



# EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

## AGENDA

Board of Directors Meeting  
November 14, 2023 @ 11:00 AM  
1333 Park Avenue, Council Chambers  
Emeryville, CA 94608

### **Chair**

*Bobby Lee, At-Large  
Residential Member*

### **Vice Chair**

*Andrew Allen  
At-Large Business  
Member*

### **Secretary**

*Betsy Cooley, At-Large  
Residential Member*

### **Treasurer**

*Geoffrey Sears  
Wareham  
Development*

### **Directors**

*Peter Schreiber  
Pixar*

*Colin Osborne  
At-Large Business  
Member*

*Kassandra Kappelos  
Public Market*

*Izamar Hook  
CenterCal/Bay Street*

1. Call to Order
2. Public Comment
3. Approval of the Minutes of the October 24, 2023 Board of Directors Meeting (Page 2)
4. Executive Directors Report
  - A. TripShot Implementation Update
  - B. Board of Directors Recruitment Update
  - C. Strategic Planning Update
5. Business Items
  - A. 3<sup>rd</sup> Quarter Financial Report (Page 5)
  - B. Review and Consider Approval of Amendment 1 to extend the fueling agreement with AC Transit through December 31, 2024 (Page 9)
  - C. Review and Consider Approval of Amendment 3 to the Transportation Agreement with Quatterra to extend the term of services through December 31, 2024 (Page 10)
  - D. Review and Consider Approval to enter into a new Transportation Agreement with West Berkeley Shuttle, LLC for Operations and Oversight of the West Berkeley Shuttle (Supplemental Document)
  - E. Review and Consider Approval of Amendment 7 to extend the Shuttle Operations Agreement with MV Transportation, Inc. through December 31, 2024 (Page 12)
  - F. Review and Consider Approval of Resolution 2023-11 to change the Board of Directors Regular Scheduled Meeting Day (Page 24)
6. Confirm date of Next Meeting – January 16, 2024
7. Adjournment

EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

**ACTION SUMMARY MINUTES**

Board of Directors Meeting

October 24, 2023

**LOCATION: 1333 PARK AVENUE, COUNCIL CHAMBERS**

**EMERYVILLE, CA 94608**

**Directors Present:** Bobby Lee, Chair  
Andrew Allen, Vice Chair  
Betsy Cooley, Secretary  
Geoff Sears, Treasurer  
Kassandra Kappelos, Director  
Peter Schreiber, Director

**Others Present:** Daniel Oliver, Executive Director  
Janet Shipp, Administrative Assistant  
Andrew Ridley, ALTRANS  
Martie Wynn, ALTRANS  
Pedro Jimenez, City of Emeryville  
Lawrence Chiu, City of Emeryville

1. Call To Order  
*Bobby Lee called the Board of Director's meeting to order at 11:04am*
2. Public Comment  
*No comments*
3. Approval of the Minutes of the September 21, 2023 Board of Directors Meeting  
*Geoff motioned for approval of the meeting minutes of the September 21, 2023 Board of Directors Meeting. Betsy seconded the motion.*

*This item was approved by a unanimous vote:*

*Yes: 6*

*No: 0*

*Abstain: 0*

4. Executive Directors Report
  - A. Information: Emery Go-Round Ridership & Performance  
*Daniel presented that there was a drop in ridership across the board for the month of September. Weekend ridership there was an increase in total but a drop in average ridership partly because of Bart's new schedule. On time performance is still unreliable.*
  - B. Information: TripShot Implementation Timeline Update  
*Currently we are looking at a December 1 or December 4 launch and implementation. Marketing pieces will be put in place to get the word out that at the end of October the current app will no longer be active.*

C. Information: Board of Directors Recruitment Updates

*Daniel reached out to East Bay Bridge, Regency Centers, and KBS Towers. Daniel has been in touch with the KBS Towers property manager about reinstating Watergate. The property manager said she will meet with the owners, but Daniel has not heard back. For East Bay Bridge, Daniel reached out to the management of Federal Realty as well as Regency Centers. Daniel is waiting to hear back. The goal is to work towards a full board by the January BOD meeting.*

5. Business Items

A. Action: Review and Consider approval of the 2024 Final Budget

*Geoff motioned for approval of the 2024 Final Budget and to present to City Council for approval on 12/5/23. Andrew seconded the motion.*

*This item was approved by a unanimous vote:*

*Yes: 5*

*No: 0*

*Abstain: 0*

B. Action: Review and Accept Independent Auditors Report on the 2022 Financial Statements

*The Auditor determined that the financial statements presented fairly. There were no unusual transactions. Andrew motioned for approval of the Independent Auditors Report on the 2022 Financial Statements. Peter seconded the motion.*

*This item was approved by a unanimous vote:*

*Yes: 6*

*No: 0*

*Abstain: 0*

C. Information: Independent Auditor RFP Update

*Daniel submitted the RFP to 7 different accounting firms and only heard back from 1. The subcommittee elected to continue with Maze for next year with a couple of contingencies 1) We should be able to engage with them at the end of February instead of May. 2) They need to give a timeline and a delivery date on when the final report will be received. Geoff motioned for approval. Andrew Allen seconded the motion.*

*This item was approved by a unanimous vote:*

*Yes: 5*

*No: 0*

*Abstain: 0*

D. Information: Review Pricing Proposal from MV Transportation for 2024 Shuttle Operation & Maintenance Services

*The contract costs presented by MV were reviewed and discussed before the contract approval which is scheduled for approval at the November BOD meeting. The MV contract*

*will be looked at more closely by a subcommittee. Andrew Allen and Bobby agreed to be on the subcommittee.*

6. Confirm date of Next Meeting

*Bobby motioned for the next BOD meeting to be held Tuesday, 11/14 @ 11am. Geoff seconded the motion*

*This item was approved by a unanimous vote:*

*Yes: 5*

*No: 0*

*Abstain: 0*

7. Adjournment

*The meeting adjourned at approximately 12:22pm*



## EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION

### STAFF REPORT MEMORANDUM

DATE: November 14, 2023  
SUBJECT: 2023 ETMA 3rd Quarter Financial Report

### Revenue

- We have received 100% of the PBID Revenue, City Contribution, and Direct Billed Revenue.
- Reimbursable Shuttle Programs
  - Revenue from the Reimbursable Shuttle Programs is dependent on the expenditures of these programs.
- Overall, we have received 95% of all expected revenue for the 2023 year

### Expenditures

- Direct Costs
  - EGR Operations is 7% below our budgeted costs through the end of the 3<sup>rd</sup> quarter
  - EGR Maintenance and fuel are both about 30% below our budgeted costs through the end of the 3<sup>rd</sup> quarter
  - EGR Communications is currently 51% below the budgeted costs through the end of the 3<sup>rd</sup> quarter, but with the upcoming payment to TripShot, we anticipate to exceed the budgeted amount by the end of the year.
  - EGR Bus Leases/Purchases/Savings is 48% below the budgeted costs through the end of the 3<sup>rd</sup> quarter. Any excess from this line items is expected to go to savings for future fleet/operations procurements or initiatives
- Indirect Costs are about 6% below the budgeted costs through the end of the 3<sup>rd</sup> quarter
- Overall, ETMA Expenditures are 15% below the budgeted costs through the end of the 3<sup>rd</sup> quarter

## ETMA 2023 Third Quarter Financial Report - Accrual Basis

REVENUE	2023 Annual Budget	Expected Revenue to Date	Accrued Revenue to Date	Variance to Date	% of Annual Revenue Received
<b>PBID Revenue</b>					
PBID Revenue	4,373,554	4,373,554	4,373,554	-	100%
<b>Non-PBID Revenue</b>					
City of Emeryville - General Benefit Contribution	634,162	634,162	634,162	-	100%
ETMA Direct Billed Revenue	112,865	112,865	113,373	508	100%
8 to Go Revenue	141,125	105,844	84,418	(21,426)	60%
WBS Revenue	322,000	241,500	220,803	(20,697)	69%
Emery Express Revenue	467,600	350,700	276,954	(73,746)	59%
Misc. Revenue (Interest income, investments, etc.)	3,000	2,250	1,433	(817)	48%
Subtotal Non-PBID Revenues	1,646,329	1,447,321	1,331,142	(116,179)	81%
<b>TOTAL REVENUE</b>	<b>6,019,883</b>	<b>5,820,875</b>	<b>5,704,696</b>	<b>(116,179)</b>	<b>95%</b>

EXPENDITURES	2023 Annual Budget	Expected Expenditures to Date	Accrued Expenditures to Date	Variance to Date	% of Annual Budget Expended
<b>Direct Costs</b>					
EGR Operations	2,700,000	2,025,000	1,831,630	(193,370)	68%
EGR Maintenance	220,000	165,000	103,067	(61,933)	47%
EGR Fuel	360,000	270,000	159,497	(110,503)	44%
EGR Communications	55,000	41,250	13,287	(27,963)	24%
EGR Misc. Operations Expenses	10,000	7,500	-	(7,500)	0%
EGR Bus Leases/Purchases/Savings	500,000	375,000	135,252	(239,748)	27%
Subtotal Direct Costs	3,845,000	2,883,750	2,242,735	(641,015)	58%
<b>Reimbursable Program Costs</b>					
8 to Go Operations	141,125	105,844	95,929	(9,915)	68%
West Berkeley Shuttle Operations	280,000	210,000	186,338	(23,663)	67%
Emery Express Operations	389,667	292,250	241,457	(50,793)	62%
Subtotal Reimbursable Program Costs	782,900	587,175	523,723	(63,452)	67%
<b>Indirect Costs</b>					
Professional Services	575,000	431,250	399,529	(31,721)	69%
Occupancy (Facilities related expenses)	510,000	382,500	357,581	(24,919)	70%
TMA Insurance	50,000	37,500	55,275	17,775	111%
Conferences, Meetings, Office Expenses	10,000	7,500	46	(7,454)	0%
Membership & Public Outreach	10,000	7,500	200	(7,300)	2%
Pilot Projects & Research	25,000	18,750	-	(18,750)	0%
Bus Yard	-	-	5,800	5,800	N/A
Subtotal Indirect Costs	1,180,000	885,000	818,432	(66,568)	69%
<b>TOTAL ETMA EXPENDITURES</b>	<b>5,942,900</b>	<b>4,457,175</b>	<b>3,584,889</b>	<b>(872,286)</b>	<b>60%</b>

## ETMA 2023 Third Quarter Financial Report - Cash Basis

REVENUE	2023 Annual Budget	Expected Revenue to Date	Received Revenue to Date	Variance to Date	% of Annual Revenue Received
<b>PBID Revenue</b>					
PBID Revenue	4,373,554	4,373,554	4,373,554	-	100%
<b>Non-PBID Revenue</b>					
City of Emeryville - General Benefit Contribution	634,162	634,162	634,162	-	100%
ETMA Direct Billed Revenue	112,865	112,865	113,373	508	100%
8 to Go Revenue	141,125	105,844	82,578	(23,266)	59%
WBS Revenue	322,000	241,500	188,261	(53,239)	58%
Emery Express Revenue	467,600	350,700	131,512	(219,188)	28%
Misc. Revenue (Interest income, investments, etc.)	3,000	2,250	1,433	(817)	48%
Subtotal Non-PBID Revenues	1,646,329	1,447,321	1,151,318	(296,003)	70%
<b>TOTAL REVENUE</b>	<b>6,019,883</b>	<b>5,820,875</b>	<b>5,524,872</b>	<b>(296,003)</b>	<b>92%</b>

EXPENDITURES	2023 Annual Budget	Expected Expenditures to Date	Expenditures to Date	Variance to Date	% of Annual Budget Expended
<b>Direct Costs</b>					
EGR Operations	2,700,000	2,025,000	1,817,415	(207,585)	67%
EGR Maintenance	220,000	165,000	91,788	(73,212)	42%
EGR Fuel	360,000	270,000	134,585	(135,415)	37%
EGR Communications	55,000	41,250	12,324	(28,926)	22%
EGR Misc. Operations Expenses	10,000	7,500	-	(7,500)	0%
EGR Bus Leases/Purchases/Savings	500,000	375,000	135,252	(239,748)	27%
Subtotal Direct Costs	3,845,000	2,883,750	2,191,364	(692,386)	57%
<b>Reimbursable Program Costs</b>					
8 to Go Operations	141,125	105,844	97,243	(8,601)	69%
West Berkeley Shuttle Operations	280,000	210,000	186,936	(23,064)	67%
Emery Express Operations	389,667	292,250	249,560	(42,690)	64%
Subtotal Reimbursable Program Costs	782,900	587,175	533,739	(53,436)	68%
<b>Indirect Costs</b>					
Professional Services	575,000	431,250	414,553	(16,697)	72%
Occupancy (Facilities related expenses)	510,000	382,500	372,461	(10,039)	73%
TMA Insurance	50,000	37,500	51,483	13,983	103%
Conferences, Meetings, Office Expenses	10,000	7,500	46	(7,454)	0%
Membership & Public Outreach	10,000	7,500	200	(7,300)	2%
Pilot Projects & Research	25,000	18,750	-	(18,750)	0%
Bus Yard	-	-	9,400	9,400	N/A
Subtotal Indirect Costs	1,180,000	885,000	848,143	(36,857)	72%
<b>TOTAL ETMA EXPENDITURES</b>	<b>5,942,900</b>	<b>4,457,175</b>	<b>3,573,246</b>	<b>(883,929)</b>	<b>60%</b>

# ETMA Reimbursable Shuttle Programs 2023 Q3 Report

West Berkeley Shuttle					
REVENUE	2023 Annual Budget	Expected Revenue to Date	Accrued Revenue to Date	Variance to Date	% of Annual Revenue Received
Revenue	322,000	241,500	220,803	(20,697)	69%
EXPENDITURES	2023 Annual Budget	Expected Expenditures to Date	Accrued Expenditures to Date	Variance to Date	% of Annual Budgeted Expended
Shuttle Operations	250,000	187,500	182,673	(4,827)	73%
Real-Time Tracking	10,000	7,500	-	(7,500)	0%
Communications	-	-	629	629	N/A
Professional Services	20,000	15,000	8,700	(6,300)	44%
<b>Subtotal Direct Costs</b>	<b>280,000</b>	<b>210,000</b>	<b>192,002</b>	<b>(17,998)</b>	<b>69%</b>
Indirect Costs (15%)	42,000	31,500	28,800	(2,700)	69%
<b>Total Expenditures</b>	<b>322,000</b>	<b>241,500</b>	<b>220,803</b>	<b>(20,697)</b>	<b>69%</b>
<b>Balance</b>	<b>42,000</b>	<b>31,500</b>	<b>28,800</b>	<b>(2,700)</b>	<b>69%</b>

8 to Go					
REVENUE	2023 Annual Budget	Expected Revenue to Date	Accrued Revenue to Date	Variance to Date	% of Annual Revenue Received
Revenue	141,125	105,844	84,313	(21,530)	60%
EXPENDITURES	2023 Annual Budget	Expected Expenditures to Date	Accrued Expenditures to Date	Variance to Date	% of Annual Budgeted Expended
Shuttle Operations	112,550	84,413	73,168	(11,245)	65%
Shuttle Maintenance	8,750	6,563	2,254	(4,308)	26%
Professional Services	13,500	10,125	6,194	(3,931)	46%
Fuel	5,450	4,088	2,114	(1,974)	39%
Communications	875	656	584	(73)	67%
<b>Total Expenditures</b>	<b>141,125</b>	<b>105,844</b>	<b>84,313</b>	<b>(21,530)</b>	<b>60%</b>

Quarterra (Lennar) - The Emery Express					
REVENUE	2023 Annual Budget	Expected Revenue to Date	Accrued Revenue to Date	Variance to Date	% of Annual Revenue Received
Revenue	467,600	350,700	276,954	(73,746)	59%
EXPENDITURES	2023 Annual Budget	Expected Expenditures to Date	Accrued Expenditures to Date	Variance to Date	% of Annual Budgeted Expended
Shuttle Operations	290,000	217,500	205,033	(12,467)	71%
Professional Services	50,000	37,500	9,659	(27,842)	19%
Fuel	44,667	33,500	15,475	(18,025)	35%
Communications	5,000	3,750	629	(3,121)	13%
<b>Subtotal - Direct Costs</b>	<b>389,667</b>	<b>292,250</b>	<b>230,795</b>	<b>(61,455)</b>	<b>59%</b>
Indirect Costs (20%)	77,933	58,450	46,159	(12,291)	59%
<b>Total Expenditures</b>	<b>467,600</b>	<b>350,700</b>	<b>276,954</b>	<b>(73,746)</b>	<b>59%</b>
<b>Balance</b>	<b>77,933</b>	<b>58,450</b>	<b>46,159</b>	<b>(12,291)</b>	<b>59%</b>

### AMENDMENT NO. 1 TO THE CONTRACT

This Amendment No. 1 to the Contract ("Amendment") is made and entered into as of 01 January 2024 ("Effective Date") by and between **ALAMEDA-CONTRA COSTA TRANSIT DISTRICT**, a rapid transit district established pursuant to California Public Utilities Code, Section 24501 et seq., having its principal place of business at 1600 Franklin Street, Oakland, California 94612 (hereinafter, "AC Transit" or the "District") and **EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION**, having its principal place of business at 3640 Mandela Parkway, Oakland, CA 94608 (hereinafter, the "Corporation") to amend the terms of the Contract dated 01 January 2021 (the "Contract") as specified below.

**WHEREAS**, Corporation and the District entered into a Contract wherein District agreed to fuel and service the Emery-Go-Round shuttle service buses operated by Corporation; and

**WHEREAS**, the Initial Term of the Contract is scheduled to expire on 31 December 2023, and the District has the option to extend the Term of the Contract for one (1) additional priced term of (1) year for the option period, as provided in the Contract; and

**WHEREAS**, the District desires to exercise the Option Period, and Corporation is agreeable to extension of the Initial Term; and by this Amendment, Corporation and the District desire to set forth their agreements with respect thereto; and

**NOW THEREFORE**, in consideration of the faithful performance of the terms, conditions, promises and covenants contained in this Amendment No. 1 to the Contract, and the continuing provisions of the Contract, the parties agree as follows:

1. **Definitions.** Capitalized terms used but not defined herein shall have the meanings ascribed to those terms in the Contract.
2. **Section 2. Period of Performance.** The Term of the Contract delineated in Section 3, as amended, shall be extended for an additional one (1) year from 01 January 2024 to 31 December 2024, intending to be a term equal to the option period identified in the Contract.
3. **Section 3. Contract Price.** As compensation for the Services provided by the District to Corporation, Corporation shall pay to District the average monthly fair market price per gallon for DEF, diesel and unleaded fuel pumped. Additionally, the District will charge Corporation a fuel surcharge of \$0.56 per gallon for each gallon dispensed.  
The District and Corporation also agree that, due to the volatility of the fuel market, the District will adjust fuel and DEF pricing monthly during the contract period.
4. **Contract.** Except as set forth herein, all other terms of the Contract shall remain in full force and effect, unaltered and unchanged by this Amendment.
5. **No Oral Modification.** This Amendment may not be changed orally, but only by an agreement in writing executed by the Parties hereto.
6. **Governing Law.** This Amendment shall be governed by, and construed in accordance with, the laws of the State of California.
7. **Counterparts.** This Amendment may be executed in any number of counterparts, each of which shall be deemed to be one and the same instrument.

**IN WITNESS WHEREOF**, the Parties have duly executed this Amendment No. 1 as of the Effective Date.

**ALAMEDA-CONTRA COSTA TRANSIT DISTRICT**

**EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION**

By: \_\_\_\_\_  
Michael A. Hursh  
General Manager

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

**APPROVED AS TO FORM AND CONTENT:**

By: \_\_\_\_\_  
Jill A. Sprague  
General Counsel

**AMENDMENT TO TRANSPORTATION AGREEMENT BETWEEN  
LMV II EMERYVILLE HOLDINGS, L.P. AND EMERYVILLE TRANSPORTATION  
MANAGEMENT ASSOCIATION FOR SHUTTLE OPERATION SERVICES**

**THIS AMENDMENT NO. 3** to Transportation Agreement executed on July 19<sup>th</sup>, 2022 between the LMV II Emeryville Holdings, L.P. a Delaware limited partnership, herein called “LENNAR”, and the Emeryville Transportation Management Association, a California non-profit corporation, herein called the “ETMA”

**RECITALS**

WHEREAS, LENNAR entered into a Transportation Agreement with ETMA to perform shuttle operation services for The Emery Express Shuttle in Emeryville and West Oakland, California through December 31<sup>st</sup>, 2022; and

WHEREAS, LENNAR authorized Amendment 1 to extend the term of the Agreement one (1) year through December 31<sup>st</sup>, 2023; and

WHEREAS, ETMA authorized Amendment 2 to the agreement, dated April 20, 2023, to modify Section 2 of the Agreement to allow for the removal of mid-day service hours and reduce the daily operating hours to 8 hours per weekday, effective May 1, 2023; and

WHEREAS, both parties now desire to extend the term of the Agreement by one (1) year to a new termination date of December 31, 2024; and

WHEREAS, ETMA has prepared a cost estimate for services, which is attached hereto and included herein as Exhibit A.

NOW, THEREFORE BE IT MUTUALLY AGREED, that Section 1 of the Agreement, is amended to extend the term of services through December 31, 2024 and Exhibit A of the Agreement is modified to reflect the 2024 cost estimate, which is attached as Exhibit A.

IN WITNESS WHEREOF, LENNAR and ETMA have approved Amendment No. 3 to this Agreement on the \_\_\_\_ of \_\_\_\_\_, 2023.

LMV II EMERYVILLE HOLDINGS, L.P

EMERYVILLE TRANSPORTATION  
MANAGEMENT ASSOCIATION

BY: \_\_\_\_\_

BY: \_\_\_\_\_

NAME: \_\_\_\_\_

NAME: Bobby Lee

TITLE: \_\_\_\_\_

TITLE: Chair

**TRANSPORTATION AGREEMENT**  
**EXHIBIT A**

<b>The Emery Express Estimated Costs</b>	
<b>DIRECT COSTS</b>	<b>JAN-DEC 2024</b>
Shuttle Operations	\$220,000
Fuel	\$20,000
Communications	\$1,000
Operations Oversight	\$15,840
<b>Subtotal Direct Costs</b>	<b>\$256,840</b>
INDIRECT COSTS (20%)	\$51,368
<b>TOTAL</b>	<b>\$308,208</b>

1. Direct cost will be billed to partner at cost
2. Operations Oversight set a fixed cost of \$1,320 per month
3. Indirect costs (rent, utilities, insurance, site security, accounting services, other general overhead will be billed at 20% of direct costs.

**AMENDMENT TO SHUTTLE OPERATIONS AND MAINTENANCE AGREEMENT BETWEEN  
EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION AND  
MV TRANSPORTATION, INC.**

**THIS AMENDMENT NO. 7** (“Amendment”) is to the Shuttle Operations and Maintenance Agreement dated February 12<sup>th</sup>, 2018 between the Emeryville Transportation Management Association, a California non-profit corporation, (“ETMA”), and MV Transportation, Inc. (“Contractor”)

**RECITALS**

**WHEREAS**, ETMA retained Contractor for shuttle operation and vehicle maintenance services through December 31<sup>st</sup>, 2020; and

**WHEREAS**, ETMA approved Amendment 1 to extend the term of the agreement one (1) month, to January 31<sup>st</sup>, 2021, while services and pricing for services through December 31<sup>st</sup>, 2022 were negotiated by both parties; and

**WHEREAS**, ETMA approved Amendment 2 for a short term extension to the Agreement to June 30<sup>th</sup>, 2021, while Contractors proposed pricing was further evaluated, and modified the compensation limits per Contractors proposed pricing pages for calendar year 2021 services; and

**WHEREAS**, ETMA approved Amendment 3 to extend the term of the Agreement to December 31<sup>st</sup>, 2022 and to modify the compensation limits; and

**WHEREAS**, ETMA approved Amendment 4 to modify Section 6.ii of the Agreement to increase the Workers Compensation Insurance minimum liability limit to two million dollars (\$2,000,000).

**WHEREAS**, ETMA approved Amendment 5 to expand the scope of services for a new shuttle service to West Oakland BART and to establish pricing for the new service funded by Quatterra (formerly Lennar Multi-Family Communities); and

**WHEREAS**, ETMA approved Amendment 6 to extend the term of the Agreement to December 31<sup>st</sup>, 2023 and to modify the compensation limits; and

**WHEREAS**, ETMA wishes to extend the term of the agreement one (1) year through December 31, 2024 and to adopt new pricing for all shuttle services, which is attached as Exhibit A and included herein.

**NOW, THEREFORE, BE IT MUTUALLY AGREED** that Section 2 of the agreement be modified to extend the term of the agreement through December 31<sup>st</sup>, 2024, that Exhibit B of the Agreement be modified to reflect 2024 pricing, as per Exhibit A attached and that Exhibit C be added to the Agreement regarding maintenance standards.

**AMENDMENT TO SHUTTLE OPERATIONS AND MAINTENANCE AGREEMENT BETWEEN  
EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION AND  
MV TRANSPORTATION, INC.**

IN WITNESS WHEREOF, the ETMA approved Amendment No. 7 to the Shuttle Operations and Maintenance Agreement on the \_\_\_\_ day of \_\_\_\_\_ 2022.

EMERYVILLE TRANSPORTATION MANAGEMENT  
ASSOCIATION

MV TRANSPORTATION, INC.

BY: \_\_\_\_\_

NAME: Bobby Lee

TITLE: Chair

DATE: \_\_\_\_\_

BY: \_\_\_\_\_

NAME: Jamie Pierson

TITLE: Chief Financial Officer

DATE: \_\_\_\_\_

# EXHIBIT A

## COST FORMS

Form 1.1 - Emery Go-Round Operations Fixed Cost Worksheet

FIXED COSTS - OPERATIONS		2023	2024
<b>PERSONNEL</b>			
Annual Wages (itemize by position below)			
Project Manager	\$	64,279	\$ 72,520
Dispatcher	\$	74,047.49	\$ -
IT Support	\$	-	\$ -
Safety & Road Supervisors	\$	53,447.10	\$ 102,707.92
Other Support Staff (A Mechanic x 1.5)	\$	-	\$ 117,719.81
Payroll Taxes	\$	16,772.10	\$ 25,776.77
Fringe Benefits	\$	17,537.58	\$ 27,009.04
Description of Other Support Staff:			
<b>BUS STORAGE AND ADMINISTRATION FACILITY</b>			
Office Equipment	\$	3,620.29	\$ 3,728.90
Office Supplies	\$	2,216.80	\$ 2,283.30
Printing/Copying/Postage	\$	98.39	\$ 101.34
<b>VEHICLE</b>			
Vehicle Cleaning, does not include Maintenance	\$	38,414.36	\$ 39,566.79
Spare Vehicle (including maintenance)	\$	-	\$ -
<b>INSURANCE &amp; LICENSING</b>			
Business Liability	\$	3,318.14	\$ 3,417.68
Auto Liability	\$	109,133.75	\$ 112,407.76
Workers Compensation	\$	1,516.04	\$ 1,561.52
Other Insurance or Licensing (please describe below)	\$	2,597.98	\$ 2,675.92
Description of Other Insurance & Licensing: Business License			
<b>OTHER OVERHEAD</b>			
Recruitment, License Testing, Drug Testing, etc.	\$	8,570.10	\$ 8,827.20
Uniforms/Uniform Laundering	\$	1,930.72	\$ 1,988.64
Rent	\$	-	\$ 64,092.95
Personal Protection Equipment & Supplies	\$	-	\$ -
Communication Expenses	\$	-	\$ -
DriveCam Expenses	\$	6,160.04	\$ 6,344.84
Corporate Support	\$	23,319.41	\$ 24,018.99
Interest Expense	\$	13,194.69	\$ 13,590.53
<b>PROFIT</b>			
PROFIT	\$	26,401.49	\$ 43,413.75
<b>TOTAL FIXED COSTS - OPERATIONS</b>			
Total Annual Costs	\$	466,575.47	\$ 673,753.61
No. Months per Year		12	12
FIXED COSTS PER MONTH = Total	\$	38,881.29	\$ 56,146.13

# EXHIBIT A

Form 1.2 - Emery Go-Round Operations Fixed Cost Worksheet

VARIABLE COSTS - OPERATIONS			
	2023	2024	
<b>PERSONNEL - show detail in FORM 1.3</b>			
Drivers:			
Annual Wages (During Service Hours)	\$ 1,250,353.28	\$ 1,302,868.12	
Annual Wages (During Training & Other Non-	\$ 42,219.18	\$ 43,992.39	
Payroll Taxes	\$ 113,146.51	\$ 117,898.66	
Fringe Benefits @ 2965681%	\$ 336,889.54	\$ 351,038.90	
<b>OTHER OPERATIONS COSTS</b>			
Other Costs, if Any (please itemize below)			
Corporate Support	\$ 97,565.85	\$ 107,815.91	
<b>PROFIT</b>			
Profit @ 6%	\$ 110,358.03	\$ 128,451.72	
<b>TOTAL VARIABLE COSTS - OPERATIONS</b>			
Total Annual Costs	\$ 1,950,532.39	\$ 2,052,065.70	
Annual Service Hours <sup>1</sup>	32,500	32,500	
COST PER SERVICE HOUR = Total Annual Cost ÷ Annual Service Hours	\$ 60.02	\$ 63.14	

# EXHIBIT A

## COST FORMS

### Form 2.1 - West Berkeley Shuttle Operations Fixed Cost Worksheet

<b>FIXED COSTS - OPERATIONS</b>		
	<b>2023</b>	<b>2024</b>
<b>PERSONNEL</b>		
Annual Wages (itemize by position below)		
Project Manager	\$ 4,430	\$ 4,998
Dispatcher	\$ 3,695.57	\$ -
IT Support	\$ -	\$ -
Safety & Road Supervisors	\$ 2,667.44	\$ 5,125.95
Other Support Staff (A Mechanic x 1.5)	\$ -	\$ 8,113.05
Payroll Taxes	\$ 944.41	\$ 1,451.45
Fringe Benefits	\$ 986.54	\$ 1,519.34
Description of Other Support Staff:		
<b>BUS STORAGE AND ADMINISTRATION FACILITY</b>		
Office Equipment	\$ 277.23	\$ 285.55
Office Supplies	\$ 152.78	\$ 157.36
Printing/Copying/Postage	\$ 6.78	\$ 6.98
<b>VEHICLE</b>		
Vehicle Cost (including Maintenance and Fuel)	\$ 50,970.36	\$ 52,499.47
Spare Vehicle (including maintenance)		
<b>INSURANCE &amp; LICENSING</b>		
Business Liability	\$ 228.69	\$ 235.55
Auto Liability	\$ 7,521.49	\$ 7,747.13
Workers Compensation	\$ 53.97	\$ 55.59
Other Insurance or Licensing (please describe below)	\$ 179.05	\$ 184.42
Description of Other Insurance & Licensing: Business License		
<b>OTHER OVERHEAD</b>		
Recruitment, License Testing, Drug Testing, etc.	\$ 590.65	\$ 608.37
Uniforms/Uniform Laundering	\$ 133.07	\$ 137.06
Rent	\$ -	\$ 4,417.18
Personal Protection Equipment & Supplies	\$ -	\$ -
Communication Expenses	\$ -	\$ -
DriveCam Expenses	\$ 424.55	\$ 437.29
Corporate Support	\$ 4,151.36	\$ 4,275.90
Interest Expense	\$ 909.38	\$ 936.66
<b>PROFIT</b>		
PROFIT	\$ 4,701.13	\$ 7,547.52
<b>TOTAL FIXED COSTS - OPERATIONS</b>		
Total Annual Costs	\$ 83,024.45	\$ 100,739.78
No. Months per Year	12	12
FIXED COSTS PER MONTH = Total	\$ 6,918.70	\$ 8,394.98

# EXHIBIT A

## Form 2.2 - West Berkeley Shuttle Operations Fixed Cost Worksheet

VARIABLE COSTS - OPERATIONS		
	202	2024
<b>PERSONNEL - show detail in FORM 1.3</b>		
Drivers:		
Annual Wages (During Service Hours)	\$ 105,715.37	\$ 110,155.41
Annual Wages (During Training & Other Non-	\$ 3,509.10	\$ 3,656.48
Payroll Taxes	\$ 9,559.43	\$ 9,960.93
Fringe Benefits @ 2965681%	\$ 28,461.43	\$ 29,656.81
<b>OTHER OPERATIONS COSTS</b>		
Other Costs, if Any (please itemize below)		
Corporate Support	\$ 8,239.73	\$ 9,105.38
<b>PROFIT</b>		
Profit @ 6%	\$ 9,333.14	\$ 10,861.93
<b>TOTAL VARIABLE COSTS - OPERATIONS</b>		
Total Annual Costs	\$ 164,818.20	\$ 173,396.94
Annual Service Hours <sup>1</sup>	2,500	2,500
<b>COST PER SERVICE HOUR = Total Annual Cost ÷ Annual Service Hours</b>	\$ 65.93	\$ 69.36

# EXHIBIT A

## COST FORMS

Form 3.1 - 8 to Go Paratransit Operations Fixed Cost Worksheet

<b>FIXED COSTS - OPERATIONS</b>		
	<b>2023</b>	<b>2024</b>
<b>PERSONNEL</b>		
Annual Wages (itemize by position below)		
Project Manager	\$ 3,500	\$ 4,648
Dispatcher	\$ 2,738.92	\$ -
IT Support	\$ -	\$ -
Safety & Road Supervisors	\$ 2,858.55	\$ 6,627.18
Other Support Staff (A Mechanic x 1.5)	\$ -	\$ 7,911.16
Payroll Taxes	\$ 796.38	\$ 1,679.54
Fringe Benefits	\$ 375.22	\$ 791.33
Description of Other Support Staff:		
<b>BUS STORAGE AND ADMINISTRATION FACILITY</b>		
Office Equipment	\$ 219.04	\$ 225.61
Office Supplies	\$ 120.71	\$ 124.33
Printing/Copying/Postage	\$ 5.36	\$ 5.52
<b>VEHICLE</b>		
Vehicle Cleaning, does not include Maintenance	\$ 491.99	\$ 506.75
Vehicle (including maintenance)	\$ -	\$ -
<b>INSURANCE &amp; LICENSING</b>		
Business Liability	\$ 180.68	\$ 186.10
Auto Liability	\$ 5,942.57	\$ 6,120.85
Workers Compensation	\$ 82.55	\$ 85.03
Other Insurance or Licensing (please describe below)	\$ 141.47	\$ 145.71
Description of Other Insurance & Licensing: Business License		
<b>OTHER OVERHEAD</b>		
Recruitment, License Testing, Drug Testing, etc.	\$ 466.66	\$ 480.66
Uniforms/Uniform Laundering	\$ 105.13	\$ 108.28
Rent	\$ -	\$ 4,754.78
Personal Protection Equipment & Supplies	\$ -	\$ -
Communication Expenses	\$ -	\$ -
DriveCam Expenses	\$ 335.43	\$ 345.49
Corporate Support	\$ 1,067.60	\$ 1,099.63
Interest Expense	\$ 718.48	\$ 740.03
<b>PROFIT</b>		
PROFIT	\$ 1,208.71	\$ 2,195.16
<b>TOTAL FIXED COSTS - OPERATIONS</b>		
Total Annual Costs	\$ 21,355.45	\$ 38,781.12
No. Months per Year	12	12
FIXED COSTS PER MONTH = Total	\$ 1,779.62	\$ 3,231.76

# EXHIBIT A

## Form 3.1 - 8 to Go Paratransit Operations Fixed Cost Worksheet

### VARIABLE COSTS - OPERATIONS

	2023	2024
<b>PERSONNEL - show detail in FORM 1.3</b>		
Drivers:		
Annual Wages (During Service Hours)	\$ 56,236.59	\$ 66,634.81
Annual Wages (During Training & Other Non-	\$ 1,921.98	\$ 3,433.38
Payroll Taxes	\$ 5,090.71	\$ 6,133.67
Fringe Benefits @	\$ 15,154.19	\$ 17,794.38
<b>OTHER OPERATIONS COSTS</b>		
Other Costs, if Any (please itemize below)		
Corporate Support	\$ 4,388.27	\$ 5,261.00
<b>PROFIT</b>		
Profit @ 6.0%	\$ 4,967.28	\$ 5,955.17
<b>TOTAL VARIABLE COSTS - OPERATIONS</b>		
Total Annual Costs	\$ 87,759.02	\$ 105,212.41
Annual Service Hours <sup>1</sup>	1,700	1,700
<b>COST PER SERVICE HOUR = Total Annual Cost ÷ Annual Service Hours</b>	<b>\$ 51.62</b>	<b>\$ 61.89</b>

# EXHIBIT A

## COST FORMS FORM 4.1 - THE EMERY EXPRESS

<b>FIXED COSTS - OPERATIONS</b>		
	<b>2023</b>	<b>2024</b>
<b>PERSONNEL</b>		
Annual Wages (itemize by position below)		
Project Manager	\$ 5,937	\$ 5,801.76
Dispatcher	\$ 6,717.41	\$ -
Driver(s)	\$ 172,851.12	\$ 95,336.37
Safety & Road Supervisors	\$ 4,848.59	\$ 8,272.28
Other Support Staff (A Mechanic x 1.5)		\$ 9,874.98
Payroll Taxes	\$ 16,648.29	\$ 10,442.08
Fringe Benefits	\$ 49,608.52	\$ 31,106.05
Description of Other Support Staff:		
<b>VEHICLE</b>		
Vehicle Cost, including Maintenance	\$ 38,520.44	\$ 14,646.65
<b>INSURANCE &amp; LICENSING</b>		
Business Liability	\$ 306.46	\$ 315.65
Auto Liability	\$ 10,079.63	\$ 6,576.31
Workers Compensation	\$ 140.02	\$ 91.35
Other Insurance or Licensing (please describe below)	\$ 239.95	\$ 247.15
Description of Other Insurance & Licensing: Business License		
<b>OTHER OVERHEAD</b>		
Recruitment, License Testing, Drug Testing, etc.	\$ 791.54	\$ 815.29
Uniforms/Uniform Laundering	\$ 178.32	\$ 183.67
Rent	0	\$ 5,935.09
DriveCam Expenses	\$ 568.94	\$ 586.01
Corporate Support	\$ 17,273.59	\$ 10,716.34
Interest Expense	\$ 1,218.67	\$ 1,255.23
<b>PROFIT</b>		
Profit @ __6%__	\$ 19,551.00	\$ 12,129.21
<b>TOTAL FIXED COSTS - OPERATIONS</b>		
Total Annual Costs	\$ 345,479.49	\$ 214,331.48
Annual Service Hours <sup>1</sup>	3,350	2,122
COST PER SERVICE	\$ 103.13	\$ 101.00

1. Annual service hours include deadhead time to/from the bus yard. The cost of fueling time should be calculated into the cost per service hour. Annual service hours are estimated based on the anticipated level of service for each calendar year.
2. Fuel should be billed at cost.

**AMENDMENT TO SHUTTLE OPERATIONS AND MAINTENANCE AGREEMENT BETWEEN  
EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION AND  
MV TRANSPORTATION, INC.**

**EXHIBIT C**

1. Contractor will be responsible for performing and any and all maintenance on the Emery Go-Round fleet with the exceptions of:
  - a. Disinfecting
  - b. Tire replacement
  - c. Engine and Transmission replacement
  - d. Specialty diagnostic work performed by the dealer
  - e. Any extraordinary services to be outsourced must be approved by the ETMA
2. Contractor will submit work orders for parts and materials used in performing maintenance on ETMA provided vehicles.
3. Contractor will perform the following each day before a vehicle is put into service:
  - a. Check all fluids (oil, transmission, coolant, diesel exhaust fluid and fuel) and top off accordingly
  - b. Check all lights interior / exterior , replace as needed
  - c. Check all doors are working properly
  - d. Check for graffiti and damaged seats
  - e. Check stop request functions
  - f. Check tablets are working properly and connected
  - g. Check driver daily vehicle inspection writeups
4. Contractor will perform Preventative Maintenance at the intervals described in Exhibit D.

# EXHIBIT D



## PM Inspection Form San Leandro Division 08, 294, 285 Air Brake Buses

PMI Type \_\_\_\_\_

Vehicle Number: \_\_\_\_\_

Mileage: \_\_\_\_\_

Technician: \_\_\_\_\_

Hub Meter: \_\_\_\_\_

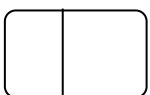
Date: \_\_\_\_\_

P	F	C	Item Inspected
			Preliminary focus points
			1. Test drive vehicle
			2. Steering
			3. Stopping
			4. Check for open DVI's & sign off in book
			5. Drive cam
			6. GPS Nextel
			7. Bike rack mounting & operation

### A PM – 3000 miles

P	F	C	Item Inspected
			Interior drive on
			3. Drivers area, condition
			4. Drivers seat, operation and condition
			5. Instrument panel, condition & lighting
			6. Accessory panel, condition & lighting
			7. Windshield condition
			8. Horn operation
			9. Windshield wiper & washer operation
			10. Engine Starting, noises, easy cranking, quick start up
			11. Warning lights & gauge operation
			12. Passenger door operation
			13. Service & parking brake operation
			14. No air leaks (brakes applied) 2 PSI per min. max
			15. No air leaks (brakes not-applied) 2 PSI per min max
			16. Kneeling operation
			17. Wheelchair lift operation
			18. Transmission interlock operation for w/c lift
			19. Interior lights
			20. Destination sign & run box condition & operation
			21. HVAC operation Front & Rear Run for 15 minutes
			22. Fire extinguisher mounting, charge & service date
			23. Spill kit or Blood born Pathogen (if applicable)
			24. Window glass, condition
			25. Seats & flooring
			26. Emergency hatch operation & condition
			27. Emergency window operation & condition
			28. No graffiti on vehicle
			Exterior
			1. Body Damage (record on separate sheet)
			2. Mirror condition & operation
			3. Exterior Access panels, operation & condition
			4. Lights & reflectors, operation & condition
			5. License plate, permits, state inspection sticker
			6. Bumpers secure, good condition
			7. Tire condition
			8. Tire sidewall
			9. Duals matched, tread depth
			10. Wheels & lug nuts, no cracks, proper torque
			11. CA Identification numbers

Depth in 32 | Tire Pressure PSI




P	F	C	Item Inspected
			Engine Compartment Inspection
			1. Compartment door
			2. Alternator connections and mounting
			3. Transmission fluid level & breather condition
			4. Exhaust system condition – no leaks
			5. Power steering / hydraulic fluid condition & level
			6. Cooling system level & condition
			7. Windshield washer fluid level
			8. Accessory drive belts, condition, alignment & tension
			9. Engine fan condition & operation
			Under Vehicle
			1. Steering System condition & operation
			2. Check all lines & wiring underneath, condition & routing
			3. Engine & transmission mounts, condition
			4. Ride height at proper level
			5. Universal joints & driveline, condition
			6. Suspension bushings, condition & mounting
			7. Air bags, condition
			8. Shock absorbers
			9. Inspect radius rods
			10. Fuel tank – secure, mounting
			11. Fuel lines – mounting & routing
			12. Suspension link arms & bushings, condition
			13. Top off Fluids as needed
			14. No engine oil leaks
			15. No Transmission fluid leaks
			16. No Hydraulic fluid leaks
			17. Differential oil level, breather condition
			18. No Air leaks (brakes system)
			19. Slack adjuster & S cam location
			20. Slack Adjust Travel prior to adjustment/adjusted
			RF: LF: RR: LR:
			21. Inner wheel seals have no leaks
			22. Brake Linings condition
			23. Brake lining measurements
			RF: LF: RR: LR:
			24. Brake drum / rotor conditions
			25. Brake check valves, operation

### B PM – 6000 miles

P	F	C	Item inspected
			Interior inspection
			1. Fast idle operation
			2. Accessories, operation
			3. Passenger door operation
			4. Rear passenger door operation
			5. Rear passenger door interlock
			6. Exterior inspection
			7. Wiper blade & arm condition
			8. Lubricate doors & hinges
			9. Exterior compartment panels
			10. Battery & connection condition
			11. Battery compartment door condition
			12. Battery switch, operation & condition
			13. Battery tray condition & operation

# EXHIBIT D



## PM Inspection Form San Leandro Division 08, 294, 285 Air Brake Buses

PMI Type \_\_\_\_\_

Vehicle Number: \_\_\_\_\_  
Technician: \_\_\_\_\_  
Date: \_\_\_\_\_

Mileage: \_\_\_\_\_  
Hub Meter: \_\_\_\_\_

P	F	C	Item inspected
			14. Drain Air Tanks
			15. Governor cut in pressure: _____ PSI
			16. Governor cut out pressure: _____ PSI
			17. Low air warning system brakes – 55 PSI min.
			Primary Brakes _____ PSI
			Secondary Brakes _____ PSI
<b>Engine compartment</b>			
			1. Engine compartment lights, operation & condition
			2. Rear start operation
			3. Cooling system hoses, condition
			4. Fuel control & transmission connections
			5. Intake system, condition
			6. _____
<b>Under vehicle</b>			
			1. Change Coolant filter
			2. Change Oil & Oil Filters
			3. Replace Fuel Filters
			4. Replace Air Filter
			5. Inspect Drive Belts
			6. Inspect all hoses & Lines for rubbing, secure as needed
			7. Oil, coolant, ATF, power steering leaks

Review to the last PM inspections performed or the PM summary sheet to determine when fuel, coolant filters, etc. have been replaced to assure routine schedule filter replacement

The high letter PM type will include all items in all previous letter type(s). If performing a D PM, it will include everything from A, B, C & D.

Attach PMI Form, Defect Sheet and Work Order together and turn in together.

\_\_\_\_\_  
Technician signature

\_\_\_\_\_  
Date:

\_\_\_\_\_  
Supervisor signature

\_\_\_\_\_  
Date:

### C PM – 24,000 Miles

P	F	C	Item Inspected
			1. Pressure test cooling system for leaks
			2. Blow out debris from cooler/radiator fins
			3. Perform coolant test with strips
			4. Take Engine oil samples
			5. Replace Transmission Fluid & Filter(s)

### D – PM 48,000

P	F	C	Item Inspected
			1. Rebuild air dryer
			2. Drain & refill differential
			3. Drain & Refill Antifreeze
			4. Take Transmission Fluid Sample
			5. Change hydraulic fluid and filter
			6. Replace Transmission Fluid & Filter(s)

Comments:

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**RESOLUTION NO. 2023-11**

**BOARD OF DIRECTORS**

**EMERYVILLE TRANSPORTATION MANAGEMENT ASSOCIATION**

**A RESOLUTION TO CHANGE THE BOARD OF DIRECTORS REGULAR SCHEDULED MEETING DAY**

**WHEREAS**, pursuant to the Emeryville Transportation Management Association Bylaws Section 10B, regular meetings of the Board shall be held on such dates and at such times and places: (i) as adopted by Board resolution; (ii) if no resolution, as specified in a notice of annual meeting, delivered pursuant to Section 11 of the Bylaws; or (iii) as specified in a waiver of notice signed by all current Directors. Regular meetings of Directors may be held without notice if the Board fixes the time and place by resolution.

**WHEREAS**, the Emeryville Transportation Management Associations Board of Directors has previously established its regularly scheduled meetings for the third Thursday of each month beginning at 9:15 a.m.

**WHEREAS**, this Board desires to modify this schedule and hold the regularly scheduled meetings on the third Tuesday of each month, beginning at 11:00 a.m. to align with Directors' schedules.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of the Emeryville Transportation Management Association, that commencing on January 16, 2024, this Board's regular meeting shall be held on the third Tuesday of each month at 11:00 a.m.

I certify that foregoing Resolution was adopted by the Board of Directors of the Emeryville Transportation Management Association at a regular meeting, held on Tuesday, November 14, 2023, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

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Bobby Lee, Chair  
Emeryville Transportation Management Association

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Betsy Cooley, Secretary  
Emeryville Transportation Management Association