

---

# TRI-VALLEY TRANSPORTATION COUNCIL

---

**Steven Spedowski**  
TVTC Chair  
Councilmember  
Livermore  
(925) 960-4016

**Monday, January 22, 2018**  
**3:00pm**

**Livermore Amador Valley Transit Authority (LAVTA) Board Room**  
**1362 Rutan Dr # 100, Livermore, CA 94551**

**Arne Olson**  
TVTC Vice-Chair  
Councilmember  
Pleasanton  
(925) 200-8579

## AGENDA

**Scott Perkins**  
Councilmember  
San Ramon  
(925) 973-2530

**Don Biddle**  
Vice Mayor  
Dublin  
(925) 833-6634

**Karen Stepper**  
Councilmember  
Danville  
(925) 275-2412

**Scott Haggerty**  
Supervisor District 1  
Alameda County  
(510) 272-6691

**Candace Andersen**  
Supervisor District 2  
Contra Costa County  
(925) 957-8860

The Tri-Valley Transportation Council meetings are wheelchair accessible. If you have any questions related to the Tri-Valley Transportation Council meeting agenda, please contact Debbie Bell, TVTC Administrative staff at (925) 960-4541 or email at [dlbell@cityoflivermore.net](mailto:dlbell@cityoflivermore.net)

1. Call to Order, Roll Call, and Self Introductions
2. Public Comment
3. Consent Calendar
  1. APPROVE Meeting Minutes from July 17, 2017 (Action)\*
  2. ACCEPT Fiscal Year 2016/17 Financial Report, as recommended by the TVTC Finance Subcommittee (Action)\*
  3. REVIEW Fiscal Year 2010/11 through Fiscal Year 2016/17 AB1600 Impact Fee Reports, as recommended by the TVTC Finance Subcommittee (Information only)\*
  4. ACCEPT Fiscal Year 2016/17 Audit as recommended by the TVTC Finance Subcommittee (Action)\*
  5. ADOPT TVTC Resolution 2018-01 and APPROVE Professional Services Agreement with Planeteria Media, as recommended by the TVTC Finance Subcommittee (Action)\*
4. New Business
  1. ADOPT TVTC Resolution 2018-02 and APPROVE the City of Pleasanton's Tri-Valley Transportation Development Fee Allocation Request for Project A-2 State Route 84 Corridor Improvements I-580 to I-680, as recommended by the TVTC Finance Subcommittee (Action)\*
  2. ADOPT TVTC Resolution 2018-03 and APPROVE the TVTC Administrative Expense Policy, as recommended by the TVTC Finance Subcommittee (Action)\*
5. Other Business - none

---

# TRI-VALLEY TRANSPORTATION COUNCIL

---

6. Adjournment

\* *Attachment(s)*

**Upcoming Meetings:**

**TVTC TAC:** Tuesday, February 6, 2018, 9am, Dublin Public Works Front Room

**TVTC:** Monday, April 16, 2018, 4pm, Livermore Amador Valley Transit Authority (LAVTA), Board Room, 1362 Rutan Drive #100, Livermore, CA 94551

Monday, July 16, 2018, 4pm, TBD after Chair Rotation to City of Pleasanton

# Item 3.1

## MINUTES

### TRI-VALLEY TRANSPORTATION COUNCIL

Livermore Amador Valley Transit Authority (LAVTA) Board Room  
1362 Rutan Dr # 100, Livermore, CA 94551

Monday, July 17, 2017 at 4:00pm

#### 1) **CALL TO ORDER, ROLL CALL, AND SELF-INTRODUCTIONS**

The Tri-Valley Transportation Council (TVTC) was called to order at 4:00 p.m. by the Chair, Vice Mayor Steven Spedowfski, City of Livermore.

##### **TVTC Members in Attendance:**

Steven Spedowfski, Chair, Vice Mayor, Livermore  
Scott Perkins, Councilmember, San Ramon  
Candace Andersen, Supervisor District 2, Contra Costa County  
Don Biddle, Vice Mayor, City of Dublin  
Karen Stepper, Councilmember, Danville  
Scott Haggerty, Supervisor, District 1, Alameda County

##### **TVTC Members Absent:**

Arne Olson, Vice Chair, Councilmember, Pleasanton

##### **TVTC Staff in Attendance:**

Debbie Bell, City of Livermore  
Obaid Khan, City of Dublin  
Jamar Stamps, Contra Costa County  
Andy Dillard, Town of Danville  
Lisa Bobadilla, City of San Ramon

##### **Others in Attendance:**

Steven Mattas, Meyers Nave, TVTC General Counsel  
Roxanne Linsday, ACE Train  
Martin Englemann, Contra Costa Transportation Authority  
Christy Wegner, Wheels Bus  
Erica Trask, Alameda County Board of Supervisors District 1

#### 2) **PUBLIC COMMENT**

Roxanne Linsday, Altamont Corridor Express, announced that the San Joaquin Regional Rail Commission Draft Environmental Impact Report (DEIR) for the "[ACEforward](#)" project is available for public review until July 31, 2017. The Notice of Availability and the DEIR can be viewed online at [www.aceforward.com](http://www.aceforward.com).

#### 3) **APPROVAL OF MEETING MINUTES FOR APRIL 17, 2017**

Motion by Councilmember Perkins; Second by Councilmember Stepper.  
Approved (Ayes 6; Noes 0; Abstain 0; Absent:1)

#### **4) CONSENT CALENDAR**

1. ADOPT TVTC Resolution 2017-06 and APPROVE the First Amendment to the Professional Services Agreement with Meyers Nave.

Motion by Councilmember Perkins; Second by Councilmember Biddle. Approved  
(Ayes 6; Noes 0; Abstain 0; Absent 1)

#### **5) OLD BUSINESS**

1. REVIEW Draft 2017 Contra Costa Countywide Transportation Plan Update

Martin Engelmann, Contra Costa Transportation Authority (CCTA) provided a presentation of the item.

Councilmember Perkins asked about the potential of a future Contra Costa County transportation sales tax measure. Mr. Englemann responded that CCTA has not made a decision at this time.

Supervisor Andersen asked if CCTA is considering changes to the maintenance language on page ES-12 (TVTC packet page 23) per requests from the building community. Mr. Engelmann explained that CCTA will likely revisit this language in the final plan in consultation with the Building Industry Association.

Councilmember Stepper asked if CCTA identified all the changes between this version of the Plan and the 2009 version when presenting to the public. Mr. Englemann explained that CCTA did not compare it directly to the 2009 Plan, with the exception of saying that the Financial Forecast is now constrained. In 2013/2014 CCTA presented a redline/strikeout version of the Vision, Goals, and Strategies to the Board.

2. REAFFIRM the TVTC's Adoption of the 2015 TVTC Action Plan for Routes of Regional Significance and submit to Contra Costa County for incorporation into the 2017 Contra Costa Countywide Transportation Plan Update

Motion by Supervisor Andersen; Second by Councilmember Perkins. Approved  
(Ayes 6; Noes 0; Abstain 0; Absent 1)

#### **6) NEW BUSINESS**

1. ADOPT TVTC Resolution 2017-07 and APPROVE the City of Dublin's Tri-Valley Transportation Development Fee Allocation Request for Project A-11, Advanced Technology element of the Express Bus/Bus Rapid Transit Phase 2

Obaid Khan, City of Dublin provided a brief introduction on the item and Christy Wegner, Wheels Bus, provided a project summary.

Councilmember Perkins asked about queue jumps and Ms. Wegner explained their functionality, infrastructure, and features.

Motion by Supervisor Haggerty; Second by Supervisor Andersen. Approved (Ayes 6; Noes 0; Abstain 0; Absent 1)

2. APPROVE 2018 TVTC Board Meeting Schedule

Motion by Supervisor Andersen; Second by Councilmember Biddle. Approved (Ayes 6; Noes 0; Abstain 0; Absent 1)

7) **OTHER BUSINESS/ANNOUNCEMENTS**

None

8) **ADJOURNMENT**

The meeting was adjourned by Chair Spedowski at 4:30 p.m.

# Item 3.2

# TRI-VALLEY TRANSPORTATION COUNCIL

**Steven Spedowfski**  
**TVTC Chair**  
**Councilmember**  
Livermore  
(925) 960-4016

**To:** Tri-Valley Transportation Council (TVTC)  
**From:** TVTC Finance Subcommittee (Finance Subcommittee)  
TVTC Technical Advisory Committee (TAC)

**Arne Olson**  
**TVTC Vice-Chair**  
**Vice Mayor**  
Pleasanton  
(925) 200-8579

**Date:** January 22, 2018

**Subject:** Financial Report for the Period Ending June 30, 2017

**Scott Perkins**  
**Councilmember**  
San Ramon  
(925) 973-2530

---

## BACKGROUND

The Treasurer is required to present a financial status report to the TVTC annually. The City of San Ramon has served as the TVTC Treasurer since 2001. At the April 12, 2010 TVTC meeting, the City of San Ramon requested to relinquish the administrative Treasurer duties.

**Don Biddle**  
**Vice Mayor**  
Dublin  
(925) 833-6650

On September 22, 2010, the TVTC approved Resolution 2010-05 that a) authorized the establishment of an account with a private banking institution and to transfer the Tri-Valley Transportation Development Fee (TVTDF) fund balance from the City of San Ramon; b) authorized the TVTC to establish an account at the State of California's Local Agency Investment Fund (LAIF) to serve as a joint account; and c) approved funding to retain outside contractors for the accounting and auditing services duties. The City of San Ramon staff continues to serve as the TVTC Treasurer in name and as signature authority for TVTDF disbursements per the TVTC's Joint Exercise of Powers Agreement (JEPA).

**Karen Stepper**  
**Councilmember**  
Danville  
(925) 275-2412

Beginning with the quarterly period of July 1, 2011 – September 30, 2011, TVTC agencies began forwarding all quarterly remittances to the TVTC account at Mechanics Bank and the TVTC's contract accounting firm, Franklin Management Systems, Inc., in Pleasanton began managing these funds. On April 26, 2012, the TVTC transferred all remaining TVTDF funds held with the City of San Ramon to Mechanics bank. In February 2016 the TVTC began transferring TVTDF funds from Mechanics Bank into a Local Agency Investment Fund (LAIF) account.

**Scott Haggerty**  
**Supervisor District 1**  
Alameda County  
(510) 272-6691

**Candace Andersen**  
**Supervisor District 2**  
Contra Costa County  
(925) 957-8860

## DISCUSSION

This report is prepared to provide cumulative information on TVTD fees received and remitted by member TVTC agencies and their approved disbursements. Since 1998, the TVTC has received approximately \$83 million in TVTDF funds and interest and disbursed approximately \$65.5 million. In FY 2016/17, the TVTDF fund earned approximately \$12 million in fee remittances (over \$5 million more than in FY 2015/16) and disbursed \$5.95 million. An annual summary report and a cumulative resources report are provided as attachments (Attachments A, B, and C).



# TRI-VALLEY TRANSPORTATION COUNCIL

## RECOMMENDATION

The TVTC Finance Subcommittee recommends the TVTC ACCEPT the FY 2016/17 TVTC Financial Report.

## ATTACHMENTS

- A – Cumulative Disbursements
- B – FY 2016/17 TVTDF Summary Balance
- C – TVTDF Cumulative Resources/Uses

**September 1998 – August 17, 2001 (Prior Treasurers):****I580/680 Flyover**

ACTA match requirement	\$4,194,094.00
To City of Dublin for their contributions	\$995,127.00
To City of Pleasanton for their contributions	\$462,078.00

**Total: \$5,651,299.00****Highway 84**

Advance to Livermore	\$1,164,144.00
----------------------	----------------

**Total: \$1,164,144.00****Refund of 20% Local Accounts**

City of Pleasanton	\$689,499.00
Alameda County	\$6.00
City of Dublin	\$55,471.00

**Total: \$744,976.00****Administration**

City of Pleasanton	\$25,258.00
Contra Costa County	\$8,000.00

**Total: \$33,258.00****August 17, 2001 – June 30, 2012 (Prior Treasurer Duties - City of San Ramon):****Refund of 20% Local Accounts**

City of Livermore (4/5/02)	\$1,191,189.00
City of Livermore (1/15/03)	\$68,217.00

**Total: \$1,259,406.00****I-680 Interchange Project #8**

City of San Ramon (6/30/03)	\$1,600,000.00
-----------------------------	----------------

**Total: \$1,600,000.00****I-680 Aux Lane Project #3**

Town of Danville (1/7/05)	\$2,200,000.00
Contra Costa Transportation Authority (2/3/06)	\$2,500,000.00
Contra Costa Transportation Authority (10/6/06)	\$2,500,000.00
Contra Costa Transportation Authority (1/25/08)	\$2,500,000.00
Contra Costa Transportation Authority (4/17/09)	\$2,300,000.00

**Total: \$12,000,000.00****I-580/Foothill Road Project #7**

City of Dublin (8/29/03)	\$800,000.00
City of Pleasanton (6/19/09)	\$46,959.00
City of Pleasanton (4/19/10)	\$753,041.00

**Total: \$1,600,000.00****West Dublin Bart Project #4**

City of Dublin (11/25/03)	\$4,000,000.00
---------------------------	----------------

**Total: \$4,000,000.00**

**State Route 84 (Project #2)**

City of Livermore (Returned balance from Route 84 Corridor project)	\$ (105,428.00)
City of Livermore (3/2/07)	\$4,800,000.00
City of Livermore (4/17/09)	\$2,600,000.00
City of Livermore (12/22/09)	\$2,600,000.00

---

**Total: \$9,894,572.00**

**Nexus Study 2005**

City of Livermore (12/2/05)	\$100,000.00
-----------------------------	--------------

---

**Total: \$100,000.00**

**I-580 HOV Lanes Project #5**

City of Pleasanton (2/26/08)	\$4,000,000.00
City of Pleasanton (12/5/08)	\$2,900,000.00
City of Pleasanton (10/22/10)	\$1,100,000.00

---

**Total: \$8,000,000.00**

**TVTC Strategic Expenditure Plan**

City of Dublin (7/10/09)	\$24,770.00
City of Dublin (4/23/10)	\$34,660.00

---

**Total: \$59,430.00**

**Refund CA Splash**

City of Pleasanton (4/23/10)	\$15,290.00
------------------------------	-------------

---

**Total: \$15,290.00**

**Administration**

City of San Ramon	\$376,378.29
-------------------	--------------

---

**Total: \$376,378.29**

**June 30, 2012 – December 31, 2013 (City of San Ramon/Franklin Management):****State Route 84 Improvements (I-580 to I-680) (Project 2A)**

City of Livermore (July 31, 2013)	\$2,940,000.00
City of Livermore (October 17, 2013)	\$5,000,000.00

---

**Total: \$7,940,000.00**

**Refund KT Properties**

City of Pleasanton	\$3,427.85
--------------------	------------

---

**Total: \$3,427.85**

**Mechanics Bank Fees**

Mechanics Bank	\$392.00
----------------	----------

---

**Total: \$392.00**

**December 31, 2013 – June 30, 2014 (City of San Ramon/Franklin Management):****Mechanics Bank Fees**

Mechanics Bank	\$80.00
----------------	---------

---

**Total: \$80.00**

**Contract Accountant Fees**

Franklin Management	\$7,170.00
---------------------	------------

---

**Total: \$7,170.00**

**July 1, 2014 – June 30, 2015 (City of San Ramon/Franklin Management):****State Route 84 Improvements (I-580 to I-680) (Project 2A)**

City of Livermore (January 26, 2015)	\$4,500,000.00
City of Livermore (April 20, 2015)	\$500,000.00

**Total: \$5,000,000.00**

**TVTC Strategic Expenditure Plan Update**

Kimley-Horn	\$1,367.65
-------------	------------

**Total: \$1,367.65**

**Mechanics Bank Fees**

Mechanics Bank	\$24.00
----------------	---------

**Total: \$24.00**

**Contract Accountant Fees**

Franklin Management	\$6,605.00
---------------------	------------

**Total: \$6,605.00**

**Legal Fees**

Meyers Nave	\$8,020.50
-------------	------------

**Total: \$8,020.50**

**Website Development**

Planeteria Media	\$9,170.00
------------------	------------

**Total: \$9,170.00**

**Treasurer Oversight**

City of San Ramon	\$1,200.00
-------------------	------------

**Total: \$1,200.00**

**July 1, 2015 – June 30, 2016 (City of San Ramon/Franklin Management):****TVTC Strategic Expenditure Plan Update**

Kimley-Horn	\$33,301.82
-------------	-------------

**Total: \$33,301.82**

## Refund to Hanna Yoon

City of Pleasanton (5/16/16)	\$7,785.56
------------------------------	------------

**Total: \$7,785.56**

**Administrative Staff Support**

Contra Costa County	\$40,000.00
---------------------	-------------

**Total: \$40,000.00**

**Mechanics Bank Fees**

Mechanics Bank	\$22.00
----------------	---------

**Total: \$22.00**

**Contract Accountant Fees**

Franklin Management	\$1,770.00
---------------------	------------

**Total: \$1,770.00**

**Insurance Liability, D&O**

Alliant Insurance service, Inc	\$4,223.03
<b>Total:</b>	<b>\$4,223.03</b>

**Legal Fees**

Meyers Nave	\$9,232.68
<b>Total:</b>	<b>\$9,232.68</b>

**Operating Exp/Board Meetings**

All Board Members	\$1,500.00
Postages reimbursement to FMS	\$5.55
<b>Total:</b>	<b>\$1,505.55</b>

**Website Development**

Planeteria Media	\$1,670.00
<b>Total:</b>	<b>\$1,670.00</b>

**Treasurer Oversight**

City of San Ramon	\$1,200.00
<b>Total:</b>	<b>\$1,200.00</b>

***July 1, 2016 – June 30, 2017 (City of San Ramon/Franklin Management):*****TVTC Strategic Expenditure Plan Update**

Kimley-Horn & Associates, Inc.	\$23,995.26
<b>Total:</b>	<b>\$23,995.26</b>

**I-680 Auxiliary Lanes, Segment 2 Project**

Contra Costa Transportation Authority (Town of Danville & CCTA) (8/17/16)	\$5,880,000.00
<b>Total:</b>	<b>\$5,880,000.00</b>

**Administrative Staff Support**

City of Livermore	\$20,000.00
<b>Total:</b>	<b>\$20,000.00</b>

**Mechanics Bank Fees**

Mechanics Bank	\$214.80
<b>Total:</b>	<b>\$214.80</b>

**Contract Accountant Fees**

Franklin Management	\$11,410.00
<b>Total:</b>	<b>\$11,410.00</b>

**Insurance Liability, D&O**

Alliant Insurance service, Inc	\$3,001.26
<b>Total:</b>	<b>\$3,001.26</b>

**Legal Fees**

Meyers Nave	\$8,502.67
<b>Total:</b>	<b>\$8,502.67</b>

**Operating Exp/Board Meetings**

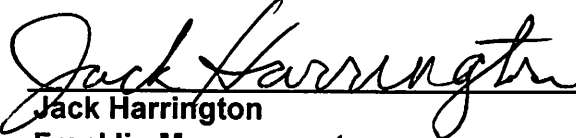
Board Member Stipends	\$2,900.00
-----------------------	------------

	<b>Total:</b>	<b>\$2,900.00</b>
<hr/>		
<b>Website Development</b>		
Planeteria Media		\$1,549.00
	<b>Total:</b>	<b>\$1,549.00</b>
<hr/>		
<b>Treasurer Oversight Services</b>		
City of San Ramon Treasurer		\$1,200.00
	<b>Total:</b>	<b>\$1,200.00</b>
<hr/>		
<b>Project Management Software</b>		
Basecamp Fees		\$312.00
	<b>Total:</b>	<b>\$312.00</b>
<hr/>		
<b>TOTAL DISBURSEMENTS:</b>		<b>\$65,530,005.92</b>

**Tri-Valley Transportation Development Fees  
Cumulative Resources/Uses Update  
Held with Mechanics Bank and LAIF  
For the Period Ended July 2016- June-2017**

<b>7/01/16 Beginning Balance</b>	<b>\$ 11,541,514.83</b>
<b>Agency Receipts/Interest Earnings:</b>	<b>\$ 11,941,896.52</b>
<b>Disbursements:</b>	<b>\$ (5,953,082.99)</b>
<b>6/30/17 Ending Fund Balance</b>	<b>\$ 17,530,328.36</b>

Respectfully submitted,

  
\_\_\_\_\_  
Jack Harrington  
Franklin Management

**Tri-Valley Transportation Development Fees  
Cumulative Resources/Uses of Funds**

**Resources:**

	<b>Prior Cumulative Fees/Interest</b>	<b>7/16-6/17 Fees/Interest</b>	<b>Total Fees/Interest Remitted</b>
Alameda Co	\$ 441,812.28	\$ 33,552.80	\$ 475,365.08
Dublin	\$ 19,483,561.88	\$ 5,840,688.97	\$ 25,324,250.85
Livermore	\$ 19,510,213.66	\$ 1,256,785.41	\$ 20,766,999.07
Pleasanton	\$ 10,734,172.71	\$ 3,092,436.48	\$ 13,826,609.19
CC County	\$ 14,972,617.63	\$ 1,521,387.91	\$ 16,494,005.54
Danville	\$ 1,698,031.45	\$ 102,136.24	\$ 1,800,167.69
San Ramon	\$ 1,149,107.58	\$ 66,570.48	\$ 1,215,678.06
Trust Interest	\$ 3,127,299.20		\$ 3,127,299.20
LAIF Interest	\$ 1,618.81	\$ 28,338.23	\$ 29,957.04
	<b>\$ 71,118,435.20</b>	<b>\$ 11,941,896.52</b>	<b>\$ 83,060,331.72</b>

**Uses:**

	<b>Total Disbursements</b>	<b>7/16-6/17 Disbursements</b>	<b>Total Disbursements</b>
I580/680 Flyover	\$ (5,651,298.90)		\$ (5,651,298.90)
Refund of 20% accounts	\$ (2,004,382.09)		\$ (2,004,382.09)
Administration - Pleasanton	\$ (25,258.00)		\$ (25,258.00)
Administration - City of San Ramon	\$ (376,378.29)		\$ (376,378.29)
Administration - Contra Costa Co.	\$ (48,000.00)		\$ (48,000.00)
Administration - City of Livermore	\$ -	\$ (20,000.00)	\$ (20,000.00)
Highway 84 Project#2	\$ (23,998,716.45)		\$ (23,998,716.45)
I680/Alcosta Interchange Project#8	\$ (1,600,000.00)		\$ (1,600,000.00)
I680 Aux Lane Project #3	\$ (12,000,000.00)		\$ (12,000,000.00)
I680 Aux Lane Project #2	\$ -	\$ (5,880,000.00)	\$ (5,880,000.00)
I580/Foothill Rd Proj#7	\$ (1,600,000.00)		\$ (1,600,000.00)
West Dublin Bart Proj#4	\$ (4,000,000.00)		\$ (4,000,000.00)
Nexus Study 2005	\$ (100,000.00)		\$ (100,000.00)
I580 HOV Lanes Proj#5	\$ (8,000,000.00)		\$ (8,000,000.00)
TVTC Strategic Expenditure Plan	\$ (94,099.47)	\$ (23,995.26)	\$ (118,094.73)
TVTDF Refund KT Properties - Pleasanton	\$ (3,427.85)		\$ (3,427.85)
TVTDF Refund Hana Yoon - Pleasanton	\$ (7,785.56)		\$ (7,785.56)
TVTDF Refund CA Splash- Pleasanton	\$ (15,290.00)		\$ (15,290.00)
Accounting Fees	\$ (15,545.00)	\$ (11,410.00)	\$ (26,955.00)
Insurance Liability D&O	\$ (4,223.03)	\$ (3,001.26)	\$ (7,224.29)
Legal fees	\$ (17,253.18)	\$ (8,502.67)	\$ (25,755.85)
Operating Expenditures	\$ (1,505.55)	\$ (2,900.00)	\$ (4,405.55)
Website Development & Maintenance	\$ (10,840.00)	\$ (1,549.00)	\$ (12,389.00)
Treasure Oversight Services	\$ (2,400.00)	\$ (1,200.00)	\$ (3,600.00)
Project Management Software	\$ -	\$ (312.00)	\$ (312.00)
Bank Fees	\$ (517.00)	\$ (212.80)	\$ (729.80)
	<b>\$ (59,576,920.37)</b>	<b>\$ (5,953,082.99)</b>	<b>\$ (65,530,003.36)</b>

<b>Total Resources (Uses)</b>	<b>\$ 11,541,514.83</b>	<b>\$ 5,988,813.53</b>	<b>\$ 17,530,328.36</b>
-------------------------------	-------------------------	------------------------	-------------------------



# Item 3.3

# TRI-VALLEY TRANSPORTATION COUNCIL

**Steven Spedowfski**  
**TVTC Chair**  
**Councilmember**  
Livermore  
(925) 960-4016

**To:** Tri-Valley Transportation Council (TVTC)  
**From:** TVTC Finance Subcommittee (Finance Subcommittee)  
Technical Advisory Committee (TAC)  
**Date:** January 22, 2018  
**Subject:** AB1600 Mitigation Fee Act Annual Impact Fee Reports

**Arne Olson**  
**TVTC Vice-Chair**  
**Vice Mayor**  
Pleasanton  
(925) 200-8579

**Scott Perkins**  
**Councilmember**  
San Ramon  
(925) 973-2530

**Don Biddle**  
**Vice Mayor**  
Dublin  
(925) 833-6650

**Karen Stepper**  
**Councilmember**  
Danville  
(925) 275-2412

**Scott Haggerty**  
**Supervisor District 1**  
Alameda County  
(510) 272-6691

**Candace Andersen**  
**Supervisor District 2**  
Contra Costa County  
(925) 957-8860

---

## BACKGROUND

Pursuant to AB 1600 (the Mitigation Act), codified as California Government Code §66000-66013, the TVTC is required to make available to the public information about development impact fees collected and expended. Additionally, the TVTC is also required to make five-year statutory findings, which the TVTC adopted per Resolution 2017-01 on January 23, 2017.

The TVTC JEP A Section 7c states that the TVTC shall comply with the requirements of the Mitigation Fee Act and shall provide each Party with all information necessary for each Party to comply with its separate Mitigation Fee Act requirements.

## DISCUSSION

By statute, TVTC must make available to the public an annual AB1600 report no later than 180 days (6 months) after the last day of each fiscal year. The TVTC shall review the AB1600 report at the next regularly scheduled public meeting not less than 15 days after this information is made available to the public. The report must include a description of the fee type, the amount of the fee, beginning and ending balances, fee and interest income, expenditures by improvement showing the amount funded by the fee, date of construction and percentage funded by the fee, description of loans or transfers, and any refunds.

The TVTC provided the attached AB1600 reports for Fiscal Year 2010/11 through Fiscal Year 2016/17 on the TVTC website on December 11, 2017. The TVTC will review these reports at the publically noticed meeting on

January 22, 2018, more than 15 days after making the reports available to the public.

## RECOMMENDATION

This report is informational only. No resolution, motion, or approval is necessary.

## ATTACHMENTS

1. AB1600 Reports for FY2010/11, 11/12, 12/13, 13/14, 14/15, 15/16, and 16/17

# Tri Valley Transportation Council Annual AB1600 Report for Fiscal Year 2016-2017

12/8/2017

		The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area.	
1A	Description of the Type of Fee:	Projects are identified in the Strategic Expenditure Plan.	
1B	Amount of Fee:	Single Family Dwelling	\$ 4,283 per unit
		MultiFamily Dwelling	\$ 2,951 per unit
		Secondary Units	\$ 1,713 per unit
		Retail	\$ 3,410 per KSF
		Office	\$ 7,280 per KSF
		Industrial	\$ 4,240 per KSF
			average am/pm
		Other	\$ 4,759 peak hour trip
1C	Beginning and End Balance of Account		
		Beginning Balance:	\$ 12,436,233
		End Balance:	\$ 17,530,328
1D	Amount collected and interest earned:	\$	11,047,180 (see details below)
1E	Public Improvement(s) funded		
		Project Name:	See below
		Amount:	See below
		% of the cost funded by TVTDF:	See below
1F	Construction start date:	See below	
1G	Interfund Transfer or loan from account:	None	
1H	Refunds:	None	

1D	Amount Collected and Interest Earned	7/16-6/17
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 31,009
	Dublin	\$ 5,269,958
	Livermore	\$ 1,116,886
	Pleasanton	\$ 3,092,436
	CC County	\$ 1,343,659
	Danville	\$ 102,136
	San Ramon	\$ 62,758
	LAIF Interest	\$ 28,338
		\$ 11,047,180

1E, 1F	Public Improvements Funded	7/16-6/17	1E. % of cost	1F. Construction
	Disbursements		funded by TVTDF	Start Date
	Project A-3: I-680 Aux Lanes	\$ (5,880,000)	16%	Mar-13
	TVTC Strategic Expenditure Plan	\$ (23,995)	100%	N/A
	Administrative Staff Support	\$ (20,000)	100%	N/A
	Accounting Fees	\$ (11,410)	100%	N/A
	Insurance	\$ (3,001)	100%	N/A
	Legal fees	\$ (8,503)	100%	N/A
	Operating Expenditures	\$ (2,900)	100%	N/A
	Website Development & Maintenance	\$ (1,549)	100%	N/A
	Treasure Oversight Services	\$ (1,200)	100%	N/A
	Project Management Software	\$ (312)	100%	N/A
	Bank Fees	\$ (215)	100%	N/A
	<b>Total Resources (Uses)</b>	\$ (5,953,085)		

Tri Valley Transportation Council Annual AB1600 Report for Fiscal Year 2015-2016

12/8/2017

		The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area.	
1A	Description of the Type of Fee:	Projects are identified in the Strategic Expenditure Plan.	
1B	Amount of Fee:	Single Family Dwelling	\$ 3,060 per unit
		MultiFamily Dwelling	\$ 2,108 per unit
		Secondary Units	\$ 1,224 per unit
		Retail	\$ 3,410 per KSF
		Office	\$ 5,200 per KSF
		Industrial	\$ 3,030 per KSF
			average am/pm
		Other	\$ 3,400 peak hour trip
1C	Beginning and End Balance of Account		
	Beginning Balance:	\$	6,712,945
	End Balance:	\$	12,436,233
1D	Amount collected and interest earned:	\$	5,823,998 (see details below)
1E	Public Improvement(s) funded		
	Project Name:	See below	
	Amount:	See below	
	% of the cost funded by TVTDF:	See below	
1F	Construction start date:	See below	
1G	Interfund Transfer or loan from account:	None	
1H	Refunds:	\$	7,786 (see details below)

1D	Amount Collected and Interest Earned	7/15-6/16
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 4,397
	Dublin	\$ 2,021,497
	Livermore	\$ 1,301,434
	Pleasanton	\$ 1,360,317
	CC County	\$ 1,007,678
	Danville	\$ 88,865
	San Ramon	\$ 38,191
	LAIF Interest	\$ 1,619
		\$ 5,823,998

		7/15-6/16	funded by TVTDF	1F. Construction Start Date
1E, 1F	Public Improvements Funded	Disbursements		
	TVTC Strategic Expenditure Plan	\$ (33,302)	100%	N/A
1H	Refund: Hana Yoon - Pleasanton	\$ (7,786)	100%	N/A
	Administrative Staff Support	\$ (40,000)	100%	N/A
	Accounting Fees	\$ (1,770)	100%	N/A
	Insurance	\$ (4,223)	100%	N/A
	Legal fees	\$ (9,233)	100%	N/A
	Operating Expenditures	\$ (1,506)	100%	N/A
	Website Development & Maintenance	\$ (1,670)	100%	N/A
	Treasure Oversight Services	\$ (1,200)	100%	N/A
	Bank Fees	\$ (22)	100%	N/A
	Total Resources (Uses)	\$ 100,711		

Tri Valley Transportation Council Annual AB1600 Report for Fiscal Year 2014-2015

12/8/2017

1A	Description of the Type of Fee:	The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area. Projects are identified in the Strategic Expenditure Plan.		
1B	Amount of Fee:	Single Family Dwelling	\$ 2,433	per unit
		MultiFamily Dwelling	\$ 1,549	per unit
		Secondary Units	\$ 973	per unit
		Retail	\$ 1,620	per KSF
		Office	\$ 4,370	per KSF
		Industrial	\$ 2,950	per KSF
				average am/pm
		Other	\$ 2,433	peak hour trip
1C	Beginning and End Balance of Account			
	Beginning Balance:	\$	3,077,533	
	End Balance:	\$	6,712,945	
1D	Amount collected and interest earned:	\$	8,661,800	(see details below)
1E	Public Improvement(s) funded			
	Project Name:	See below		
	Amount:	See below		
	% of the cost funded by TVTDF:	See below		
1F	Construction start date:	See below		
1G	Interfund Transfer or loan from account:	None		
1H	Refunds:	None		

1D	Amount Collected and Interest Earned	7/14-6/15
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 11,120
	Dublin	\$ 2,534,973
	Livermore	\$ 3,806,295
	Pleasanton	\$ 1,468,137
	CC County	\$ 459,300
	Danville	\$ 53,748
	San Ramon	\$ 328,227
		\$ 8,661,800

1E, 1F	Public Improvements Funded	7/14-6/15	1E. % of cost funded by TVTDF	1F. Construction Start Date
	Disbursements			
	Bank Fees	\$ (24)	100%	N/A
	Project 2-A: SR 84 (I-580 to I-680)	\$ (5,000,000)	5%	2015
	TVTC Strategic Exp Plan	\$ (1,368)	100%	N/A
	Accounting Fees	\$ (6,605)	100%	N/A
	Legal fees	\$ (8,021)	100%	N/A
	Website Development	\$ (9,170)	100%	N/A
	Treasure Oversight Services	\$ (1,200)	100%	N/A
	Total Resources (Uses)	\$ (5,026,387)		

# Tri Valley Transportation Council Annual AB1600 Report for Fiscal Year 2013-2014

12/8/2017

		The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area.	
1A	Description of the Type of Fee:	Projects are identified in the Strategic Expenditure Plan.	
1B	Amount of Fee:	Single Family Dwelling	\$ 2,313 per unit
		MultiFamily Dwelling	\$ 1,472 per unit
		Secondary Units	\$ 925 per unit
		Retail	\$ 1,540 per KSF
		Office	\$ 4,150 per KSF
		Industrial	\$ 2,800 per KSF
			average am/pm
		Other	\$ 2,313 peak hour trip
1C	Beginning and End Balance of Account		
	Beginning Balance:	\$	8,502,742
	End Balance:	\$	3,077,533
1D	Amount collected and interest earned:	\$	2,525,469 (see details below)
1E	Public Improvement(s) funded		
	Project Name:	See below	
	Amount:	See below	
	% of the cost funded by TVTDF:	See below	
1F	Construction start date:	See below	
1G	Interfund Transfer or loan from account:	None	
1H	Refunds:		\$3,428 (see details below)

1D	Amount Collected and Interest Earned	7/13-6/14
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 13,848
	Dublin	\$ 1,394,256
	Livermore	\$ 273,682
	Pleasanton	\$ 307,300
	CC County	\$ 369,136
	Danville	\$ 62,485
	San Ramon	\$ 104,762
		\$ 2,525,469

1E, 1F	Public Improvements Funded	7/13-6/14	1E. % of cost funded by TVTDF	1F. Construction Start Date
	Disbursements			
	Bank Fees	\$ (80)	100%	N/A
	Project 2-A: SR 84 (I-580 to I-680)	\$ (7,940,000)	10%	2015
1H	Refund: KT Properties, Inc	\$ (3,428)	100%	N/A
	Accounting Fees	\$ (7,170)	100%	N/A
	Total Resources (Uses)	\$ (7,950,678)		

# Tri Valley Transportation Council Annual AB1600 for Fiscal Year 2012-2013

12/8/2017

		The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area.	
1A	Description of the Type of Fee:	Projects are identified in the Strategic Expenditure Plan.	
1B	Amount of Fee:	Single Family Dwelling	\$ 2,279 per unit
		MultiFamily Dwelling	\$ 1,450 per unit
		Secondary Units	\$ 912 per unit
		Retail	\$ 1,520 per KSF
		Office	\$ 4,090 per KSF
		Industrial	\$ 2,760 per KSF
			average am/pm
		Other	\$ 2,279 peak hour trip
1C	Beginning and End Balance of Account		
	Beginning Balance:	\$	4,799,204
	End Balance:	\$	8,502,742
1D	Amount collected and interest earned:	\$	3,703,676 (see details below)
1E	Public Improvement(s) funded		
	Project Name:	See below	
	Amount:	See below	
	% of the cost funded by TVTDF:	See below	
1F	Construction start date:	See below	
1G	Interfund Transfer or loan from account:	None	
1H	Refunds:	None	

1D	Amount Collected and Interest Earned	7/12-6/13
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 23,093
	Dublin	\$ 1,633,764
	Livermore	\$ 1,118,277
	Pleasanton	\$ 307,417
	CC County	\$ 548,193
	Danville	\$ 72,932
	San Ramon	\$ -
		\$ 3,703,676

1E, 1F	Public Improvements Funded	7/12-6/13	1E. % of cost funded by TVTDF	1F. Construction Start Date
	Disbursements			
	Bank Fees	\$ (138)	100%	N/A
	<b>Total Resources (Uses)</b>	\$ (138)		

# Tri Valley Transportation Council Annual AB1600 for Fiscal Year 2011-2012

12/8/2017

		The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area.	
1A	Description of the Type of Fee:	Projects are identified in the Strategic Expenditure Plan.	
1B	Amount of Fee:	Single Family Dwelling	\$ 2,259 per unit
		MultiFamily Dwelling	\$ 1,437 per unit
		Secondary Units	\$ 903 per unit
		Retail	\$ 1,510 per KSF
		Office	\$ 4,050 per KSF
		Industrial	\$ 2,740 per KSF
			average am/pm
		Other	\$ 2,259 peak hour trip
1C	Beginning and End Balance of Account		
	Beginning Balance:	\$	2,284,561
	End Balance:	\$	4,799,204
1D	Amount collected and interest earned:	\$	2,514,642 (see details below)
1E	Public Improvement(s) funded		
	Project Name:	None	
	Amount:	None	
	% of the cost funded by TVTDF:	None	
1F	Construction start date:	None	
1G	Interfund Transfer or loan from account:	None	
1H	Refunds:	None	

1D	Amount Collected and Interest Earned	7/11-6/12
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 82,420
	Dublin	\$ 1,381,035
	Livermore	\$ 343,609
	Pleasanton	\$ 353,666
	CC County	\$ 314,051
	Danville	\$ 32,209
	San Ramon	\$ 7,652
		\$ 2,514,642

1E, 1F	Public Improvements Funded	7/11-6/12	1E. % of cost funded by TVTDF	1F. Construction Start Date
	Disbursements			
	none			
	Total Resources (Uses)	\$ -		



# Tri Valley Transportation Council Annual AB1600 for Fiscal Year 2010-2011

12/8/2017

		The fee provides for the construction of transportation improvement projects necessary to accommodate new development within the Tri-Valley Development area. Projects are identified in the Strategic Expenditure Plan.	
1A	Description of the Type of Fee:		
1B	Amount of Fee:	Single Family Dwelling	\$ 2,170 per unit
		MultiFamily Dwelling	\$ 1,380 per unit
		Secondary Units	\$ 868 per unit
		Retail	\$ 1,450 per KSF
		Office	\$ 3,890 per KSF
		Industrial	\$ 2,640 per KSF
			average am/pm
		Other	\$ 2,170 peak hour trip
1C	Beginning and End Balance of Account		
	Beginning Balance:	\$	1,271,036
	End Balance:	\$	2,284,561
1D	Amount collected and interest earned:	\$	2,113,776 (see details below)
1E	Public Improvement(s) funded		
	Project Name:	See below	
	Amount:	See below	
	% of the cost funded by TVTDF:	See below	
1F	Construction start date:	See below	
1G	Interfund Transfer or loan from account:	None	
1H	Refunds:	None	

1D	Amount Collected and Interest Earned	7/10-6/11
	Revenue and other Sources	Fees/Interest
	Alameda Co	\$ 13,950
	Dublin	\$ 618,962
	Livermore	\$ 339,352
	Pleasanton	\$ 198,796
	CC County	\$ 885,646
	Danville	\$ 57,070
	San Ramon	\$ -
		\$ 2,113,776

1E, 1F	Public Improvements Funded	7/10-6/11	1E. % of cost funded by TVTDF	1F. Construction Start Date
	Disbursements			
	Bank Fees	\$ (250)	100%	N/A
	Project A-5: I-580 HOV Lanes	\$ (1,100,000.00)	1%	Oct-13
	<b>Total Resources (Uses)</b>	<b>\$ (1,100,250.00)</b>		

# Item 3.4

# TRI-VALLEY TRANSPORTATION COUNCIL

**Steven Spedowski**  
**TVTC Chair**  
**Councilmember**  
Livermore  
(925) 960-4016

**Arne Olson**  
**TVTC Vice-Chair**  
**Vice Mayor**  
Pleasanton  
(925) 200-8579

**Scott Perkins**  
**Councilmember**  
San Ramon  
(925) 973-2530

**David Haubert**  
**Mayor**  
Dublin  
(925) 833-6634

**Karen Stepper**  
**Councilmember**  
Danville  
(925) 275-2412

**Scott Haggerty**  
**Supervisor District 1**  
Alameda County  
(510) 272-6691

**Candace Andersen**  
**Supervisor District 2**  
Contra Costa County  
(925) 957-8860

**To:** Tri-Valley Transportation Council (TVTC)  
**From:** TVTC Finance Subcommittee (Finance Subcommittee)  
TVTC Technical Advisory Committee (TAC)  
**Date:** January 22, 2018  
**Subject:** Audit for Fiscal Year 2016/17

---

## BACKGROUND

The TVTC Joint Exercise of Powers Agreement requires a designated, independent certified accountant perform an annual audit of accounts and records of the TVTC. The TVTC acquired the services of Cropper Accountancy to review the TVTC's financial statements and prepare a Fiscal Year (FY) 2016/17 Audit Report.

## DISCUSSION

The TVTC Finance Subcommittee received a presentation from Cropper Accountancy for the FY 2016/17 Audit Report on January 8, 2018. Auditing staff highlighted the fact that there are no new audit findings and that all prior year findings/recommendations were addressed successfully.

The Finance Subcommittee deemed the FY 2016/17 audit report satisfactory.

## RECOMMENDATION

ACCEPT FY 2016/17 Audit Report as recommended by the TVTC Finance Subcommittee.

## ATTACHMENT

1. Fiscal Year 2016/17 Annual Financial Report and Independent Auditor's Report

November 20, 2017

Board of Directors of the  
Tri-Valley Transportation Council  
Livermore, California

We have audited the financial statements of Tri-Valley Transportation Council as of and for the year ended June 30, 2017, and have issued our report thereon dated November 20, 2017. Professional standards require that we advise you of the following matters relating to our audit.

### **Our Responsibility in Relation to the Financial Statement Audit**

As communicated in our engagement letter dated March 21, 2017, our responsibility, as described by professional standards, is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America. Our audit of the financial statements does not relieve you or management of your respective responsibilities.

Our responsibility, as prescribed by professional standards, is to plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatement. An audit of financial statements includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control over financial reporting. Accordingly, as part of our audit, we considered the internal control of Tri-Valley Transportation Council solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures for the purpose of identifying other matters to communicate to you.

We have provided our findings regarding significant control deficiencies over financial reporting and material noncompliance, and other matters noted during our audit in a separate letter to you dated November 20, 2017.

### **Planned Scope and Timing of the Audit**

We conducted our audit consistent with the planned scope and timing we previously communicated to you.

### **Compliance with All Ethics Requirements Regarding Independence**

The engagement team, others in our firm, as appropriate, our firm, and our network firms have complied with all relevant ethical requirements regarding independence.

## **Qualitative Aspects of the Entity's Significant Accounting Practices**

### *Significant Accounting Policies*

Management has the responsibility to select and use appropriate accounting policies. A summary of the significant accounting policies adopted by Tri-Valley Transportation Council is included in Note 1 to the financial statements. There have been no initial selection of accounting policies and no changes in significant accounting policies or their application during fiscal 2017. No matters have come to our attention that would require us, under professional standards, to inform you about (1) the methods used to account for significant unusual transactions and (2) the effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

### *Significant Accounting Estimates*

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's current judgments. Those judgments are normally based on knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ markedly from management's current judgments.

TVTC does not have any estimates significant to the financial statements for the year ended June 30, 2017.

### *Financial Statement Disclosures*

Certain financial statement disclosures involve significant judgment and are particularly sensitive because of their significance to financial statement users. The most sensitive disclosures affecting Tri-Valley Transportation Council's financial statements relate to revenue and accounts receivable from each of the member agencies, as well as the subsequent event footnote.

## **Significant Difficulties Encountered during the Audit**

We encountered no significant difficulties in dealing with management relating to the performance of the audit.

## **Uncorrected and Corrected Misstatements**

For purposes of this communication, professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that we believe are trivial, and communicate them to the appropriate level of management. Further, professional standards require us to also communicate the effect of uncorrected misstatements related to prior periods on the relevant classes of transactions, account balances or disclosures, and the financial statements as a whole and each applicable opinion unit. Management has corrected all identified misstatements.

In addition, professional standards require us to communicate to you all material, corrected misstatements that were brought to the attention of management as a result of our audit procedures. None of the misstatements identified by us as a result of our audit procedures and corrected by

management were material, either individually or in the aggregate, to the financial statements taken as a whole or applicable opinion units.

### **Disagreements with Management**

For purposes of this letter, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter, which could be significant to Tri-Valley Transportation Council's financial statements or the auditor's report. No such disagreements arose during the course of the audit.

### **Representations Requested from Management**

We have requested certain written representations from management, which are included in the attached letter dated November 20, 2017.

### **Management's Consultations with Other Accountants**

In some cases, management may decide to consult with other accountants about auditing and accounting matters. Management informed us that, and to our knowledge, there were no consultations with other accountants regarding auditing and accounting matters.

### **Other Significant Matters, Findings, or Issues**

In the normal course of our professional association with Tri-Valley Transportation Council, we generally discuss a variety of matters, including the application of accounting principles and auditing standards, operating and regulatory conditions affecting the entity, and operational plans and strategies that may affect the risks of material misstatement. None of the matters discussed resulted in a condition to our retention as Tri-Valley Transportation Council's auditors.

This report is intended solely for the information and use of the Board of Directors and management of Tri-Valley Transportation Council and is not intended to be and should not be used by anyone other than these specified parties.

  
CROPPER ACCOUNTANCY CORPORATION  
Walnut Creek, California



---

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
ANNUAL FINANCIAL REPORT  
AS OF JUNE 30, 2017 and 2016  
WITH  
INDEPENDENT AUDITORS' REPORTS THEREON

---



**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
**ANNUAL FINANCIAL REPORT**  
**JUNE 30, 2017 and 2016**

**TABLE OF CONTENTS**

<b><u>Financial Section</u></b>	<b><u>Page</u></b>
Independent Auditors' Report	1 – 2
Management's Discussion and Analysis	3 – 5
Financial Statements:	
Combined Government-wide and Fund Financial Statements:	
Statement of Net Position and Governmental Funds Balance Sheet, June 30, 2017	6
Statement of Net Position and Governmental Funds Balance Sheet, June 30, 2016	7
Statement of Activities and Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balance for the Year Ended June 30, 2017	8
Statement of Activities and Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balance for the Year Ended June 30, 2016	9
Notes to the Financial Statements	10 – 17
<b><u>Other Report</u></b>	
Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	18 – 19
Schedule of Findings and Responses	20
Schedule of Prior Year Findings and Responses	20





*office location*  
2700 Ygnacio Valley Road, Ste 270  
Walnut Creek, CA 94598

(925) 932-3860 tel

*mailing address*  
2977 Ygnacio Valley Rd, PMB 460  
Walnut Creek, CA 94598

(925) 476-9930 efax

[www.cropperaccountancy.com](http://www.cropperaccountancy.com)

## **INDEPENDENT AUDITORS' REPORT**

Board Members  
Tri-Valley Transportation Council  
Livermore, California

### **Report on the Financial Statements**

We have audited the accompanying financial statements of the governmental activities of the Tri-Valley Transportation Council (TVTC), as of and for the years ended June 30, 2017 and 2016, and the related notes to the financial statements, which collectively comprise the TVTC's basic financial statements as listed in the table of contents.

### ***Management's Responsibility for the Financial Statements***

TVTC's management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### ***Auditor's Responsibility***

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

***Opinion***

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities of the TVTC, as of June 30, 2017 and 2016, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

***Other Matters***

***Required Supplementary Information***

Accounting principles generally accepted in the United States of America require that management's discussion and analysis on pages 3-4 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

  
CROPPER ACCOUNTANCY CORPORATION  
Walnut Creek, CA  
November 20, 2017

**TRI-VALLEY TRANSPORTATION COUNCIL**  
(A JOINT POWERS AUTHORITY)  
Management's Discussion and Analysis  
June 30, 2017

---

**THE PURPOSE OF THE TRI-VALLEY TRANSPORTATION COUNCIL:**

In 1991, the seven jurisdictions of Alameda County, Contra Costa County, Dublin, Pleasanton, Livermore, Danville, and San Ramon signed a Joint Powers Agreement (JPA) that established the Tri-Valley Transportation Council (TVTC). The purpose of the JPA was the joint preparation of a Tri-Valley Transportation Plan/Action Plan (TVTC Action Plan) for Routes of Regional Significance (RRS) and cost sharing of recommended improvements.

The TVTC adopted the TVTC Action plan in 1995. The TVTP/AP was later updated in 2000, 2009, and 2014. The Plan is a mutual understanding and agreement on Tri-Valley transportation concerns and recommendations for improvements. The Plan also identifies specific regional transportation improvements for funding and implementation.

In 1998, through a Joint Exercise Powers Agreement (JEPA), the seven member agencies that comprise the TVTC approved the Tri-Valley Transportation Development Fee (TVTDF) program. The TVTDF is intended to allocate fair share costs for the regional improvement projects identified in the TVTP/AP.

In 1999, the TVTC adopted a Strategic Expenditure Plan (SEP) which identified priorities, project sponsors, and funding plan for 11 regional transportation projects (List A). The TVTC then expanded this list to add 11 new projects (List B).

In 2008, the TVTC adopted a TVTC Fee Nexus Study (Nexus Study). The TVTC completed a Validation Review of the Nexus Study in 2017. The Nexus Study summarizes the status of the 22 projects, estimates revenues from the TVTDF over a 10-year horizon, and provides a funding plan for the remaining projects.

**THE BASIC FINANCIAL STATEMENTS**

The Basic Financial Statements comprise the *Statement of Net Position* and *Statement of Activities* for the Combined Government-wide and Fund Financial Statements. These statements present the TVTC financial activities as a whole. The *Statement of Net Position* and *Statement of Activities* include all assets and liabilities using the full accrual basis of accounting similar to the accounting model used by private sector firms.

**Statement of Net Position**

The *Statement of Net Position* (Basic Financial Statements, page 5) is a snapshot of TVTC's financial position at the end of the Fiscal Year (FY) 2017. TVTC's assets are all current assets, i.e. cash and receivables. TVTC has no capital assets. For the year ended June 30, 2017, net position totaled \$17,547,518.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
(A JOINT POWERS AUTHORITY)  
Management's Discussion and Analysis  
June 30, 2017

**Table 1. Statement of Net Position as of June 30:**

	2017	2016	\$ Change	% Change
<b>Assets</b>				
Cash and equivalents	\$ 12,508,699	\$ 11,546,374	\$ 962,325	8.3%
Interest receivable	22,141	3,948	18,193	460.8%
Developer fee receivables	5,216,751	1,306,942	3,909,809	299.2%
	<u>\$ 17,747,591</u>	<u>\$ 12,857,264</u>	<u>\$ 4,890,327</u>	<u>38.0%</u>
<b>Net Position</b>				
Liabilities	\$ 200,073	\$ 4,857	195,216	4,019.3%
Unrestricted Net Position	17,547,518	12,852,407	4,695,111	36.5%
	<u>\$ 17,747,591</u>	<u>\$ 12,857,264</u>	<u>\$ 4,890,327</u>	<u>38.0%</u>

**Statement of Activities**

The Statement of Activities (Basic Financial Statements, page 7) presents TVTC's revenue and incurred expenses for the year ended June 30, 2017. All financial activities incurred for TVTC are recorded here, including operational expenses, capital project costs, depreciation and accrued liabilities, when applicable. Since revenues are dependent on new construction, the Council's financial position is generally subject to the same fluctuations as the economy.

**Table 2. Statement of Activities for the Fiscal Years Ended June 30:**

	2017	2016	\$ Change	% Change
<b>General Expenses</b>				
Transportation improvements	\$ 5,880,000	\$ -	\$ 5,880,000	-100%
Development fee refunds	-	7,786	(7,786)	-100%
Administrative	73,085	72,925	160	0.2%
<b>Total General Expenses</b>	<u>5,953,085</u>	<u>80,711</u>	<u>5,872,374</u>	<u>7,275.8%</u>
<b>General Revenues</b>				
Investment income	49,502	5,567	43,935	789.2%
Development fees				
Alameda County	33,438	3,800	29,638	780.0%
Town of Danville	49,141	141,858	(92,717)	-65.4%
City of Dublin	5,265,914	2,021,497	3,244,417	160.5%
City of Livermore	1,116,513	1,301,434	(184,921)	-14.2%
City of Pleasanton	2,723,487	1,360,317	1,363,170	100.2%
City of San Ramon	66,542	34,379	32,163	93.6%
Contra Costa County	1,343,659	779,935	563,724	72.3%
<b>Total General Revenues</b>	<u>10,648,196</u>	<u>5,648,787</u>	<u>4,999,409</u>	<u>88.5%</u>
Change in Net Position	4,695,111	5,568,076	(872,965)	-15.7%
Beginning Net Position	12,852,407	7,284,331	5,568,076	76.4%
<b>Ending Net Position</b>	<u>\$17,547,518</u>	<u>\$ 12,852,407</u>	<u>\$ 4,695,111</u>	<u>36.5%</u>

**CONTACTING THE COUNCIL'S FINANCIAL MANAGEMENT**

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
**Management's Discussion and Analysis**  
**June 30, 2017**

---

This Management's Discussion and Analysis is intended to provide the reader with a narrative overview of TVTC's financial statements for the year ended June 30, 2017. Questions concerning any information provided in this report or requests for additional financial information should be directed to:

Tri-Valley Transportation Council  
Debbie Bell, TVTC Administrator  
1052 S. Livermore Ave.  
Livermore, CA 94550

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
 Combined Government-Wide and Fund Financial Statements  
 Statement of Net Position and Governmental Funds Balance Sheet  
 June 30, 2017

	<u>ASSETS</u>		Statement of Net Position
	General Fund	Adjustments (Note 2)	
Cash and cash equivalents (Note 3)	\$ 12,508,699	\$ -	\$ 12,508,699
Interest receivable	22,055	86	\$ 22,141
Development fees receivable (Note 1E)	<u>3,842,439</u>	<u>1,374,312</u>	<u>5,216,751</u>
 Total Assets	 <u>\$ 16,373,193</u>	 <u>\$ 1,374,398</u>	 <u>\$ 17,747,591</u>

**LIABILITIES AND NET POSITION**

Accounts payable	\$ <u>1,766</u>	\$ <u>198,307</u>	\$ <u>200,073</u>
 Total Liabilities	 <u>1,766</u>	 <u>198,307</u>	 <u>200,073</u>
 Fund Balance/Net Position (Note 4)			
Assigned/Unrestricted	<u>16,371,427</u>	<u>1,176,091</u>	<u>17,547,518</u>
 Total Liabilities and Fund Balance/Net Positio	 <u>\$ 16,373,193</u>	 <u>\$ 1,374,398</u>	 <u>\$ 17,747,591</u>

The accompanying notes are an integral part of these financial statements.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
 Combined Government-Wide and Fund Financial Statements  
 Statement of Net Position and Governmental Funds Balance Sheet  
 June 30, 2016

	<u>ASSETS</u>		
	<u>General Fund</u>	<u>Adjustments (Note 2)</u>	<u>Statement of Net Position</u>
Cash and cash equivalents (Note 3)	\$11,546,374	\$ -	\$11,546,374
Interest receivable	3,948	-	3,948
Development fees receivable (Note 1E)	<u>1,129,213</u>	<u>177,729</u>	<u>1,306,942</u>
 Total Assets	 <u>\$12,679,535</u>	 <u>\$ 177,729</u>	 <u>\$12,857,264</u>
 <u>LIABILITIES AND NET POSITION</u>			
Accounts payable	<u>\$ 4,857</u>	<u>\$ -</u>	<u>\$ 4,857</u>
 Total Liabilities	 <u>4,857</u>	 <u>-</u>	 <u>4,857</u>
Fund Balance/Net Position (Note 4)			
Committed/Restricted	5,880,000	(5,880,000)	-
Assigned/Unrestricted	<u>6,794,678</u>	<u>6,057,729</u>	<u>12,852,407</u>
 Total Liabilities and Fund Balance/Net Position	 <u>\$12,679,535</u>	 <u>\$ 177,729</u>	 <u>\$12,857,264</u>

The accompanying notes are an integral part of these financial statements.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
 Combined Government-Wide and Fund Financial Statements  
 Statement of Activities and  
 Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balance  
 For the Year Ended June 30, 2017

	<u>General Fund</u>	<u>Adjustments (Note 2)</u>	<u>Statement of Activities</u>
<b>General Expenditures/Expenses</b>			
Transportation improvements (Note 5)	\$ 5,880,000	\$ -	\$ 5,880,000
Administrative	73,085	-	73,085
<b>Total General Expenditures/Expenses</b>	<u>5,953,085</u>	<u>-</u>	<u>5,953,085</u>
<b>General Revenues:</b>			
Interest income from:			
LAIF	41,580	-	41,580
Member agencies	7,836	86	7,922
	<u>49,416</u>	<u>86</u>	<u>49,502</u>
Development fees:			
Alameda County	17,049	16,389	33,438
Town of Danville	34,877	14,264	49,141
City of Dublin	5,464,221	(198,307)	5,265,914
City of Livermore	1,116,513	-	1,116,513
City of Pleasanton	2,723,487	-	2,723,487
City of San Ramon	66,542	-	66,542
Contra Costa County	177,729	1,165,930	1,343,659
Total development fees	<u>9,600,418</u>	<u>998,276</u>	<u>10,598,694</u>
<b>Total General Revenues</b>	<u>9,649,834</u>	<u>998,362</u>	<u>10,648,196</u>
Change in fund balance/net position	3,696,749	998,362	4,695,111
Fund Balance/Net Position July 1, 2016	<u>12,674,678</u>	<u>177,729</u>	<u>12,852,407</u>
Fund Balance/Net Position June 30, 2017	<u>\$16,371,427</u>	<u>\$1,176,091</u>	<u>\$17,547,518</u>

The accompanying notes are an integral part of these financial statements.



**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
 Combined Government-Wide and Fund Financial Statements  
 Statement of Activities and  
 Governmental Fund Statement of Revenues, Expenditures, and Changes in Fund Balance  
 For the Year Ended June 30, 2016

	<u>General Fund</u>	<u>Adjustments (Note 2)</u>	<u>Statement of Activities</u>
<b>General Expenditures/Expenses</b>			
Development fees refunded	\$ 7,786	\$ -	\$ 7,786
Administrative	<u>72,925</u>	<u>-</u>	<u>72,925</u>
<b>Total General Expenditures/Expenses</b>	<u>80,711</u>	<u>-</u>	<u>80,711</u>
<b>General Revenues:</b>			
Investment income	<u>5,567</u>	<u>-</u>	<u>5,567</u>
Development fees:			
Alameda County	3,800	-	3,800
Town of Danville	141,858	-	141,858
City of Dublin	2,021,497	-	2,021,497
City of Livermore	1,301,434	-	1,301,434
City of Pleasanton	1,360,317	-	1,360,317
City of San Ramon	34,379	-	34,379
Contra Costa County	<u>1,084,504</u>	<u>(304,569)</u>	<u>779,935</u>
Total development fees	<u>5,947,789</u>	<u>(304,569)</u>	<u>5,643,220</u>
<b>Total General Revenues</b>	<u>5,953,356</u>	<u>(304,569)</u>	<u>5,648,787</u>
Change in fund balance/net position	5,872,645	(304,569)	5,568,076
Fund Balance/Net Position July 1, 2015	<u>6,802,033</u>	<u>482,298</u>	<u>7,284,331</u>
Fund Balance/Net Position June 30, 2016	<u>\$12,674,678</u>	<u>\$ 177,729</u>	<u>\$ 12,852,407</u>

The accompanying notes are an integral part of these financial statements.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A. Reporting Entity**

The Tri-Valley Transportation Council (TVTC; Council) is a joint powers authority (JPA) organized by the Counties of Alameda and Contra Costa, the Town of Danville, and the Cities of Dublin, Livermore, Pleasanton, and San Ramon. The TVTC accounting records are currently administered by the City of Livermore. The Council was created to administer development fees for the planning and implementation of sub-regional transportation facilities. This fee was adopted by the seven jurisdictions pursuant to Government Code 6502, and is paid to each of the member agencies by project developers. There are no separate legal entities that are a part of the Council's reporting entity.

The Council applies all applicable GASB pronouncements for certain accounting and financial reporting guidance. In December of 2010, GASB issued GASBS No. 62, Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements. This statement incorporates pronouncements issued on or before November 30, 1989 into GASB authoritative literature. This includes pronouncements by the Financial Accounting Standards Board (FASB), Accounting Principles Board Opinions (APB), and the Accounting Research Bulletins of the American Institute of Certified Public Accountants' (AICPA) Committee on Accounting Procedure, unless those pronouncements conflict with or contradict with GASB pronouncements.

**B. Basis of Presentation**

*Government-wide Financial Statements:*

The Statement of Net Position and Statement of Activities display information about the reporting government as a whole. They include all funds of the reporting entity except for fiduciary funds. Governmental activities generally are financed through taxes, intergovernmental revenues, and other nonexchange revenues. The Council has one governmental activity as described below:

**Governmental Funds**

General Fund – The General Fund is the general operating fund of the Council and is always classified as a major fund. It is used to account for all activities except those legally or administratively required to be accounted for in other funds.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*Fund Financial Statements:*

Fund financial statements of the reporting entity are organized into funds, each of which is considered to be separate accounting entities. Each fund is accounted for by providing a separate set of self-balancing accounts that constitute its assets, liabilities, fund equity, revenues, and expenditures/expenses. Funds are organized into three major categories: governmental, proprietary, and fiduciary. An emphasis is placed on major funds within the governmental and proprietary categories. A fund is considered major if it is the primary operating fund of the Council or meets the following criteria:

1. Total assets, liabilities, revenues or expenditures/expenses of that individual governmental or enterprise fund are at least 10 percent of the corresponding total for all funds of that *category or type*; and
2. Total assets, liabilities, revenues, or expenditures/expenses of the individual governmental fund or enterprise fund are at least 5 percent of the corresponding total for all governmental and enterprise funds combined.

**C. Measurement Focus and Basis of Accounting**

Measurement focus is a term used to describe “which” transactions are recorded within the various financial statements. Basis of accounting refers to “when” revenues and expenditures or expenses are recognized in the accounts and reported in the financial statements regardless of the measurement focus applied.

Measurement Focus

On the government-wide Statement of Net Position and the Statement of Activities, governmental activities are presented using the economic resources measurement focus. The accounting objective of this measurement focus is the determination of operating income, changes in net position (or cost recovery) and financial position. All assets and all liabilities (whether current or noncurrent) associated with the operation of these funds are reported.

In the fund financial statements, the “current financial resources” measurement focus is used for all Governmental Funds; with this measurement focus, only current assets and current liabilities generally are included on their balance sheets. Their operating statements present sources and uses of available spendable financial resources during a given period. These funds use fund balance as their measure of available spendable financial resources at the end of the period.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Basis of Accounting

In the government-wide Statement of Net Position and Statement of Activities, governmental activities are presented using the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability is incurred or economic asset used. Revenues, expenses, gains, losses, assets and liabilities resulting from exchange and exchange-like transactions are recognized when the exchange takes place.

In the fund financial statements, governmental funds are presented on the modified accrual basis of accounting. Under this modified accrual basis of accounting, revenues are recognized when "measurable and available". Measurable means knowing or being able to reasonably estimate the amount. Available means collectible within the current period or soon enough thereafter to pay current liabilities. The Council defines available to be within 60 days of year-end.

**D. Cash and Investments**

The Council does not commingle its cash and investments with the City or County JPA members. The funds are invested in accordance with the State Investment Policy established pursuant to the State Law. All monies not required for immediate expenditure are invested or deposited to earn maximum yield consistent with safety and liquidity.

Investments are carried at fair value, which is based on quoted market price if applicable. Otherwise, the fair value hierarchy is as follows:

Level 1 – Values are unadjusted quoted prices on active markets for identical assets or liabilities at the measurement date.

Level 2 – Inputs, other than quoted prices, included within Level 1 that are observable for the asset or liabilities at the measurement date.

Level 3 – Certain inputs are unobservable inputs (supported by little or no market activity, such as the Council's best estimate of what hypothetical market participants would use to determine a transaction price for the asset or liability at the reporting date).

The Council invests in the California Local Agency Investment Fund (LAIF), which is part of the Pooled Money Investment Account operated by the California State Treasurer. LAIF funds are invested in high quality money market securities and are managed to insure the safety of the portfolio. A portion of LAIF's investments are in structured notes and asset-backed securities.

LAIF determines fair value on its investment portfolio based on market quotations for these securities where market quotations are readily available, and on amortized cost or best estimate for those securities where market value is not readily available.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**E. Receivables**

Receivables recorded in the financial statements are net of any allowance for doubtful accounts. Any doubtful accounts at June 30, 2017 and 2016 were not considered material.

**F. Revenue Recognition - Development Fees**

Development fees are assessed according to a set fee schedule for new construction. The fees collected under the Council from new construction will be used to mitigate the increased traffic congestion.

**G. Budget Comparison**

Under GASB No. 34, budgetary comparison information is required to be presented for the general fund and each major special revenue fund with a legally adopted budget. The Council is not legally required to adopt a budget for the general fund. Therefore, budget comparison information is not included in the Council's financial statements.

**H. Equity Classifications**

*Government-wide Statements*

Net position is the excess of all the Council's assets over all its liabilities, regardless of fund. Net position is divided into three categories under GASB Statement 34. These categories apply only to net position, which is determined at the Government-wide level, and are described below:

1. Invested in capital assets, net of related debt - Consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.
2. Restricted net position - Consists of net position with constraints place on the use either by (1) external groups such as creditors, grantors, contributors, or laws or regulations of other governments; or (2) law through constitutional provisions or enabling legislation.
3. Unrestricted net position - All other components of net position that do not meet the definition of "restricted" or "invested in capital assets, net of related debt."

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*Fund Statements*

The governmental fund financial statements present fund balances based on classifications that comprise a hierarchy that is based primarily on the extent to which the Council is bound to honor constraints on the specific purposes for which amounts in the respective governmental funds can be spent. The classifications used in the governmental fund financial statements are as follows:

1. Nonspendable- Amounts that cannot be spent because they are either (a) not in spendable form or (b) legally or contractually required to be maintained intact.
2. Restricted - Amounts that are restricted for specific purposes when constraints placed on the use of resources are either (a) externally imposed by creditors, grantors, contributors, laws, or regulations of other governments or (b) imposed by law through constitutional provisions or enabling legislation.
3. Committed - Amounts that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest level of decision-making authority.
4. Assigned - Amounts that are constrained by the government's intent to be used for specific purposes, but are neither restricted or committed.
5. Unassigned - Amounts that do not meet classifications 1 – 4 above.

Further detail about the Council's fund balance classification is described in Note 4.

**NOTE 2. ADJUSTMENTS FROM FUND BASIS TO GOVERNMENT-WIDE BASIS**

The following is a summary of adjustments to the financial statements to comply with GASB 34.

	<u>2017</u>	<u>2016</u>
Development fees receivable		
Fund basis	\$ 3,842,439	\$ 1,129,213
Adjustment	1,374,312	177,729
Government-wide basis	<u>\$ 5,216,751</u>	<u>\$ 1,306,942</u>
Interest receivable		
Fund basis	\$ 22,055	\$ -
Adjustment	86	-
Government-wide basis	<u>\$ 22,141</u>	<u>\$ -</u>

**TRI-VALLEY TRANSPORTATION COUNCIL**  
(A JOINT POWERS AUTHORITY)  
Notes to the Financial Statements  
June 30, 2017 and 2016

**NOTE 2. ADJUSTMENTS FROM FUND BASIS TO GOVERNMENT-WIDE BASIS (continued)**

Accounts payable		
Fund basis	\$ 1,766	\$ 4,857
Adjustment	198,307	-
Government-wide basis	<u>\$ 200,073</u>	<u>\$ 4,857</u>
Development fee revenue		
Fund basis	\$ 9,600,418	\$ 5,947,789
Adjustment	998,276	(304,569)
Government-wide basis	<u>\$ 10,598,694</u>	<u>\$ 5,643,220</u>
Interest income		
Fund basis	\$ 49,416	\$ -
Adjustment	86	-
Government-wide basis	<u>\$ 49,502</u>	<u>\$ -</u>

**NOTE 3. CASH AND INVESTMENTS**

The cash and investments of the Council are maintained separately from with the funds of the City or County JPA members. The Council considers cash and investment amounts with original maturities of three months or less to be cash equivalents.

Cash and Investments consisted of the following at June 30:

	<u>2017</u>	<u>2016</u>
Cash in banks	\$ 1,386,742	\$ 8,644,755
Local Agency Investment Fund	11,121,957	2,901,619
Total cash and investments	<u>\$ 12,508,699</u>	<u>\$ 11,546,374</u>

**Investments Authorized by the Council's Investment Policy**

The Council is authorized to invest in obligations of the U.S. Treasury, agencies, commercial paper with certain minimum ratings, certificates of deposit, bankers' acceptances, repurchase agreements and the State Treasurer's Investment pool ("LAIF").

**Deposits/Credit Risk**

The California Government Code requires California banks and savings and loan associations to secure Public Agencies' deposits by pledging government securities as collateral. The market value of pledged securities must equal at least 110% of deposits. California law also allows financial institutions to secure such deposits by pledging first trust deed mortgage notes having a value of 150% of the total deposits. The first \$250,000 of each institution's deposits are covered by FDIC insurance.

**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**NOTE 3. CASH AND INVESTMENTS (continued)**

Disclosures Relating to Credit Risk

Generally, credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization.

Custodial Credit Risk

Custodial credit risk for *deposits* is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover its deposits or will not be able to recover collateral securities that are in the possession of an outside party. The California Government Code and the Council's investment policy do not contain legal or policy requirements that would limit the exposure to custodial credit risk for deposits, other than the following provision for deposits: The California Government Code requires that a financial institution secure deposits made by state or local governmental units by pledging securities in an undivided collateral pool held by a depository regulated under state law (unless so waived by the governmental unit). The market value of the pledged securities in the collateral pool must equal at least 110% of the total amount deposited by the public agencies.

Custodial credit risk for *investments* is the risk that, in the event of the failure of the counterparty (e.g., broker-dealer) to a transaction, a government will not be able to recover its deposits or will not be able to recover the value of its investment or collateral securities that are in the possession of another party. The California Government Code and the Council's investment policy do not contain legal or policy requirements that would limit the exposure to custodial credit risk for investments. With respect to investments, custodial credit risk generally applies only to direct investments in marketable securities. Custodial credit risk does not apply to a local government's indirect investment in securities through the use of mutual funds or government investment pools.

Investment Fair Value

The Council is a voluntary participant in the Local Agency Investment Fund (LAIF) that is regulated by California Government Code under the oversight of the Treasurer of the State of California. The fair value of the Council's investment in this pool is reported in the accompanying financial statements at amounts based upon the Council's pro-rata share of the fair value provided by LAIF for the entire LAIF portfolio (in relation to the amortized cost of that portfolio). The balance available for withdrawal is based on the accounting records maintained by LAIF, which are recorded on an amortized cost basis.



**TRI-VALLEY TRANSPORTATION COUNCIL**  
**(A JOINT POWERS AUTHORITY)**  
Notes to the Financial Statements  
June 30, 2017 and 2016

---

**NOTE 4: FUND BALANCE**

The Council has implemented GASB Statement No. 54, *Fund Balance Reporting and Governmental Fund Type Definitions*. This Statement provides more clearly defined fund balance categories to make the nature and extent of the constraints placed on a government's fund balances more transparent.

The Tri-Valley Transportation Council have established the following fund balance policies:

- **Assigned Fund Balance:** The Council exists to fund Tri-Valley transportation projects, therefore, all amounts not committed in the fund balance at year-end are assigned for this purpose.
- **Committed Fund Balance:** Amounts that have been designated for payment by the Council prior to year end. At June 30, 2017 there were no commitments. At June 30, 2016, \$5,880,000 had been approved for payment to the Contra Costa Transportation Authority for construction of the I-680 Auxiliary Lanes, Segment 2.

The accounting policies of the Council consider restricted fund balance to have been spent first when an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available. Similarly, when an expenditure is incurred for purposes for which amounts in any of the unrestricted classifications of fund balance could be used, the Council considers committed amounts to be reduced first, followed by assigned amounts, and finally, unassigned amounts.

**NOTE 5: TRANSPORTATION IMPROVEMENT PROJECTS**

During the fiscal year ended June 30, 2017, \$5,880,000 was disbursed to the Contra Costa Transportation Authority for the construction of Interstate 680 Auxiliary lanes, segment 2, who will pass these funds through to the Contra Costa Transportation Authority. These monies were disbursed after it was determined that sufficient funds were available in the joint Tri-Valley Transportation Development Fund bank account.

For the year ended June 30, 2016, no funds for transportation improvements were disbursed, however, the \$5.88 million above was committed (see Note 4).

**NOTE 6: SUBSEQUENT EVENTS**

Management has evaluated subsequent events through November 20, 2017, the date on which the financial statements were available to be issued. On July 17, 2017, the Board approved an encumbrance of \$1,140,000 to the City of Dublin, which was remitted in October 2017.



office location  
2700 Ygnacio Valley Road, Ste 270  
Walnut Creek, CA 94598

(925) 932-3860 tel

mailing address  
2977 Ygnacio Valley Rd, PMB 460  
Walnut Creek, CA 94598

(925) 476-9930 efax

[www.cropperaccountancy.com](http://www.cropperaccountancy.com)

**REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON  
COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL  
STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING  
STANDARDS**

The Board Members  
Tri-Valley Transportation Council  
Livermore, California

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the governmental activities of the Tri-Valley Transportation Council (TVTC) as of and for the years ended June 30, 2017 and 2016, and the related notes to the financial statements, which collectively comprise TVTC's basic financial statements, and have issued our report thereon dated November 20, 2017.

**Internal Control over Financial Reporting**

In planning and performing our audit of the financial statements, we considered TVTC's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of TVTC's internal control. Accordingly, we do not express an opinion on the effectiveness of TVTC's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that have not been identified.

## Compliance and Other Matters

As part of obtaining reasonable assurance about whether TVTC's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

## Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



CROPPER ACCOUNTANCY CORPORATION

Walnut Creek, CA

November 20, 2017

## SCHEDULE OF FINDINGS AND RESPONSES

**Findings:** None

**Status of prior year finding 2016-001:** Management has implemented prior year recommendations.

## SCHEDULE OF PRIOR YEAR FINDINGS AND RESPONSES

### Finding 2016-001

#### **Material Weakness in Internal Control over Financial Reporting—Basis of Accounting**

*Criteria:* Maintaining the general ledger on an accrual basis is an important control activity needed to adequately protect the entity's assets and ensure accurate financial reporting. Additionally, management should be tracking those items needed to convert the fund basis financial statements to the government-wide full accrual basis.

*Condition:* Presently, the general ledger is largely being maintained on a cash basis, with accruals being made for small payable amounts. Accounts receivable are not being entered into the general ledger, and revenue is recorded on a cash basis.

*Context:* We audited entity accounts receivable by confirming with each of the member agencies about the amount of revenue paid for the fiscal years ended June 30, 2015 and 2016. This data was compared to the data provided by management, and a spreadsheet was set up to determine what amounts should be journaled to reflect both fund basis and government-wide basis revenues and accounts receivable.

*Effect or Potential Effect:* By not entering the accounts receivable from member agencies, the entity could potentially materially understate both revenues and accounts receivable.

*Cause:* Due to geographic distribution, and that each member agency deposits funds directly to the entity account, it is difficult for the bookkeepers to know which fiscal year payment are applicable to.

*Recommendation:* Member agencies should communicate with the administrator and bookkeeper about amounts collected but not remitted to the entity at the end of the fiscal year.

When member agency anticipates depositing funds to the TVTC bank account, they should inform both the administrator and the bookkeepers about both the amount, and which fiscal year the deposit is related to. At this point, the bookkeepers can create a general journal dated June 30 to account for the receivable from the member agency (debit accounts receivable and credit revenue). When the money is deposited, a reversing journal should be made to debit the cash and credit accounts receivable.

*Views of Responsible Official(s) and Planned Corrective Actions:* Management agrees with auditor findings and will discuss this with the member agencies.

# Item 3.5

# TRI-VALLEY TRANSPORTATION COUNCIL

**Steven Spedowfski**  
**TVTC Chair**  
**Councilmember**  
Livermore  
(925) 960-4016

**To:** Tri-Valley Transportation Council (TVTC)  
**From:** TVTC Finance Subcommittee (Finance Subcommittee)  
TVTC Technical Advisory Committee (TAC)

**Date:** January 22, 2018

**Arne Olson**  
**TVTC Vice-Chair**  
**Vice Mayor**  
Pleasanton  
(925) 200-8579

**Subject:** TVTC Website Hosting and Maintenance Services

**Scott Perkins**  
**Councilmember**  
San Ramon  
(925) 973-2530

---

## BACKGROUND

TVTC Bylaws Section H3 requires a request for proposal (RFP) process prior to expending funds or entering into contracts in excess of \$5,000. In accordance with this requirement, on September 10, 2014, the Tri-Valley Transportation Council (TVTC) issued a request for proposals (RFP) from qualified website firms to develop the new TVTC website and provide website maintenance and hosting services. TVTC received two proposals by the RFP response deadline, October 10, 2014.

**Don Biddle**  
**Vice Mayor**  
Dublin  
(925) 833-6650

A subcommittee of the TVTC Technical Advisory Committee (TAC) reviewed the RFPs, interviewed, scored, and ranked the prospective website developers during the period from October 10, 2014 to October 16, 2014. At the TVTC TAC meeting on November 3, 2014, the TAC supported the sub-committee's recommendation to hire Planeteria Media to develop and maintain the TVTC website.

**Karen Stepper**  
**Councilmember**  
Danville  
(925) 275-2412

**Scott Haggerty**  
**Supervisor District 1**  
Alameda County  
(510) 272-6691

In accordance with TVTC Bylaws Section H3, which allows the Administrator to authorize contracts up to \$10,000, the TVTC Chair entered into a three-year contract with Planeteria Media until November 18, 2017. This contract included one-year for website design, and two additional years for monthly content management and hosting services, conversion and migration services, and website support services. The contract provided that TVTC would pay Planeteria Media a not to exceed amount of \$10,000 for website development services and \$125 per month in monthly technical support services once the website was operational.

**Candace Andersen**  
**Supervisor District 2**  
Contra Costa County  
(925) 957-8860

The TVTC approved the final design and content of the website on October 19, 2015, and subsequently paid the final invoice for website development. The TVTC continues to pay Planeteria Media for monthly website hosting and support services.

# TRI-VALLEY TRANSPORTATION COUNCIL

## DISCUSSION

TVTC's contract with Planeteria Media expired on November 18, 2017. The TVTC Finance Subcommittee recommends the TVTC enter into a new contract with Planeteria Media exclusively focused on monthly website hosting and maintenance services until June 30, 2020, for an amount not to exceed four thousand five hundred dollars (\$4,500). This includes \$125 per month in monthly technical support services, \$49 per year for website domain renewal, and \$150 per year for the Secure Sockets Layer certificate and installation.

## RECOMMENDATION

1. ADOPT Resolution 2018-01 approving the Agreement with Planeteria Media
2. Authorize the TVTC Chairperson to execute the Agreement on behalf of the TVTC

## ATTACHMENTS

1. Resolution 2018-01

Attachment 1: Professional Services Agreement

Exhibit A: Scope of Work and Compensation

**TRI-VALLEY TRANSPORTATION COUNCIL  
RESOLUTION NO. 2018-01**

**A RESOLUTION APPROVING THE PROFESSIONAL SERVICES AGREEMENT  
BETWEEN THE TRI-VALLEY TRANSPORTATION COUNCIL AND  
PLANETERIA MEDIA**

**WHEREAS**, on September 10, 2014, the Tri-Valley Transportation Council (TVTC) issued a request for proposals (RFP) from qualified website development firms and designers to design and develop the new TVTC website, infrastructure that allows member agencies to have “members only” access and administrative rights, and hosting of the TVTC website; and,

**WHEREAS**, pursuant to the RFP, TVTC and Planeteria Media (Contractor) entered into a Professional Services Agreement (“Agreement”) whereby Contractor agreed to provide website development services and monthly technical support services to TVTC; and

**WHEREAS**, the Agreement provided that TVTC would pay Contractor a not to exceed amount of \$10,000 for website development services and \$125 per month in monthly technical support services once the website was online and operational; and

**WHEREAS**, TVTC and Contractor now desire to enter into an Agreement exclusively for website content management and hosting services, and website support services in an amount not to exceed \$4,500.

**NOW THEREFORE BE IT RESOLVED THAT TVTC:**

1. Approves the form of THE PROFESSIONAL SERVICES AGREEMENT and authorizes TVTC Administrator to make any minor modifications subject to review and approval of the General Counsel that do not expand TVTC’s obligations thereunder, attached hereto and incorporated herein as Attachment 1; and
2. Authorizes the Chairperson to execute the Agreement on behalf of TVTC subject to review and approval as to form by the General Counsel.

**PASSED, APPROVED AND ADOPTED** at the meeting of January 22, 2018, by the following votes:



**AYES:**

**NOES:**

**ABSENT:**

**ABSTAIN:**

---

Steven Spedowfski, Chair  
Tri-Valley Transportation Council

**ATTEST:**

---

Debbie Bell, TVTC Administrative Staff

**ATTACHMENT 1**  
**PROFESSIONAL SERVICES AGREEMENT**

## WEBSITE HOSTING CONSULTANT SERVICES AGREEMENT

The Tri-Valley Transportation Council, a joint powers authority formed under the Joint Exercise of Powers Act (Gov. Code §§ 6500 *et seq.*) ("TVTC") and Planetaria Media, a professional website design, development, and implementation company, ("Consultant"), hereby agree as follows:

1. **Scope of Work:** Consultant shall provide the following services ("Work") website content management and hosting services, conversion and migration services, and website support services for TVTC. The scope of the work for Consultant is more specifically described in **Exhibit A** of this Agreement. Consultant will start working on this project within 1 day after Consultant receives a signed copy of this Agreement. If the scope of work changes after signing this Agreement, TVTC and Consultant agree to negotiate and sign an amended **Exhibit A**.

2. **Term:** The term of this Agreement shall begin on January 22, 2018 and continues until June 30, 2020.

3. **Compensation Rate:** TVTC shall pay Consultant an amount not to exceed four thousand five hundred dollars (\$4,500) for the full and satisfactory completion of the Work in accordance with the terms of this Agreement. The rate of compensation shall be calculated as follows: \$125 per month in monthly technical support services, \$49 per year for website domain renewal, and \$150 per year for the Secure Sockets Layer certificate and installation as described in the Consultant's Proposal dated August 7, 2017 ("Proposal") and as further described in **Exhibit A** attached hereto and by this reference made a part hereof. In the event of a conflict or inconsistency between the text of the main body of this Agreement and Proposal or the Exhibits, the text of the main body of this Agreement shall prevail. Amounts approved for any additional length of time beyond this Agreement are subject to the limits of Paragraph H, subpart 3 of the Tri-Valley Transportation Council Bylaws.

4. **Original Work/Conflicts/Confidentiality:** Consultant promises that work does not violate the patent, copyright, trade secrets or other property right of any person, firm or entity. Consultant promises that this Agreement does not conflict with any other contract, agreement or understanding to which Consultant is a party. Finally, Consultant promises to hold and maintain in strict confidence any confidential information that TVTC provides (such as proprietary technical or business information), and Consultant will not disclose such information to any third party except as may be required by a court or governmental authority.

5. **Payment:** TVTC promises to pay Consultant the amounts outlined in Section 3 above for the work satisfactorily performed in accordance with the terms of this Agreement. The billing statements should be provided on approximately a monthly basis (or as otherwise agreed to in writing by the Consultant and TVTC) detailing each person performing service and a brief description of the work performed. Payment will be made using check, cashier's check, or wire transfer. All billing statements should be directed to the TVTC Administrator for review and approval.

6. **Feedback and Acceptance:** TVTC agrees to give Consultant timely feedback so that Consultant can understand and incorporate TVTC concerns, objections or corrections, and TVTC promises not to unreasonably withhold acceptance of the deliverables Consultant will provide TVTC.

Consultant and TVTC agree to the Work acceptance process outlined in **Exhibit A**. In turn, TVTC promises to evaluate the contract deliverables listed in **Exhibit A** to this Agreement. If TVTC rejects a deliverable, Consultant will correct any errors and ask TVTC to accept or reject the corrected deliverable – which TVTC promises to do within reasonably timely manner after TVTC receives the corrected deliverable.

**7. Rights To The TVTC Content:** TVTC promises that: (a) Consultant has the right to use anything TVTC gives Consultant (“TVTC Content”) for purposes of work as part of this contract; and (b) using such TVTC Content does not violate the patent, copyright, trade secret or other property right of any person, firm or entity. TVTC grants Consultant a nonexclusive, nontransferable license to use, reproduce, modify, display and publish the TVTC Content solely in connection with Consultant’s work for TVTC under this Agreement. TVTC also affirms and represents that this Agreement does not conflict with any other contract, agreement or understanding to which TVTC is a party.

**8. Materials Created as Part of Consultant’s Performance:** All content, including but not limited to, reports, data, maps, graphics, models, charts, photographs, plans, specifications, records, files, or any other documents or materials, in electronic or any other form, that Consultant prepares or obtains pursuant to this Agreement and that relate to the matters covered hereunder shall be the property of the TVTC. Consultant hereby agrees to deliver those documents, and any other documents or materials necessary to keep the website/content fully functional, to the TVTC upon termination of the Agreement. It is understood and agreed that the documents and other materials, including but not limited to those described above, prepared pursuant to this Agreement are prepared specifically for the TVTC and are not necessarily suitable for any future or other use.

**9. Termination:** TVTC may terminate or suspend this Agreement at any time and without cause upon written notification to Consultant. Upon receipt of notice of termination or suspension, Consultant shall immediately stop all work in progress under this Agreement. TVTC’s right of termination shall be in addition to all other remedies available under law to the TVTC

**10. Indemnification:** To the fullest extent permitted by law, Consultant shall indemnify, defend (with counsel acceptable to TVTC), and hold harmless the TVTC and its elected and appointed officers, officials, employees, agents, contractors and consultants (collectively, the “TVTC Indemnitees”) from and against any and all liability, loss, damage, claims, expenses and costs (including, without limitation, attorneys’ fees and costs of litigation) (collectively, “Liability”) of every nature to the extent arising out of or in connection with Consultant’s negligent performance of the Work or Consultant’s failure to comply with this Agreement, except such Liability caused by the gross negligence or willful misconduct of the TVTC Indemnitees.

**11. Insurance:** Prior to beginning the Work and continuing throughout the term of this Agreement, Consultant (and any subcontractors) shall, at Consultant’s (or subcontractor’s) sole cost and expense, furnish TVTC with certificates of insurance evidencing that Consultant has obtained and maintains insurance in the following amounts:

A. Workers’ Compensation that satisfies the minimum statutory limits.

B. Commercial General Liability and Property Damage Insurance in an amount not less than ONE MILLION DOLLARS (\$1,000,000) combined single limit per occurrence, TWO MILLION DOLLARS (\$2,000,000) annual aggregate, for bodily injury, property damage, products, completed operations and contractual liability coverage. The policy shall also include coverage for liability arising out of the use and operation of any TVTC-owned or TVTC-furnished equipment used or operated by the Consultant, its personnel, agents or subcontractors.

C. Comprehensive automobile insurance in an amount not less than ONE MILLION DOLLARS (\$1,000,000) per occurrence for bodily injury and property damage including coverage for owned and non-owned vehicles.

All insurance policies shall be written on an occurrence basis and shall name the TVTC Indemnitees as additional insureds with any TVTC insurance shall be secondary and in excess to Consultant's insurance. If the Consultant's insurance policy includes a self-insured retention that must be paid by a named insured as a precondition of the insurer's liability, or which has the effect of providing that payments of the self-insured retention by others, including additional insureds or insurers do not serve to satisfy the self-insured retention, such provisions must be modified by special endorsement so as to not apply to the additional insured coverage required by this agreement so as to not prevent any of the parties to this agreement from satisfying or paying the self-insured retention required to be paid as a precondition to the insurer's liability. Additionally, the certificates of insurance must note whether the policy does or does not include any self-insured retention and also must disclose the deductible. The certificates shall contain a statement of obligation on the part of the carrier to notify TVTC of any material change, cancellation, termination or non-renewal of the coverage at least thirty (30) days in advance of the effective date of any such material change, cancellation, termination or non-renewal. TVTC's Risk Manager may waive or modify any of the insurance requirements of this section.

**12. Compliance with all Applicable Laws; Nondiscrimination:** Consultant shall comply with all applicable local, state and federal laws, regulations and ordinances in the performance of this Agreement. Consultant shall not discriminate in the provision of service or in the employment of persons engaged in the performance of this Agreement on account of race, color, national origin, ancestry, religion, gender, marital status, sexual orientation, age, physical or mental disability in violation of any applicable local, state or federal laws or regulations.

**13. Severability:** If any term or portion of this Agreement is held to be invalid, illegal, or otherwise unenforceable by a court of competent jurisdiction, the remaining provisions of this Agreement shall continue in full force and effect.

**14. Entire Agreement:** This Agreement constitutes the complete and exclusive agreement between TVTC and Consultant concerning the work on this project, and it supersedes all other prior agreements, proposals, and representations, whether stated orally or in writing. Consultant and TVTC can modify this agreement in writing, if both TVTC and Consultant sign that modification.

**15. Independent Contractor:** TVTC agrees that Consultant is an independent contractor and not TVTC's employee. Although TVTC will provide general direction to Consultant, Consultant will determine, in Consultant's sole discretion, the manner and ways in which Consultant will provide website content management and hosting services, conversion and

migration services, and website support services for TVTC. The work that Consultant creates for TVTC under this Agreement will not be deemed a "work-for-hire," as that term is defined under U.S. Copyright Law. Whatever rights Consultant grants TVTC are contained in this Agreement.

**IN WITNESS WHEREOF**, the parties hereto have executed this Agreement as of the day and year first written below.

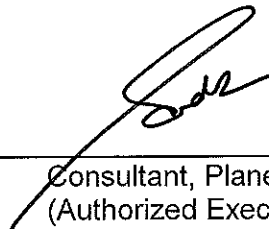
**TRI-VALLEY TRANSPORTATION COUNCIL**

DATED: \_\_\_\_\_

By \_\_\_\_\_  
Steve Spedowski, TVTC Chair

**PLANETERIA MEDIA, CONTRACTOR**

DATED: \_\_\_\_\_

By  \_\_\_\_\_  
Consultant, Planeteria Media  
(Authorized Executive of Company)

**APPROVED AS TO FORM**

DATED: \_\_\_\_\_

By \_\_\_\_\_  
Steven Mattas, Legal Counsel  
Meyers Nave

## **Exhibit A – Scope of Work and Compensation**



## **Website Hosting and Maintenance for TVTC website**

August 7, 2017

Dear Debbie,

It has been our pleasure to be associated with TVTC in the development and maintenance of the TVTC website. We look forward to continue working with you and your team for the maintenance and hosting of the customized website which was developed by on Kentico Content Management platform.

Following is our proposal:

### **Services to be performed by Planeteria:**

#### **1. Hosting**

Planeteria will host the customers website on its shared webserver. This includes the following:

- 100% Uptime Guarantee
- Unlimited incoming bandwidth
- 20TB Outbound Bandwidth
- 24x7x365 Support
- 1 Hour Hardware Replacement Guarantee
- Standard Daily backups

This includes the EVault Backup and Recovery Solution which safeguards the servers, maintains uptime and guarantees the full recovery of all essential data and applications with Managed Backup Services.

Managed Backup reduces risk and minimizes cost by:

- Best practices in automatic backups, online access and point-in-time recovery
- Multiple layers of security ensure data integrity and immediate availability
- Scalable solutions that grow with your data management needs
- Customizable data monitoring and disaster recovery for all environments

All the data on the server is secure.





- Secure Sockets Layer certificate and installation

## **2. Website Maintenance**

A) Planeteria will perform minor website updates/enhancements or bug fixes based on client request. This includes:

i) Any type of bug fix (irrespective of the time taken to fix it) required to maintain the website functionality

ii) Any website change request that will take less than 30 min to do.

There is no limit to the number of such requests submitted in a month.

All requests should be sent to the Planeteria support email - [support@planeteria.com](mailto:support@planeteria.com) and a support ticket will be generated. The request will be reviewed, and if its a fix, it will be done at the earliest. Updates will be scheduled and done at the earliest.

If the estimated effort is more than 30 min, an estimate for additional cost will be provided to the client for approval before the changes are done.

B) Planeteria will promptly do all necessary security upgrades on the website to ensure security and availability of the website.

C) 24/7 monitoring website for uptime. And investigate if the website is down. If website gets hacked, remove malicious code and restore the website.

D) On request, Planeteria will provide any website analytics that may be required for monitoring and promoting the website or for management reporting. There is no limit to the number of such requests and Planeteria will provide the reports in a timely manner.

E) The domain name tvtc-jpa.com will be renewed annually when its due for renewal

### **Monthly Hosting Fee:**

\$125 per month for hosting & maintenance + \$49/per year for domain renewal + \$150/year for SSL certificate and installation



**Contract Duration:**

24 months. To be renewed every 2 years.

Let us know if you have any questions.

Warm regards

A handwritten signature in black ink, appearing to read 'Sandeep Mehta'.

Sandeep Mehta, CTO

# Item 4.1

# TRI-VALLEY TRANSPORTATION COUNCIL

**Steven Spedowfski**  
**TVTC Chair**  
**Councilmember**  
Livermore  
(925) 960-4016

**To:** Tri-Valley Transportation Council (TVTC)  
**From:** TVTC Finance Subcommittee (Finance Subcommittee)  
TVTC Technical Advisory Committee (TAC)

**Date:** January 22, 2018

**Arne Olson**  
**TVTC Vice-Chair**  
**Vice Mayor**  
Pleasanton  
(925) 200-8579

**Subject:** Request to Appropriate Tri-Valley Transportation Development Fee Funds to State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5) of the Tri-Valley Transportation Council Strategic Expenditure Plan

**Scott Perkins**  
**Councilmember**  
San Ramon  
(925) 973-2530

---

## BACKGROUND

The Tri-Valley Transportation Council (TVTC) adopted the Tri-Valley Transportation Plan/Action Plan (TVTP/AP) for Routes of Regional Significance in 1995. The TVTP/AP was later updated in 2000, 2009, and 2014. The Plan is a mutual understanding and agreement on Tri-Valley transportation concerns and recommendations for improvements. One of these improvements projects is State Route 84 Corridor Improvements: I-580 to I-680 (Project 2A-Segment 5).

**Don Biddle**  
**Vice Mayor**  
Dublin  
(925) 833-6650

In 1998, through a Joint Exercise Powers Agreement (JEPA), the seven member agencies that comprise the TVTC approved the Tri-Valley Transportation Development Fee (TVTDF) program. The TVTDF is intended to allocate fair share costs for the regional projects identified in the TVTP/AP.

**Karen Stepper**  
**Councilmember**  
Danville  
(925) 275-2412

In 1999, the TVTC adopted a Strategic Expenditure Plan (SEP) which identified priorities, project sponsors, and funding for TVTDF projects. The TVTC updated the SEP in 2004, 2011, and 2017. The SEP originally established a funding plan for eleven regional transportation projects (List A). The TVTC then expanded this list to add 11 new projects (List B).

**Scott Haggerty**  
**Supervisor District 1**  
Alameda County  
(510) 272-6691

In 2008, the TVTC adopted a TVTC Fee Nexus Study (Nexus Study). The TVTC completed a Validation Review of the Nexus Study in 2017. The Nexus Study summarizes the status of the 22 projects, estimates revenues from the TVTDF over a 10-year horizon, and provides a funding plan for the remaining projects (Attachment 2). One of these improvements is State Route 84 Expressway (I-580 to I-680). Several parts of the State Route 84 Expressway are currently in construction and have been following the Phased Project Priority List. The next priority on the project list is the design and construction of Segment 5 of SR-84 Widening between I-680 and Pigeon Pass (Attachment 3).

**Candace Andersen**  
**Supervisor District 2**  
Contra Costa County  
(925) 957-8860

# TRI-VALLEY TRANSPORTATION COUNCIL

## DISCUSSION

The Tri Valley Transportation Development Fee (TVTDF) is intended to provide partial funding for projects to get the regional projects ready to compete for federal funding and provide additional funding during the construction phase.

The ultimate configuration for SR 84 Expressway consists of six lanes from I-580 to Stanley Boulevard and four lanes from Stanley Boulevard to I-680. The project is divided into five primary sections, with three sections completed:

- Segment 1 – I-580 to Jack London Boulevard
- Segment 2 – Jack London Boulevard to a point roughly halfway between Concannon Boulevard and Stanley Boulevard
- Segment 3 – Halfway between Concannon Boulevard and Stanley Boulevard to Ruby Hill Drive
- Segment 4 – Ruby Hill Drive to Pigeon Pass
- Segment 5 – Pigeon Pass to I-680

The Alameda County Transportation Council (Alameda CTC) is the project lead for Segment 5. The Strategic Expenditure Plan identifies the City of Pleasanton and Livermore as co-project sponsors for TVTC. Segment 5 includes \$12 million in TVTC funds to help widen SR 84 from two lanes to four lanes and construct improvements to the interchange at SR 84/I-680. This project is currently in the environmental phase, which includes preparation of an Environmental Impact Report and an Environmental Assessment. Environmental clearance is anticipated in the summer of 2018.

The City of Pleasanton and the Alameda CTC are entering a Cooperative Agreement, which details the roles and responsibilities of each agency regarding the transmission and use of TVTDF funds for this project (Attachment 4). Appropriation of these funds will be applied toward final design and construction of Segment 5. The City of Pleasanton City Council approved the Cooperative Agreement on December 5, 2017, and has been provided to the Alameda CTC for final execution.

There are sufficient TVTC funds to cover the \$12 million allocation and the remainder of the FY17/18 TVTC administrative budget (Attachment 5).

## RECOMMENDATION

- 1) Authorize the TVTC Treasurer to appropriate \$12 million in TVTDF funds for the SR 84 Widening from Pigeon Pass and SR84/I-680 Interchange Improvements in accordance with the TVTC Strategic Expenditure Plan for fiscal year 2017/18 and 2018/19, subject to the City of Pleasanton and Alameda County Transportation Commission's execution of a Cooperative Agreement outlining how the funds will flow from the TVTC through the City to Alameda CTC; and
- 2) Upon confirmation of Pleasanton and Alameda CTC's execution of the Cooperative Agreement, authorize the TVTC Treasurer to transmit \$12 million in TVTDF funds to the City of Pleasanton, which will, in turn, pass the \$12 million in funds through to the Alameda

# TRI-VALLEY TRANSPORTATION COUNCIL

CTC, the party responsible for the management and construction of SR 84 Expressway Segment 5 from Pigeon Pass and SR84/I-680” phase of the project.

- 3) The Tri-Valley Transportation Council authorizes any related action to further the intent of this resolution.

## ATTACHMENT

1. TVTC Resolution No. 2018-02
2. 2017 TVTDF Funding Plan
3. State Route 84 Expressway (I-580 to I-680) Project 2A
4. Cooperative Agreement with Alameda CTC – Route 84 Widening Project – Pigeon Pass to Interstate 680
5. TVTC Financial Statements

**TRI-VALLEY TRANSPORTATION COUNCIL  
RESOLUTION NO. 2018-02**

**A RESOLUTION OF THE TRI-VALLEY TRANSPORTATION COUNCIL  
APPROPRIATING \$12,000,000 IN TRI-VALLEY TRANSPORTATION DEVELOPMENT  
FEE (TVTDF) FUNDS FOR THE STATE ROUTE 84 CORRIDOR IMPROVEMENTS I-  
580 TO I-680 (PROJECT 2A- SEGMENT 5) FOR FINAL PROJECT DESIGN AND  
CONSTRUCTION**

**WHEREAS**, in 1995, the Tri-Valley Transportation Council (TVTC) adopted the “Tri-Valley Transportation Plan/Action Plan (TVTP/AP) for Routes of Regional Significance; and

**WHEREAS**, the TVTP/AP identified 11 specific transportation improvements to be given high priority for funding; and

**WHEREAS**, in 1998, the TVTC, and entered into a Joint Exercise Powers of Agreement (JEPA) to provide authority to collect a Tri-Valley Transportation Development Fee (TVTDF) to collect impact fees for the traffic mitigation to be applied to the 11 high priority projects; and

**WHEREAS**, in 1999, the TVTC prepared and approved a Strategic Expenditure Plan (SEP), which guides the expenditure of revenue collected from TVTDF; and

**WHEREAS**, the SEP identifies priorities, project sponsors, and funding for TVTDF projects; and

**WHEREAS**, in 2004, the TVTC adopted an update to the SEP that reflected an update to regional and sub-regional transportation outlook for the Tri-Valley; and

**WHEREAS**, in 2011, the TVTC prepared and approved the 2011 TVTDF Funding Plan that provides guidance for expenditure of the TVTDF on 22 projects (List A and List B) including State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5); and

**WHEREAS**, in 2017, the TVTC prepared and approved an update of the 2011 SEP, and provided a funding plan for the remaining projects; and

**WHEREAS**, the 2017 update of the SEP programmed \$6,000,000 in fiscal year 17/18 and \$6,000,000 in fiscal year 18/19 for a total of \$12,000,000 to State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5); and

**WHEREAS**, the City of Pleasanton (“Pleasanton”) a signatory agency to the 1991 Joint Powers Agreement governing the TVTC and is the TVTC-member sponsor Agency for the purposes of administering the appropriation of TVTD Fees to State Route 84 Corridor Improvements I-580 to I-680 (Project 2A); and

**WHEREAS**, the Alameda County Transportation Commission (CTC) is the Lead Agency for the implementation of the State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5); and

**WHEREAS**, Pleasanton and Alameda CTC will enter into a Cooperative Agreement (CA), which outlines how the funds will flow from the TVTC through the City of Pleasanton to Alameda CTC, who will be managing the State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5);

**WHEREAS**, sufficient revenue in the Joint TVTD Fee Account is available for the FY 17/18 and 18/19 drawdown of \$12,000,000 for the State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5).

**NOW THEREFORE BE IT RESOLVED THAT** the Tri-Valley Transportation Council authorizes:

1. The Tri-Valley Transportation Council authorizes an appropriation from the Tri-Valley Transportation Development Fee Account for the State Route 84 Corridor Improvements I-580 to I-680 (Project 2A-Segment 5) of \$12,000,000 as programmed in the Strategic Expenditure Plan for fiscal years 2017/18 and 18/19, subject to Pleasanton and Alameda CTC's approval and execution of a Cooperative Agreement. Funds are drawn down in accordance with the Strategic Expenditure Plan.
2. Upon confirmation of Pleasanton and Alameda CTC's approval and execution of a Cooperative Agreement, the Tri-Valley Transportation Council authorizes the TVTC Treasurer to transmit \$12,000,000 in funds in the Tri-Valley Transportation Development Fee Account to the City of Pleasanton, which will, in turn, pass the funds through to the Alameda CTC, the party responsible for the design and construction of the State Route 84 Corridor Improvements (Project 2A-Segment 5).
3. The Tri-Valley Transportation Council authorizes any related action to further the intent of this resolution

**PASSED, APPROVED, AND ADOPTED** at the meeting of January 22, 2018, by the following votes:

**AYES:**

**NOES:**

**ABSENT:**

**ABSTAIN:**



---

Steven Spedowski, Chair  
Tri-Valley Transportation Council

**ATTEST:**

---

Debbie Bell, TVTC Administrative Staff

# ATTACHMENT 2

Table 5 - 2017 TVTDF Funding Plan

PROJECTS	TVTIC SPONSOR/ LEAD AGENCY	Previous Disbursements											Projected Disbursement (Assumes Fund Balance June 30, 2016 = \$2.29 M)											
		Pre 10/11	Funding amount identified in 2011 SEP Update	10/11	11/12	12/13	13/14	14/15	15/16	Total Disbursement Made btw FY10/11 & FY15/16	Remaining funding that need to be Distributed	DRAFT new SEP funds for Distributions	16/17	17/18	18/19	19/20	20/21	21/22	22/23	23/24	24/25	25/26	TOTAL	
Refund Local Account		\$ 2.02								\$ -														
Administrative Costs		\$ 0.57	\$ 0.58							\$ -														
July 1st FY Balance (+)		\$ 2.29								\$ 2.29														
Projected FY Revenue (+)		\$ 13.12	\$ 5.86							\$ 18.98														
Return to Local Source (20%) (-)		\$ 2.62	\$ 1.17							\$ 3.79														
Admin Cost (1%) (-)		\$ 0.13	\$ 0.06							\$ 0.19														
Revenue for TVTDF Allocation		\$ 12.66	\$ 17.15							\$ 29.81														
List A	A-1 I-580/I-680 Interchange (southbound to eastbound) <sup>1</sup>	Alameda County/Caltrans	\$5.65	\$ -						\$ -	\$ -												\$ -	
	A-2a SR 84 Expressway (I-580 to I-680)	Livermore & Pleasanton/Alameda CTC	\$11.06	\$ 22.94				\$ 7.94	\$ 5.00	\$ 18.94	\$ 10.00	\$ 2.00											\$ 12.00	
	A-2b SR 84/I-580 Interchange	Livermore/Caltrans & Livermore		\$ 5.15						\$ -	\$ 5.15												\$ 5.15	
	A-3 I-680 Auxiliary Lanes (Segment 2) <sup>1</sup>	Danville/CCTA	\$12.00	\$ 5.88					\$ 5.88	\$ 5.88	\$ -								\$ 2.00	\$ 1.50	\$ 1.65		\$ -	
	A-4 West Dublin/Pleasanton BART Station <sup>1</sup>	Dublin & Pleasanton/BART	\$4.00							\$ -	\$ -													\$ -
	A-5a I-580 Eastbound Auxiliary Lane <sup>1</sup>	Pleasanton/Alameda CTC	\$6.90	\$ 1.10	\$ 1.10					\$ 1.10	\$ -													\$ -
	A-5b I-580 HOV Lane Westbound <sup>1</sup>	Pleasanton/Alameda CTC		\$ -						\$ -	\$ -													\$ -
	A-6 I-680 HOV Lanes, SR 84 to Top of Sunol Grade <sup>1</sup>	Pleasanton/Caltrans & Alameda CTC		\$ -						\$ -	\$ -													\$ -
	A-7 I-580/Foothill Road/San Ramon Road Interchange Modifications <sup>1</sup>	Pleasanton/Caltrans	\$1.60	\$ -						\$ -	\$ -													\$ -
	A-8 I-680 Alcosta Boulevard Interchange <sup>1</sup>	San Ramon/Caltrans	\$1.60	\$ 0.75						\$ -	\$ -													\$ -
	A-9a Crow Canyon Road Improvements Phase 1	Alameda County		\$ 1.55						\$ -	\$ 1.55													\$ 1.55
	A-9b Crow Canyon Road Improvements Phase 2	Alameda County		\$ 1.69						\$ -	\$ 1.69							\$ 1.69						\$ 1.69
A-10a Vasco Road Safety Improvements Phase 1	Alameda County		\$ 3.32						\$ -	\$ 3.32													\$ 3.32	
A-10b Vasco Road Safety Improvements Phase 2	Alameda County		\$ 2.58						\$ -	\$ 2.58													\$ 2.58	
A-11 Express Bus/Bus Rapid Transit (BRT) - Phase 2	Dublin/LAVTA		\$ 0.14						\$ -	\$ 0.14	\$ 1.00												\$ 1.14	
Sub-Total A		\$ 42.81	\$ 45.10	\$ 1.10	\$ -	\$ -	\$ 7.94	\$ 5.00	\$ 5.88	\$ 19.92	\$ 24.43	\$ 3.00	\$ 0.14	\$ 7.00	\$ 7.00	\$ 2.46	\$ 1.41	\$ 2.58	\$ 1.69	\$ 2.00	\$ 1.50	\$ 1.65	\$ 27.43	
List B	B-1 I-580/I-680 Interchange (westbound to southbound)	Dublin/Alameda CTC		\$ -						\$ -	\$ -	\$ 1.00											\$ 1.00	
	B-2 Fifth Eastbound Lane on I-580 from Santa Rita Road to Vasco Road	Pleasanton & Livermore		\$ -						\$ -	\$ -												\$ -	
	B-3 I-580/First Street Interchange Modification	Livermore/Caltrans		\$ -						\$ -	\$ -												\$ -	
	B-4 I-580/Vasco Road Interchange Modification	Livermore/Caltrans		\$ 4.80						\$ -	\$ 4.80	\$ 2.00											\$ 6.80	
	B-5 I-580/Greenville Road Interchange Modification	Livermore/Caltrans		\$ -						\$ -	\$ -												\$ -	
	B-6 Jack London Boulevard Extension	Livermore		\$ -						\$ -	\$ -												\$ -	
	B-7 El Charro Road Extension (Stoneridge Drive/Jack London Boulevard to Stanley Boulevard)	Pleasanton		\$ -						\$ -	\$ -												\$ -	
	B-8 Camino Tassajara/Tassajara Road Widening Project (East of Blackhawk Drive to North Dublin Ranch Drive) (Safety Improvement Project) <sup>2</sup>	Contra Costa County & Dublin		\$ 1.70						\$ -	\$ 1.70	\$ 2.00			\$ 3.70									\$ 3.70
	B-8 Camino Tassajara/Tassajara Road Widening Project (East of Blackhawk Drive to North Dublin Ranch Drive) (Roadway Widening Project) <sup>3</sup>	Contra Costa County & Dublin		\$ 2.68						\$ -	\$ 2.68				\$ 2.68									\$ 2.68
	B-10 I-680 Southbound HOV Lane Gap Closure (North Main Street to Rudgear Road)	San Ramon/CCTA		\$ 5.49						\$ -	\$ 5.49	\$ 1.00												\$ 6.49
	B-11a I-680 HOV Direct Access Ramps <sup>4</sup>	San Ramon/CCTA		\$ -						\$ -	\$ -													\$ -
	B-11b I-680 Transit Corridor Improvements	San Ramon/CCTA		\$ -						\$ -	\$ -	\$ 2.00												\$ 2.00
Sub-Total B		\$ -	\$ 14.67	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 14.67	\$ 8.00	\$ -	\$ -	\$ 8.38	\$ 1.50	\$ 4.30	\$ -	\$ -	\$ 3.00	\$ 3.49	\$ 2.00	\$ 22.67	
<b>Total</b>		\$ 45.40	\$ 60.35	\$ 1.10	\$ -	\$ -	\$ 7.94	\$ 5.00	\$ 5.88	\$ 19.92	\$ 39.10	\$ 11.00	\$ 0.14	\$ 7.00	\$ 15.38	\$ 3.96	\$ 5.71	\$ 2.58	\$ 1.69	\$ 5.00	\$ 4.99	\$ 3.65	\$ 50.10	
Fiscal Year Distribution		\$ 0.14	\$ 7.00	\$ 8.38	\$ 1.50	\$ 4.30	\$ -	\$ -	\$ 3.00	\$ 3.49	\$ 2.00	\$ 22.67												
Remaining Balance		\$ 12.52	\$ 10.15	\$ 1.03	\$ 1.46	\$ 0.08	\$ 0.94	\$ 2.82	\$ 1.49	\$ 0.31	\$ 0.46													

Note

<sup>1</sup> Project is complete and is not considered for further funding.

<sup>2</sup> \$1.70 Million to be used in Contra Costa County. \$2.0 Million to be shared by Contra Costa County and City of Dublin for project segment between Windemere Parkway and Moller Ranch (Palisades Drive).

<sup>3</sup> \$2.68 Millions to be used in Contra Costa County.

<sup>4</sup> Project has been eliminated from funding plan.

# ATTACHMENT 3

## A-2A. SR 84 EXPRESSWAY (I-580 TO I-680)



### TVTC PROJECT SPONSOR

City of Livermore, City of Pleasanton

### LEAD AGENCY

Alameda County Transportation Commission (Alameda CTC)

### PROJECT DESCRIPTION (UPDATED SPRING 2016)

Project A-2a is located along SR 84 between I-580 and I-680 in Livermore and Pleasanton. The project will widen and reconstruct SR 84 to expressway standards. The ultimate configuration is expected to consist of six lanes from I-580 to Stanley Boulevard and four lanes from Stanley Boulevard to I-680.

The project has been segmented into five primary sections:

- Segment 1 (I-580 to Jack London Boulevard) – widening and Phase I of the I-580/SR 84 Interchange project (Project A-2b).
- Segment 2 (Jack London Boulevard to a point roughly halfway between Concannon Boulevard and Stanley Boulevard) – widening existing configuration from two lanes to four lanes and from four lanes to six lanes.
- Segment 3 (Halfway between Concannon Boulevard and Stanley Boulevard to Ruby Hill Drive) – widening from two lanes to four lanes.
- Segment 4 (Ruby Hill Drive to Pigeon Pass) – straightening the roadway alignments and adding truck climbing lanes.
- Segment 5 (Pigeon Pass to I-680) – widening the roadway from two lanes to four lanes and improvements at the SR 84/I-680 interchange.

## STATUS

---

A Project Study Report (PSR) of the entire route was completed in 2002 and was funded through a \$1 Million allocation of TVTDF funds.

### Segment 1

Segment 1 improvements cost \$113 Million with funding from Alameda CTC's 2000 Measure B, State bond, and local and federal funds. Improvements were completed and opened to traffic in March 2012.

### Segment 2

Segment 2 improvements cost \$36 Million with funding from Alameda CTC's 2000 Measure B, State bond, and local funds. Improvements were completed and opened to traffic in June 2014.

### Segment 3

In March 2015, the California Transportation Commission (CTC) approved the allocation of \$47 Million in State Transportation Improvement Program (STIP) funds to construct improvements for Segment 3. Caltrans awarded the construction contract in September 2015, and construction activities are currently underway. Construction is anticipated to be completed by the end of 2017. \$10 Million in TVTDF Funding was spent on this project. Segment 3 improvements also include the Isabel Avenue/Vallecitos Road intersection realignment, which was completed in 2008 and was funded with \$2.3 Million of TVTDF 20% funds.

### Segment 4

Segment 4 improvements cost \$32 Million with funding from State Highway Operation Protection Program (SHOPP) funds. Improvements were completed and opened to traffic in October 2008.

### Segment 5

Traffic operations analysis, preliminary engineering, and environmental technical studies for Segment 5 began in Spring of 2015, and will be completed in early 2018. \$2.94 Million in TVTD Funding was spent on this effort. Design is anticipated to begin in Summer of 2018 and completed by early 2021. Construction is anticipated to begin in 2021 and completed by 2023. Funding for this segment includes an additional \$12 Million from TVTC, \$122 Million from Alameda CTC's Measure BB, and \$1 Million from Alameda CTC's Measure B.

## PHASING AND SCHEDULE

---

Project A-2a will be constructed in five segments. Below is the schedule for each segment.

- Segment 1 – Completed and opened to traffic in March 2012
- Segment 2 – Completed and opened to traffic in June 2014.
- Segment 3 – Construction activities are in progress and expected to be completed in 2017.
- Segment 4 – Completed and opened to traffic in October 2008.
- Segment 5 – Preliminary engineering and environmental technical studies began in Spring of 2015, with anticipated completion in early 2018. Construction anticipated in 2021.

COST ESTIMATE AND FUNDING SOURCES

---

**Segment 3:**

<b>Cost (Millions, 2015)</b>	<b>\$105.40</b>
Funding (Millions, 2015)	
Measure B	\$34.87
Measure BB	\$10.00
State	\$47.03
Local (CMA-TIP)	\$2.00
Local (City)	\$1.50
TVTDF	\$10.00
<b>Total Funding (Millions, 2015)</b>	<b>\$105.40</b>
<b>Total Funding Shortfall (Millions, 2015)</b>	<b>\$0.00</b>

**Segment 5:**

<b>Cost (Millions, 2015)</b>	<b>\$220.00</b>
Funding (Millions, 2015)	
Measure B	\$1.00
Measure BB	\$122.00
TVTDF	\$14.94
<b>Total Funding (Millions, 2015)</b>	<b>\$137.94</b>
<b>Total Funding Shortfall (Millions, 2015)</b>	<b>\$82.06</b>

# ATTACHMENT 4

## COOPERATIVE AGREEMENT

### BETWEEN

**ALAMEDA COUNTY TRANSPORTATION COMMISSION**

### AND

**CITY OF PLEASANTON**

### **Route 84 Widening Project – Pigeon Pass to Interstate 680**

This COOPERATIVE AGREEMENT (“**Agreement**”), dated for reference purposes only as of October \_\_, 2017, is entered into by and between the City of Pleasanton (“**City**”), a municipal corporation, and Alameda County Transportation Commission (“**Alameda CTC**”), a joint powers agency. This Agreement shall become effective on the date the same is fully-executed by both parties (“**Effective Date**”).

### RECITALS

- A. City as one of the members of the Tri Valley Transportation Council (“TVTC”) is a signatory to the Joint Exercise of Powers Agreement Pertaining to the Tri-Valley Transportation Development Fee (TVTDF) for Traffic Mitigation.
- B. TVTDF fees are divided into the “Eighty Percent Fees” which are allocated by TVTC to projects in the TVTDF Funding Plan, and the “Twenty Percent Fees” a portion of which are available to the City for allocation to projects at its discretion.
- C. TVTC has identified the Project (defined as Route 84 Expressway (I-580 to I-680)) as one of eleven projects which it proposes to fund in part with the “Eighty Percent Fee” portion of the developer fees.
- D. The Project is divided into five segments: Segment 1 – I-580 to Jack London Boulevard, Segment 2 – Jack London Boulevard to a point roughly halfway between Concannon Boulevard and Stanley Boulevard, Segment 3 – Halfway between Concannon Boulevard and Stanley Boulevard to Ruby Hill Drive, Segment 4 – Ruby Hill Drive to Pigeon Pass, Segment 5 – Pigeon Pass to I-680.
- E. TVTC allocated \$12 million TVTDF funds at a future date for engineering design, right of way acquisition and construction for Segment 5.
- F. City is a co-sponsor of the Project, along with the City of Livermore.
- G. Alameda CTC will be the implementing agency for engineering design and construction for Segment 5.

**NOW, THEREFORE, THE PARTIES DO HEREBY AGREE AS FOLLOWS:**

SECTION I

ALAMEDA CTC AGREES:

- A. To oversee environmental clearance and final design, monitor construction progress, and apply local contribution payments to either Alameda CTC for reimbursement of environmental clearance, final design or construction management costs, or to the STATE for construction of Segment 5, in accordance with Alameda CTC policy.
- B. To inform City staff of progress and key findings as they are developed and seek input from City staff during development of project scope, consultant selection, engineering design and construction phases for Segment 5.

SECTION II

CITY AGREES:

- A. To transfer TVTDF funds to Alameda CTC within 30 days upon allocation of these funds by the TVTC.

SECTION III

IT IS MUTUALLY AGREED:

- A. This Agreement constitutes the entire agreement between the parties regarding the subject matter hereof and any oral discussions or written or oral agreements with respect thereto preceding the effective date of this Agreement are superseded hereby. No amendment, alteration or variation of the terms of this Agreement shall be valid unless made in writing and signed by the parties hereto, and no oral understanding or agreement not incorporated herein shall be binding on any of the parties hereto.
- B. Alameda CTC and the City each render their services under this Agreement as independent agencies. None of the agents or employees of either shall be deemed agents or employees of the other.
- C. Any notice given under this Agreement shall be in writing and shall be deemed given if delivered personally or mailed by registered or certified mail or commercial overnight courier, return receipt or confirmation of delivery requested, or by facsimile transmission with voice confirmation of receipt, the parties at the following addresses (or at such other address for a party as shall be specified by like notice):

If to PLEASANTON:

If to Alameda CTC

Nelson Fialho, City Manager  
City of Pleasanton  
123 Main Street  
Pleasanton, CA 94566  
NFialho@cityofpleasantonca.gov

Arthur L. Dao, Executive Director  
Alameda County Transportation Commission  
1111 Broadway, Suite 800  
Oakland, CA 94607  
adao@alamedactc.org

In witness whereof, the parties hereto have executed this Agreement by their duly authorized officers.

CITY OF PLEASANTON

ALAMEDA COUNTY TRANSPORTATION  
COMMISSION

By: \_\_\_\_\_  
Nelson Fialho  
City Manager

By: \_\_\_\_\_  
Arthur L. Dao  
Executive Director

Approved as to Legal Form:

Recommended:

By \_\_\_\_\_  
Dan Sodergren  
City Attorney

By: \_\_\_\_\_  
Trinity Nguyen  
Director of Project Delivery

Reviewed as to Budget/Financial Controls:

By: \_\_\_\_\_  
Patricia Reavey  
Deputy Executive Director of Finance and  
Administration

Approved as to Legal Form:

By: \_\_\_\_\_  
Wendel, Rosen, Black & Dean LLP  
Alameda CTC Legal Counsel



P.O. Box 5610  
Hercules, CA 94547-5610

RETURN SERVICE REQUESTED

TRI-VALLEY  
TRANSPORTATION COUNCIL  
DEBRA BELL / CITY OF LIVERMORE  
1052 S LIVERMORE AVE  
LIVERMORE CA 94550-4813

### Managing Your Accounts



24-Hour Tele Banking 888.400.6324



Client Services 800.797.6324



Online www.mechanicsbank.com



Mobile Download Our Mobile Apps

### Summary of Accounts

Account Type	Account Number	Ending Balance
ANALYZED PUBLIC	XXXXXXXXX5586	\$239,500.77

### ANALYZED PUBLIC-XXXXXXXXX5586

#### Account Summary

Date	Description	Amount
12/01/2017	Beginning Balance	\$3,089,929.07
	0 Credit(s) This Period	\$0.00
	11 Debit(s) This Period	\$2,850,428.30
12/29/2017	Ending Balance	\$239,500.77

#### Electronic Debits

Date	Description	Amount
12/01/2017	WIRE TRANSFER LOCAL AGENCY INVESTME 121140218000380	\$2,840,000.00

#### Checks Cleared

Check Nbr	Date	Amount	Check Nbr	Date	Amount	Check Nbr	Date	Amount
2154	12/04/2017	\$6,975.30	2158	12/08/2017	\$24.00	2162	12/13/2017	\$116.00
2155	12/04/2017	\$750.00	2159	12/20/2017	\$24.00	2163	12/14/2017	\$125.00
2156	12/06/2017	\$125.00	2160	12/13/2017	\$1,000.00			
2157	12/05/2017	\$464.00	2161	12/12/2017	\$825.00			

\* Indicates skipped check number

#### Daily Balances

Date	Amount	Date	Amount	Date	Amount
12/01/2017	\$249,929.07	12/06/2017	\$241,614.77	12/13/2017	\$239,649.77
12/04/2017	\$242,203.77	12/08/2017	\$241,590.77	12/14/2017	\$239,524.77
12/05/2017	\$241,739.77	12/12/2017	\$240,765.77	12/20/2017	\$239,500.77

#### Overdraft and Returned Item Fees

	Total for this period	Total year-to-date
Total Overdraft Fees	\$0.00	\$0.00
Total Returned Item Fees	\$0.00	\$0.00

Local Agency Investment Fund  
 P.O. Box 942809  
 Sacramento, CA 94209-0001  
 (916) 653-3001

[www.treasurer.ca.gov/pmia-laif/laif.asp](http://www.treasurer.ca.gov/pmia-laif/laif.asp)  
 January 02, 2018

TRI-VALLEY TRANSPORTATION COUNCIL

CITY OF SAN RAMON - TVTC TREASURER  
 2228 CAMINO RAMON  
 SAN RAMON, CA 94583

PMIA Average Monthly Yields

Account Number:  
 40-07-023

Tran Type Definitions

December 2017 Statement

Effective Date	Transaction Date	Tran Type	Confirm Number	Authorized Caller	Amount
12/1/2017	11/30/2017	RD	1555274	DEBRA BELL	2,840,000.00

Account Summary

Total Deposit:	2,840,000.00	Beginning Balance:	15,013,011.61
Total Withdrawal:	0.00	Ending Balance:	17,853,011.61

# Item 4.2

# TRI-VALLEY TRANSPORTATION COUNCIL

**Steven Spedowski**  
**TVTC Chair**  
**Councilmember**  
Livermore  
(925) 960-4016

**To:** Tri-Valley Transportation Council (TVTC)  
**From:** TVTC Finance Subcommittee (Finance Subcommittee)  
TVTC Technical Advisory Committee (TAC)

**Date:** January 22, 2018

**Arne Olson**  
**TVTC Vice-Chair**  
**Vice Mayor**  
Pleasanton  
(925) 200-8579

**Subject:** TVTC Administrative Expenses Policy

**Scott Perkins**  
**Councilmember**  
San Ramon  
(925) 973-2530

**Don Biddle**  
**Vice Mayor**  
Dublin  
(925) 833-6650

**Karen Stepper**  
**Councilmember**  
Danville  
(925) 275-2412

**Scott Haggerty**  
**Supervisor District 1**  
Alameda County  
(510) 272-6691

**Candace Andersen**  
**Supervisor District 2**  
Contra Costa County  
(925) 957-8860

---

## BACKGROUND

The Tri-Valley Transportation Council (TVTC) collects development fees in accordance with AB1600, the California Mitigation Fee Act law (Government Code 66001). The TVTC expends these fee revenues for the purpose of planning and facilitating the implementation of transportation improvement projects in the Tri-Valley Transportation Area. In order to effectively carry out the purpose for which the development fees are collected, the TVTC must expend some of these funds to administer the program. The TVTC's Strategic Expenditure Plan (SEP) specifies allowable project expenses and earmarks 1% of the anticipated fee revenues for administration. On April 17, 2017, the TVTC requested the TVTC Finance Subcommittee analyze the TVTC's budgeting methodology for administrative expenses. The TVTC expressed interest in creating a policy to allow sufficient funding for administrative and unexpected expenses (non-project specific expenses).

For background, the 1998 Joint Exercise of Powers Agreement (JEPA) included a declaration that up to 1% percent of the Tri-Valley Transportation Development Fee (TVTDF) could be used to cover the treasurer's administrative duties and other costs associated with the TVTDF. In 2009, Addendum II to the JEPA specified that no more than one-half percent was for treasurer's duties and the remaining one-half percent was for administrative staffing costs. Both stated that the SEP should specify acceptable administrative costs. The 2011 and 2017 SEP Funding Plans annually allocate 1% of the anticipated TVTDF for administrative costs.

The 2013 JEPA, which supersedes the 1998 JEPA and addendums, does not specify administrative expense allocation amounts.

The 2015 Bylaws delineates the TVTC's right to adopt an annual budget for administrative costs, authorizes the budget to include costs for stipends, administration, general counsel, treasurer, auditor, and insurance, and approves other administrative expenses with specific signature authority. The Bylaws do not specify a percentage or dollar amount for administrative costs, but state that the TVTC may not approve a deficit spending administrative budget nor make any unbudgeted expenditures.

# TRI-VALLEY TRANSPORTATION COUNCIL

AB1600 does not specify funding amounts for administration.

Other jurisdictions with sales tax or impact fee revenue typically allocate a percentage of fee proceeds to administration. Alameda County Transportation Commission's Transportation Expenditure Plan states that salaries and benefits shall not exceed 1% of total proceeds and that the total of all administrative costs including overhead costs such as rent and supplies will be limited to no more than 4% of the net proceeds. Contra Costa County Transportation Authority's Transportation Expenditure Plan states that salaries, wages, benefits, overhead, and other services shall not exceed one half percent (0.5%) of revenues. West Contra Costa Transportation Advisory Committee allocates no more than 2% to administration but is considering increasing this amount.

## PAST ADMINISTRATIVE BUDGET PRACTICES

Prior to 2013, the TVTC rotated administrative duties but did not reimburse for these expenses. Starting in FY 2013/14, when the TVTC became a formal Joint Powers Authority, the TVTC began paying for accounting services and thus began accumulating true administrative expenses. In FY2014/15, the TVTC approved the first annual administrative budget and hired specialized contractors for activities such as legal services, audit services, insurance, and website maintenance, began providing board member stipends for attending meetings, began reimbursing jurisdictions for a portion of the rotating administrative burden, and continued paying for accounting firm services.

The FY2014/15 budget, and all subsequent budgets, allocated no more than 1% of the anticipated TVTDF on administrative expenses, averaged over the 10 years programed in the 2011 SEP. The TVTC is, and has been, in compliance with the 1% administrative expenses practice since the FY2014/15 first annual administrative budget.

Currently, the TVTC's administrative expenses are generally predictable (approximately \$56,000 per year); future administrative expenses will likely only increase in minor increments. The chart below shows the TVTC's administrative expenses, approved budget, and anticipated and actual 1% revenue from the TVTDF. Based on anticipated administrative expenses (\$56,000 per year), the TVTC will likely need approximately \$504,000 from FY2017/18 through FY2025/26. During that same period, based on anticipated 1% of the TVTDF, the TVTC will likely earn \$490,000. This would leave a \$14,000 administrative funding gap.

However, projections versus actuals can differ greatly as shown in FY2016/17 (anticipated \$60,000 vs actual \$110,471) and in FY2010/11 (anticipated \$60,000 vs actual \$21,000). Additionally, FY's 2010/11 through 2013/14 and FY's 2020/21 through FY2025/26 demonstrate the possibility that during leaner development times the TVTC may not have (or had) sufficient fee revenue to sustain the current level of administrative expenses.

# TRI-VALLEY TRANSPORTATION COUNCIL

## TVTC Annual Administrative Budget Tracking

Fiscal Year Budget	Actual Expenses	Approved Budget	Anticipated 1% of the TVTDF	Actual 1% of the TVTDF
FY10/11	\$250	None	\$60,000	\$21,000
FY11/12	\$0	None	\$60,000	\$25,000
FY12/13	\$138	None	\$60,000	\$37,000
FY13/14	\$7,250	None	\$60,000	\$25,000
FY14/15	\$35,850	\$40,800	\$60,000	\$86,618
FY15/16	\$39,600	\$49,800	\$60,000	\$58,239
FY16/17	\$49,100	\$56,500	\$130,000	\$110,471
FY17/18	TBD	\$55,500	\$60,000	TBD
FY18/19	TBD	TBD	\$80,000	TBD
FY19/20	TBD	TBD	\$60,000	TBD
FY20/21	TBD	TBD	\$50,000	TBD
FY21/22	TBD	TBD	\$40,000	TBD
FY22/23	TBD	TBD	\$50,000	TBD
FY23/24	TBD	TBD	\$50,000	TBD
FY24/25	TBD	TBD	\$50,000	TBD
FY25/26	TBD	TBD	\$50,000	TBD

SEP2011: FY10/11 through FY15/16; SEP 2017: FY16/17 through FY23/24

## DISCUSSION

On January 8, 2018, the TVTC Finance Subcommittee discussed the TVTC's administrative expenses past practices, analyzed TVTC's current methodology, and reviewed multiple options to create new procedures. The Finance Subcommittee discussed the following specific concerns:

1. It is possible TVTC administrative expenses could exceed the allowable 1% allocation if development slows and less impact fees are collected or if the TVTC has significant unexpected expenses such as a lawsuit.
2. The TVTC does not include a clear policy for non-project specific administrative expenses such as the SEP, Nexus Study, or other significant studies, reports, or efforts. These sporadic special studies/expenses create significant financial fluctuations in the TVTC budget.
3. It is unclear if the TVTC's past practice to spend less than 1% TVTDF on administration refers to anticipated funds or actual funds received.
4. The TVTC has been inconsistent when including administrative funds in the SEP. The 2011 SEP allocated an average of the expected 1% of TVTDF funds while the 2017 SEP allocated 1% of the expected TVTDF funds on an annual basis (no averaging).
5. The TVTC does not have a mechanism in place allowing TVTC to carry-over unspent administrative funds. According to the TVTC's attorney, accountant, and auditor, the TVTC cannot go back and accumulate an administrative reserve from past-unexpended administrative funds. Instead, the TVTC can adopt a policy and begin tracking and carrying over unspent funds into the future.

# TRI-VALLEY TRANSPORTATION COUNCIL

The Finance Subcommittee determined that setting aside a set percentage of the anticipated or actual development fee funds for administrative duties does not work well for the TVTC due to non-project specific administrative expenses such as the Strategic Expenditure Plan and Nexus Study. While the TVTC operates with relatively steady annual administrative expenses, these sporadic special studies/expenses create significant financial fluctuations.

To address all of these issues, the TVTC Finance Committee recommends the TVTC adopt the following administrative expenses policy:

1. Create and adopt an annual administrative budget per the TVTC Bylaws based on anticipated need, not based on a specific percentage of anticipated or actual fee revenue.
2. The annual administrative budget shall identify the percentage of anticipated TVTDF funds allocated to administrative expenses.
3. The annual administrative budget shall report the final dollar amount of administrative expenditures budgeted and spent in the prior fiscal year.
4. The annual administrative budget shall include expenses for non-project specific administrative expenses such as special studies and efforts.
5. Subsequent SEP's and Nexus Studies shall calculate and set-aside an average 1% of anticipated impact fee revenue as a relative guide to reserve funds for administrative expenses. The administrative budget is not required to be at or less than the 1% set-aside.

The proposed Administrative Expenses Policy will create administrative budgeting flexibility while requiring financial accountability.

## RECOMMENDATION

The TVTC Financial Subcommittee recommends the TVTC adopt the Administrative Expenses Policy.

## ATTACHMENTS

1. Resolution 2018-03

Exhibit A: Administrative Expenses Policy

**TRI-VALLEY TRANSPORTATION COUNCIL  
RESOLUTION NO. 2018-03**

**A RESOLUTION ADOPTING THE TRI-VALLEY TRANSPORTATION COUNCIL  
ADMINISTRATIVE EXPENSES POLICY**

**WHEREAS**, the Tri-Valley Transportation Council (TVTC) collects development fees in accordance with AB1600, the California Mitigation Fee Act law (Government Code 66001) and expends these fee revenues for the purpose of planning and facilitating the implementation of transportation improvement projects in the Tri-Valley Transportation Area; and

**WHEREAS**, in order to effectively carry out the purpose for which the development fees are collected, TVTC must expend some of these funds to administer the program; and

**WHEREAS**, the TVTC's Strategic Expenditure Plan (SEP) specifies allowable project expenses and earmarks 1% of the anticipated fee revenues for administration; and

**WHEREAS**, the TVTC's 2015 Bylaws delineate the TVTC's right to adopt an annual budget for administrative costs, authorizes the budget to include costs for stipends, administration, general counsel, treasurer, auditor, and insurance, and approves other administrative expenses with specific signature authority; and

**WHEREAS**, the TVTC Bylaws do not specify a percentage or dollar amount for administrative costs, but state that the TVTC may not approve a deficit spending administrative budget nor make any unbudgeted expenditures; and

**WHEREAS**, on April 17, 2017, the TVTC requested the TVTC Finance Subcommittee review the TVTC's administrative expenses budgeting methodology and recommend an Administrative Expenses policy to ensure sufficient funding for administrative and non-project specific expenses, in order to effectively carry out the purpose for which the fee is collected.

**NOW THEREFORE BE IT RESOLVED THAT:**

TVTC approves and adopts the Administrative Expenses Policy, attached hereto and incorporated herein as Exhibit A, as recommended by the TVTC Financial Subcommittee.



**PASSED, APPROVED AND ADOPTED** at the meeting of January 22, 2018 by the following votes:

**AYES:**

**NOES:**

**ABSENT:**

**ABSTAIN:**

---

Steven Spedowski, Chair  
Tri-Valley Transportation Council

**ATTEST:**

---

Debbie Bell, TVTC Administrative Staff

## **EXHIBIT A**

### **TRI-VALLEY TRANSPORTATION COUNCIL ADMINISTRATIVE EXPENSES POLICY**

Pursuant to this policy, the Tri-Valley Transportation Council (TVTC) shall:

1. Create and adopt an annual administrative budget per the TVTC Bylaws based on anticipated need, not based on a specific percentage of anticipated or actual Tri-Valley Transportation Development Fee (TVTDF) revenue.
2. The annual administrative budget shall identify the percentage of anticipated TVTDF funds allocated to administrative expenses.
3. The annual administrative budget shall report the final dollar amount of administrative expenditures budgeted and spent in the prior fiscal year.
4. The annual administrative budget shall include expenses for special studies and efforts. This allows the TVTC to allocate funds to non-project specific administrative expenses on an annual basis, as necessary to carry out the purpose for which the fee was collected.
5. Subsequent Strategic Expenditure Plans and Nexus Studies shall calculate and set-aside an average 1% of anticipated impact fee revenue as a relative guide to reserve funds for administrative expenses. The administrative budget is not required to be at or less than the 1% set-aside.