting
Roni requested Board approval of the Resolution to set the date of the Annual Membership Meeting for May 21st, 2015.

Alice Rose motioned for approval. Geoff Sears seconded.

This item was unanimously approved.

- E. Review Designs of Proposed Bus Stop Signage and Authorize Staff to execute a contract with D&M Traffic services to manufacture and install new Emery Go-Round Bus Stop Signage

Melinda Baker directed staff to confirm color palettes on signage is consistent with Emery Go-Round branding and suggested a third sign design option be considered using more of the Emery Go-Round yellow. She further indicated that she would support staff's design selection and motioned for approval. Peter Schreiber seconded.

This item required no action.

5. Suggestions/Requests from Board Members

None.

6. Confirm date of Next Meeting – May 21, 2015

The meeting date was confirmed.

7. Adjournment

The meeting was adjourned at 3:32PM.

EMERY GO-ROUND		1st Quarter Financials			
<u>Revenue</u>		2015 Budget	Actual Revenue Rec'd to Date	% of revenue received	Notes
<u>PBID Revenue</u>					
<i>Net PBID Revenue</i>		2,622,764	1,337,990	51%	Second installment expected in July.
<u>Non-PBID Revenue</u>					
ETMA Billed Revenue		74,599	-	0%	Invoices for Direct Bill payments were mailed in March. Invoices will be mailed out in 3rd Quarter.
Nextbus Sign Revenue		7,200	-	0%	
Charter		1,000	-	0%	
Interest Income		2,000	207	10%	
BGTMA (Net balance of West Berkeley Shuttle revenue)		26,000	26,688	103%	
City Contribution for Emery Go-Round Service		226,000	226,000	N/A	
Subtotal Non-PBID Revenues		336,799	252,895	75%	
Total Revenue		2,959,563	1,590,885	54%	
<u>Expenditures</u>		2015 Budget	Actual Costs to Date	% of Budget Expended	Notes
<u>Direct Costs</u>					
Bus Leases/Purchases		580,000	145,387	25%	Actual costs for 4 months of shuttle operation services.
Maintenance		285,000	86,032	30%	
Operations Contract		1,510,500	395,145	26%	
Fuel		325,000	50,452	16%	
Communications		50,000	7,216	14%	
Miscellaneous Operating Costs		6,000	-	0%	
Subtotal Direct Costs		2,756,500	684,232	25%	
<u>Indirect (Support) Costs</u>					
Professional Services		375,000	51,785	14%	Actual costs for only 2 months of management services.
Office Expenses		5,000	452	9%	
Occupancy		135,000	41,587	31%	
Marketing		12,400	188	2%	
Pilot Projects and Research		25,000	-	N/A	
TMA Insurance		8,000	-	0%	
Conferences, Conventions, Meetings, Dues & Subscriptions		1,000	260	26%	
Bus Yard - Site Development & Project Management		-	-	N/A	
Subtotal Indirect Costs		561,400	94,272	17%	
Contingency		-	-	N/A	
Subtotal Other Costs		-	-	N/A	
Total TMA Expenditures		3,317,900	778,503	23%	

2015 Revenue vs. Expenditures Balance: (358,337) 812,382

ETMA Cash Balance (as of March 31, 2015):	\$ 1,794,095.10
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WEST BERKELY SHUTTLE

1st Quarter Financials			
<u>Revenue</u> BGTMA - West Berkeley Shuttle Total Revenue - West Berkeley	2015 Budget	Actual Revenue Rec'd to Date	% of Revenue Received
	158,000	66,780	42%
	158,000	66,780	42%
<u>Expenditures</u> Shuttle Operations Professional Service Contracts Total Expenditures - West Berkeley	2015 Budget	Actual Costs to Date	% Expended
	120,000	38,049	32%
	12,000	2,042	17%
	132,000	40,092	30%

Balance26,00026,688Balance of revenue shown as ETMA revenue above.

City of Emeryville - 8 to Go Paratransit Services

1st Quarter Financials			
<u>Revenue</u> City of Emeryville - 8 to Go Paratransit Total Revenue - City	2015 Budget	Actual Revenue Rec'd to Date	% of Revenue Received
	78,000	15,138	19%
	78,000	15,138	19%
<u>Expenditures</u> Shuttle Operations & Maintenance Fuel Communications Professional Service Contracts Total Expenditures - City	2015 Budget	Actual Costs to Date	% Expended
	67,950	19,665	29%
	5,500	577	10%
	550	92	17%
	4,000	543	14%
	78,000	20,876	27%

Balance0(5,738)

City of Emeryville - RM2 Grant for Real-Time signage

1st Quarter Financials			
<u>Revenue</u> City Reimbursement for Real-Time Signage @ MacArthur BART Station Total Revenue -City > RM2	2015 Budget	Actual Revenue Rec'd to Date	% of Revenue Received
			#DIV/0!
	0	-	#DIV/0!
<u>Expenditures</u> Capital Equipment Purchase & Data Programming Professional Service Contracts Total Expenditures - City > RM2	2015 Budget	Actual Costs to Date	% Expended
			#DIV/0!
			#DIV/0!
	-	-	#DIV/0!

Balance- -

City of Emeryille - EBOT Study		1st Quarter Financials		
Revenue City's contribution for ETMA participation Total Revenue -City > RM2	2015 Budget	Actual Revenue Rec'd to Date	<i>% of Revenue Received</i>	Notes
	-	-	N/A	Contribution of \$12k for services received in 2013.
	-	-	N/A	
Expenditures Professional Service Contracts Total Expenditures - City > RM2	2015 Budget	Actual Costs to Date	<i>% Expended</i>	Notes
			N/A	
	-	-	N/A	
	-	-	N/A	
Balance		-	-	

[illegible]

2016 Preliminary Budget

EMERY GO-ROUND

Revenue	2016 Revenue Scenarios			Notes
	Scenario A 0% Increase	Scenario B 2.5% Increase	Scenario C 5% Increase	
PBID Revenue				
PBID Revenue	2,814,764	2,885,133	2,955,502	
City/County Fees (Administration and Legal Costs)	(67,000)	(67,000)	(67,000)	
Estimated Non-Collectables	(125,000)	(125,000)	(125,000)	
Net PBID	2,622,764	2,693,133	2,763,502	
Non-PBID Revenue				
ETMA Billed Revenue	71,599	73,389	75,179	
Nextbus Sign Revenue	7,200	7,200	7,200	
Charter	1,000	1,000	1,000	
Interest Income	2,000	2,000	2,000	
BGTMA Revenue				
				Revenue for West Berkeley Shuttle service only. Does not include additional revenue for previously approved expansion of Emery Go-Round service to West Berkeley.
				Waiting for approval from City of Berkeley.
				Assumes remaining balance from \$400k allocation will be paid in 2016.
	30,000	30,000	30,000	
City of Emeryville - General Fund Contribution	174,000	174,000	174,000	
Other revenue	-	-	-	
Subtotal Non-PBID Revenues	285,799	287,589	289,379	
Total Revenue	2,908,563	2,980,722	3,052,881	

Expenditures	2016 Proposed Budget	Assumptions
Direct Costs		
Bus Leases/Purchases	310,000	Payoff of existing leases.
Maintenance	275,000	
Operations Contract	650,000	50% reduction in service, until funding is identified.
Fuel	180,000	50% reduction in service.
Communications	33,000	
Miscellaneous Operating Costs	-	
Subtotal Direct Costs	1,448,000	
Indirect Costs		
Professional Services	500,000	Professional service efforts are likely to increase significantly as the TMA initiates the process for direct membership participation. Such efforts include issuance of membership participation agreements, outreach to members, possible transit planning services, as well as increased coordination with the City to identify other funding options.
Office Expenses	5,000	
Occupancy	140,000	
Membership Outreach/Marketing Materials	20,000	
Pilot Projects and Research	-	
TMA Insurance	9,000	
Conferences, Conventions, Meetings	-	
Bus Yard - Site Development & Project Management	-	
Subtotal Indirect Costs	674,000	
Total TMA Expenditures¹	2,122,000	

NOTE: Should PBID renewal be voted down in August 2015, staff will initiate the process to solidify direct membership participation. During this time, shuttle services would be scaled back significantly, until funding commitments are identified.

CASH BALANCE (per Revenue Scenario)

Revenue Scenario A - 0% Increase	Cash Balance
Projected Cash Balance on January 1, 2016	315,057
2016 Revenue Balance	786,563
Projected Cash Balance on December 30, 2016	1,101,620

Revenue Scenario B - 2.5% Increase	Cash Balance
Projected Cash Balance on January 1, 2016	315,057
2016 Revenue Balance	858,722
Projected Cash Balance on December 30, 2016	1,173,779

Revenue Scenario C - 5% Increase	Cash Balance
Projected Cash Balance on January 1, 2016	315,057
2016 Revenue Balance	930,881

Projected Cash Balance on December 30, 2016	1,245,938
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EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

STAFF REPORT MEMORANDUM

DATE: June 12, 2015

FROM: Roni Hatstrup, Director of Finance & Operations

SUBJECT: Discuss and consider approval of Amendment No. 2 to Professional Services Agreement with John Tounger to extend the term ending date to May 31st, 2016

RECOMMENDATION

Board approval of Amendment No. 2 to extend the term of John Tounger's Professional Services Agreement by fourteen (14) months to May 31, 2016 for continued bookkeeping and accounting services. The annual not-to-exceed amount remains the same at \$22,000 per year.

BACKGROUND

John Tounger has been a self-employed CPA for over 24 years and has served as the Accountant and tax preparer for the ETMA since January 2000. Since October of 2009, Mr. Tounger has been responsible for the day to day accounting of the ETMA and has been very responsive to the organizations needs in paying invoices, tracking expenses, managing the ETMA's bank accounts and preparing reports to the Board on the ETMA's financial position.

On March 21st, 2013 the Board approved a new Professional Services Agreement effective April 1, 2013, for a term of one (1) year. On February 20th, 2014, the Board approved Amendment 1 to Mr. Tounger's agreement to extend the term one (1) additional year through March 31, 2015.

DISCUSSION

The annual tax preparation and audit preparation process typically occurs between March and May each year. Rather than extending the term only one (1) year to March 31, 2016 (as done previously), staff recommends a fourteen (14) month extension to May 31, 2016, to allow sufficient time for Mr. Tounger to complete all 2015 financial deliverables.

Staff has reviewed Mr. Tounger's letter of engagement and are satisfied with the services and rates proposed. While the annual not-to-exceed amount of twenty-two thousand dollars (\$22,000) remains the same, Mr. Tounger's billing rates have increased slightly as follows:

- Monthly flat rate increased twenty-five dollars (\$25) to one thousand, five hundred, twenty-five dollars (\$1,525) per month
- Tax preparation fee increased by one hundred dollars (\$100) to two-thousand, six hundred dollars (\$2,600) per year.
- Rate for meeting attendance increase by five dollars (\$5) to one-hundred eighty dollars (\$180) per hour.

The estimated annual increase in cost is under five hundred dollars (\$500).

FINANCIAL CONSIDERATIONS

The approved 2015 Budget is sufficient to cover the annual “not to exceed” amount of twenty two thousand dollars (\$22,000).

ATTACHMENTS

1. Amendment #2 to Professional Services Agreement with John S. Tounger, Jr. with Exhibit A - Letter of Engagement, dated May 26th, 2015.

**AMENDMENT TO AGREEMENT BETWEEN
EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION AND JOHN TOUNGER, CPA**

THIS AMENDMENT NO. 2 to agreement dated April 1, 2013 between the Emeryville Transportation Management Association, a California non-profit corporation, herein called the "Association," and John Tounger, CPA, herein called the "Consultant."

RECITALS

WHEREAS, Association retained Consultant to provide accounting and bookkeeping services for the Associations transportation service; and

WHEREAS, Association authorized Amendment 1 if the agreement on February 20th, 2014 to extend the term of the agreement by one (1) year to March 31, 2015; and

WHEREAS, Association wishes to retain Consultant for continued accounting and bookkeeping services and to extend the term of the agreement fourteen (14) months through May 31st, 2016 at the rates defined in Consultant's proposal letter dated May 26th, 2015, attached as Exhibit A;

NOW, THEREFORE, Association agrees to amend Section 2 of the agreement to extend the term to May 31st, 2016; and

BE IT MUTUALLY AGREED that the term ending date defined in Section 2, of Professional Services Agreement, be modified to May 31st, 2015.

IN WITNESS WHEREOF, the Association and Consultant have executed Amendment No. 2 to this Agreement on the 18th of June, 2015.

EMERYVILLE TRANSPORTATION
MANAGEMENT ASSOCIATION

CONSULTANT

By: _____
Chair

By: _____

JOHN S. TOUNGER, JR.
 TAX, ACCOUNTANCY AND
 BUSINESS CONSULTING SERVICES

26 May 2015

Emeryville Transportation Management Association

This letter is to confirm our understanding of the terms and objectives of our engagement and the nature and limitations of the services I will provide. Please sign and return to me.

Bookkeeping, consulting services, Tax preparation

I will provide bookkeeper and accounting services in order to prepare internal financial statements and other reports as requested. I will discuss these statements with you and any key personnel as requested.

I will prepare the trial balance and any other financial information to the outside Certified Public Account for their preparation of the Audited Financial Statements.

I will prepare checks (but not sign) and manage the on line banking payments in accordance with the internal controls of check and wire payment approval system that is in place. Currently the procedure is obtaining written or e-mail approval from Roni Hatrup.

My engagement cannot be relied upon to disclose errors, irregularities, or illegal acts, including fraud or defalcations, that may exist. However, I will inform you of any such matters that come to my attention.

Tax returns and tax advice

I will prepare the Federal and State non-profit tax returns. Your data will not be audited or otherwise verified, although I may ask you to clarify some of it or have you furnish me with additional data.

Your returns are subject to review by taxing authorities. In the event of an examination or other contact, I am available to represent you at an additional charge at my normal billing rate.

I am responsible for preparing the tax returns. I am not responsible for the disallowance of deductions due to inadequately supported documentation, nor for resulting taxes, penalties and interest. If taxes, penalties and interest are charged for a preparation error I will only be responsible for the penalties, to a maximum of my preparation fee charged for that year's returns.

My professional judgment will be used in preparing the tax returns. Whenever I am aware that possible applicable tax law is unclear, or, that there are conflicting interpretations of the law by the courts and tax agencies, I will explain the possible positions which may be taken on your returns. I will follow whatever position you request, so long as it is consistent with the codes, regulations and interpretations, which have been promulgated. If the taxing authorities should later contest the position taken, there may be an assessment of additional taxes, interest and penalties. I assume no liability for any such assessment.

By your signature below, you agree that you have the proper records to substantiate all items of income and deductions, including travel and entertainment expenses, and that you will carefully examine and approve your completed tax returns before signing and submitting them to the tax authorities.

My fees for these services typically are based on the actual time spent at my standard hourly rate for the type of service being provided, plus out-of-pocket costs. For the bookkeeping, monthly reports, on line banking access with cash management and communication with vendors I will agree to a flat monthly rate of \$1,525. Meetings with the Board and other consultants will be charged at \$180 per hour. The tax return preparation fee is estimated at \$2,600. Included with that fee is one meeting with the finance committee to present the draft tax returns.

My services can be terminated with a 30-day notice.

Very truly yours,

585 MANDANA BLVD., SUITE 10
 OAKLAND, CA 94610
 TELEPHONE: (510) 893-0950
 FAX: (510) 893-0954
 JOHN@TOUNGER.COM

Response:

This letter correctly sets forth the Understanding
 of our engagement

**Emeryville Transportation Mgt. Assoc.
Check register**

	Type	Date	Num	Name	Memo	Deposit	Check	Balance
Bank of Marin Money Market								
	Payment	05/07/2015		Adeline Place, LP	Direct Billing	4,712.26		1,367,434.22
	Transfer	05/12/2015			Funds Transfer		150,000.00	1,217,434.22
	Transfer	05/29/2015			Funds Transfer		600,000.00	617,434.22
	Deposit	05/31/2015			Interest	65.71		617,499.93
Total Bank of Marin Money Market						4,777.97	750,000.00	617,499.93
Bank of Marin operating								
	Check	05/01/2015	E-pay	John Tounger, CPA	Accounting		1,500.00	76,022.36
	Check	05/01/2015	E-pay	ModSpace	Customer Number 882155		670.11	75,352.25
	Check	05/01/2015	Auto pay	Wells Fargo Equipment Finance			17,782.00	57,570.25
	Check	05/01/2015	Epay	Wells Fargo Equipment Finance			8,520.00	49,050.25
	Check	05/04/2015	Auto pay	Bank of Alameda Bus # 115 Loan			5,644.43	43,405.82
	Check	05/08/2015	1195	FRANCHISE TAX BOARD	1970886 Form 3586 2014		10.00	43,395.82
	Check	05/08/2015	1196	Verizon	Driver phones Acct # 642033362-00001		676.26	42,719.56
	Check	05/08/2015	1197	EBMUD	Water service acct #55759800001		149.25	42,570.31
	Check	05/08/2015	1198	AT&T 3862	Phone 510-451-3862		66.86	42,503.45
	Check	05/08/2015	1199	Hanson Bridgett Inc.	Legal services inv#1140295, Feb Services		504.00	41,999.45
	Check	05/08/2015	1200	Waste Management	Garbage Service, Acct # 063-4070140-2216-1		107.78	41,891.67
	Check	05/08/2015	1201	Sprint	Driver phones, Account #531906265		813.19	41,078.48
	Transfer	05/12/2015			Funds Transfer	150,000.00		191,078.48
	Check	05/12/2015		Bank of Alameda Bus # 113 Loan	Final pmt		206.14	190,872.34
	Check	05/12/2015	1	Bank of Alameda Bus # 115 Loan	Adjusted payment		282.22	190,590.12
	Check	05/13/2015	1202	AT&T 129402070	ISP		52.00	190,538.12
	Check	05/13/2015	1203	Damonodesign	Website design		2,812.50	187,725.62
	Check	05/13/2015	1204	AC Transit	April Fuel		19,501.33	168,224.29
	Check	05/13/2015	1205	Gray-Bowen-Scott	March services		23,051.30	145,172.99
	Check	05/18/2015	1206	ADMACdi	Annual report printing		1,996.64	143,176.35
	Check	05/18/2015	1207	MV Transportation Inc	April Services		158,040.31	-14,863.96
	Check	05/26/2015	1208	WorldWide Communications	Annual Report		225.00	-15,088.96
	Check	05/26/2015	e-pay	LBA RIV - Company XII, LLC	Rent		4,336.29	-19,425.25
	Check	05/26/2015	e-pay	LBA RIV - Company XII, LLC	Rent		4,782.12	-24,207.37
	Check	05/29/2015	Auto-pay	Wells Fargo Equipment Finance	Bus #7207 & #7208		12,393.00	-36,600.37
	Check	05/29/2015	1213	Gray-Bowen-Scott	April services, Invoice		24,915.60	-61,515.97
	Transfer	05/29/2015			Funds Transfer	600,000.00		538,484.03
	Check	05/31/2015		Adverage balance 199K	Service Charge		23.27	538,460.76
Total Bank of Marin operating						750,000.00	289,061.60	538,460.76
MMSummit Pre-PBID funds								138,348.42